

# DJ MEDIAPRINT & LOGISTICS LIMITED

(Formerly known as D J Logistic Solutions Private Limited)



DJMLCS/BSE274/2024-25

19<sup>th</sup> June, 2024

To,  
The Manager-Listing  
The Corporate Relation Department,  
Bombay Stock Exchange of India Ltd  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001.  
BSE Scrip Code-543193

To,  
The Manager-Listing  
The Listing Department,  
National Stock Exchange of India Ltd  
Exchange Plaza, 5<sup>th</sup> Flr, Plot No C/1  
G Block, BKC, Mumbai-400051.  
NSE Symbol-DJML

ISIN: INEOB1K01014

Dear Sir/Madam,

**Sub: Submission of Annual Report for the F.Y. 2023-24 pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Further to our letter dated June 18, 2024, we would like to inform you that the 15<sup>th</sup> Annual General Meeting ("AGM") of the Company will be held on Saturday, 13 July, 2024 at 4.00 P.M. (IST) through ("VC") / Other Audio-Visual Means ("OAVM").

Pursuant to Regulation 34(1) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), we are submitting herewith the Annual Report of the Company for the Financial Year 2023-24 (which includes the Notice of AGM as well), which is being sent in electronic mode to the Shareholders of the Company.

The Annual Report containing the Notice of the 15<sup>th</sup> Annual General Meeting is also uploaded on the Company's website [www.djcorp.in](http://www.djcorp.in)

Request you to kindly take the same on record.

Thanking you,

Yours Sincerely,  
For DJ Mediaprint & Logistics Limited



**Khushboo Mahesh Lalji**  
Company Secretary & Compliance Officer  
M.No.: A53405

Encl: a/a

Page 1 of 1

# DJ MEDIAPRINT & LOGISTICS LIMITED



## ANNUAL REPORT 2023-24

# CONTENTS

## Corporate Overview

Corporate Information	4
Steering Towards Success	6
Vision & Mission	8
Navigating Challenges, Forging Opportunities	10
The DJML Journey	12
Core Strengths Sustaining Excellence	16
Performance Highlights	18
Djml's Mantra For Success	20
Upholding Our Core Values	32
Solid Governance	34
Enhancing Value For Our Diverse Stakeholders	40
Corporate Social Responsibility & Corporate Citizenship	42
Navigating Growth: Insights From The Managing Director	44
The Year Gone By-From The CFO's Desk	46
Robust Financial Performance	48
Forging Forward DJML's Evolution Over Two Decades	50
Awards & Certifications	52
Our Presence	54
Growing From Strength To Strength DJML Services	58
DJML Advantage...	68

“ DJ Mediaprint & Logistics Limited proudly announces the establishment of its inaugural international office in Guangzhou, China. This landmark initiative signifies our entry into the global arena and underscores our unwavering dedication to pursuing business opportunities on an international scale.”

**BSE : SCRIP CODE - 543193**

**NSE: SYMBOL - DJML**



To view this report online or to know more about us, please visit <http://www.djcorp.in>



## Statutory Section

Notice	70
Board's Report	91
Report on Corporate Governance	106
Management Discussion & Analysis	134



## Financial Statements

Independent Auditor's Report	160
Balance Sheet	172
Statement of Profit & Loss	173
Statement of Cash Flows	174
Statement of Changes in Equity	176
Audited Segment Reporting	178
Notes forming part of Financial Statements	179

# Corporate Information

## BOARD OF DIRECTORS

### Mr. Dinesh Muddu Kotian

Chairman (Managing Director)

(DIN: 01919855)

### Mr. Deepak Pandurang Bhojane

Whole-time Director

(DIN: 02585388)

### Mr. Deepak Dattaram Salvi

Whole-time Director

(DIN:02588250)

### Mr. Devadas Alva

Non-Executive Director

(DIN: 06902537)

### Mr. Navinchandra Rama Sanil

Independent Director

(DIN: 08648083)

### Ms. Deeksha Devadiga

Independent Director

(DIN: 08652925)

### Mr. Purushottam Mahadeo Dalvi

Independent Director

(DIN: 08648037)

### Mr. Dwarka Prasad Gattani

Non-Executive Director

(DIN: 06865570)

## CHIEF FINANCIAL OFFICER

### Mr. Dhanraj Dayanand Kunder

## COMPANY SECRETARY & COMPLIANCE OFFICER

### Ms. Khushboo Mahesh Lalji

## BANKERS

State Bank of India

Bank of Baroda

## STATUTORY AUDITORS

M/s ADV & Associates.,

Chartered Accountants

## SECRETARIAL AUDITOR

M/s Ekta Agrawal & Associates.

Company Secretaries

## REGISTRAR AND SHARE TRANSFER AGENT

Purva Sharegistry (India) Private Limited

9, Shiv Shakti Industrial Estate,

J. R. Boricha Marg, Opp. Kasturba

Hospital Lane, Lower Parel (E)

Mumbai – 400011, Maharashtra

Tel: 022 2301 2518 / 8261

Email:support@purvashare.com

Website: www.purvashare.com

## REGISTERED OFFICE

24, 1<sup>st</sup> Floor, Palkhiwala House, Tara Manzil,

1st Dhobi Talao Lane, Mumbai – 400 002.

## CORPORATE OFFICE

UP Warehouse, Mafco Yard,

Plot No. 4 to 9, 1st Floor,

Sector-18, Vashi,

Navi Mumbai – 400 703,

Tel No. : 022 – 2788 9340/41/43,

E-Mail ID: cs@djcorp.in

Website: www.djcorp.in

**STEERING TOWARDS SUCCESS:  
A COMPREHENSIVE REVIEW OF  
DJML'S PERFORMANCE AND  
ACHIEVEMENTS IN 2024**

**W** Voice  
**Z** Vision  
**O** Team

# VISION & MISSION

“DJML has emerged as a beacon of **resilience and adaptability**. Our ability to endure and thrive in the face of uncertainty reflects our unwavering commitment to innovation, sustainability, and stakeholder value creation.”



## Mission

Profitable growth through superior customer service, innovation, quality and commitment.



## Vision

To be the key pioneer of printing and logistics solutions, worldwide and to be the customer's first and best choice. To delight our customers with quality service by setting new benchmarks through innovation and modern technology.



<b>EMPOWERING VISION, PURPOSEFUL ACTION</b>	<b>CREATING VALUE BEYOND PROFIT</b>	<b>BUILDING RESILIENT FOUNDATIONS</b>
<b>STAKEHOLDER-CENTRIC APPROACH</b>	<b>FINANCIAL STEWARDSHIP IN UNCERTAIN TIMES</b>	<b>NURTURING HUMAN CAPITAL</b>
<b>FOSTERING LASTING PARTNERSHIPS</b>	<b>ENVIRONMENTAL LEADERSHIP FOR A SUSTAINABLE FUTURE</b>	<b>ADVANCING TOGETHER TOWARDS A BRIGHTER FUTURE</b>

# NAVIGATING CHALLENGES, FORGING OPPORTUNITIES

## EMPOWERING VISION, PURPOSEFUL ACTION

Driven by a clear vision and proactive approach, DJML translates aspirations into tangible actions. Our focus on innovation ensures that we not only meet current market demands but also anticipate and address future needs. Through a robust sustainability roadmap, we align our strategies with stakeholder expectations, driving meaningful progress.

## CREATING VALUE BEYOND PROFIT

At DJML, we understand that true success extends beyond financial metrics. Through our unique value creation model, we prioritize the well-being of all stakeholders. By delivering high-quality products, fostering employee growth, nurturing partnerships, and contributing to community development, we create shared value that transcends profit margins.

## BUILDING RESILIENT FOUNDATIONS

Sustainable growth requires a solid foundation. DJML is committed to strengthening its business pillars to withstand challenges and seize opportunities. By prioritizing stakeholder interests, maintaining financial prudence, and investing in talent development, we lay the groundwork for enduring success.

## STAKEHOLDER- CENTRIC APPROACH

Our stakeholders are at the heart of everything we do. By actively engaging with customers, employees, investors, and communities, we build trust and foster meaningful relationships. Through transparent communication and responsiveness to their needs, we ensure alignment and drive mutual growth.

## FINANCIAL STEWARDSHIP IN UNCERTAIN TIMES

Sound financial management is paramount in navigating market volatility. Despite disruptions, DJML's prudent financial practices have enabled us to maintain stability and sustain growth. Through strategic cost optimization, efficiency improvements, and risk mitigation measures, we safeguard our financial health.

## FOSTERING LASTING PARTNERSHIPS

Trust and reliability are the cornerstones of our partnerships. By delivering on our commitments, fostering transparency, and prioritizing mutual benefit, we forge enduring relationships with customers, suppliers, and communities. Together, we drive innovation and create shared value.

## ENVIRONMENTAL LEADERSHIP FOR A SUSTAINABLE FUTURE

As environmental stewards, DJML is committed to minimizing its impact and promoting sustainability. From reducing emissions to optimizing resource usage, we strive to operate in an environmentally and socially responsible manner. Our commitment extends beyond compliance, as we seek to drive positive change and preserve the planet for future generations.

## NURTURING HUMAN CAPITAL

Our people are our most valuable asset. Their dedication, creativity, and resilience drive our success. By fostering a culture of empowerment, continuous learning, and inclusivity, we cultivate a workforce that thrives in a dynamic environment.

# THE DJML JOURNEY

CRAFTING SOLUTIONS FOR EVERY MARKET AND INDUSTRY

DJ Mediaprint & Logistics Limited stands as a formidable presence within the printing and logistics industry, distinguished by our comprehensive expertise across various domains. Our extensive range of services encompasses personalized delivery systems tailored to meet the diverse needs of our clientele. From essential post and courier services to intricate graphic design, security printing, and newspaper advertising, we offer a holistic suite of solutions designed to exceed expectations. Furthermore, our capabilities extend to encompass record and data management, scanning and digitization, bulk mailing, manpower supply, logistics, and software solutions. Through our unwavering commitment to excellence and innovation, we empower our clients to navigate the complexities of their



respective industries with confidence and success.

What began as a small yet passionate venture in 1999, serving customers with just five team members, has blossomed into the thriving enterprise we are today. Along the way, we've achieved significant milestones and earned accolades that speak about our dedication to excellence.

In 1999, we launched our mailing operations, laying the groundwork for our expansion. By 2009, we transitioned to a corporate structure, establishing DJ Logistic Solutions Private Limited. This pivotal move

enabled us to offer a broader range of services, including designing, printing, courier, and postal services. We also gained recognition with a prestigious CRISIL rating and expanded our presence with two branch offices in New Delhi.

In 2017, we rebranded as DJ Mediaprint & Logistics Limited, signaling our commitment to growth and diversification. Our dedication to quality was further validated by ISO certifications, including ISO 9001:2015, ISO 270001, and CMMI Level 3.

Subsequently, in 2019, we obtained the IBA-approved

Security Printing License, followed by a listing on the SME platform of the Bombay Stock Exchange in 2020. These milestones reflect our ongoing commitment to excellence and innovation as we continue to grow and serve our customers with dedication and integrity.

DJ Mediaprint & Logistics Limited boasts an extensive infrastructure to support its operations, with branch offices strategically located across Greater Mumbai. Within our facilities, we house a diverse array of over 38 types of machines for offset and digital printing, catering to a wide spectrum of printing needs. From design to dispatch, all processes are seamlessly integrated under one roof within our expansive 32,000 square feet facility.

We prioritize the use of cutting-edge technology to enhance our services, including imported software with anti-counterfeit features for value document printing. Furthermore, our facilities are equipped with reliable power backup systems to ensure uninterrupted workflow, ensuring convenience and efficiency for our customers.

Expanding our footprint beyond Mumbai, we have established a pan-India presence, including record management centers in Puducherry. These centers,

*Our commitment to quality extends globally, with the recent establishment of our inaugural international office in Guangzhou, China. This strategic move underscores our dedication to pursuing global business opportunities and delivering superior logistics services worldwide.*

spanning over 250,000 square feet, are equipped with state-of-the-art RMS/DMS software and robust security measures to safeguard our clients' data.

At DJ Mediaprint & Logistics Limited, we firmly believe in the power of collaboration between human ingenuity and cutting-edge technology. While we appreciate the remarkable capabilities of technology, we hold in high regard the intellect and noble intentions of our dedicated workforce.

We foster a culture of innovation and creativity, encouraging our employees to bring forth new ideas and solutions. As a unit, we function as a supportive family, striving collectively to enhance our capabilities and achieve excellence in all endeavors. Together, we continuously strive to better ourselves and deliver exceptional service to our valued customers.

At DJ Mediaprint & Logistics Limited, we pride





*Our team comprises skilled professional's adept at operating advanced machinery and ensuring prompt delivery and pickup services. Each member of our organization is aligned with our vision and committed to upholding the highest standards of business ethics.*

ourselves on being the most trusted partner for our customers when it comes to quality, assurance, and timely delivery. Customer satisfaction is at the heart of everything we do, and we are dedicated to delivering products and services of the highest caliber.

Our unwavering commitment to quality is evident in every

aspect of our operations. We believe that every piece of our product and every service we provide should be of top-notch quality, reflecting our dedication to excellence. Our aim is to not only meet but exceed our customers' expectations, building lasting relationships based on trust and mutual respect.

Through our relentless focus on quality and customer satisfaction, we have earned the trust and goodwill of our customers. We cherish these relationships and remain steadfast in our commitment to delivering unparalleled value and service. At DJ Mediaprint & Logistics Limited, our ultimate goal is to foster enduring partnerships with our customers, built on a foundation of trust, quality, and mutual success.

At DJ Mediaprint & Logistics Limited, we continuously expand our portfolio across various categories and product lines to stay ahead of the curve. Our diversified and integrated business model allows us to anticipate future trends and remain agile in an ever-evolving marketplace.

Our primary endeavor is to drive overall business growth while ensuring the resilience of our supply chain. By staying proactive and adaptable, we aim to meet the dynamic needs of our customers and industry.

In recent years, we have experienced exponential growth in our profit margins, nearly tripling our initial figures. These statistics underscore our consistent track record of success and reaffirm our position as a leader in the print and logistics sector.

At DJ Mediaprint & Logistics Limited, we are committed

to continuous innovation, growth, and excellence, and we look forward to further expanding our footprint and delivering value to our customers and stakeholders in the years to come.

At DJ Mediaprint & Logistics Limited, we're dedicated to continuously broadening our range of offerings across diverse categories and product lines to stay at the forefront of industry evolution. Our integrated business model enables us to anticipate future trends, ensuring our agility in an ever-changing market landscape.

Moving forward, DJ Mediaprint & Logistics Limited remains steadfast in our commitment to growth. We will concentrate our efforts on maximizing the potential of our core business while also exploring opportunities for expansion

into adjacent spaces and new areas of business.

By maintaining a sharp focus on growth, we aim to capitalize on emerging market trends and evolving customer needs. Through strategic investments of time and energy, we will enhance our capabilities, broaden our market reach, and solidify our position as a dynamic leader in the industry.

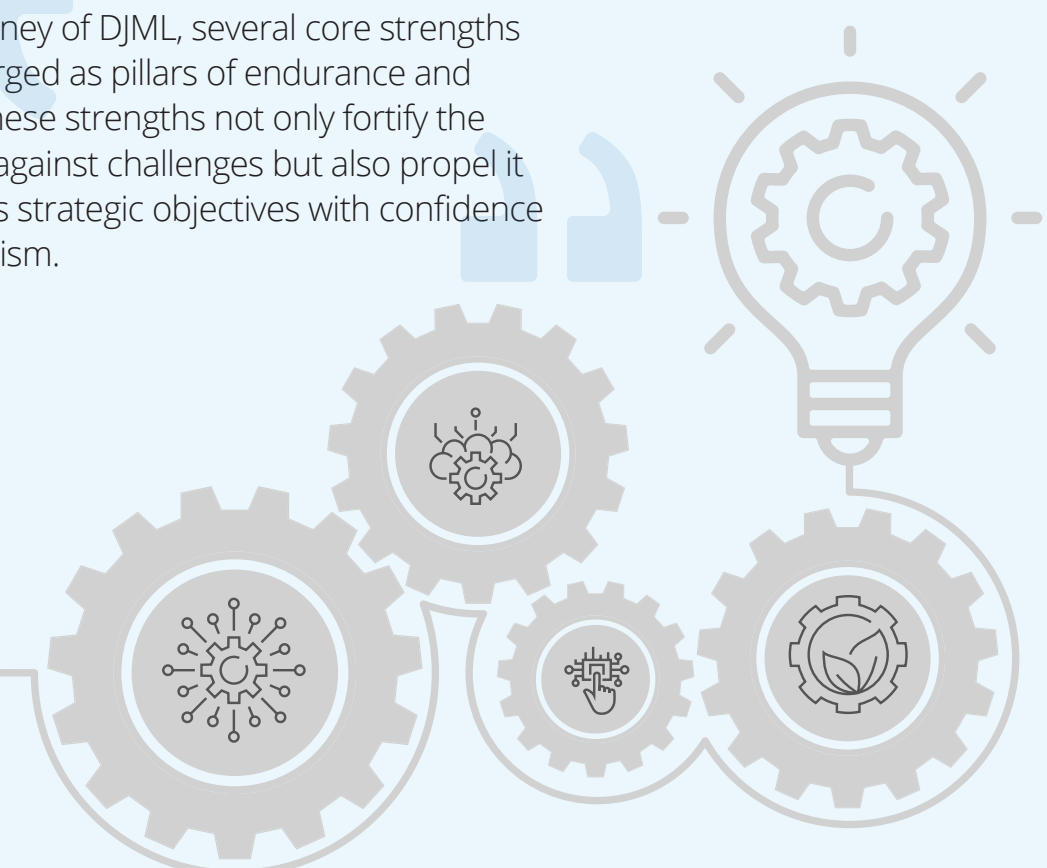
Our dedication to innovation and excellence will drive us forward as we embark on this exciting journey of

growth and exploration. We are poised to seize new opportunities, create value for our customers, and achieve even greater heights of success in the years to come.



# Core Strengths Sustaining Excellence

In the journey of DJML, several core strengths have emerged as pillars of endurance and growth. These strengths not only fortify the company against challenges but also propel it towards its strategic objectives with confidence and optimism.



## Customers Connect

The extensive Pan India presence of DJML establishes a robust network that enhances connectivity with clients. This strategic positioning reduces transportation costs and facilitates prompt service delivery. By staying close to customers, DJML not only meets their needs effectively but also fosters long-term relationships, driving loyalty and repeat business.

## Integrated Setup

DJML boasts an integrated setup that streamlines processes from manufacturing to distribution. This holistic approach ensures the production of high-quality products consistently. By eliminating inefficiencies and redundancies, the company not only enhances customer satisfaction but also optimizes operational costs, thereby bolstering financial performance.

## Full-Service Capabilities

Offering end-to-end services under one roof gives DJML a competitive edge in the market. This comprehensive approach allows the company to cater to diverse customer requirements seamlessly. Whether it's product customization, after-sales support, or logistics management, DJML's full-service capabilities position it as a one-stop solution provider, enhancing customer convenience and loyalty.

## Robust Engineering Capabilities

DJML prioritizes technological advancement to stay ahead in the industry. By investing in robust engineering capabilities, the company continually innovates to develop superior products and enhance its manufacturing facilities. This commitment to innovation not only strengthens product offerings but also boosts operational efficiency, driving sustainable growth and competitiveness.

## Enabling Endurance & Growth

DJML's core strengths serve as enablers for enduring challenges and fostering sustainable growth. By leveraging its extensive network, integrated setup, full-service capabilities, and robust engineering prowess, the company not only navigates uncertainties effectively but also capitalizes on emerging opportunities. With a strategic focus on customer satisfaction, operational excellence, and technological innovation, DJML is well-positioned to sustain its momentum and achieve its long-term objectives in the dynamic marketplace.

PERFORMANCE HIGHLIGHTS FY 2023-24

# EXCELLENCE IN ACTION

## FINANCIAL CAPITAL

**₹5704.10** LACS  
NET SALES

**₹630.73** LACS  
PBT

**₹503.95** LACS  
PAT

**₹4.65**  
EARNINGS PER SHARE



“ Our unwavering commitment to strategic growth and operational excellence has resulted in a year of outstanding financial performance, setting new benchmarks for success and positioning us for a future of sustained profitability and innovation. ”

# DJML's MANTRA FOR SUCCESS



**Embracing Innovation and Adaptability**



**Sustainable Practices and Corporate Citizenship**



**Nurturing Talent and Diversity**



**Charting a Course for the Future**



**Customer - Centricity and Service Excellence**



# Embracing Innovation & Adaptability

In an era marked by rapid technological advancements and evolving consumer preferences, DJML has embraced innovation as a cornerstone of our business strategy. Our commitment to staying at the forefront of industry trends has empowered us to adapt swiftly to changing market dynamics, ensuring that we deliver cutting-edge solutions that exceed the expectations of our clients.



# Sustainable Practices and Corporate Citizenship



As a responsible corporate citizen, DJML is committed to conducting its business operations in an environmentally sustainable and socially responsible manner. We recognize the importance of minimizing our ecological footprint and actively seek to integrate sustainable practices into every aspect of our operations. Furthermore, we remain deeply committed to giving back to the communities in which we operate, leveraging our resources and expertise to make a positive impact on society.

# Nurturing Talent and Diversity

At DJML, we recognize that our greatest asset lies in our people.

Our diverse team of talented professionals brings together a wealth of experience, expertise, and creativity, driving innovation and fostering a culture of collaboration and inclusivity. We remain dedicated to nurturing talent, providing opportunities for growth and development, and celebrating the unique contributions of each individual within our organization.



# Charting a Course for the Future

As we look to the future, DJML is poised to embark on a new phase of growth and expansion. Guided by our core values of integrity, innovation, and excellence, we remain steadfast in our commitment to delivering superior value to our shareholders, clients, employees, and stakeholders alike. With a clear vision and a steadfast determination.



# Customer-Centricity & Service Excellence

At DJML, our unwavering commitment to customer-centricity lies at the heart of everything we do. We recognize that our success is intrinsically linked to the success of our clients, and as such, we are dedicated to providing them with unparalleled service excellence and value. Our relentless focus on understanding and anticipating the needs of our clients enables us to deliver customized solutions that drive tangible business outcomes and foster long-term partnerships built on trust and mutual respect.



# Upholding Our CORE VALUES

## Sustain Our Financial Health

Financial health is essential for our long-term viability and success. We are committed to reducing and managing our debt, growing our EBITDA, and maximizing the value of our products and services. Through strategic investments in core assets and targeted acquisitions, we strengthen our financial position and create value for our shareholders. Our disciplined approach to financial management ensures that we remain resilient in the face of economic uncertainties and market fluctuations, safeguarding our ability to invest in future growth opportunities.

## Good Governance

Good governance is the cornerstone of our corporate culture. We are committed to upholding principles of transparency, accountability, and ethical conduct in all our activities. By sharing information openly, raising issues early, and fostering respectful debate, we create an environment where everyone's voice is heard and valued. Our governance practices are designed to promote integrity, fairness, and responsible decision-making, ensuring that we operate in the best interests of our stakeholders and uphold the trust they place in us.



## Commitment to Deliver

As an integral part of the communities we serve, we recognize our responsibility to contribute positively to their well-being and development. Through various corporate social responsibility initiatives, we aim to address societal challenges and make a meaningful impact on the lives of individuals. Whether through education, healthcare, environmental conservation, or economic empowerment programs, we strive to uplift communities and create lasting change.

## Grow Together

Collaboration is the cornerstone of our success. We recognize the strength of diversity and inclusivity, fostering an environment where every voice is valued and respected. Operating as a unified team, we share knowledge, support one another, and work towards common goals. With an open mind and positive intent, we set each other up for success, leveraging our collective strengths to overcome obstacles and seize opportunities. Together, we cultivate a culture of mutual respect and camaraderie, driving growth and achievement across the organization.

## Drive Operational Excellence

Operational excellence is more than just a goal; it is a continuous journey of improvement and innovation. We are committed to strengthening our focus and optimizing resource utilization to enhance efficiency and effectiveness. By leveraging smart technological investments and embracing best practices, we streamline processes and deliver value to our customers and stakeholders. Our relentless pursuit of operational excellence enables us to stay ahead of the curve, adapt to changing market dynamics, and drive sustainable growth.

## Commit to Excellence

Excellence is ingrained in everything we do. We hold ourselves to the highest standards of performance and professionalism, striving for continuous learning and improvement. Through ongoing training and development, we empower our employees to excel in their roles and contribute to the success of the organization. By fostering a culture of excellence, we cultivate a mindset of continuous improvement and innovation, ensuring that we always deliver the best possible outcomes for our customers and stakeholders.

## Grow Our Business

Sustainable growth is at the core of our business strategy. We are committed to investing in our core business segments while exploring new opportunities for expansion and diversification. Through strategic investments in technology, innovation, and customer relationships, we drive long-term value creation and market leadership. Our focus on nurturing ongoing customer relationships ensures that we remain responsive to evolving market needs and maintain our competitive edge in a dynamic business landscape.

## Enhance Trust

Trust is the foundation of our relationships with clients, partners, and communities. We are dedicated to building and maintaining trust through transparency, integrity, and reliability in all our interactions. By deeply understanding client requirements and proactively partnering with them to drive sustainable solutions, we earn their confidence and loyalty. Our commitment to enhancing trust extends beyond business transactions to encompass social and environmental responsibility, ensuring that we meet the changing needs of our clients and communities.

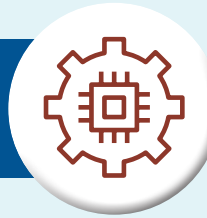
## Be Agile

Agility is key to our success in a rapidly changing world. We embrace change as an opportunity for growth and innovation, moving quickly to capitalize on opportunities and address challenges. With resilience and adaptability, we navigate storms and setbacks, turning obstacles into opportunities for learning and improvement. By fostering a culture of agility and continuous improvement, we remain responsive to market dynamics and position ourselves for long-term success.

# Solid Governance

## PRINCIPLES FOR CONTINUOUS GROWTH

At the core of our operational philosophy lies a steadfast commitment to effective leadership and governance, serving as the bedrock for our sustained growth trajectory. Our Board of Directors plays a pivotal role in steering the organization towards success by consistently upholding the highest standards of corporate governance. Our governance framework is designed to ensure transparency, accountability, and ethical conduct across all facets of our operations. We meticulously adhere to industry-specific regulations, internal policies, codes of conduct, and robust internal control systems to safeguard the interests of our stakeholders and uphold the trust they place in us.



### Our governance philosophy

In essence, our governance framework is built on the principles of accountability, transparency, and ethical conduct, serving as a catalyst for sustainable growth and value creation. By embracing sound governance practices, we fortify our organizational resilience, cultivate stakeholder trust, and position ourselves for long-term prosperity in an ever-evolving business landscape.



### Upholding Ethics and Compliance Standards

Ethics and compliance are foundational pillars of our corporate culture, guiding every aspect of our operations at DJ Mediaprint & Logistics Limited. Under the oversight of our Board of Directors, DJML's Code of Business Conduct and Ethics (the 'Code of Conduct'), serves as a guiding compass for all directors, officers, and employees. This Code reflects our unwavering commitment to conducting business with integrity and provides a framework for ethical decision-making in day-to-day activities.

In alignment with our commitment to ethical conduct, we prioritize compliance with applicable laws, regulations, codes, and internal policies, as well as upholding the highest standards of ethical behavior. As our industry landscape evolves, our values remain steadfast, serving as the bedrock upon which we define our identity and principles.

A culture of integrity is indispensable for achieving sustainable growth. Trust and a sterling business reputation enable us to attract and retain top talent, cultivate strong relationships with customers and suppliers, foster positive connections within our local communities, and confidently explore new market opportunities. Compliance forms an integral part of our integrity-driven culture, demanding responsible behavior from all employees, directors, and third-party partners in accordance with legal requirements, internal codes, and organizational policies.





## Governance Structure

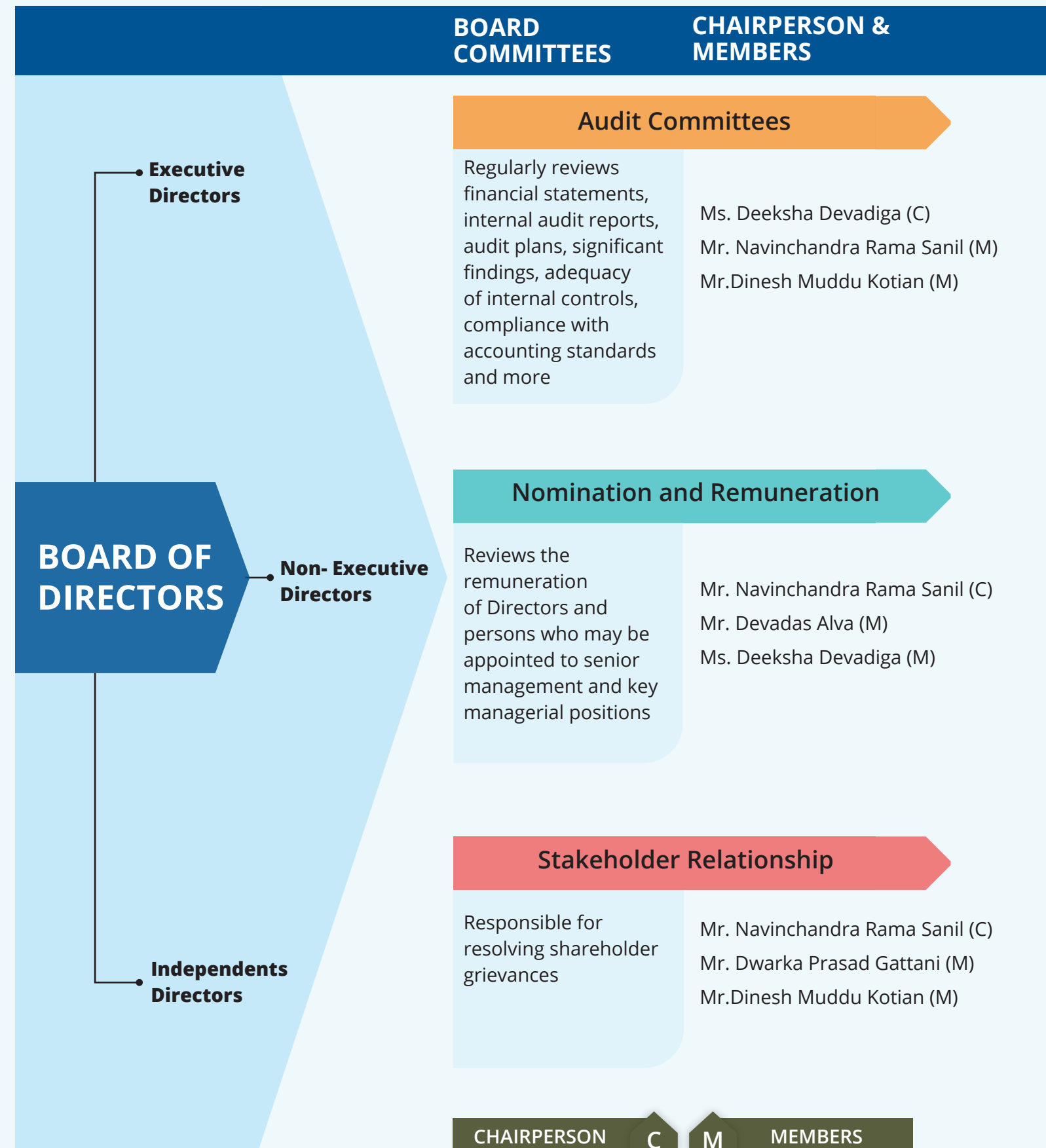
Our corporate governance framework is meticulously designed to uphold principles of accountability, competence, and transparency, ensuring effective and ethical leadership, responsible business practices, and long-term sustainability. The governance structures are crafted in the best interests of the Company and its stakeholders, facilitating robust oversight and management of DJML's affairs.

At the apex of our governance framework are the Board of Directors and various committees, entrusted with vital responsibilities in overseeing management performance, strategy development, leadership cultivation, and governance enhancement. The Board exercises independent judgment to safeguard the interests of shareholders and stakeholders, while also steering the organization towards strategic objectives and sustainable growth.

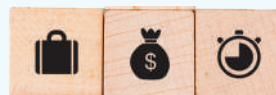
Our governance structure delineates clear roles and responsibilities for each business entity, empowering them to fulfill their mandates effectively. By maintaining our organizational DNA while facilitating delegation of authority and empowerment at all levels, we foster a culture of ownership and accountability, driving organizational excellence and value creation. Regular evaluations ensure the efficacy and adaptability of our governance structures, allowing us to evolve in tandem with changing business dynamics and regulatory landscapes.



“The Board of Directors and leadership team have demonstrated exceptional vision and stewardship, driving robust financial performance and guiding our company to new heights of success. Their strategic insights and dedicated leadership have been instrumental in achieving our remarkable results and ensuring long-term value for our stakeholders.”



## Strategic Oversight and Governance Enhancement through Board and Committees



The Board of Directors serves as the guiding force behind the strategic direction and overall performance of the Company. Charged with overseeing strategic plans, evaluating economic, financial, and non-financial performances, and appointing and assessing members of the Executive Board, the Board plays a pivotal role in shaping the Company's trajectory. Additionally, the Board deliberates on corporate policies and ensures adherence to regulatory requirements, safeguarding the interests of stakeholders and fostering organizational growth and sustainability.

In tandem with its overarching responsibilities, the Board establishes committees to bolster governance standards and operational effectiveness within the Organization. These committees, comprising seasoned professionals with diverse expertise, serve as specialized forums for in-depth analysis, decision-making, and oversight across key areas of corporate governance. By delegating specific functions to these committees, the Board harnesses their collective wisdom and insights to address complex challenges, mitigate risks, and drive performance excellence.

Through collaborative efforts between the Board and its committees, the Company endeavors to uphold the highest standards of governance, foster transparency and accountability, and safeguard the long-term interests of shareholders, employees, and other stakeholders. By embracing a culture of continuous improvement and proactive governance, the Board and its committees remain steadfast in their commitment to advancing the Company's mission and delivering sustainable value to all stakeholders.

## Guiding with Seasoned Insight: Our Board of Directors



Our Board of Directors embodies a wealth of experience and foresight, serving as the compass that steers our organization through dynamic landscapes with confidence and clarity. Comprised of accomplished leaders from diverse backgrounds and industries, our board members bring a depth of expertise and a breadth of perspectives that enrich our strategic deliberations and decision-making processes.

With a collective tenure marked by years of leadership and accomplishment, our

directors offer invaluable insights gleaned from navigating complex challenges and seizing opportunities in ever-changing environments. Their seasoned guidance not only informs our present actions but also shapes our future trajectory, ensuring that we remain agile, resilient, and forward-looking in an evolving marketplace.

Through their unwavering commitment to governance excellence and fiduciary responsibility, our board members uphold the highest standards of integrity, transparency,

and accountability. Their stewardship fosters an environment of trust and collaboration, where strategic vision meets operational excellence, and where sustainable growth is cultivated through prudent risk management and strategic foresight.

In essence, our Board of Directors stands as a testament to our commitment to leading with experience and foresight, guiding our organization towards a future defined by innovation, resilience, and enduring success.

## Leading With Experience & Foresight Our Board Of Directors



**Mr. Dinesh Kotian** M M  
Founder and Managing Director



**Mr. Deepak Bhojane**  
Whole-Time Director



**Mr. Deepak Salvi**  
Whole-Time Director



**Mr. Devadas Alva**  
Non-Executive Director M



**Mr. Dwarka Gattani**  
Non-Executive Director M



**Mr. Navinchandra Sanil**  
Independent Director M C C



**Mrs. Deeksha Devadiga**  
Independent Director C M

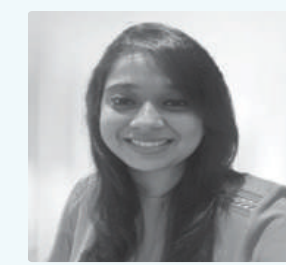


**Mr. Purushottam Dalvi**  
Independent Director

## Key Managerial Personnel



**Mr. Dhanraj Kunder**  
Chief Financial Officer



**Ms. Khushboo Mahesh Lalji**  
Company Secretary & Compliance Officer

# Enhancing Value For Our Diverse Stakeholders

At the heart of our operations lies a commitment to creating lasting value for all **STAKEHOLDERS**. As we navigate a dynamic landscape, we remain dedicated to **OFFERING** tailored solutions that address the evolving needs & expectations of those we serve.



## Customers

Our commitment to customer satisfaction is unwavering. We understand that our success is intricately linked to the satisfaction of our diverse customer base. Whether catering to the needs of individuals, small and medium-sized enterprises (MSMEs), or large corporations, we prioritize delivering tailored solutions that meet and exceed expectations. By continuously gathering feedback and insights, we adapt our offerings to evolving market demands, ensuring relevance and value for our customers across various sectors such as finance, insurance, government services, and more.



## Employees

At the core of our operations are our employees, whose dedication and expertise drive our growth and innovation. We foster an inclusive workplace culture that celebrates diversity and meritocracy, providing equal opportunities for all. Through ongoing training and development programs, we empower our workforce to thrive professionally and personally. Additionally, we prioritize employee well-being, offering comprehensive benefits, support systems, and a conducive work environment that promotes work-life balance and mental health.



## Community

As an integral part of the communities we serve, we recognize our responsibility to contribute positively to their well-being and development. Through various corporate social responsibility initiatives, we aim to address societal challenges and make a meaningful impact on the lives of individuals. Whether through education, healthcare, environmental conservation, or economic empowerment programs, we strive to uplift communities and create lasting change.



## Investors

Our commitment to investor value is reflected in our focus on sustainable growth and stable returns. We maintain transparent communication channels, providing investors with comprehensive, timely, and accurate information to support informed decision-making. Through regular engagement activities such as investor meetings, conferences, and financial reports, we ensure transparency and accountability, fostering trust and confidence among our investor community.



## Suppliers

As an integral part of the communities we serve, we recognize our responsibility to contribute positively to their well-being and development. Through various corporate social responsibility initiatives, we aim to address societal challenges and make a meaningful impact on the lives of individuals. Whether through education, healthcare, environmental conservation, or economic empowerment programs, we strive to uplift communities and create lasting change.



## Government/Regulatory Bodies

As a responsible corporate citizen, we prioritize compliance with all applicable laws, regulations, and taxation requirements. Our commitment to regulatory compliance is fundamental to maintaining trust and integrity in our operations. We engage proactively with regulatory authorities, participating in relevant forums, consultations, and policy discussions to contribute constructively to the development of regulatory frameworks that foster a fair and competitive business environment.



Our approach to stakeholder value creation is grounded in a deep-seated commitment to integrity, accountability, and sustainability, ensuring that we not only meet but exceed the expectations of all those we serve and interact with.



# Corporate Social Responsibility & Corporate Citizenship

At DJ Mediaprint & Logistics Ltd. (DJML), we believe in the power of corporate social responsibility (CSR) and corporate citizenship to drive positive change and create a sustainable future for all. Our commitment to CSR is deeply ingrained in our corporate culture, guiding our actions and decisions as we strive to make a meaningful impact on society and the environment.



## COMMUNITY ENGAGEMENT:

One of our key pillars of CSR is community engagement, where we actively contribute to the well-being and development of the communities in which we operate. Through various initiatives such as educational programs, skill development workshops, and healthcare initiatives, we aim to empower individuals and communities to thrive and succeed.



## ENVIRONMENTAL SUSTAINABILITY:

As responsible stewards of the environment, we are committed to minimizing our ecological footprint and promoting environmental sustainability. Through initiatives such as waste reduction, energy efficiency, and eco-friendly practices in our operations, we are working towards a greener and more sustainable future for generations to come.



## EMPLOYEE WELFARE:

At DJML, we recognize that our employees are our most valuable asset, and their well-being is paramount to our success. We prioritize employee welfare through initiatives such as health and wellness programs, professional development opportunities, and a safe and inclusive work environment, ensuring that our team members feel valued, motivated, and empowered to reach their full potential.

As we reflect on our CSR and corporate citizenship initiatives, we are proud of

the positive impact we have made on society, the environment, and the lives of our employees. However, we recognize that our journey towards sustainability is ongoing, and we remain committed to continuous improvement and innovation in all aspects of our CSR efforts.

# NAVIGATING GROWTH: INSIGHTS FROM THE MANAGING DIRECTOR

Charting a disciplined path for the future



Dear Shareholders,

I am pleased to present to you an in-depth analysis of DJML's performance for the Financial Year 2023-24 in our 15<sup>th</sup> Annual Report. This year has been characterized by a series of notable achievements and significant strides towards our strategic goals, reflecting our unwavering commitment to excellence, innovation, and value creation.

### Resilience and Growth

Despite operating in a dynamic and challenging environment, DJML has demonstrated remarkable resilience and agility. Our ability to navigate through market uncertainties, adapt swiftly to changing dynamics, and capitalize on emerging opportunities has been instrumental in sustaining our growth trajectory. Through strategic planning and proactive risk management, we have not only withstood adversities but also emerged stronger, reinforcing our market position and enhancing shareholder value.

### Collaboration and Dedication

Central to our success is the dedication and collaborative spirit of our team members, partners, and stakeholders. Their unwavering commitment, relentless efforts, and shared vision have been instrumental in driving our performance and achieving key milestones. We deeply value their contributions and recognize that our collective success is a result of our cohesive teamwork and alignment towards common goals.

### Financial Performance

I am pleased to report that DJML has delivered robust financial results for the fiscal year, underscoring the resilience and strength of our business model.

## NET REVENUE (In %)

**FY23-24** ↑ **12.83%**  
**FY22-23**

₹ 5,704.10 Lakhs (Driven by strategic initiatives and operational efficiencies)

## EBITDA (In %)

**FY23-24** ↑ **65.05%**  
**FY22-23**

Reaching ₹ 1406.71 Lakhs (Reflecting improved profitability and operational performance.)

## PROFIT AFTER TAX (PAT)

**FY23-24** ↑ **51.42%**  
**FY22-23**

### Investment in People

At DJML, we recognize that our people are our most valuable asset. In line with our commitment to talent development and employee engagement, we have made significant investments in training, skill enhancement, and leadership development programs. By fostering a culture of continuous learning, innovation, and empowerment, we aim to unleash the full potential of our workforce and drive organizational excellence. Our people-centric approach not only enhances employee satisfaction and retention but also fuels innovation and drives business growth.

### Technology and Innovation

In today's rapidly evolving business landscape, technological innovation is a key driver of competitive advantage and value creation. At DJML, we are committed to leveraging cutting-edge technologies and digital solutions to enhance efficiency, optimize processes, and deliver superior customer experiences.

### Customer-Centricity

At the heart of our business philosophy lies a relentless focus on customer satisfaction and value creation. We understand that our success is intrinsically linked to the success of our customers, and as such, we are dedicated to delivering best-in-class solutions and personalized services that exceed their expectations. Through proactive engagement, responsive communication, and tailored solutions, we strive to build enduring relationships with our customers and become their trusted partner of choice in the dynamic and competitive logistics landscape.

### Vision for the Future

Looking ahead, we remain firmly focused on our strategic objectives and long-term vision for sustainable growth and value creation. With an unwavering commitment to customer-centricity, operational excellence, and innovation, we are well-positioned to capitalize on emerging opportunities in the dynamic and rapidly evolving logistics industry. Our strategic roadmap is anchored in leveraging technological advancements, expanding our service offerings, and enhancing operational efficiencies to drive long-term shareholder value.

### Corporate Governance and Sustainability

DJML is deeply committed to upholding the highest standards of corporate governance, integrity, and sustainability. Guided by a robust framework of policies and practices, we ensure transparency, accountability, and ethical conduct in all our business operations. Moreover, we are committed to integrating sustainability considerations into our decision-making processes and business strategies, thereby contributing to environmental stewardship, social responsibility, and long-term value creation for all stakeholders.

In conclusion, I extend my sincere appreciation to our esteemed Board members, valued customers, business associates, suppliers, and shareholders for their unwavering support, trust, and confidence in DJML. Together, we have achieved significant milestones and overcome numerous challenges, and I am confident that our collective efforts will continue to drive sustainable growth, innovation, and value creation in the years ahead.

Thank you for your continued partnership and belief in DJML.

Warm regards,  
**Dinesh Kotian**  
 Founder and Managing Director



# THE YEAR GONE BY- FROM THE CFO'S DESK...

Dear Shareholders,

As we conclude the financial year 2023-2024, I am pleased to provide an overview of DJ Mediaprint & Logistics Ltd.'s financial performance and key highlights.

## Financial Performance

The past year has been characterized by robust financial performance, underpinned by strategic investments, operational efficiencies, and prudent financial management. Despite the challenges posed by external factors, we have achieved significant milestones in terms of revenue growth, profitability, and shareholder value creation.

## Revenue Growth

Our revenue streams have witnessed steady growth, driven by strong demand for our integrated print-to-post solutions and value-added services. Through targeted marketing initiatives and enhanced customer engagement, we have expanded our client base and diversified our revenue sources, contributing to top-line growth.

## Profitability

Our relentless focus on cost optimization and operational efficiency has yielded tangible results in terms of improved profitability margins. By streamlining processes, leveraging economies of scale, and implementing prudent financial controls, we have enhanced our bottom-line performance and delivered sustainable value to our shareholders.

## Cash Flow Management

Effective cash flow management remains a cornerstone of our financial strategy. Through diligent monitoring of cash inflows and outflows, we have maintained adequate liquidity levels to support our day-to-day operations, capital expenditure requirements, and debt obligations. Our disciplined approach to working capital management has enabled us to optimize cash utilization and mitigate financial risks.

## Capital Expenditure:

During the fiscal year, we continued to invest in strategic capital expenditure initiatives aimed at enhancing our operational capabilities, technological infrastructure, and service offerings. These investments are aligned with our long-term growth objectives and position us favorably to capitalize on emerging market opportunities.

## Financial Position

Our strong financial position is a testament to our prudent financial management practices and conservative approach to debt financing. With a healthy balance sheet, ample liquidity, and manageable debt levels, we are well-positioned to weather economic uncertainties and pursue growth initiatives with confidence.

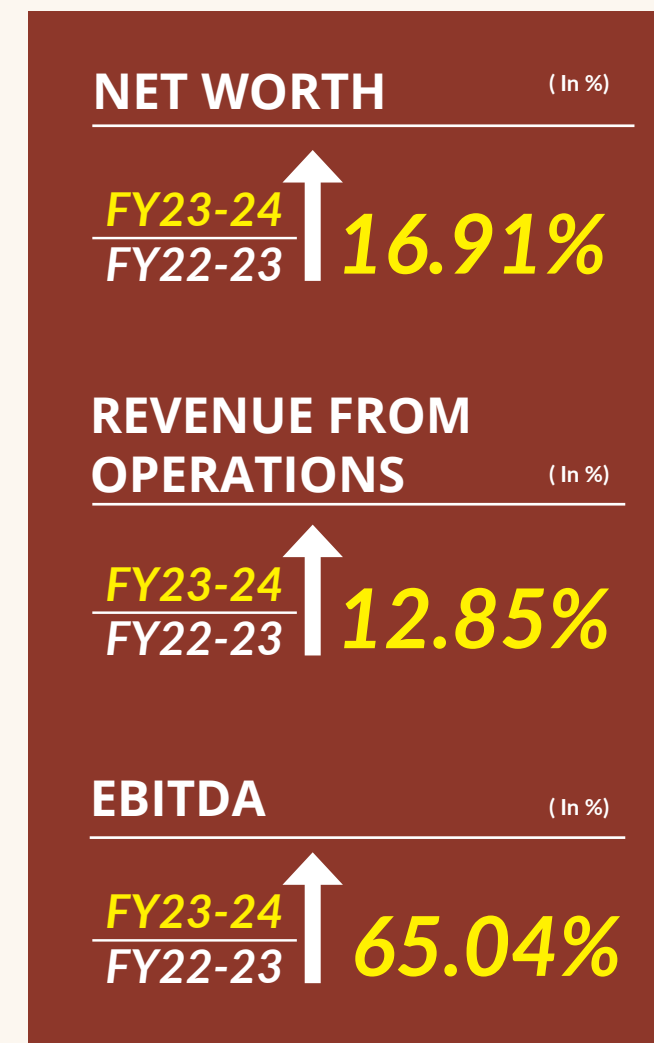
## Outlook

Looking ahead, we remain cautiously optimistic about the future prospects of DJ Mediaprint & Logistics Ltd. We are committed to sustaining our momentum, driving operational excellence, and delivering sustainable value to our stakeholders. Despite the evolving market dynamics and competitive landscape, we are confident in our ability to navigate challenges and capitalize on growth opportunities in the coming years.

In conclusion, I would like to express my gratitude to our shareholders, clients, employees, and stakeholders for their unwavering support and commitment. It is through our collective efforts and shared vision that we have achieved success and positioned DJ Mediaprint & Logistics Ltd. as a leader in the industry.

Thank you for your continued trust and confidence in our company.

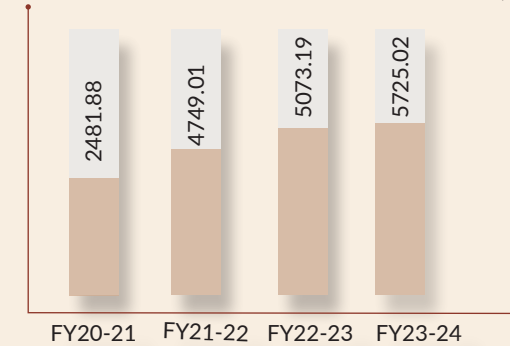
Warm Regards  
**Dhanraj Kunder**  
Chief Financial Officer



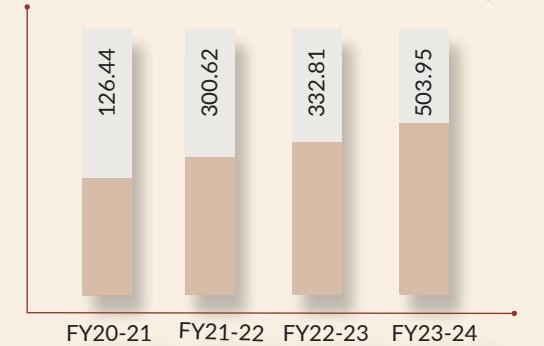
# Robust Financial Performance

## EBITDA MARGINS HAVE STEADILY GROWN IN PAST 5 YEARS

**TOTAL INCOME** (₹ in Lakhs)



**PAT** (₹ in Lakhs)



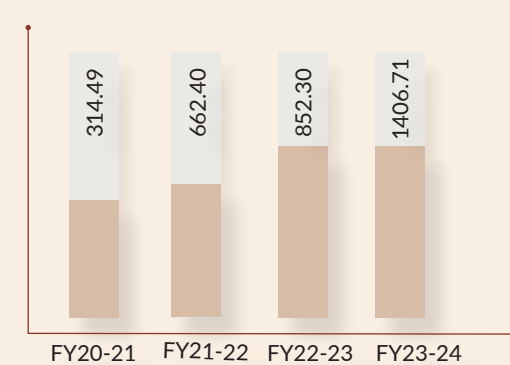
**REVENUE FROM OPERATIONS** (In %)

$$\frac{\text{FY23-24}}{\text{FY22-23}} \uparrow \mathbf{12.85\%}$$

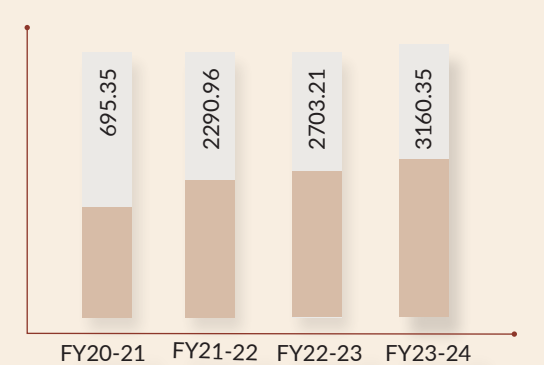
**PAT** (In %)

$$\frac{\text{FY23-24}}{\text{FY22-23}} \uparrow \mathbf{51.42\%}$$

**EBITDA** (₹ in Lakhs)



**NET WORTH** (₹ in Lakhs)



**EBITDA** (In %)

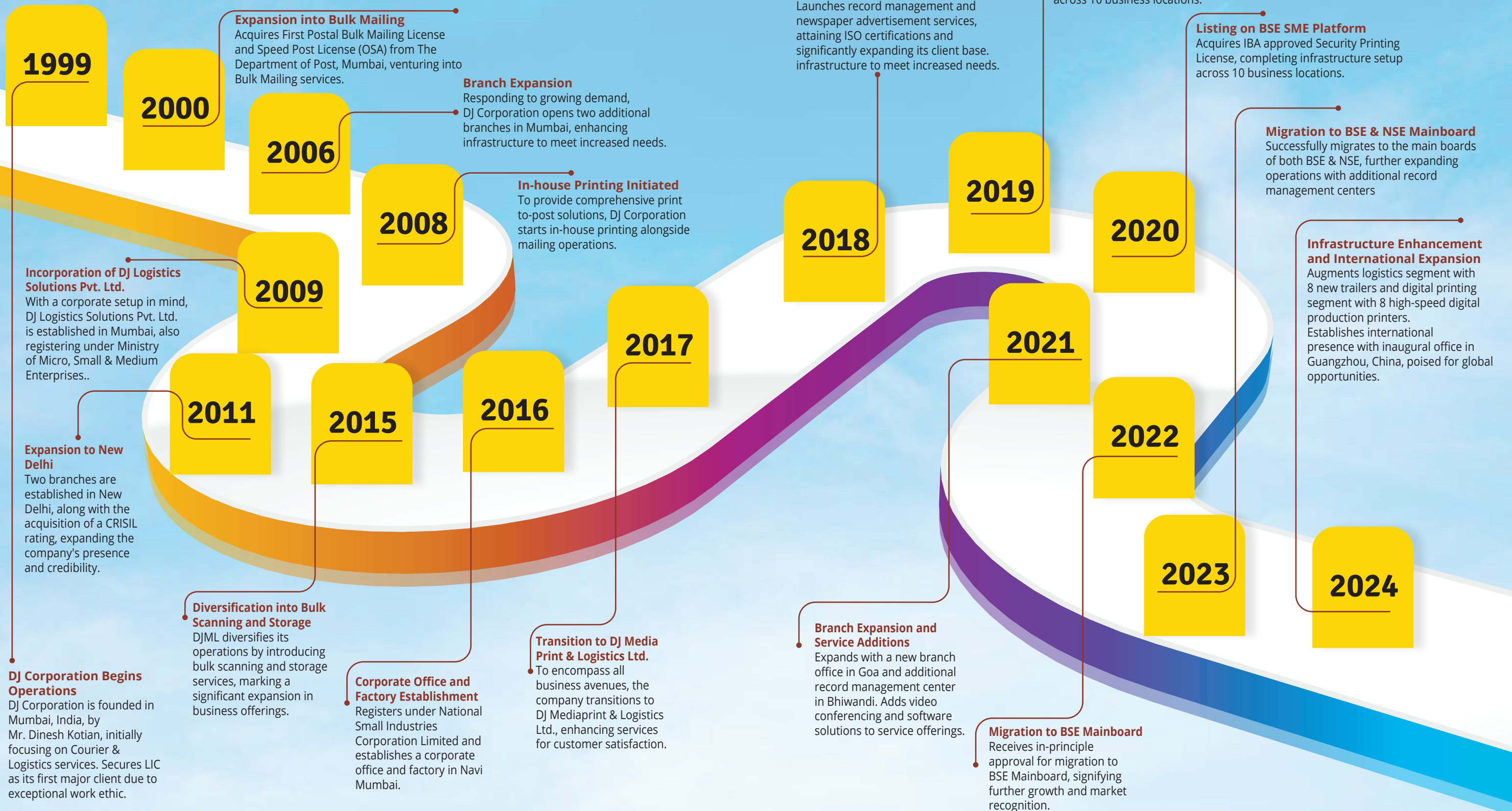
$$\frac{\text{FY23-24}}{\text{FY22-23}} \uparrow \mathbf{65.04\%}$$

**NET WORTH** (In %)

$$\frac{\text{FY23-24}}{\text{FY22-23}} \uparrow \mathbf{16.91\%}$$

Asset and capital efficiency are on an upswing on the back of better asset utilization and higher margins

# Forging Forward DJML's Evolution Over Two Decades



# AWARDS & CERTIFICATIONS

In addition to awards, DJ Mediaprint & Logistics Limited holds various certificates and licenses that attest to our compliance with regulatory standards and industry best practices. These certifications demonstrate our commitment to upholding the highest standards of quality, safety, and professionalism in all our operations.



**CMMI Maturity Level 3**



**Crissil Certificate**



**ISO-140001:2015**



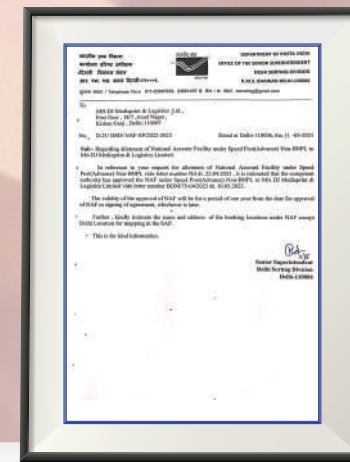
**ISO-45001:2018**



**ISO/IEC-20000-1:2018**



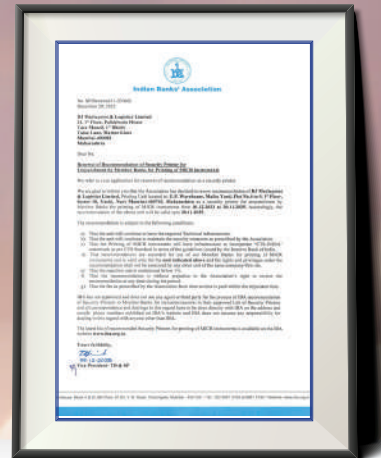
**Importer Exporter Code**



**NAF Postal License**



**Labour License**



**IBA approved Security Printing License**



**ISO -9001:2015**



**Business Award - Top 15 Advertising Agencies**

# Our Presence

We are on a journey that helps us to reach out to new customers across diverse markets of exceptional opportunities ...

**Registered Office**  
MARINE LINES,  
MUMBAI

**Corporate Office**  
VASHI,  
NAVI MUMBAI

**Delhi Office**  
PITAM PURA,  
DELHI

**Goa Office**  
MAPUSA,  
GOA

**Pondicherry**  
ARIYANKUPPAM,  
PONDICHERY

**Pondicherry**  
THAVALAKUPPAM,  
PONDICHERY

**Lucknow**  
KANPUR  
LUCKNOW



<p><b>Storage No -1</b></p> <p>Delhi Office-Property No- 18/7 at Azad Nagar, Bagh Kare Khan, Near Padam Nagar, Kishan Ganj, Delhi-110007.</p>	<p><b>Storage No -2</b></p> <p>Goa Office-Plot no-114, Ground Floor, PDA Colony, Off Mall, De Goa, Mapusa Road, Porvorim, Bardez-Goa, 403521.</p>	<p><b>Storage No -3</b></p> <p>Unit No A/3, 115, Harihar Complex, Dapoda Road, Tal - Bhiwandi, Dist - Thane 421302.</p>
<p><b>Storage No -4</b></p> <p>Unit No A/3, 105, Harihar Complex, Dapoda Road, Tal- Bhiwandi, Dist- Thane 421302.</p>	<p><b>Storage No -5</b></p> <p>Unit No A/3, 104, Harihar Complex, Dapoda Road, Tal - Bhiwandi, Dist - Thane 421302.</p>	<p><b>Storage No -6</b></p> <p>Survey No 119(B), Gram Panchayat House No 431, Gangarampada,Village Vadape, Tal- Bhiwandi, Dist- Thane 421302.</p>
<p><b>Storage No -7</b></p> <p>House No 469, Survey No 119/B7 &amp; Plot No 7, Nashik Road, Near Shangrila Hotel, Vadape, Tal- Bhiwandi, Dist- Thane - 421302.</p>	<p><b>Storage No -8</b></p> <p>Print Word Industrial Complex, Industrial Gala, No-205-209, 2nd Floor, Bldg No A-2, Vehele Village,Tal. Bhiwandi, Dist- Thane- 421302.</p>	<p><b>Storage No -9</b></p> <p>Unit No A/3, 116, Harihar Complex, Dapoda Road, Tal - Bhiwandi, Dist - Thane 421302.</p>
<p><b>Storage No -10</b></p> <p>Opp Police Station, First Floor, No.5/7, Cuddalore Road, Ariyankuppam, Ariyankuppam, Puducherry, Puducherry-605007.</p>		<p><b>Storage No -11</b></p> <p>R.S.No.74,Aft Colony, Near Rajiv Gandhi Nagar Road, Thavalakuppam Revenue Village, Ariyankuppam Commune, Puducherry-605007.</p>

# Expanding Horizons

## INAUGURAL INTERNATIONAL OFFICE IN GUANGZHOU, CHINA

In a significant strategic move, DJ Mediaprint & Logistics Limited proudly announces the establishment of its inaugural international office in Guangzhou, China. This landmark initiative signifies our entry into the global arena and underscores our unwavering dedication to pursuing business opportunities on an international scale.



This expansion into the international market is a testament to our confidence in our capabilities and our commitment to diversifying our geographic footprint. By strategically positioning ourselves in Guangzhou, a thriving hub of commerce and innovation, we aim to tap into new markets, forge strategic partnerships, and capitalize on emerging opportunities on a global scale.

Our presence in Guangzhou not only enhances our reach but also underscores our commitment to serving our international clients with the same level of excellence and dedication that defines our domestic operations. Through our international office, we seek to foster closer relationships with our global partners, drive innovation, and create value for all stakeholders across borders.

As we embark on this exciting new chapter, DJML remains steadfast in our pursuit of excellence and growth. Our foray into the global market represents a strategic milestone in our journey towards becoming a truly global player, and we are excited about the possibilities that lie ahead.



## GROWING FROM STRENGTH TO STRENGTH DJML SERVICES

At DJ Mediaprint & Logistics Ltd. (DJML), we continually strive to expand our service offerings to meet the diverse needs of our clients. Our commitment to excellence and innovation has led us to enhance our portfolio with an array of specialized services tailored to drive efficiency, productivity, and success for our valued partners.

## DESIGNING & CONTENT WRITING

*Function over form is our design philosophy...*

At DJML we offer a wide range of designing solutions. Whether you're looking to promote a product or advertise a service, we can help you design a layout that will reach your audience and get your message across. Our visual expressions go beyond the obvious while maintaining pragmatism and perspective. We translate your business stories into compelling narrative by the intelligent use of design. We take pride in the fact that the items we create help, tell your story and make your business more successful.

We have talented team of designers, content writers and proofreaders who are professionals in various design areas who ensure that the textual and visual content we make is relevant to the purpose of target audience. Whatever be your line of work, we have the skills and vision to help your business stand out from the crowd through our designing solutions.



# PRINTING SOLUTIONS

*Truly a Magic Print...*

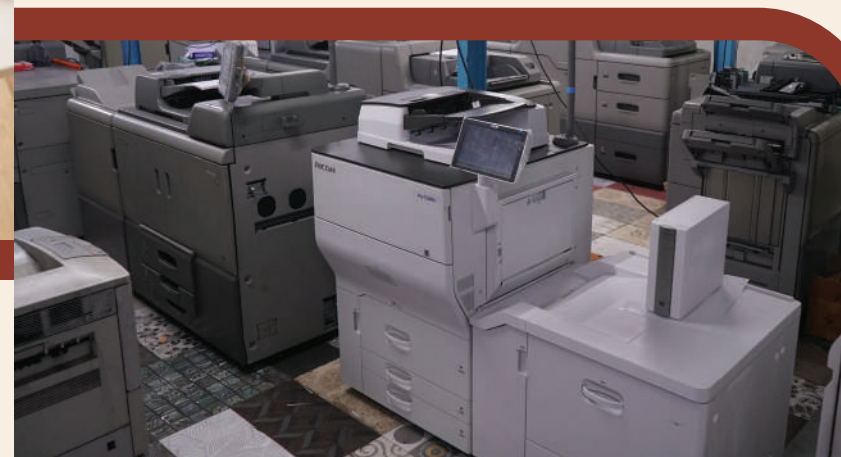
## Printing Solutions Offered

DJ Mediaprint & logistics provides variety of printing solutions. We provide commercial printing services to corporations, organizations and institutions as well as digital printing services to businesses and individuals. Our integrated Print facility is equipped with the latest machinery and fortified with cutting-edge technologies. Our continuous investments in plant and machinery ensure high quality and fast turnarounds. In addition, our investments in automation also minimizes downtime and wastage, resulting in an ability to offer efficient and cost effective solutions. Our highly organized nature of printing infrastructure and processes is also reflected in the ISO 9001:2015, ISO 270001, CMMI - Level 3 certifications awarded to us. We monitor and ensure quality parameters at each stage of our production process. We continue to deliver on our promise of quality solutions that create sustainable competitive advantage along with strong value for our clients countrywide.



## Variable Data Printing (VDP)

A form of digital printing used for bulk printing with the same basic layout for each printed piece while the text, images or graphics may change from one printed copy to another



## VDP Outputs

- « Bank Statements
- « Demat Statements
- « Credit Card Statements
- « Insurance Policies
- « Mobile-phone Bills
- « Personalised MICR Cheque Books
- « Electricity Bills
- « Direct Mail Applications
- « Barcoded OMR Sheets
- « Barcoded Insurance Proposal Forms
- « Personalised Delivery Instruction Books (for shares)
- « Reminder Notices
- « Voter Lists



## Our Infrastructure

Our infrastructure boasts over 30 machines for offset, digital printing, and related jobs-(More details about our machines can be found in the table below). These machines collectively provide a comprehensive range of printing solutions. With a remarkable production capacity, we can produce 3 million magazines and 2.5 million books monthly. In logistics, we deploy a fleet of vehicles tailored to our shipment needs.

### OFFSET PRINTING MACHINES

SR. NO.	MACHINE	TYPE	COLOR	UNIT
1	Printograph	Web Offset	4+4	1
2	Printograph	Web Offset	4+4	1
3	Printograph	Web Offset	4+4	1
4	Heidelberg Semi Automatic	Sheet Fed	4	1
5	Heidelberg Semi Automatic	Sheet Fed	2	1
6	Roland	Sheet Fed	Single	2
7	Mini Offset	Sheet Fed	Single	2
8	Webtech	Continuous Computer Stationery Printing	6	2
9	Webtech	Continuous Computer Stationery Printing	4	2
10	Autoprint	Continuous Computer Stationery Printing	2	2
11	Webtech	Collator with Numbering		8
12	Webtech	Converter		1

### DIGITAL PRINTING MACHINES

SR. NO.	MACHINE	TYPE	COLOR	UNIT
1	Ricoh Pr07100 SE	Variable With Duplex	Multi-Color	1
2	Ricoh Pr07100 EX	Variable With Duplex	B/W	1
3	Ricoh Pr07100 EX	Variable With Duplex	B/W	1
4	Canon	Variable With Duplex	B/W	1
5	Konica	Variable With Duplex	Multi-Color	2
6	Hp - 9050	Variable With Duplex	B/W	8
7	Xerox - X1000	Variable With Duplex	Multi-Color	2

### POST PRESS INFRASTRUCTURER

SR. NO.	MACHINE	TYPE	UNIT
1	Sifa	Programmer Cutting Machine	2
2	Polar	Programmer Cutting Machine	2
3	Pratham	Folding & Gluing	3
4	Gms	Folding & Gluing	1
5	Sadana	Pinning	6
6	Indigenous	Lamination	2
7	Welbond	Perfect Bonding	1
8	Sadana	Punching	2
9	Local	Section Sewing	1
10	Manual/Semi Automatic	Screen Programming	2

Our integrated facility boasts state-of-the-art machinery and cutting-edge technology, ensuring top-notch quality and swift turnarounds. Ongoing investments in automation minimize downtime and wastage, delivering efficient and cost-effective solutions.



## Our offerings in the security printing segment include:

- Personalized MICR Cheque Books
- Board/ University Certificates
- Policy Bonds
- Dividend Warrants
- Identity Cards
- Stock Certificates
- OMR (Optical Marking Recognition) Answer Sheet
- With serial numbering or bar code or litho code
- OMR Admit Card
- OMR Application Form
- OMR Registration Form
- OMR Survey/Data Collection Form
- Railway Tickets



## Security Printing

Printing of items that prevent them to be forged or tampered.

Security products are customized based on client's requirements and need to meet necessary security standards.





To reach and deliver any location, any city, anywhere in India and beyond...

# LOGISTICS SOLUTIONS

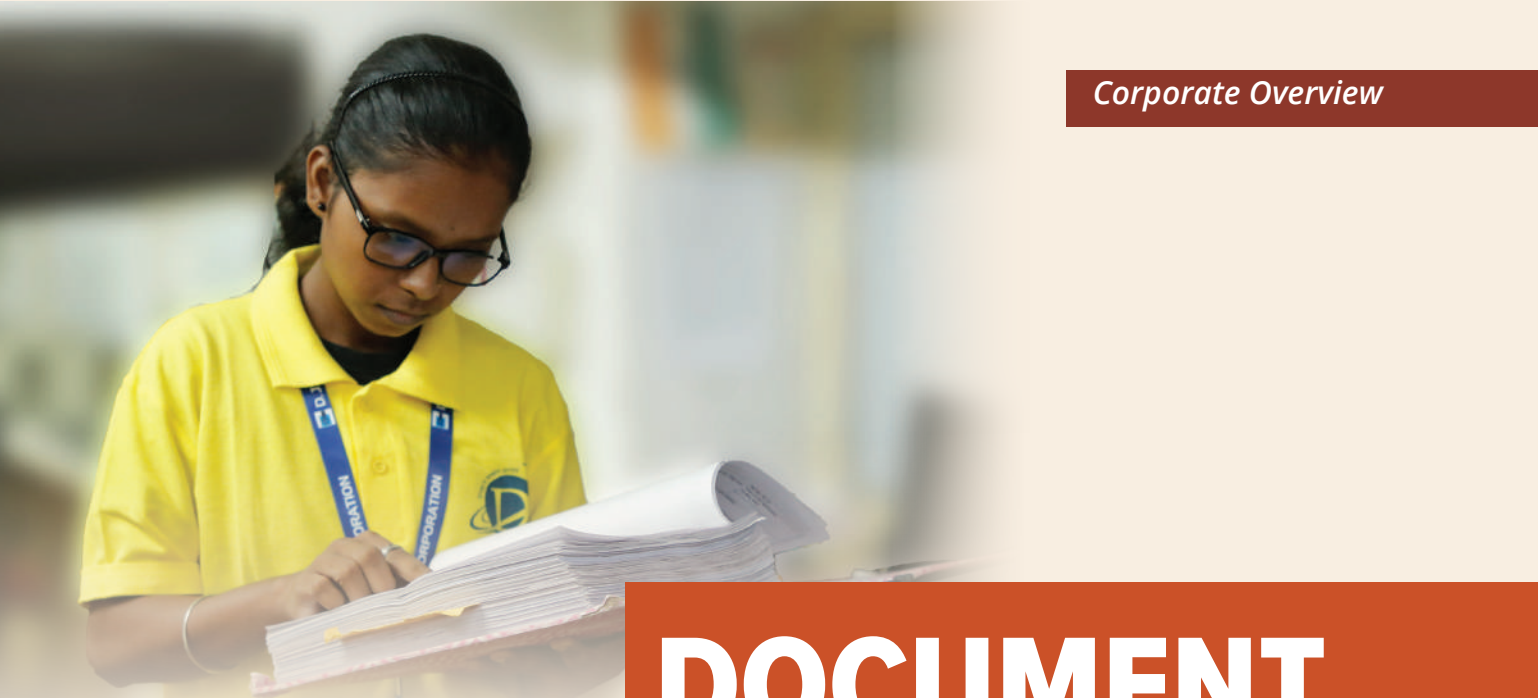
Logistics involves efficiently managing the acquisition, storage, and transportation of resources until they reach their destination. Rigorous processes, executed by well-trained professionals, adhere to standardized procedures for secure and hassle-free item movement.

Provides comprehensive moving services, covering packing, loading, transportation, unloading, and unpacking across India. Operating our fleet ensures an extra layer of security, minimizing incidents of theft, pilferage, and damage during transportation.

## DJML Strives...

To ensure best last mile connectivity

- Online tracking facility
- Dedicated manpower and Company vehicles
- 24\*7, 365 days operations
- Door to door pick-up & delivery
- On time delivery
- Best service
- Late pick-ups and early connectivity
- Handle with care



Authorized Bulk Mailer by The Department of India Post...

# DOCUMENT LOGISTICS SOLUTIONS

DJ has Speed Post license (OSA), Franchisee and NAF Licenses from the Department of Post

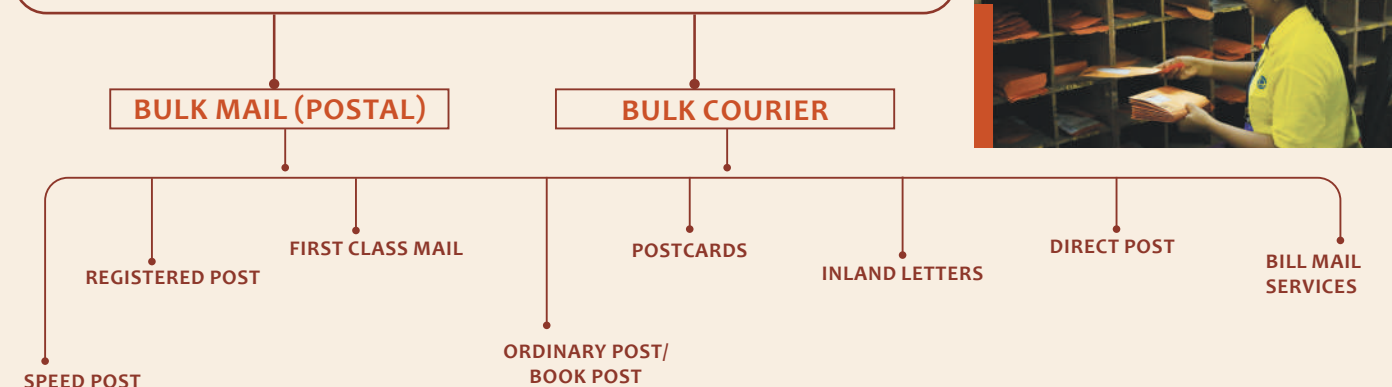
**163** NATIONAL SPEED POST CENTERS

**850** STATE SPEED POST CENTERS IN INDIA

INTERNATIONAL COURIER LINKING

**97** MAJOR COUNTRIES AROUND THE GLOBE

## DOCUMENT LOGISTICS SOLUTIONS



# BULK MAILING SOLUTIONS

## Four Types of Courier Services

**Unsecured Shipments:** Include direct mail, receipts, bills, general mail, etc

**Semi-secured Shipments:** Include credit card statements, account statements, welcome kits, insurance policies

**Secured Shipments:** Include Debit/Credit cards, ATM security pin mail, tickets, legal communication, coupons, cheque books, etc.

**Bulk Shipments:** Include Newsletters, magazines, print stationery, health care products



## Bulk Mailing

- « Authorized bulk mailer of the Department of India Post
- « Mass mailing system that can send a large number of mails, envelopes, brochures, etc. through the postal department at pre-set intervals
- « Customized value-added services of pick-up, cutting, folding, inserting, pasting, sorting as per pin code, bundling, bagging, franking, and making articles ready for dispatch, Internet based Track & Trace services, MIS/ reporting & return articles handling



# NEWSPAPER ADVERTISING

## Power of Media...

Advertising is all about saying different things or saying things differently. Today digital advertisement has surpassed print ads as the leading form of marketing but print ads isn't going anywhere anytime soon as print ads have high conversion rates it creates credibility and builds trust it reaches the audience in a unique way. As an advertising agency we offer several advertising options as per clients' requirements. We work out in most effective way of advertising after studying your requirement target audience and the current ad market. We have tie-ups with prestigious newspapers PAN India Level, and thus stand at an advantageous position on offering cost-effective print media services. Our services includes publishing financial results, bank notices ads, tenders ads, post ballots ads, classified ads, job postings, display ads, recruitment ads, classified ads, obituary ads, matrimonial ads, public notice ads, court notice ads and any other commercial material that businesses want to publish in the newspapers.

## BULK SMS, WHATSAPP & EMAIL SOLUTIONS

- « Marketing/Promotional Emails: Expand client's marketing reach and enhance conversion rates.
- « Legal and Compliance-Related Emails: Assist in sending legally compliant emails for various corporate communications.
- « Transactional Emails: Delivery of personalized transactional emails including order confirmations, dispatch notifications, delivery alerts, and other customer-related communications.





# MANPOWER SUPPLY

*Staffing Solutions...*

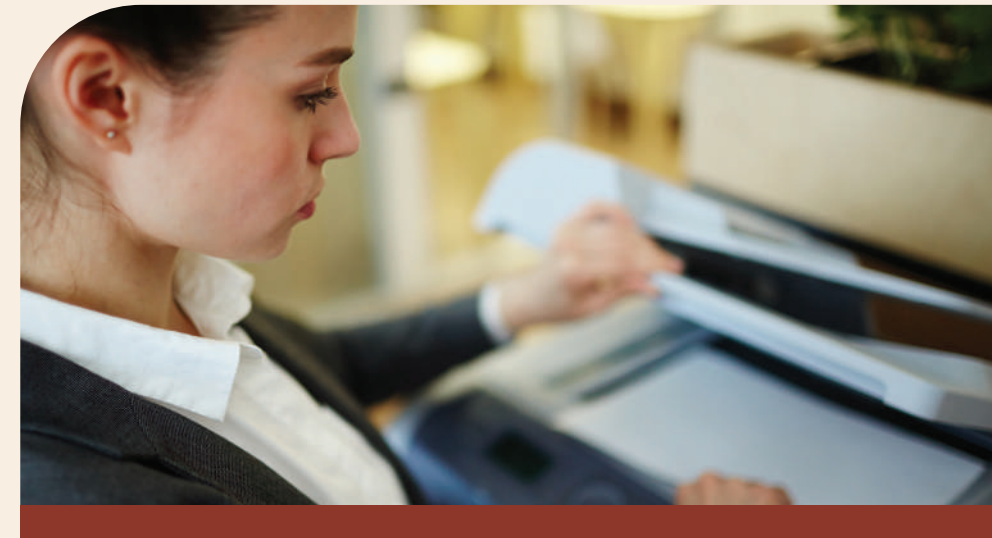
We understand that every business is incomplete without the support of manpower which facilitates the day-to-day activities with convenience. Our team of experts put in every possible effort to provide the best staffing solutions so as to ensure the organization has quality work force. Our services is to help the organizations achieve success in a rapidly changing environment by connecting people. We promise companies with solutions that suit their requirements & assure the potential candidate a place where they deserve to be. We validate every candidate through a rigorous documentation process and maintain proper documentation about history references and other details in order to avoid any kind of fraud. Our main aim is ensure that your business runs smoothly, without you having to focus on the supporting activities.



# SCANNING & RECORD MANAGEMENT

*End-to-End solutions from records creation, retention, archiving and retrieval...*

We take care of organizing and storing all records of a company, including the many versions of documents that are made at different operational stages. Our core objective is to take the complete onus of record management so that the main focus of our clients from operational management and strategizing is not compromised. We provide end-to-end solutions from records creation, retention, archiving, retrieval and to destruction. The net effect of these services is that your records operations are transformed into a professionally managed information center.



DJML also has more than 2,50,000 sq ft., of dedicated storage space and Record Management Centers at multiple locations equipped with RMS/DMS software, secure logistics arrangements, online access of RMS application for its clients, electronic and manned surveillance, restricted authorized access, VESDA smoke detectors, fire suspension etc.,

We store records in a very organized and secure manner, allowing for easy retrieval as required, without compromising their confidentiality. Every possible data security regulation and best practice is followed to enact the most intricate and leading information security system. We are backed by a team of professionals who carry the expertise and experience to carry out the information storage and management efficiently and safely.

## DJML Advantage...



**Record Management Software**



**Document Management Software**



**Professionally Trained Manpower**



**Secured Vehicles**



**Online Access To Clients For RMS**



**Seamless & Expediated Delivery**



**24X7 Manned Security**



**Electronic Surveillance System**



**Restricted Authorised Access**



**Fire Detection - Vesda, Smoke Detectors Inside The Rack**



**Fire Suppression- Water CO2, ABC Powder**



**ISO Standards & Certifications**

- More Than 2,50,000 Sq Feet Storage
- RMS Facilities at Multiple Cities
- Secure Storage
- Authorised Access

# NOTICE OF THE 15<sup>th</sup> ANNUAL GENERAL MEETING



## NOTICE OF THE 15<sup>th</sup> ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 15<sup>th</sup> ANNUAL GENERAL MEETING OF MEMBERS OF DJ MEDIAPRINT & LOGISTICS LIMITED WILL BE HELD ON SATURDAY, 13<sup>TH</sup> JULY , 2024 AT 04:00 P.M. IST THROUGH VIDEO CONFERENCING (“VC”)/OTHER AUDIO VISUAL MEANS (“OVAM”) TO TRANSACT THE FOLLOWING BUSINESS;

### ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2024, the report of the Auditors’ thereon and the report of the Board of Directors’.

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

“RESOLVED THAT the audited standalone financial statements of the Company for the financial year ended March 31, 2024, the report of the auditors’ thereon and the report of the Board of Directors for the financial year ended March 31, 2024, placed before the 15<sup>th</sup> Annual General Meeting be and are hereby received, considered and adopted.”

2. To declare a final dividend at the rate of INR. 0.20 (Twenty Paise only), being 2%, per equity shares of Rs. 10/- each of the Company for the financial year ended 31<sup>st</sup> March, 2024.

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

“RESOLVED THAT pursuant to the recommendation of the Board of Directors of the Company, dividend at the rate of INR. 0.20 (Twenty Paise) only per equity share be and is hereby declared to be paid to the members of the Company.”

3. To appoint a Director in place of Mr. Devadas Alva (DIN: 06902537), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

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

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Devadas Alva (DIN: 06902537), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

4. To re-appoint Statutory Auditors M/s ADV & Associates, Chartered Accountants (ICAI Firm Registration No. 128045W) of the company for a period of five years and to fix their remuneration

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

“RESOLVED THAT pursuant to the provisions of 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 (or amendment(s) thereto or re-enactment(s) thereof, for the time being in force] and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s ADV & Associates, Chartered Accountants (ICAI Firm Registration No. 128045W) be re-appointed as the Statutory Auditors of the Company to hold office for a second term of 5 (five) consecutive years from conclusion of the 15<sup>th</sup> Annual General Meeting until the conclusion of the 20<sup>th</sup> Annual General Meeting of the Company, to be held for the financial year 2028-29, at such remuneration as may be determined by the Board of Directors.”

### SPECIAL BUSINESS:

5. Appointment of Mr. Ganesh Nathuram Dhonde (DIN: 10664920) as an Independent Director 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 the recommendation of the Board of Directors Mr. Ganesh Nathuram Dhonde (DIN: 10664920) who was appointed as an Additional Director of the

Company with effect from 18<sup>th</sup> June, 2024 by the Board of Directors and holds office upto the date of this Annual General Meeting under the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member signifying its intention to propose the name of Mr. Ganesh Nathuram Dhonde (DIN: 10664920) as a candidate for the office of Director, be and is hereby appointed as Independent Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors and subject to the provisions of Section 149, 150 and 152 and other applicable provisions if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Act, and Regulation 17 and 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Ganesh Nathuram Dhonde (DIN: 10664920), who has submitted a declaration of independence under Section 149(6) of the Act and is eligible for appointment be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years commencing from 18<sup>th</sup> June, 2024 to 17<sup>th</sup> June, 2029.

**RESOLVED FURTHER THAT** Mr. Ganesh Nathuram Dhonde (DIN: 10664920) shall not be liable to retire by rotation during his tenure as an Independent Director of the Company.

**RESOLVED FURTHER THAT** Mr. Dinesh Kotian, Chairman & Managing Director or Mr. Deepak Bhojane, Whole - time Director or Ms. Khushboo Mahesh Lalji Company Secretary and Compliance Officer, be and are hereby jointly and/ or severally authorized to sign and submit the necessary application and forms with appropriate authorities and to perform all such acts, deeds and things as they may in their

absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to the aforesaid resolution."

### 6. Appointment of Ms. Nirmala Patwa (DIN: 10664922) as an Independent Director 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 the recommendation of the Board of Directors Ms. Nirmala Patwa (DIN: 10664922) who was appointed as an Additional Director of the Company with effect from 18<sup>th</sup> June, 2024 by the Board of Directors and holds office upto the date of this Annual General Meeting under the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member signifying its intention to propose the name of Ms. Nirmala Patwa (DIN: 10664922) as a candidate for the office of Director, be and is hereby appointed as Independent Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors and subject to the provisions of Section 149, 150 and 152 and other applicable provisions if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Act, and Regulation 17 and 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms. Nirmala Patwa (DIN: 10664922), who has submitted a declaration of independence under Section 149(6) of the Act and is eligible for appointment be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years commencing from 18<sup>th</sup> June, 2024 to 17<sup>th</sup> June, 2029.

**RESOLVED FURTHER THAT** Ms. Nirmala Patwa (DIN: 10664922) shall not be liable to retire by rotation during his tenure as an Independent Director of the Company.

**RESOLVED FURTHER THAT** Mr. Dinesh Kotian, Chairman & Managing Director or Mr. Deepak Bhojane, Whole - time Director or Ms. Khushboo Mahesh Lalji Company Secretary and Compliance Officer, be and are hereby jointly and/ or severally authorized to sign and submit the necessary application and forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to the aforesaid resolution."

#### **7. Increase in Authorized Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association**

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

**"RESOLVED THAT** in accordance with the provisions of Sections 13, 61(1)(a), 64 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the provisions of the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorized Share Capital of the Company from existing Rs. 15,00,00,000/- (Rupees Fifteen Crores Only) divided into 1,50,00,000 (One Crore Fifty Lakhs Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 50,00,00,000/- (Rupees Fifty Crores Only) divided into 5,00,00,000 (Five Crore ) Equity Shares of Rs. 10/- (Rupees Ten Only) each ranking pari-passu with the existing shares in all respects.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board of Directors and or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in its absolute discretion deem necessary or desirable in relation thereto."

#### **8. Amendment to Memorandum of Association with regard to Increase in Authorized Share Capital.**

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

**"RESOLVED THAT** pursuant to provisions of Sections 13, 61(1)(a), 64 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder, (including any statutory modification(s) or any amendment(s) thereto or any substitution(s) or any re-enactment(s) thereof for the time being in force), and subject to such approvals, consents, permissions and sanctions, if any, required from any authority, the Consent of the Members of the Company be and is hereby accorded to alter the existing clause V of the Memorandum of Association of the company relating to share capital by deletion of existing clause and by substituting in its place the following new clause V:

***"The Authorized Share Capital of the Company Rs.50,00,00,000/- (Rupees Fifty Crores Only) consisting of 5,00,00,000 (Five Crore) Equity Shares of Rs.10/- (Rupees Ten only) each with a power of Board of Directors to increase or reduce the capital and to consolidate or sub divide the shares and issue shares of higher or lower denomination and to attach thereto respectively such preferential, deferred, qualified or other special rights, privileges and conditions attached thereto as may be determined by or in accordance with the articles of association of the company and to vary, modify or abrogate any such rights, privileges or conditions or restrictions in such manner as may for the time be permitted by the Articles of Association of the company or the legislature provisions for the time being in force in that behalf."***

**RESOLVED FURTHER THAT** the Board of Directors and or the Company Secretary of the Company be and are hereby authorized to do all acts deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."



### 9. Issue of Bonus Shares

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

**“RESOLVED THAT** in accordance with the provisions of Section 63 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (“SEBI”) (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“the ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)(including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable regulations, rules and guidelines issued by SEBI and the Reserve Bank of India (“RBI”) from time to time, the enabling provisions of the Articles of Association of the Company and subject to such approvals, consents, permissions, conditions and sanctions as may be necessary from appropriate authorities and subject to such terms and modifications, if any, as may be specified while according such approvals and subject to acceptance of such conditions or modifications by the Board of Directors, consent of the members be and is hereby accorded to the Board of Directors of the Company (‘the Board’, which term shall include any person and/or Committee authorized by the Board to exercise its powers including powers conferred on the Board by this resolution) for capitalization of a sum not exceeding Rs. 21,65,56,800 (Rupees Twenty One Crores, Sixty Five Lakhs, Fifty Six Thousand, Eight Hundred only) from and out of the Reserves and securities premium account as may be considered appropriate by the Board for the purpose of issuance of bonus shares of Rs.10/- each, credited as fully paid-up equity shares to the holders of existing equity share(s) of the Company whose names appear in the Register of Members maintained by the Company and the List of Beneficial Owners as received from the National Securities Depository Limited

(NSDL) and Central Depository Services (India) Limited (CDSL) on the Record Date to be fixed by the Board for the purpose (which expression shall also include a Committee thereof), in the proportion of 2:1 i.e. 2 new equity shares of Rs.10/- each for every 1 existing equity shares of Rs.10/- each fully paid up and held by the Members/ Beneficial Owners.

**RESOLVED FURTHER THAT** the issue and allotment of the Bonus Shares to Non-Resident Members, Foreign Institutional Investors (FIIs) & other Foreign Investors, be subject to the compliance requirements of RBI or any other regulatory authority, if any.

**RESOLVED FURTHER THAT** the new equity bonus shares of Rs.10/- each to be allotted and issued as bonus shares shall be subject to the terms of Memorandum & Articles of Association of the Company and shall rank pari-passu in all respects and carry the same rights as the existing fully paid equity shares of the Company and shall be entitled to participate in full in any dividend(s) to be declared after the bonus shares are allotted.

**RESOLVED FURTHER THAT** the Board of the Directors and or the Company Secretary of the Company be and are hereby authorized to take necessary steps for listing of such shares on the Stock Exchanges where the securities of the Company are listed as per the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 and other applicable guidelines, rules and regulations

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolutions, the Board of the Directors and or the Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things whatsoever, including settling any questions, doubts or difficulties that may arise with regard to or in relation to the issue or allotment of the bonus shares and to accept on behalf of the Company, any conditions, modifications, alterations, changes, variations in this regard as prescribed by the statutory

authority(ies) and which the Board / Committee of the Board in its discretion thinks fit and proper and further to delegate all or any of the powers conferred by this resolution on it, to any other Director(s) and or the Company Secretary of the Company to give effect to the foregoing resolutions”.

- 10.** To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Devadas Alva ( DIN: 06902537) be continued as an Non- Executive Director of the Company, notwithstanding that on 10<sup>th</sup> September 2024 he attains the age of 82 years during the aforesaid tenure.”

- 11.** To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Navinchandra Rama Sanil (DIN : 08648083) be continued as an Independent Director of the Company for the term of 5 years effective from 5<sup>th</sup> September, 2020 to 04<sup>th</sup> September, 2025, notwithstanding that on 09<sup>th</sup> May 2025 he attains the age of 73 years during the aforesaid tenure.”

**By order of the Board of Directors  
For DJ Mediaprint & Logistics Ltd.**

**Sd/-  
Khushboo Mahesh Lalji  
Company Secretary  
M.No.:- A53405**

**Place:** Mumbai

**Date:** June 18, 2024

**Registered Office:**

24, 1<sup>st</sup> Floor, Palkhiwala House, Tara Manzil  
01st Dhubhi Talao Lane, Mumbai - 400 002,  
Maharashtra

#### Notes:

1. The Ministry of Corporate Affairs, Government of India (“MCA”) vide its General Circular Nos. 09/2023 dated September 25, 2023 and other circulars issued in this respect (“MCA Circulars”) allowed, inter-alia, conduct of AGM through Video Conferencing/ Other Audio-Visual Means (“VC/OAVM”) facility on or before September 30, 2024 in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No.20/2020. The Securities and Exchange Board of India (“SEBI”) also vide its Circular No. SEBI/HO/CFD/ CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (“SEBI Circular”) has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) in compliance with the provisions of the Companies Act, 2013 (“The Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 15<sup>th</sup> Annual General Meeting (“AGM”) of the Company is being conducted on July 13, 2024 at 04:00 a.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) Facility, which does not require physical presence of members at a common venue. The deemed venue for the 15<sup>th</sup> AGM shall be the Corporate Office of the Company.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company on their email id [cs@djcorp.in](mailto:cs@djcorp.in), a certified copy of the Board

## DJ Mediaprint & Logistics Limited

- Resolution authorizing their representatives to attend and vote on their behalf at the Meeting and through e-voting.
4. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed to this Notice.
  5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
  6. Central Depository Services (India) Limited ("CDSL") will be providing facility for voting through remote e-voting and e-voting during the 15<sup>th</sup> AGM.
  7. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation in the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
  8. In line with the MCA Circulars, the Notice of the AGM along with the Annual Report for financial year 2023-24 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participant(s)/ Registrars and Transfer Agents (RTA). The Notice convening the 15<sup>th</sup> AGM has been uploaded on the website of the Company at [www.djcorp.in](http://www.djcorp.in) under 'Investors' section and may also be accessed on the website of stock exchanges- BSE Limited at [www.bseindia.com](http://www.bseindia.com) NSE Limited at [www.nseindia.com](http://www.nseindia.com) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).
  9. An Explanatory statement pursuant to Section 102 of the Companies Act, 2013 and Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of business to be transacted with respect to the item of Special Business is annexed hereto.
  10. Members may note that the details of the Directors seeking re-appointment and Appointment as required under Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India forms an integral part of the notice. Requisite declarations have been received from the Directors for seeking his re-appointment and appointment.
  11. As per Regulation 40 of the Listing Regulations, as amended from time to time, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of request received for transmission or transposition and re-lodged transfers of securities. Further, SEBI vide its Circular No. SEBI/ HO/MIRSD/RTAMB/ CIR/P/2020/236 dated December 2, 2020 had fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. In view of this and to eliminate all risks associated with physical shares, members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company's Registrar and Purva Shareregistry Private Limited for assistance in this regard.
  12. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat 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, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4, which is hosted on the website of the Company's RTA at [www.purvashare.com](http://www.purvashare.com). After processing the service request, a letter of confirmation will be issued to the Shareholder that shall be valid for a period of 120 days, within which the Shareholder shall make a request to the Depository Participant for dematerializing those shares. If the Shareholder fail to submit the dematerialisation request within 120 days, then the Company shall credit those shares in the Suspense Escrow Demat Account held by the Company which can be claimed by the Shareholders on submission of necessary documentation.

13. Members whose shareholding is in physical mode are requested to immediately notify any change pertaining to their postal address, e-mail address, telephone/mobile numbers, Bank Mandate details, etc. to Company's Registrar and Transfer Agent, M/s. Purva Shareregistry India Private Limited at Unit No. 9, Ground Floor, Shiv Shakti Ind. Estt, J. R. Boricha Marg, Lower Parel East, Mumbai, Maharashtra 400011 or email at [support@purvashare.com](mailto:support@purvashare.com) and members whose shareholding is in electronic mode are requested to direct change of the aforesaid details to their respective Depository Participants. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to the Depository Participants with whom they maintained their demat accounts. Members holding shares in physical form should submit their PAN to M/s. Purva Shareregistry India Private Limited.
14. 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 may register their nomination by submitting Form No. SH-13. If a Member desires

to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the Registrar at [support@purvashare.com](mailto:support@purvashare.com) in case the shares are held in physical form, quoting their folio number.

15. (i) In pursuance of Regulation 42 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from **Monday, 08<sup>th</sup> July, 2024 to Saturday, 13<sup>th</sup> July, 2024** (both days inclusive) for the purpose of Annual General Meeting & Dividend. The dividend recommended by the Board of Directors, if approved at 15th AGM, payment of such Dividend will be made on or after **August 12, 2024**, to those Members whose names are registered as such in the Register of Members of the Company/ Beneficiary list provided by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as **on Saturday, 06<sup>th</sup> July, 2024** subject to deduction of tax at source where applicable.
- (ii) Payment of dividend through electronic means
- a) Pursuant to the SEBI Master Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated 17<sup>th</sup> May, 2023 (superseding the SEBI Circular No. SEBI/HO/MIRSD/MIRSDPoD1/P/CIR/2023/37 dated 16<sup>th</sup> March, 2023) read with SEBI Circular No. SEBI/HO/MIRSD/ POD-1/P/ CIR/2023/181 dated 17<sup>th</sup> November, 2023, SEBI has mandated all listed companies to maintain a record PAN, Nomination, Contact details, Bank A/c details and Specimen signature of its Shareholders holding physical securities. Further, with effect from 1<sup>st</sup> April, 2024, Shareholders holding physical securities shall be eligible for dividend payment only in electronic mode.

## DJ Mediaprint & Logistics Limited

Shareholders holding shares in physical form are requested to update their PAN, nomination details, contact details, mobile number, bank account details and specimen signature (collectively called as "details") with the Company/RTA so as to enable the Company to process the dividend payments through electronic medium. Please note, as per the SEBI mandate, the Company shall not process dividend through warrants or demand drafts or banker's cheque to the Shareholders holding shares in physical mode, whose details are not updated with the Company/RTA against their folio(s). The forms for updation of PAN, KYC, bank details and nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13 are available on RTA's website at [www.purvashare.com](http://www.purvashare.com).

In view of the above, we urge the Shareholders holding shares in physical form to submit the required forms along with the supporting documents at the earliest to the RTA. The Company has sent letters to the Members holding shares in physical form in relation to the applicable SEBI Circular(s).

- b) Shareholders holding shares in dematerialised form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company/RTA cannot act on any request received directly from the Shareholders holding shares in dematerialised form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant(s) of the Shareholders.
- (iii) Pursuant to Finance Act 2020, Dividend income will be taxable in the hands of Shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from Dividend paid to Shareholders at the

prescribed rates. For the prescribed rates for various categories, Shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The Shareholders are requested to update their Permanent Account Number (PAN) with the Company / Purva shareregistry India Private Limited, Registrar and Transfer Agent (in case of shares held in physical mode) and Depositories (in case of shares held in demat mode).

A separate e-mail will be sent at the registered e-mail id of the Members describing about the detailed process to submit/upload the documents/declarations along with the formats in respect of deduction of tax at source on the dividend payout. Sufficient time will be provided for submitting the documents/declarations by the Members who are desiring to claim beneficial tax treatment. The intimation will also be uploaded on the website of the Company [www.djcorp.in](http://www.djcorp.in).

- (iv) A Resident Individual Shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by updating the details on the following link provided by the Company's RTA namely [www.purvashare.com](http://www.purvashare.com) latest by July 06, 2024. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.
- (v) Non-resident Shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending it on the link provided by the Company's RTA namely [www.purvashare.com](http://www.purvashare.com) latest by August 29, 2024.

16. Member are requested to address all correspondences, including dividend matters, to the Registrar and Share Transfer Agents, M/s. Purva Sharegistry (India) Private Limited, 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E) Mumbai – 400011, Maharashtra Tel.: 022 2301 2518 / 8261, Email/ Investor Grievance E-mail: [support@purvashare.com](mailto:support@purvashare.com) Website: [www.purvashare.com](http://www.purvashare.com).
17. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE\_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE\_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market.
18. Pursuant to above-mentioned circulars, 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. Electronic copy of all the documents referred to in the accompanying Notice of the 15<sup>th</sup>AGM and the Explanatory Statement shall be available for inspection in the Investor Section of the website of the Company at [www.djcorp.in](http://www.djcorp.in)
20. In compliance with the provisions of Section 108 of the Companies Act, 2013, (the Act), Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members remote e-voting facility in respect of the business to be transacted at the 15<sup>th</sup> AGM and to cast vote through e-voting system during the 15<sup>th</sup> AGM.
21. Members are requested to carefully read the following instructions relating to e-voting before casting their vote.
22. The Company has appointed Mr. CS Abbas Jawadwala, Practicing Company Secretary having (ACS 40723 COP No.24937) as the Scrutinizer for conducting the remote e-voting and the e-voting process at the AGM in a fair and transparent manner.
23. The Scrutinizer shall submit his report to the Chairman or any person authorised by him in writing. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company i.e. [www.djcorp.in](http://www.djcorp.in) and on the website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com) after the declaration of the result by the Chairman or by the person authorised by him in this behalf. The results shall also be communicated to Stock Exchanges BSE Limited & NSE Limited, where the shares of the Company are listed.

**THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

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

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

**(i)** The remote e-voting period begins from **09:00 a.m. on Wednesday 10<sup>th</sup> July, 2024 and ends on Friday, 12<sup>th</sup> July, 2024** During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **Saturday, 06<sup>th</sup> July, 2024** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

**(ii)** The voting rights of Members shall be in proportion to their shares on the paid up equity share capital of the Company as on **Saturday, 06<sup>th</sup> July, 2024** i.e. cut off date.

**(iii)** Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.

**(iv)** Pursuant to SEBI Circular No. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote

## DJ Mediaprint & Logistics Limited

e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register

again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>

<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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



## DJ Mediaprint & Logistics Limited

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 1800225533.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022-48867000 and 022-24997000

Login method for e-Voting and joining virtual meeting for shareholders **other than individual shareholders & physical shareholders.**

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

- If you are a first time user follow the steps given below:

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

- After entering these details appropriately, click on "SUBMIT" tab.
- Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (ix) Click on the EVSN for the relevant <DJ Mediaprint & Logistics Limited> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification
- (xvii) Facility for Non – Individual Shareholders and Custodians –Remote Voting**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@djcorp.in](mailto:cs@djcorp.in) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

- i. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- ii. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- iii. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- iv. Shareholders are encouraged to join the Meeting through Laptops / IPads with latest internet browsers for better experience.

## DJ Mediaprint & Logistics Limited

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

### PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- i. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [cs@djcorp.in](mailto:cs@djcorp.in) / [support@purvashare.com](mailto:support@purvashare.com).
- ii. For Demat shareholders -Please update your email id & mobile no. with your respective Depository Participant (DP).
- iii. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi marg, Lower Parel (East), Mumbai – 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 1800225533.

By order of the Board of Directors  
For **DJ Mediaprint & Logistics Ltd.**

Sd/-

**Khushboo Mahesh Lalji**

Company Secretary

M.No.:- A53405

**Place:** Mumbai

**Date:** June 18, 2024

**Registered Office:**

24, 1<sup>st</sup> Floor, Palkhiwala House, Tara Manzil  
01<sup>st</sup> Dhoobi Talao Lane, Mumbai – 400 002,  
Maharashtra

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

As required by Section 102 of the Act, the following explanatory statement sets out all material facts relating to the businesses mentioned under Item Nos. 4 to 11 of the accompanying Notice.

### **Item No-4**

M/s ADV & Associates, Chartered Accountants (ICAI Firm Registration No. 128045W), were appointed as statutory auditors of the Company, for a period of 5 years, to hold office from conclusion of the 10<sup>th</sup> Annual General Meeting until the conclusion of the 15<sup>th</sup> Annual General Meeting of the Company to be held for the financial year 2023-24. In terms of the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, the Company can appoint or reappoint an audit firm as statutory auditors for not more than 2 (two) terms of 5 (five) consecutive years. M/s ADV & Associates is eligible for reappointment for a further period of five years.

Based on the recommendations of the Audit Committee, the Board of Directors at their meeting held on June 18, 2024, approved the reappointment of M/s ADV & Associates as the Statutory Auditors of the Company to hold office for a second term of 5 (five) consecutive years from conclusion of the 15<sup>th</sup> Annual General Meeting until the conclusion of the 20<sup>th</sup> Annual General Meeting of the Company to be held for the financial year 2028-29. The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

Considering the evaluation of the past performance, experience and expertise of M/s ADV & Associates and based on the recommendation of the Audit Committee, it is proposed to appoint M/s ADV & Associates as Statutory Auditors of the Company for a second term of five consecutive years till the conclusion of the 20<sup>th</sup> Annual General Meeting of the Company in terms of the aforesaid provisions.

The Board of Directors recommend the ordinary resolution as set out at item no.4 of the Notice for the approval of the Members.

None of the Directors, Key Managerial Personnel or their relatives are, financially or otherwise, concerned or interested in the said resolution.

### **Brief profile of M/s ADV & Associates**

M/s ADV & Associates is a leading Chartered Accountancy & Business Advisory Firm providing distinctive professional expertise for Businesses. ADV & Associates is Congregation of Chartered Accountants, Company Secretaries, Cost Accountants & other professionals having more than 20 years of experience across different Industries & Sectors. ADV & Associates has rich experience to serve multi-national companies (MNCs), large corporates, small and medium enterprises (SMEs), listed and non-listed entities

Core Services: -

- Audit & Assurance
- Direct & Indirect Tax Consultancy
- Corporate & Regulatory Laws
- Business Development
- Portfolio Management
- Financial Accounts Outsourcing
- Financial Services
- Risk Management
- Management Advisory

### **Item No-5**

The Board of Directors had appointed Mr. Ganesh Nathuram Dhonde (DIN: 10664920) as an Additional Independent Director with effect from June 18, 2024 subject to the approval of the Members. Pursuant to Section 161 of the Companies Act, 2013 read with the Articles of Association of the Company, Mr. Ganesh Nathuram Dhonde holds office of Director upto the date of this Annual General Meeting and is eligible for appointment as a Director.

The Company has also received the declaration from Mr. Ganesh Nathuram Dhonde stating that he meets the criteria of independence as per Section 149(6) of the Act. The detailed profile of Mr. Ganesh Nathuram Dhonde is attached as Annexure to Notice

## DJ Mediaprint & Logistics Limited

In the opinion of the Board, Mr. Ganesh Nathuram Dhonde fulfills the conditions specified in the Act and the rules made thereunder and also under the SEBI Listing Regulations for appointment as Independent Director and is Independent of the Management.

The Board of Directors recommend the Ordinary Resolution in relation to the appointment of Mr. Ganesh Nathuram Dhonde as an Independent Director of the Company for a period of five (5) years commencing from 18<sup>th</sup> June, 2024 to 17<sup>th</sup> June, 2029.

Except Mr. Ganesh Nathuram Dhonde, none of the Directors or Key Managerial Personnel or their relatives are in any way concerned or interested in passing of this resolution as set out in Item No.5.

### Item No-6

The Board of Directors had appointed Ms. Nirmala Patwa (DIN: 10664922) as an Additional Independent Director with effect from June 18, 2024 subject to the approval of the Members. Pursuant to Section 161 of the Companies Act, 2013 read with the Articles of Association of the Company, Ms. Nirmala Patwa (DIN: 10664922) holds office of Director upto the date of this Annual General Meeting and is eligible for appointment as a Director.

The Company has also received the declaration from Ms. Nirmala Patwa (DIN: 10664922) stating that he meets the criteria of independence as per Section 149(6) of the Act. The detailed profile of Ms. Nirmala Patwa (DIN: 10664922) is attached as Annexure to Notice

In the opinion of the Board, Ms. Nirmala Patwa (DIN: 10664922) fulfills the conditions specified in the Act and the rules made thereunder and also under the SEBI Listing Regulations for appointment as Independent Director and is Independent of the Management.

The Board of Directors recommend the Ordinary Resolution in relation to the appointment of Ms. Nirmala Patwa (DIN: 10664922) as an Independent Director of the Company for a period of five (5) years commencing from 18<sup>th</sup> June, 2024 to 17<sup>th</sup> June, 2029.

Except Ms. Nirmala Patwa (DIN: 10664922), none of the Directors or Key Managerial Personnel or their relatives are in any way concerned or interested in passing of this resolution as set out in Item No.6.

### Item No-7& 8

Presently, the Authorized Share Capital of your Company is Rs. 15,00,00,000/- (Rupees Fifteen Crores Only) divided into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each

The Board of Directors of the Company at their Meeting held on June 18, 2024 have recommended issue of Bonus Shares in the ratio of 2:1 to the existing members of the Company.

The Board of Directors have also considered it necessary to increase the Authorized Share Capital of the Company which is presently at Rs. 15,00,00,000/- (Rupees Fifteen Crores Only) divided into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 50,00,00,000/- (Rupees Fifty Crores Only) divided into 5,00,00,000 (Five Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each by creation of additional 3, 50,00,000 (Three Crore Fifty Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each. In view of the above, it is necessary to amend Clause V of the Memorandum of Association.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out in Item No. 7 for increase in Authorized Share Capital of the Company and passing a Special Resolution as set out in item no.8 for amendment in Clause V of the Memorandum of Association of the Company.

The Board recommends the resolution as set out at Item No.7 & 8 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel and/or their relatives thereof are, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.

**ITEM NO. 9**

The Board of Directors at their meeting held on June 18, 2024 have recommended the issue of Bonus shares in the proportion of 2 (Two) equity share of Rs. 10/- (Rupees Ten only) each fully paid-up for every 1 (One) existing equity share of Rs. 10/- (Rupees Ten only) each of the Company by capitalization of a sum of Rs. 21,65,56,800 (Rupees Twenty One Crores, Sixty Five Lakhs, Fifty Six Thousand, Eight Hundred only) standing to the credit of Reserves and securities premium of the Company as may be considered appropriate by the Board for the purpose of issuance of Bonus equity shares of Rs.10/- (Rupees Ten only) each.

The proposed Bonus Issue is not in lieu of Dividend.

The proposed issue of Bonus shares will be made subject to approval of the shareholders and in accordance with the provisions of Companies Act, 2013 and subject to such approvals, if required, from the statutory authorities.

The Board recommends the resolution as set out at Item No.9 of the Notice for approval by the Members by way of an ordinary resolution.

None of the Directors, Key Managerial Personnel and/or their relatives thereof are, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.

**ITEM NO. 10**

Mr. Devadas Alva, aged 81 years is a Non- Executive Director of the Company and is liable to retire by rotation.

Mr. Alva, has done his Diploma in Electronics has more than 40 years of experience in compliance and administration as a Maharashtra State Government Official and also has expertise in Human Resource, Legal & Litigation field. He retired as a Maharashtra State Government Official and thereafter has been a Non- Executive Director in the Company from 2014.

Mr. Alva would be attaining the age of 82 years on 10<sup>th</sup> September, 2024. In view of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements), (Amendment) Regulations, 2018, for the continuation of Mr. Alva as an Non-Executive Director beyond 10<sup>th</sup> September, 2024, consent of the Members would be required by way of a Special Resolution.

Having regard to his qualifications, knowledge and rich experience, his appointment on the Board of the Company as a Non- Executive Director will be in the interest of the Company.

A brief profile of Mr. Alva as required under Regulations 36(3) of the Listing Regulations with the Stock Exchange, is given in **Annexure A** to this Explanatory Statement.

Except Mr. Alva, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested (financially or otherwise) in the resolution.

The Board recommends the resolutions for the approval of the Members.

**Item No. 11**

Mr. Navinchandra Rama Sanil, is aged 72 years. Mr. Sanil would be attaining the age of 73 years on 09<sup>th</sup> May 2025. In view of the provisions of Regulation 17 (1A) of SEBI (Listing Obligations and Disclosure Requirements), (Amendment) Regulations, 2018, for the continuation of Mr. Sanil as an Independent Director of the Company for the term of 5 years effective from 5<sup>th</sup> September, 2020 to 04<sup>th</sup> September, 2025, notwithstanding that on 09<sup>th</sup> May 2025 he attains the age of 73 years during the aforesaid tenure, consent of the Members is required by way of a Special Resolution.

He has an experience over 35 years in various fields, out of 35 years, he served Indian Defence (Civilian) for about 18 years. Having regard to his qualifications, knowledge and rich experience, his appointment on the Board of the Company as an Independent Director will be in the interest of the Company.

A brief profile of Mr. Sanil as required under Regulations 36(3) of the Listing Regulations with the Stock Exchange, is given in **Annexure A** to this Explanatory Statement.

Except Mr. Sanil, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested (financially or otherwise) in the resolution

The Board recommends the resolutions for the approval of the Members.

**ANNEXURE A**

**DISCLOSURES REGARDING APPOINTMENT OR RE-APPOINTMENT OF DIRECTORS AS REQUIRED UNDER REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND APPLICABLE SECRETARIAL STANDARDS;**

Particulars	Mr. Devadas Alva	Mr. Navinchandra Rama Sanil	Mr. Ganesh Nathuram Dhonde	Ms. Nirmala Patwa
<b>DIN</b>	06902537	08648083	10664920	10664922
<b>Designation</b>	Non-Executive Director	Independent Director	Independent Director	Independent Director
<b>Date of Birth</b>	10/09/1942	09/05/1952	22/11/1984	01/07/1983
<b>Age</b>	81	72	40	41
<b>Date of appointment on Current Position</b>	25 <sup>th</sup> June, 2014	Appointed as an Additional Independent Director on 29 <sup>th</sup> November, 2019. His appointment was regularized on 05 <sup>th</sup> September 2020	Appointed as an Additional Independent Director on 18 <sup>th</sup> June, 2024	Appointed as an Additional Independent Director on 18 <sup>th</sup> June, 2024
<b>Nationality</b>	Indian	Indian	Indian	Indian
<b>Qualifications</b>	Diploma in Electronics	Commerce Graduate from Mumbai University	Bcom, LLB, MBA	BSC, MBA
<b>Expertise in specific functional areas</b>	He is having vast experience of 40 years in corporate compliance and administration as Maharashtra State Government Official and expertise in Human resource and legal field.	He has an experience over 35 years in various fields like Accounting, Public Relations, Corporate governance, etc. Out of 35 years, he served Indian Defence (Civilian) for about 18 years.	<p>Director Profile: Mr. Ganesh Nathuram Dhonde</p> <p><b>Qualifications:</b> B.Com (Bachelor of Commerce) LLB (Bachelor of Laws) MBA (Master of Business Administration)</p> <p><b>Work Experience:</b> Maharashtra Police (10 years): Served in various capacities within the Maharashtra Police. Advocacy (12 years): Extensive experience as a practicing lawyer, handling diverse litigation and non-litigation matters. Visiting Faculty (since 2011):</p>	<p>Brief Profile: Ms. Nirmala Patwa</p> <p><b>Qualifications:</b> MBA (Master of Business Administration), DAVV University, Indore, India (2008 - 2010) Bachelor of Science, Vikram University, Ujjain, India (2001 - 2004) Professional Expertise Seasoned International Trade Operation Specialist with over 12 years of experience.</p> <p><b>Specialized</b> knowledge in Import and Export, Trade Compliance, Logistics, and Commercial Operations.</p>

			<p>Welingkar Institute of Management: Industry expert contributing to academic programs. ICSI (Institute of Company Secretaries of India): Guest lecturer. ITM and various colleges (Kitri, Siddharth, Podar, Mahatma Phule); Providing insights and guidance in legal and management education.</p> <p><b>Present Activities:</b>  <b>JURISQUARE</b>  Advocates: Founder at a prominent law firm specializing in comprehensive litigation and non-litigation legal services.  Professional Approach: Demonstrates a commitment to excellence in legal advocacy and consultancy. Strategic thinker with a proven track record of successful case outcomes and client satisfaction. Strong leadership skills in managing diverse teams and fostering a collaborative work environment.</p>	<p>Hands-on experience in International Trade Documents, Letter of Credit, DP, DA, and other Trade Finance Products.</p> <p><b>Key Skills:</b>  Effective communicator with strong Decision-making abilities. Proficient in Stakeholder Management, Negotiation, Team management, and Coordination. Analytical mindset with the ability to resolve issues in ambiguous situations. Ms. Nirmala Patwa combines a robust academic background with extensive practical experience in international trade operations and finance, demonstrating strong leadership and problem-solving capabilities in complex business environments.</p>
<b>Directorships held in other public companies (excluding private, foreign companies and Section 8 companies)</b>	Nil	Nil	Nil	Nil
<b>Chairman/Member of Committee of other Company</b>	Nil	Nil	Nil	Nil
<b>Inter-se relationship with other Directors and Key Managerial Personnel</b>	Nil	Nil	Nil	Nil
<b>No. of Shares held in the company</b>	1200	Nil	Nil	Nil



## DJ Mediaprint & Logistics Limited

<b>Remuneration proposed to be paid</b>	Other than sitting fees for Board Meetings attended by him, no other remuneration is paid to him.	Other than sitting fees for Board Meetings attended by him, no other remuneration is paid to him.	Other than sitting fees for Board Meetings attended by him, no other remuneration is paid to him.	Other than sitting fees for Board Meetings attended by him, no other remuneration is paid to him.
<b>Remuneration last drawn for financial year 2023-2024</b>	Nil	Nil	Nil	Nil
<b>Number of Board meetings attended during the financial year 2023-2024</b>	6	6	0	0
<b>Directorship of other Companies in India (as on March 31, 2024)</b>	Nil	Nil	Nil	Nil
<b>Chairmanship/ Membership of the Committees of the Board of the Directors (as on March 31, 2024)</b>	Nomination Remuneration Committee- Member.	1. Audit Committee- Member. 2. Nomination Remuneration Committee- Chairman. 3. Stakeholders Relationship Committee- Chairman.	None	None
<b>Terms and Conditions of Appointment</b>	Non-Executive Director liable to retire by rotation	Appointed as Independent Director by the Company for 5 years from 5 <sup>th</sup> September, 2020 to 04 <sup>th</sup> September, 2025, not liable to retire by rotation.	Appointed as Independent Director by the Company for 5 years from 18 <sup>th</sup> June, 2024 to 17 <sup>th</sup> June, 2029. Not liable to retire by rotation.	Appointed as Independent Director by the Company for 5 years from 18 <sup>th</sup> June, 2024 to 17 <sup>th</sup> June, 2029. Not liable to retire by rotation.

By order of the Board of Directors  
For DJ Mediaprint & Logistics Ltd.

**Sd/-**  
**Khushboo Mahesh Lalji**  
Company Secretary  
M.No.:- A53405

**Place:** Mumbai

**Date:** June 18, 2024

**Registered Office:**

24, 1<sup>st</sup> Floor, Palkhiwala House, Tara Manzil  
01st Dhobhi Talao Lane, Mumbai – 400 002, Maharashtra.

# DIRECTORS' REPORT



## DIRECTORS' REPORT

Dear Members,

The Board of Directors ("Board") are pleased to present the Company's Fifteenth (15<sup>th</sup>) Annual Report on business and operations, together with the Audited Financial Statements along with the Report of the Auditors for the year ended March 31, 2024.

### I. FINANCIAL PERFORMANCE

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 ("Act") read with the Companies (Accounts) Rules, 2014. The financial statements for the financial year ended March 31, 2024 and March 31, 2023 are Ind AS compliant.

The financial highlights of your Company for the year ended March 31, 2024 are summarized as follows:

(INR. in lakhs)

Particulars	For the Year ended 31.03.2024	For the Year ended 31.03.2023
Revenue from Operations (Net)	5701.10	5055.36
Other Income	20.92	17.84
<b>Total Revenue</b>	<b>5725.02</b>	<b>5073.19</b>
Total Expenditure	<b>5094.29</b>	<b>4615.01</b>
<b>Profit Before Tax</b>	630.73	458.19
Tax Expenses	126.78	125.38
<b>Profit After Tax</b>	503.95	332.81
Earnings per share (₹)	4.65	3.07

#### a. Overview of Performance

During the Financial Year under review, the Company showcased an impressive performance, achieving a robust turnover of a total revenue of Rs. 5725.02 lakhs, a significant increase from Rs. 5073.19 lakhs in the corresponding previous financial year. The EBIDTA margin, as a percentage of sales, also demonstrated strength, with EBITDA growing from Rs. 852.30 lakhs in the

previous year to Rs. 1406.71 lakhs in the year under review.

Net profit (before tax) exhibited a phenomenal growth rate of 37.66 %, soaring from Rs. 458.19 lakhs in the previous year to Rs. 630.73 lakhs in the year under review. Meanwhile, net profit (after tax) marked an impressive growth rate of 51.42%, rising from Rs. 332.81 lakhs to Rs. 503.95 lakhs.

The Board of Directors commend the robust growth in the operations of the Company, particularly in its diverse segments including Printing, Mailing, Logistics, Scanning, Record Management, and Newspaper Advertisement.

As of 31<sup>st</sup> March, 2024, the total debt of the Company stood at Rs. 15.46 crores, compared to Rs. 10.88 crores in March 2023. The Company is strategically planning to augment long-term funds to further expand and diversify its business in due course.

The Company's success can be attributed to its ability to attract new customers while strengthening its relationships with existing ones, resulting in the remarkable growth in sales. Moreover, stringent control over costs and process wastage has led to the achievement of healthy margins. Timely and proactive measures were taken to ensure the safety of employees, operational continuity, and uninterrupted services to customers.

Moving forward, the management is committed to continuing its focus on cost reduction and enhancing productivity to navigate through these uncertain and challenging times successfully.

#### b. Cash Flow Statement

The Cash Flow statement for the year 2023-2024 is attached to the Balance Sheet.

#### c. Dividend

Your Directors at its meeting held on June 18, 2024 are pleased to recommend a dividend

of Re. 0.20/- per equity share amounting to Rs.21.66 Lakhs subject to deduction of TDS as per Section 194 of the Income Tax Act, 1961) for the financial year ended March 31, 2024, subject to the approval of the members at the forthcoming 15<sup>th</sup> Annual General Meeting (AGM) of the Company. The dividend is payable to those shareholders whose names appear in the Register of Members as on Saturday, 06<sup>th</sup> July, 2024.

**d. Transfer to Reserves:**

The Company proposes to transfer Rs. 50.40 Lakhs to the General Reserve Account during the financial year ended 31<sup>st</sup> March, 2024.

**II. FINANCE**

**a.** Your Company continues to focus on judicious management of its working capital. Receivables, inventories and other working capital parameters were kept under strict check through a process of continuous monitoring.

**b. Deposits**

In terms of sections 73 and 74 of the Act read with relevant Rules, your Company has not accepted any fixed deposits during the year under review.

**c. Particulars of Loans, Guarantees and Investments**

Details of Loans, Guarantees and Investments made by your Company and covered under the provisions of Section 186 of the Act are appended as notes to the financial statements

**III. SUBSIDIARIES**

As on March 31, 2024, the Company had no subsidiary, joint Venture and Associate companies. Further, no company ceased to be the Company's subsidiary, joint venture or associate company during the period under review.

**IV. MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The detailed review of the operations, state of affairs, performance and outlook of the Company and its business as stipulated under Regulation 34 of the SEBI Listing Regulations, is presented in a separate section forming part of Annual Report under the head 'Management Discussion and Analysis'.

**V. DIRECTORS**

**a. Appointment/Re-appointment Managing Director & Whole Time Directors**

There were no changes in the composition of the Board of Directors and Key Managerial Personnel during the year under review.

**b. Retires by rotation**

In accordance with the applicable provisions of the Companies Act, 2013 ('the Act') and the Articles of Association of the Company, Mr. Devadas Alva (DIN:06902537), Non-Executive Director, retires by rotation at the ensuing Annual General Meeting ('AGM') and being eligible, offers himself for re-appointment.

Your Directors recommend the re-appointment of Mr. Devadas Alva (DIN: 06902537), Non-Executive Director a Director of the Company.

**c. Directors**

There were no changes in the composition of the Board of Directors during the year under review.

**d. Declaration given by the Independent Directors**

All the Independent Directors have given their declarations to the Board that they meet the criteria of independence as laid down under Section 149(6) of the Act, Regulation 16(1) (b) and Regulation 25 of the SEBI Listing Regulations and are qualified to be Independent Directors pursuant to Rule 5 of the Companies (Appointment and

## DJ Mediaprint & Logistics Limited

Qualification of Directors) Rules, 2014. The Independent Directors are in compliance with the Code of Conduct prescribed under Schedule IV of the Act.

Further, the Independent Directors have confirmed that they have included their names in the Independent Director's databank maintained by the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of Companies (Appointment and Qualifications of Directors) Rules, 2014.

The Board is of the opinion that the Independent Directors of the Company are persons of integrity, having relevant expertise, experience (including proficiency).

During the year 2023-24 a separate meeting of Independent Director was held on February 14, 2024 without the presence of Executive Directors or management representatives and the following matters were discussed:

- the performance of non-Independent directors and the Board as a whole;
- the performance of the Chairman of the Company, taking into account the views of executive directors and non-executive directors; and
- assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

### e. Key Managerial Personnel (KMPs)

In terms of Section 203 of the Act, the KMPs of the Company during the financial year 2023-24 are as follows:

Sr. No	Name of the KMP'S	Designation
1.	Dinesh Muddu Kotian	Promoter, Chairman & Managing Director
2.	Deepak Pandurang Bhojane	Whole Time Director
3.	Deepak Dattaram Salvi	Whole Time Director
4.	Dhanraj Dayanand Kunder	Chief Financial Officer
5.	Khushboo Mahesh Lalji	Company Secretary & Compliance Officer

There are no changes in the Key Managerial Personnel of the Company during the Year under review.

### f. Board Effectiveness:

#### Independent Directors' Familiarization Policy

Pursuant to Regulation 25(7) of the SEBI Listing Regulations, the Board has framed a policy to familiarize the Independent Directors about the Company titled 'Familiarization Programme for Independent Directors' ("Familiarization Policy"). The Familiarization Policy is available on the website of the Company at the weblink: <https://www.djcorp.in/images/Familiarisation%20programme%20of%20ID.pdf>

The Familiarization Policy of the Company seeks to familiarize the Independent Directors with the working of the Company, their roles, rights and responsibilities with respect to the Company, the industry in which the Company operates, business model, etc.

### g. Board Evaluation

The evaluation of all directors, committees of the Board, Chairman and the Board as a

whole was carried out by the Board itself, as per the provisions of the Act and SEBI Listing Regulations. The evaluation was conducted based on the criteria and framework adopted by the Board. The evaluation parameters and the process has been explained in the Corporate Governance Report.

#### **h. Criteria for selection of Directors, KMPs and Senior leadership positions and their remuneration**

On the recommendation of the Nomination and Remuneration Committee, the Board of the Company has adopted a policy for selection and appointment of Directors, Key Managerial Personnel and Senior Management and their remuneration. The policy is available on the Company's website at the weblink: <https://www.djcorp.in/images/Nomination%20and%20remuneration%20Policy.pdf>

The policy contains, inter-alia, principles governing Directors', KMPs, Senior Management Personnel appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of Directors, etc.

### **VI. MEETINGS OF THE BOARD**

During the financial year 2023-24, 6(six) Board meetings were convened.

The details of Board and Committee meetings held during the year under review, are given in the Corporate Governance Report, forming part of this Annual Report. The gap between these meetings was within the prescribed period under the Act and the SEBI Listing Regulations.

### **VII. COMMITTEES OF BOARD**

#### **a. Audit Committee**

During the financial year 2023-24, 6(six) Audit Committee meetings were convened. The composition of the Audit Committee is given in the Corporate Governance Report, forming part of this Annual Report. The Board has accepted all recommendations of

the Audit Committee during the year under review.

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

During the financial year 2023-24, 1(one) Nomination and Remuneration Committee meeting was convened. The composition of the Nomination and Remuneration Committee is given in the Corporate Governance Report, forming part of this Annual Report.

#### **c. Stakeholders' Relationship Committee:**

During the financial year 2023-24, 1(one) Stakeholders' Relationship Committee meeting was convened. The composition of the Stakeholders' Relationship Committee is given in the Corporate Governance Report, forming part of this Annual Report.

#### **d. Familiarization Program**

Your Company has been familiarizing the Independent Directors on its Board with detailed presentations by its business functional heads on the Company operations, strategic business plans, new products and technologies, including significant aspects of the Industry and its future outlook.

### **VIII. PARTICULARS OF CONTRACTS WITH RELATED PARTIES / RELATED PARTY TRANSACTIONS**

In accordance with the relevant provisions of the Act and rules framed thereunder and Regulation 23 of the SEBI Listing Regulations, the Company has in place a Related Party Transaction ("RPT") Policy. All related party transactions ("RPT") entered into during the financial year 2023-24 were in accordance with the Company's RPT Policy and on an arms' length basis and in the ordinary course of business. All RPTs are placed before the Audit Committee and the Board for approvals.

The Information on transactions entered with the related parties pursuant to Section 134(3)(h) of the Act and Rules made thereunder disclosure of particulars of material transactions with

## DJ Mediaprint & Logistics Limited

related parties entered into by the Company with related parties in the prescribed in Form AOC2 for the financial year 2023-24 is enclosed to this report as “Annexure I”.

Your Company did not enter into any material RPTs during the year under review. During the year under review, the Board reviewed the RPT Policy and made relevant changes to bring it in line with the amendments under the SEBI Listing Regulations.

The RPT Policy as approved by the Board is uploaded on the Company's website and is available at the weblink: <https://www.djcorp.in/pages/POLICY%20ON%20RELATED%20PARTY%20TRANSACTIONS.pdf>

### IX. INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

Your Company remains committed to improve the effectiveness of internal financial controls and processes which would help in efficient conduct of its business operations, ensure security to its assets and timely preparation of reliable financial information. The internal financial controls with reference to the Financial Statements are adequate in the opinion of the Board. The Company has a proper system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that transactions are authorized, recorded and reported correctly. The internal control is supplemented by an extensive programme of internal, external audits and periodic review by the Management. This system is designed to adequately ensure that financial and other records are reliable for preparing financial information and other data and for maintaining accountability of assets. The Audit Committee of the Board actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same. The Statutory Auditors and the Internal Auditors are invited to attend the Audit Committee Meetings and present their observations on adequacy of internal financial controls and the steps required to bridge gaps, if any. There are

no observations of Statutory Auditors as well as Internal Auditors.

### X. AUDITORS AND AUDITORS' REPORT

#### a) Statutory Auditors & their Report

The Company's Statutory Auditors, M/s. ADV & Associates., Chartered Accountants (firms' registration no: 128045W) were appointed as Statutory Auditors of the Company for a period of five consecutive years at the 10<sup>th</sup> Annual General Meeting held on September 30, 2019 on a remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors.

Pursuant to the provisions of 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 amendment(s) thereto or re-enactment(s) thereof, for the time being in force] pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company at their meeting held on Tuesday, 18<sup>th</sup> June, 2024, M/s. ADV & Associates., Chartered Accountants (firms' registration no: 128045W), subject to the approval of the shareholders of the company at the ensuing AGM be re-appointed as the Statutory Auditors of the Company to hold office for a second term of 5 (five) consecutive years from conclusion of the 15<sup>th</sup> Annual General Meeting until the conclusion of the 20<sup>th</sup> Annual General Meeting of the Company, to be held for the financial year 2028-29, at such remuneration as may be determined by the Board of Directors.”

The requirement of seeking ratification of members for continuing the appointment of Statutory Auditors at every AGM was withdrawn by the Companies (Amendment) Act, 2017 w.e.f. May 7, 2018.

M/s. ADV & Associates., Chartered Accountants have confirmed that they are eligible and are in compliance with the

provisions specified under Section 141(3) (g) of the Act and they are not disqualified to act as Statutory Auditors in terms of the provisions of Sections 139 and 141 of the Act and the Companies (Audit and Auditors) Rules, 2014.

The Report of the Statutory Auditor forming part of the Annual Report, does not contain any qualification, reservation, adverse remark or disclaimer. The observations made in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

#### **b) Secretarial Auditor & their Report**

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board had appointed M/s. Ekta Agrawal & Associates, Company Secretaries in Practice, to undertake the Secretarial Audit of the Company for the financial year ended March 31, 2024. The Secretarial Audit Report for the financial year ended March 31, 2024 is enclosed to this report as "**Annexure II**". The Secretarial Audit Report is self-explanatory and thus does not require any further comments.

The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer. The Company is in compliance with the Secretarial Standards issued by the Institute of Company Secretaries of India.

In addition to the above and pursuant to SEBI circular dated February 8, 2019, a report on Secretarial Compliance for the financial year 2023-24 has been submitted to the Bombay Stock Exchange & National Stock Exchange of India Limited.

#### **c) Internal Auditor**

The Board, upon the recommendation of the Audit Committee, has appointed M/s J K S & CO. (Firm Registration No.159727W and Firm PAN-AATFJ6179N) Chartered Accountants as

the Internal Auditors of the Company for the financial year ended 2024-25. M/s J K S & CO. Chartered Accountants have confirmed their eligibility and have granted their consent to act as Internal Auditors of the Company for the financial year 2024 - 25.

#### **d) Cost Auditor**

The Company is not required to appoint Cost Auditor and maintain a cost records during the year under review

### **XI. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The details regarding 'energy conservation, technology absorption and foreign exchange earnings and outgo' as required under Section 134(3)(m) of the Act read with rule 8(3) of the Companies (Accounts) Rules, 2014 are mentioned below:

#### **a) Conservation of Energy**

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy have not been furnished considering the nature of activities under taken by the Company during the year under review. But the Company continues to strengthen its energy conservation efforts. The company always looks out for energy efficient measures for operations, and value conservation of energy through usage of latest technologies for quality of services. Although the equipments used by the Company are not energy sensitive by their very nature, still the Company is making best possible efforts for conservation of energy, which assures that the computers and all other equipments purchased by the Company are strictly adhere to environmental standards, and they make optimum utilization of energy.



## DJ Mediaprint & Logistics Limited

### b) Research and Development (R&D)

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of technology absorption have not been furnished considering the nature of activities under taken by the Company during the year under review.

### c) Technology absorption adaptation and innovation

In this era of competition, in order to maintain and increase the clients and customers, we need to provide best quality services to our clients and customers at minimum cost, which is not possible without innovation, and adapting to the latest technology available in the market for providing the services.

### d) Foreign Exchange Earnings and Outgo:

Amount (Rs. in lakhs)

Total Foreign Exchange Inflow	Nil
Total Foreign Exchange outflow	Nil

## XII. CORPORATE GOVERNANCE

Your Company is committed to maintain the highest standards of ethics and governance, resulting in enhanced transparency for the benefit of all stakeholders. The Report on Corporate Governance as stipulated under Regulation 27 of the SEBI Listing Regulations forms part of this report as “Annexure III”. The Company is in full compliance with the requirements and disclosures made in this regard. The requisite Certificate from M/s. Ekta Agrawal & Associates, Company Secretaries, confirming compliance of the Corporate Governance requirements is annexed to the Corporate Governance Report, forming part of this Directors’ Report.

## XIII. CORPORATE SOCIAL RESPONSIBILITY (CSR)

During the year in review, as our Company's Profit After Tax (PAT) has surpassed Rs. 5 Crores, it is incumbent upon us to adhere to the stipulations outlined in Section 135 of the Act and

its corresponding regulations. Accordingly, the formation of a Corporate Social Responsibility Committee (CSR Committee) and the drafting of a comprehensive CSR Policy become imperative. These measures are pivotal in delineating a structured framework for the execution of Corporate Social Responsibility (CSR) activities aligned with Schedule VII of the Act. Despite this obligation, our Company is yet to establish the CSR Committee and formulate the requisite CSR Policy. We recognize the significance of these actions in fulfilling our social obligations and are committed to expediting the process to ensure effective implementation of CSR initiatives that contribute meaningfully to societal welfare.

## XIV. VIGIL MECHANISM / WHISTLE BLOWER POLICY

Your Company has in place a vigil mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of your Company's Code of Conduct.

Under the vigil mechanism of the Company, which also incorporates a Whistle Blower Policy in terms of Regulation 22 of the SEBI Listing Regulations, protected disclosures can be made by a whistle blower through an e-mail, or a letter to the Chairman of the Audit Committee. Adequate safeguards are provided against victimization to those who avail of the vigil mechanism.

The Whistle Blower Policy is available on the Company's website at the weblink: <https://www.djcorp.in/pages/Whistle%20Blower%20Policy-%20Vigil%20Mechanism.pdf>

## XV. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

As required under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder, the Company has implemented a policy on prevention, prohibition and redressal of sexual harassment at workplace. This has been widely communicated internally. Your Company has constituted 'Internal Complaints

Committee' to redress complaints relating to sexual harassment at its workplaces. The Company has not received any complaints relating to sexual harassment during financial year 2023-24.

#### **XVI.SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS**

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

#### **XVII.ANNUAL RETURN**

Pursuant to the provisions of Section 134(3)(a) and Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, a copy of the Annual Return of the Company for the financial year ended March 31, 2024 has been uploaded on the website of the Company and can be accessed at [www.djcorp.in](http://www.djcorp.in)

#### **XVIII.INFORMATION PURSUANT TO SECTION 197(12) OF THE ACT**

Disclosures pertaining to remuneration and other required information pursuant to Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("Companies Remuneration Rules"), in respect of employees of the Company, is provided herewith as "**Annexure IV**" and forms part of the Directors' Report. However, as per the second proviso clause to Rule 5(3) of the Companies Remuneration Rules, the statement pertaining to details of top 10 (ten) employees in terms of remuneration shall be made available to any shareholder on a specific request made by him/her in writing before the AGM date.

#### **XIX. COMPLIANCE OF ACCOUNTING STANDARDS**

As per requirements of the SEBI Listing Regulations and applicable Accounting Standards, your Company has made proper disclosures in the Financial Statements. The applicable Accounting Standards have been duly

adopted pursuant to the provisions of Sections 129 and 133 of the Act.

#### **XX.COMPLIANCE OF SECRETARIAL STANDARDS**

The Company has complied with the Secretarial Standards (SS-1 and SS-2), issued by the Institute of Company Secretaries of India and forming part of the Act, on meetings of the Board of Directors and General Meetings.

#### **XXI.DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to sub-section (5) of Section 134 of the Companies Act, 2013 and to the best of their knowledge and belief and according to the information and explanations obtained/received from the operating Management, your Directors make the following statement and confirm that;

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year March 31, 2024 and of the profit and loss of the Company for the financial year ended March 31, 2024;
- c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the directors had prepared the annual accounts on a going concern basis;
- e. the directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

## DJ Mediaprint & Logistics Limited

- f. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate.

### XXII. REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the statutory auditors nor the secretarial auditors reported to the Audit Committee, of any instances of fraud committed in the Company by its officers or employees, as required under Section 143(12) of the Act.

### XXIII. MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No material changes and commitments other than in the normal course of business have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

### XXIV. CHANGE IN THE NATURE OF COMPANY'S BUSINESS

There has been no change in the nature of business of the Company.

### XXV. RISK MANAGEMENT POLICY

The provisions of Regulation 21 (Risk Management Committee) of the SEBI Listing Regulations do not apply to our Company. However, pursuant to Regulation 17(9) of the SEBI Listing Regulations, the Company has implemented a Risk Management framework which is comprehensive in nature, providing guidance on identification and mitigation of the various risks that the Company may face in the conduct of its business. The specific objectives of this framework are:

- To identify and assess various business risks arising out of internal and external factors that affect the business of the Company;

- To work out methodology for managing and mitigating the risks;
- To establish a framework for the Company's risk management process and to ensure its implementation;
- To enable compliance with appropriate regulations, wherever applicable, through the adoption of best practices; and
- To assure business continuity, sustained growth with financial stability.

### XXVI. ACKNOWLEDGEMENTS

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from various stakeholders including financial institutions and banks, Government authorities and other business associates who have extended their valuable support and encouragement during the year under review.

Your Directors take this opportunity to place on record their appreciation for the committed services rendered by the employees of the Company at all levels, who have contributed significantly towards the Company's performance and for enhancing its inherent strength. Your Directors also acknowledge with gratitude the encouragement and support extended by our valued shareholders.

**For and on behalf of the Board**

For **DJ Mediaprint & Logistics Limited**

**Sd/-**

**Dinesh Kotian**

**Chairman & Managing Director**

DIN: 01919855

**Place:** Mumbai

**Date:** June 18, 2024

## Annexure I

**Form No. AOC-2**

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

Form for disclosure of particulars of contracts / arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third provision thereto:

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

All contracts/arrangements/transactions entered into by the Company with related parties during the year ended March 31, 2024 were at arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis:

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Contract / Arrangement / Transactions	Amount (Rs. In Lakhs)
1	DJ Corporation	Mr. Dinesh Kotian, Director is the Proprietor	Sales	117.31
2	DJ Corporation	Mr. Dinesh Kotian, Director is the Proprietor	Purchase	20.65

**For and on behalf of the Board**

For **DJ Mediaprint & Logistics Limited**

**Sd/-**

**Dinesh Kotian**

**Chairman & Managing Director**

**DIN: 01919855**

**Place:** Mumbai

**Date:** June 18, 2024

**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 Personnel) Rules, 2014]

To,

**DJ Mediaprint & Logistics Limited,**

**CIN:** L60232MH2009PLC190567

24, 1<sup>st</sup> Floor, Palkhiwala House, 01<sup>st</sup> Dhobhi Talao Lane,

Tara Manzil, Mumbai, 400 002,

Maharashtra, India.

**Also at;**

UP Warehouse, Mafco Yard, 1<sup>st</sup> Floor, Plot No. 4

to 9, Sector - 18, Vashi, Navi Mumbai, 400 703,

Maharashtra, India.

I, Ekta Agrawal, Proprietor, Ekta Agrawal & Associates, Practicing Company Secretary, have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DJ Mediaprint & Logistics Limited**, (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the **DJ Mediaprint & Logistics Limited**, 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, I hereby report that in my 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Focus Lighting and Fixtures Limited 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; **(Not applicable to the Company during the Audit Period)**

- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the Audit Period)**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable to the Company during the Audit Period)**
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **(Not applicable to the Company during the Audit Period)**
  - (h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; **(Not applicable to the Company during the Audit Period)**
  - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - (j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- (vi) Other laws as may be applicable specifically to the Company are as follows:
- (a) The Environment (Protection) Act, 1986 and the Rules made thereunder;
  - (b) The Factories Act, 1948 and the Rules made thereunder;
  - (c) Minimum Wages Act, 1948 and the Rules made thereunder;
  - (d) The Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and the Rules made thereunder.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with National Stock Exchange of India Limited and Bombay Stock Exchange.

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

#### **I 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.

Dissenting members' views were not required to be captured and recorded as part of the minutes of Board Meetings and Committee Meetings as there was no such instance.

## DJ Mediaprint & Logistics Limited

I further report that based on the review of systems and processes adopted by the Company and the certificate for compliance of various applicable laws submitted by the Company Secretary and other officials of the Company on quarterly basis and placed before the meeting of Board of Directors and which were taken on record by the Board of Directors, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines.

I further report that during the audit period, the Company has not undertaken any events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

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

For **Ekta Agrawal & Associates**  
**Practicing Company Secretaries**

**Ekta Agrawal**

**Membership No. 65640**

**C.O.P. No. 25098**

**Peer Review Certificate No. 2129/2022**

**Date:** June 18, 2024

**Place:** Sambalpur

**UDIN:** A065640F000583806

## Annexure A

To,

**DJ Mediaprint & Logistics Limited,**

**CIN:** L60232MH2009PLC190567

24, 1<sup>st</sup> Floor, Palkhiwala House, 01<sup>st</sup> Dhobhi Talao Lane,  
Tara Manzil, Mumbai, 400 002, Maharashtra, India.

**Also at;**

UP Warehouse, Mafco Yard, 1<sup>st</sup> Floor, Plot No. 4 to 9, Sector -  
18, Vashi, Navi Mumbai, 400 703, Maharashtra, India.

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My Responsibility is to express an opinion on these secretarial records based on my audit.
2. I 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. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.
4. My Audit was based on examination, in physical or electronic form, as feasible under the prevailing circumstances, of books and records maintained by the Company.
5. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
6. The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards are the responsibility of management. My examination was limited to the verification of procedures on a test basis.
7. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Ekta Agrawal & Associates**  
**Practicing Company Secretaries**

**Ekta Agrawal**

**Membership No. 65640**

**C.O.P. No. 25098**

**Peer Review Certificate No. 2129/2022**

**Date:** June 18, 2024

**Place:** Sambalpur

**UDIN:**A065640F000583806



## ANNEXURE-III

### REPORT ON CORPORATE GOVERNANCE (As on March 31, 2024)

#### A. DJML's Philosophy on Code of Governance

Corporate governance is a systematic process, driven by ethical conduct of the business and affairs of an organization aimed at promoting sustainable business and enhancing shareholder value in the long term. Corporate governance therefore, in essence, is a referral paradigm, comprising a mechanism to benchmark company's business and affairs to a combination of laws, regulations, procedures, implicit rules and good corporate practices, which ensure that a company meets its obligations with the objective to optimize shareholder value and fulfill its responsibilities to the stakeholder community, comprising of customers, employees, shareholders, government and other societal segments.

DJML's Governance philosophy is based on trusteeship and for promoting and maintaining integrity, transparency and accountability, across all business practices. As a corporate citizen, our business fosters a culture of ethical behavior and disclosures aimed at building trust of all stakeholders, such as shareholders, customers, suppliers, financiers, government and the community. This philosophy is built upon a rich legacy of fair, transparent and effective governance, and led by strong emphasis on human values, individual dignity and adherence to honest, ethical and professional conduct.

The Company believes that a sound governance discipline also enables the Board of Directors ("**Board**") to direct and control the affairs of the Company in an effective manner and maximize stakeholder value, including the society at large. We at DJML, believe that this is an ongoing journey for sustainable value creation for all stakeholders and we continuously endeavor to improve upon our practices in line with the changing demands of the business. DJML adopts innovative approaches for leveraging all its resources; and encourages a spirit of

conversion of opportunities into achievements. DJML's Code of Business Conduct & Ethics and the Company's Code of Conduct for Prevention of Insider Trading are an extension of our values and reflect our commitment to ethical business practices, integrity and regulatory compliances.

Keeping in view the Company's size, reach, complexity of operations and corporate tradition, the Corporate Governance framework is based on the following main principles:

- Appropriate composition and size of the Board, with each member bringing in expertise in their respective domain;
- Timely and adequate flow of information to the members of the Board and its Committees for meaningful and focused discussion at the meetings to enable them discharge their fiduciary duties;
- Strategic supervision, monitoring and guidance by the Board of Directors which is made up of appropriate size, experience and commitment to discharge their responsibilities;
- Independent verification of Company's financial reporting from time to time and on quarterly basis;
- Timely and balanced disclosure of all material information; and disclosure of all deviations, if any, to all stakeholders and equitable and fair treatment to all the stakeholders (including employees, customers, vendors and investors);
- Compliance with applicable laws, rules, regulations and guidelines with transparency and defined accountability; and
- Proper business conduct by the Board members, senior management and employees.

In line with this philosophy, the Company and its Board continuously strive for excellence

through adoption of best governance and disclosure practices. The Board continuously strives to play an active role in fulfilling its fiduciary obligation to shareholders by efficiently overseeing management functions to ensure their effectiveness in delivering shareholder value and societal expectations, with ethical and responsible business conduct. The governance framework ensures its effectiveness through an efficient system of timely disclosures and transparent business practices.

Your Company confirms compliance to the Corporate Governance requirements as enshrined in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the details of which for the financial year ended March 31, 2024 is as set out hereunder:

## B. BOARD OF DIRECTORS

### Composition of the Board and Category of Directors

The Company has a judicious mix of Executive, Non- Executive and Independent Directors to ensure proper governance and management. As on March 31, 2024, the Board comprised of eight (8) Directors - three (3) Executive Directors, one (1) Non-Executive –Non-Independent Director and four (4) Independent Directors including one (1) Woman Director.

Further Mr. Dinesh Muddu Kotian, Founder & Managing Director headed the Board as its Chairman.

As on March 31, 2024, the Independent Directors of the Company, have confirmed that they satisfy the criteria of independence as prescribed under Reg. 16 (1) (b) of the SEBI Listing Regulations and Companies Act, 2013 (“Act”). Further, the Independent Directors have made a declaration that they are Independent of the management.

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company. In case of business exigencies, the Board’s approval is taken through circular resolutions. The notice and detailed agenda along with the relevant notes and other material information are sent in advance separately to each Director and in exceptional cases tabled at the Meeting with the approval of the Board. This ensures timely and informed decisions by the Board.

During the financial year 2023-24, the Board met six (6) times. The meetings were held on May 26, 2023, August 12, 2023, September 14, 2023, October 27, 2023, November 11, 2023 and February 14, 2024 and the intervening gap between two meetings did not exceed one hundred twenty days between any two consecutive meetings.

The constitution of the Board of Directors as on March 31, 2024, details of meeting attended by Directors and their directorship in Indian public Companies and membership in Committees are as under:

Name of the Director	Category <sup>1</sup>	No. of Board Meetings attended	Last AGM Attended	No. of Directorships and Committee Memberships and Chairmanships (including the Company) <sup>2</sup>			Nos of shares held in our Company
				Directorship <sup>3</sup>	Committee <sup>5</sup>		
					Chairmanship <sup>4</sup>	Membership <sup>5</sup>	
Mr. Dinesh Muddu Kotian <sup>4</sup>	CMD	6	Yes	2	0	2	60,43,040
Mr. Deepak Pandurang Bhojane	WTD	6	Yes	1	0	0	1,200
Mr. Devadas Alva	NENID	6	Yes	1	0	0	1,200
Mr. Deepak Dattaram Salvi	WTD	6	Yes	1	0	0	1,200
Mr. Dwarka Prasad Gattani	ID	6	Yes	1	0	1	NIL
Mr. Purushottam Mahadeo Dalvi	ID	6	No	1	0	0	NIL
Mrs. Navinchandra Rama Sanil	ID	6	Yes	1	1	2	NIL
Ms. Deeksha Devadiga	ID	6	No	1	1	1	NIL

## DJ Mediaprint & Logistics Limited

<sup>1</sup>In above table the term 'CMD' refers to Chairman & Managing Director, 'ID' refers to Independent Director, 'NENID' refers to Non- executive Non Independent Director.

<sup>2</sup>In terms of regulation 26 of the SEBI Listing Regulations, none of the Directors of the Company were members of more than ten (10) Committees or acted as Chairperson in more than five (5) Committees across all public limited companies in India, in which they are a Director.

<sup>3</sup> Only Directorships in Indian Public Limited Companies (listed or unlisted) have been considered.

<sup>4</sup> Mr. Dinesh Muddu Kotian holds Directorship in the following listed company- Agarwal Industrial Corporation Limited (Independent Director) (Appointed w.e.f 01.02.2024) and resigned w.e.f 01.05.2024)

<sup>5</sup>In accordance with Reg. 26 of SEBI Listing Regulations, Membership / Chairmanship only in Audit Committees and Stakeholders Relationship Committees of all Public Limited Companies, have been considered.

**Detailed reasons for the resignation of an Independent Director who resigns before the expiry of his / her tenure along with confirmation by such director that there are no other material reasons other than those provided:-** As on March 31, 2024, none of the Independent Directors have resigned before the expiry of his / her tenure.

### Board Support

The Company Secretary is responsible for collation, review and distribution of all papers submitted to the Board and Committees thereof for consideration. The Company Secretary is also responsible for preparation of the agenda and convening of the Board and Committee meetings. The Company Secretary attends all the meetings of the Board and its Committees except Independent Directors meeting, advises / assures the Board on compliance and governance principles and ensures appropriate recording of Minutes of proceedings of the meetings.

### Board Meeting and Procedure

The Board meets atleast once in every quarter inter alia, to review the quarterly financial results, operations and other items on the agenda and minimum 4 (four) prescheduled Board meetings are

held every year. Apart from the above, additional Board meetings are convened by giving appropriate notice to address the specific needs of the Company. In case of business exigencies or urgency of matters, resolutions are passed by way of circulation, as permitted by law, which is confirmed in the subsequent Board meeting. The meetings are held as per the requirements of business; and maximum interval between any two (2) Board meetings is within the permissible limits.

### Information to the Board

The internal guidelines for Board / Board Committee meetings facilitate the decision making process at the meetings of the Board / Committees in an informed and efficient manner. Board meetings are governed by a structured agenda. The Company Secretary in consultation with the Chairman and senior management prepares the detailed agenda for the meetings. All major agenda items are backed by comprehensive background information, notes and supporting papers containing all the vital information, to enable the Board to have focused discussion at the meeting and take informed decisions.

Agenda papers and notes on agenda are circulated to the Directors, in advance, in the defined agenda format. All material information is circulated along with agenda papers for facilitating meaningful and focused discussions at the meeting. In case of sensitive agenda matters, or where it is not practicable to attach or circulate relevant information or document as part of the agenda papers, the same are tabled at the meeting with specific reference to this effect in the agenda. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are taken up for discussion with the permission of the Chairman. Video conferencing facilities are also made available to enable the participation of Directors at meetings of the Board / Committees. Frequent and detailed deliberation on the agenda provides the strategic roadmap for the future growth of the Company.

A detailed agenda is sent to each Director in advance of the Board meetings, covering inter alia, the required information as enumerated in Part A

of Schedule II to Regulation 17(7) of the SEBI Listing Regulations. As a policy, all major decisions involving business plan, allocation and deployment of funds, investments and capital expenditure, in addition to matters which statutorily require the approval of the Board are placed before the Board for its consideration and directions.

The Board is also briefed on areas covering industry environment, project implementation, project financing and operations of the Company. Senior executives/Consultants are invited to provide additional inputs at the Board / Committee meetings, as and when necessary. The members of the Board or Committees are free to suggest any item to be included in the agenda, in addition to exercising their right to bring up matters for discussion at the meeting with permission of the Chairman.

The draft minutes of each Board / Committee meetings are circulated to all Directors for their comments within fifteen (15) days of the meeting. After incorporating the comments, if any, received from Directors, the Company Secretary records the minutes of each Board / Committee meeting within thirty (30) days from conclusion of the meeting. The important decisions taken at the Board / Committee meetings are communicated to concerned departments promptly. Action taken report on the decisions taken at the meeting(s) is placed at the immediately succeeding meeting of the Board / Committee for noting by the Board / Committee.

The Board periodically reviews compliance reports of all laws applicable to the Company, as well as steps taken by the Company to rectify instances of non-compliance, if any.

### **Board Evaluation / Performance Evaluation**

In terms of the requirements of the Act and the SEBI Listing Regulations, an annual evaluation of the performance of the Board is undertaken, where the Board formally assesses its own performance and that of its Committees to improve effectiveness. For Independent Directors, evaluation is carried out basis the following criteria i.e.,

- (i) Active participation in long-term strategic planning;
- (ii) Attendance at the Board / Committee meetings;
- (iii) Contribution made to the Board / Committees etc.

During the year, the Board Evaluation Exercise was conducted by the Board where the Board evaluated its own performance, performance of the Directors individually as well as the working of its Committees. A structured questionnaire was circulated, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

### **Code of Conduct**

The Company has adopted a Code of Conduct for its Directors and Senior Management Personnel ("Code of Conduct") in terms of Regulation 17 of the SEBI Listing Regulations. The Code applies to all Directors and members of the Senior Management. The Code lays down, in detail, the standards of business conduct, ethics and governance. All the Directors and senior management personnel of the Company have affirmed compliance with the said Code of Conduct as on March 31, 2024 and a declaration to that effect signed by the Chairman & Managing Director of the Company, forms part of the Annual Report. The code is available on the Company website [www.djcorp.in](http://www.djcorp.in)

### **Directors and Officers Insurance ('D&O')**

In line with the requirements of Regulation 25(10) of the SEBI Listing Regulations, the Company has taken D&O Insurance for all its Directors and members of the Senior Management for such quantum and for such risks as is commensurate with the size and nature of operations of the Company.

### **Independent Director**

In opinion of the Board, the Independent Directors fulfil the conditions of independence specified in Section 149 and Schedule IV of the Act and Regulation 16 (1) (b) of the SEBI Listing Regulations and are independent of the management. A formal letter of appointment to Independent Director as required under the Act and the SEBI Listing Regulations has been issued on / at the time of their appointment. The Independent Directors provide an annual confirmation that they meet the criteria of independence

#### **a. Meetings of Independent Directors**

During the year 2023-24 a separate meeting of Independent Directors was held on February 14,

## DJ Mediaprint & Logistics Limited

2024 without the presence of Executive Directors or management representatives to discuss the following:

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

### b. Familiarization Programme for Independent Directors:

At the time of appointing an Independent Director, a formal letter of appointment is given to him/her, which inter alia explains the role, function, duties and responsibilities to be performed by him/her as an Independent Director of the Company. He is also explained in detail the Compliance required from him/ her under the Act, SEBI Listing

Regulations and other various statutes and an affirmation is obtained. Further, on an ongoing basis as a part of Agenda of Board / Committee Meetings, presentations by internal auditors on financials and internal financial controls, are regularly made to the Independent Directors on various matters inter-alia covering the Company's business and role, rights, responsibilities of the Independent Directors under various statutes and other relevant matters.

The details of Familiarization Programmes for Independent Directors, have been hosted on website of the Company.

Link:<https://www.djcorp.in/images/Familiarisation%20programme%20of%20ID.pdf>

### c. Chart or matrix setting out skills/expertise/competence of the Board of Directors

A matrix setting out the core skills/ expertise/ competence as required in the context of the business and sector for the Company to function effectively in comparison with the core skills/ expertise/ competence actually available with the Board of the Company as on March 31, 2024 are stated hereunder:

Sr. No	List of core skills/ expertise/ competence	Mr. Dinesh Muddu Kotian	Mr. Deepak Pandurang Bhojane	Mr. Devadas Alva	Mr. Deepak Dattaram Salvi	Mr. Dwarka Prasad Gattani	Mr. Purushottam Mahadeo Dalvi	Mr. Navinchandra Rama Sanil	Ms. Deeksha Devadiga
1.	Industry experience and Knowledge	✓	✓	✓	✓	-	✓	✓	✓
2.	Sales and Marketing Functions	✓	✓	✓	-	✓	-	-	✓
3.	Management of Business Operations	✓	✓	✓	✓	-	-	-	-
4.	Business Development and Strategy Formation	✓	✓	✓	-	✓	✓	✓	-
5.	Finance and Accounting	✓	-	-	-	✓	-	-	-
6.	Risk and compliance Oversight	✓	-	✓	-	✓	✓	-	-
7.	Corporate Governance	✓	✓	✓	✓	✓	✓	✓	✓
8.	Human Resource & Information Technology	✓	✓	✓	-	-	-	-	-

### C. SUBSIDIARY COMPANIES

As on March 31, 2024, the Company had no Subsidiary, Joint Venture and Associate company.

### D. COMMITTEES OF THE BOARD

The Board of Directors has constituted Committees to deal with specific areas and activities which concern the Company and requires a closer review. The Committees are formed with approval of the Board and functions under in accordance with powers it derived from the Board. These Committees play an important role in the overall management of day today affairs and governance of the Company. The Committees meet at regular intervals and take necessary steps to perform its duties entrusted by the Board. The Minutes of the Committee Meetings are placed before the Board for noting.

During the year, all recommendations of the Committees of the Board have been accepted by the Board.

As on March 31, 2024, the Board has constituted the following Committees:

- AUDIT COMMITTEE
- NOMINATION AND REMUNERATION COMMITTEE
- STAKEHOLDER RELATIONSHIP COMMITTEE

#### 1. AUDIT COMMITTEE

The Audit Committee acts as a link between the Statutory Auditors, Internal Auditors, the Management and the Board is and entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The Audit committee interacts with the Internal Auditors, Statutory Auditors and reviews and recommends their appointment and remuneration. The Audit Committee is provided with all necessary assistance and information for enabling them to carry out its function effectively. The Committee's composition meets the requirements of Section 177 of the Act and Reg. 18 of the SEBI Listing Regulations. Members of the Audit Committee possess financial / accounting expertise / exposure/ qualifications.

#### a. Composition as on March 31, 2024

Presently, the Committee comprises of two (2) Non- Executive, Independent Directors- Ms. Deeksha Devadiga and Mr. Navinchandra Rama Sanil, and one (1) Executive Director- Mr. Dinesh Muddu Kotian, Chairman & Managing Director of the Company. As on 31<sup>st</sup> March 2024, Ms. Deeksha Devadiga, Non- Executive, Independent Director of the Company, headed the Audit Committee as Chairperson and Ms. Khushboo Mahesh Lalji, Company Secretary acted as Secretary. The members of the Audit Committee are well versed in finance, accounts, company law and general business practices.

#### b. Term of Reference

The terms of reference of Audit Committee are in conformity with Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations. The brief terms of reference inter alia are as follows:

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- Examination of the financial statement and the auditors' report thereon
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the auditor and the fixation of audit fees;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Approving initial or any subsequent modification of transactions of the company with related parties;
- Scrutinizing inter-corporate loans and investments
- Valuation of undertakings or assets of the company, wherever it is necessary;

## DJ Mediaprint & Logistics Limited

- Monitoring the end use of funds raised through public offers and related matters
  - Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
  - 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;
  - To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.
- c. **Meetings and attendance:**

The Audit Committee met six (6) times during the financial year 2023-24 i.e., on May 26, 2023, August 12, 2023, September 14, 2023, October 27, 2023, November 11, 2023 and February 14, 2024. The Audit Committee meetings are also generally attended by the Chief Financial Officer and the representatives of Statutory and Internal Auditors. For the financial year ended March 31, 2024; the minutes of every meeting of Audit Committee were approved by the Chairman of the Committee and taken note of, by the Board in every subsequent meeting.

The details of attendance of the members in meetings are as follows:

Name of the Members	Position in the Committee	Designation	No. of Meetings held / Attended during the year
Ms. Deeksha Devadiga	Chairperson	Non-Executive Independent Director	6/6
Mr. Navinchandra Rama Sanil	Member	Non-Executive Independent Director	6/6
Mr. Dinesh Muddu Kotian	Member	Chairman & Managing Director	6/6

## 2. Nomination and Remuneration Committee

### a. Composition as on March 31, 2024

Presently, the Committee comprises of Mr. Navinchandra Rama Sanil (Non-Executive, Independent Director) as Chairperson, Mr. Devadas Alva (Non-Executive, Non-Independent Director) and Ms. Deeksha Devadiga (Non-Executive, Independent Director) as members. Mr. Navinchandra Rama Sanil Non-Executive, Independent Director of the Company, headed the Nomination and Remuneration Committee as Chairperson and Ms. Khushboo Mahesh Lalji, Company Secretary acted as Secretary.

### b. Term of Reference

The Nomination & Remuneration Committee ensures effective compliances as required under section 178 of the Act and regulation

19 of the SEBI Listing Regulations. The terms of reference of the Nomination & Remuneration Committee, are as follows:

- Identify persons who are qualified to become directors and may be appointed in senior management in accordance with the Criteria laid down, recommend to the Board their appointment and removal and shall specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.
- Formulate the criteria for determining the qualifications, positive attributes

and independence of a director and recommend to the board a policy relating to the remuneration for directors, KMPs and other employees.

- Formulation of criteria for evaluation of performance of independent directors and our Board;
- Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- Determine our Company's policy on specific remuneration package for the Managing Director / Executive Director including pension rights.
- Decide the salary, allowances, perquisites, bonuses, notice period, severance fees and increment of Executive Directors.
- Review and suggest revision of the total remuneration package of the Executive

Directors keeping in view the performance of the Company, standards prevailing in the industry, statutory guidelines etc.

- To carry out any other function as is mandated by the Board from time to time and/ or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

**c. Meeting and attendance of the committee**

The Nomination and Remuneration Committee met once (1) times during the financial year 2023-24 i.e., on February 14, 2024. For the financial year ended March 31, 2024; the minutes of every meeting of Nomination and Remuneration Committee were approved by the Chairman of the Committee and taken note of, by the Board in every subsequent meeting.

The details of attendance of the members in meetings are as follows:

Name of the Members	Position in the Committee	Designation	No. of Meetings held/ Attended during the year
Mr. Navinchandra Rama Sanil	Chairperson	Non-Executive Independent Director	1/1
Mr. Devadas Alva	Member	Non-Executive Non- Independent Director	1/1
Ms. Deeksha Devadiga	Member	Non-Executive Independent Director	1/1

**3. STAKEHOLDERS RELATIONSHIP COMMITTEE:**

The Stakeholders Relationship Committee oversees the redressal of Shareholder's complaints relating to share transfers/ transmission and non-receipt of Annual reports, etc.

**a. Composition as on March 31, 2024**

The Stakeholders Relationship Committee comprises of two (2) Non Executive, Independent Director namely, Mr. Navinchandra Rama Sanil as Chairperson and Mr. Dwarka Prasad Gattani as member and one (1) Executive director-Mr. Dinesh Muddu Kotian as member. Mr. Navinchandra Rama Sanil, Independent Director is the Chairperson of the Committee. Ms. Khushboo Mahesh Lalji, Company Secretary is a Compliance Officer of the Committee.

**b. Term of Reference**

The terms of reference of the Stakeholders' Relationship is as under:

- Allotment, transfer of shares including transmission, splitting of shares, changing joint holding into single holding and vice versa, issue of duplicate shares in lieu of those torn, destroyed, lost or defaced or where the cages in the reverse for recording transfers have been fully utilized.
- Issue of duplicate certificates and new certificates on split/consolidation/renewal, etc.;
- Review the process and mechanism of redressal of Shareholders /Investors grievance and suggest measures of improving the system of redressal of Shareholders / Investors grievances.



## DJ Mediaprint & Logistics Limited

- Considering and resolving grievances of the security holders of the Company, including complaints related to the transfer of shares, non-receipt of annual report and non-receipt of declared dividends;
- Oversee the performance of the Registrar & Share Transfer Agent and also review and take note of complaints directly received and resolved them.
- Oversee the implementation and compliance of the Code of Conduct adopted by the Company for prevention of Insider Trading for Listed Companies as specified in the Securities & Exchange Board of India (Prohibition of insider Trading) Regulations, 1992 as amended from time to time.
- Carrying out any other function contained in the equity listing agreements as and when amended from time to time.
- To carry out any other function as is mandated by the Board from time to time and/ or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

### C. Meetings and attendance of the Committee

The Stakeholder Relationship Committee met once (1) time during the financial year 2023-24 i.e., on February 14, 2024. For the financial year ended March 31, 2024; the minutes of every meeting of Stakeholder Relationship Committee were approved by the Chairman of the Committee and taken note of, by the Board in every subsequent meeting.

The details of attendance of the members in meetings are as follows:

Name of the Members	Position in the Committee	Designation	No. of Meetings held / Attended during the year
Mr. Navinchandra Rama Sanil	Chairperson	Non- Executive Independent Director	1/1
Mr. Dwarka Prasad Gattani	Member	Non- Executive Independent Director	1/1
Mr. Dinesh Muddu Kotian	Member	Chairman & Managing Director	1/1

### d. Details of Investor Complaints received and resolved during the year

The details of complaints received, resolved and pending are as under;

Particulars	Number of Complaints
Number of complaints received during financial year 2023-24	1
Number of complaints disposed of during the financial year 2023-24	1
Number of complaints not resolved to the satisfaction of the shareholders as on March 31, 2024	Nil
Number of pending complaints as on March 31, 2024	Nil

### E. Remuneration of Directors

Executive directors of the Company are appointed by the Board of Directors subject to the approval of shareholders in the general meeting. The remuneration package of the executive directors is determined by the Nomination and Remuneration Committee within the permissible

limits, subject to approval by the Board and shareholders in their respective meetings as per the applicable provisions of the Act.:

The details of remuneration paid to all Directors (Executive and Non-Executive Independent Directors) during the year 2023-24 are as under:

Sr. No.	Name of the Directors	Designation	Basic Salary Paid (Rs.)	Allowances & Perquisites (Rs.)	Sitting fees paid (Rs)	Professional fees	Total Remuneration (Rs.)
1	Mr. Dinesh Muddu Kotian	Chairman & Managing Director	1,80,000	13,05,000	-	-	14,85,000
2	Mr. Deepak Pandurang Bhojane	Whole-time Director	1,80,000	12,43,000	-	-	14,23,000
3	Mr. Deepak Dattaram Salvi	Whole-time Director	1,80,000	12,43,000	-	-	14,23,000
4	Mr. Devadas Alva	Non- Executive Non- Independent Director	-	-	-	-	-
5	Mr. Dwarka Prasad Gattani	Non- Executive Independent Director	-	-	-	-	-
6	Mr. Navinchandra Rama Sanil	Non- Executive Independent Director	-	-	-	-	-
7	Mr. Purushottam Mahadeo Dalvi	Non- Executive Independent Director	-	-	-	-	-
8	Ms. Deeksha Devadiga	Non- Executive Independent Director	-	-	-	-	-

### Criteria of making payments to Non-executive Directors

The Company has in place, a Policy stating the criteria for making payments to Non-executive Directors. The same has been up uploaded on the Company's website- <https://www.djcorp.in/pages/criteria-of-making-payments-to-neds.pdf>

### Details of service contracts, Notice Period and Severance Fees

The Company does not have any policy for service contracts, notice period and severance fees or any other payment to be made to the Directors on their resignation.

## F. POLICIES

### i) WHISTLE BLOWER POLICY

The Company is committed to adhere to high standards of corporate governance. The Company has adopted a Whistle Blower Policy as part of vigil mechanism to provide appropriate avenues to the Directors and employees to bring to the attention of the management any issue which is perceived to be in violation of or in conflict with the fundamental business principles of the Company. The employees are encouraged to voice their concerns by way of whistle blowing and all the employees have been

given access to the Audit Committee. The Company Secretary is the designated officer for effective implementation of the policy and dealing with the complaints registered under the policy. All cases registered under the Whistle Blower policy of the Company are subject to review by the Audit Committee. The Company confirms that no personnel has been denied access to the Audit Committee for the period under review. The Whistle Blower policy is available on the website of the Company at the web-link: <https://www.djcorp.in/pages/Whistle%20Blower%20Policy-%20Vigil%20Mechanism.pdf>

### ii) REMUNERATION POLICY

The Board on the recommendation of the Nomination and Remuneration Committee has framed a policy for selection and appointment of Directors, Senior Management Personnel and determination of remuneration payable to them. The policy contains, inter alia, criteria's for directors' appointment and remuneration including determining qualifications, positive attributes, independence of a director, etc. The Remuneration Policy is available on the website of the Company at the weblink- <https://www.djcorp.in/images/Nomination%20and%20remuneration%20Policy.pdf>

### iii) POLICY ON RELATED PARTY TRANSACTIONS

In line with requirements of the Act and SEBI Listing Regulations, your Company has formulated a policy on Related Party Transactions which is available on the Company's website at the web-link : <https://www.djcorp.in/pages/POLICY%20ON%20RELATED%20PARTY%20TRANSACTIONS.pdf>

The policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and related parties. This policy specifically deals with the review and approval of material related party transactions keeping in mind the potential or actual conflicts of interest that may arise because of entering into these transactions. All related party transactions are placed before the Audit Committee for review and approval. Prior omnibus approval is obtained on an annual basis for transactions with related parties which are of repetitive nature and / or entered in the ordinary course of business and on an arm's length basis.

### iv) CORPORATE SOCIAL RESPONSIBILITY POLICY

During the year in review, as our Company's Profit After Tax (PAT) has surpassed Rs. 5 Crores, it is incumbent upon us to adhere to the stipulations outlined in Section 135 of the Act and its corresponding regulations. Accordingly, the formation of a Corporate Social Responsibility Committee (CSR Committee) and the drafting of a comprehensive CSR Policy become imperative. These measures are pivotal in delineating a structured framework for the execution of Corporate Social Responsibility (CSR) activities aligned with Schedule VII of the Act. Despite this obligation, our Company is yet to establish the CSR Committee and formulate the requisite CSR Policy. We recognize the significance of these actions in fulfilling our social obligations and are

committed to expediting the process to ensure effective implementation of CSR initiatives that contribute meaningfully to societal welfare.

### v) POLICY FOR DETERMINING MATERIAL SUBSIDIARIES

As on March 31, 2024, the Company did not have any company as its subsidiary. Hence, the requirement for framing a 'Policy for determining material subsidiaries' under the SEBI Listing Regulations did not apply to our Company.

## G. MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis Report as required under regulation 34(2)(e) of the SEBI Listing Regulations is given in a separate section in this Annual Report and forms part of the Directors' Report.

## H. DISCLOSURES

### a. Related Party Transactions

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. All related party transactions are placed before the Audit Committee and also the Board for approval.

Details of all transactions entered into by the Company with the related parties have been disclosed under "Related Party Transactions" in Note No. 35 of the Annual Financial Statements forming part of the Annual Report. In line with the requirements of the Act and SEBI Listing Regulations, no member of a company is permitted to vote on such resolution to approve any contract or arrangement which may be entered into by the Company, if such member is a related party.

The web-link of the Policy for determining Related Party Transactions is stated here-<https://www.djcorp.in/pages/POLICY%20ON%20RELATED%20PARTY%20TRANSACTIONS.pdf>

**b. Confirmation by the Board of Directors on acceptance of Recommendation of Mandatory Committees**

The Board of the Company has accepted all recommendations of its various Committees, as mandatorily required to be approved by it during the financial year 2023-24.

**c. Accounting treatment in preparation of financial statements**

The financial statements have been prepared to comply in all material respects with the applicable Accounting Standards notified under Section 133 and the relevant provisions of the Act and generally accepted accounting principles in India.

**d. Reconciliation of Share Capital Audit**

This audit is carried out every quarter and report thereon are submitted to the stock Exchange as well as placed before the Board of Directors. The Audit Report confirms that the total issued share capital is in agreement with the Paid-up Capital of the Company.

**e. Certificate for transfer of Shares and Reconciliation of Share Capital**

Pursuant to Regulation 40(9) of Listing Regulations, certificates on half-yearly basis have been issued by a Company Secretary-in-Practice with respect to due compliance of share transfer formalities by the Company.

**f. Details of non-compliance with regard to the capital markets**

There have been no instances of non-compliance by the Company, strictures imposed by the Bombay Stock Exchange ("BSE") and National Stock Exchange of India Limited ("NSE") or SEBI or any other statutory authority on any matter related to capital markets in the last three (3) years.

**g. Proceeds from Preferential allotment, Qualified Institutional Placement**

During the year under review, the Company did not raise any proceeds from preferential allotment or qualified institutions placement.

**h. Insider Trading**

In order to regulate trading in securities of the Company by the Designated Persons, your Company has adopted the Code of Internal Procedures and Conduct for regulating, monitoring and reporting of trading by insiders ("**Insider Trading Code**") and the 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time) ("**SEBI PIT Regulations**"). The SEBI PIT Regulations, prohibits trading in shares by an 'insider' when in possession of Unpublished Price Sensitive Information ("**UPSI**"). The Insider Trading Code prevents misuse of UPSI and it also provides for periodical disclosures and obtaining pre-clearance for trading in securities of your Company by the Designated Persons. The Board of Directors have also formulated a Policy for determination of 'legitimate purposes' as a part of the Code of Fair Disclosure and Conduct as per the requirements of the Prohibition of Insider Trading Regulations.

**i. Compliance with the mandatory Corporate Governance requirements as prescribed under the SEBI Listing Regulations**

The Board periodically reviews the compliance of all applicable laws. The Company is in full compliance with all the mandatory requirements of Corporate Governance as specified in Regulation 17 to 27 and Clauses (b) to (i) of Sub Regulation (2) of Regulation 46 of the SEBI Listing Regulations.

**j. Certificate on Corporate Governance**

The Company has obtained a certificate from M/s. Ekta Agrawal & Associates, Practicing Company Secretaries regarding compliance of the conditions of Corporate Governance, as stipulated in Regulation 34(3) read with Part E of Schedule V of the SEBI Listing

## DJ Mediaprint & Logistics Limited

Regulations. The certificate together with this Report on Corporate Governance is annexed to the Directors' Report (forming part of the Annual Report) shall be sent to all the shareholders of the Company, BSE and NSE along with the Annual Report of the Company.

### k. Compliance with Non-mandatory Requirements

In addition to the mandatory requirements, the Company has also adopted the following non-mandatory requirements as prescribed in Regulation 27 of the SEBI Listing Regulations:

- (a) The statutory financial statements of your Company are unqualified;
- (b) The Internal Auditor directly reports to the Audit Committee.

### l. Corporate Ethics

As a responsible corporate citizen, the Company consciously follows corporate ethics in business and corporate interactions. The Company has framed codes and policies providing guidance for carrying business in an ethical manner. Some of these policies are:

- a) Code for Prevention of Insider Trading;
- b) Code of Conduct;
- c) Whistle Blower Policy; and
- d) Safety, Health and Environment Policy in each of the units.

In conformity with the recent statutory changes, the codes have been revised accordingly.

### m. Disclosures under the Prevention of Sexual Harassment at Workplace Act, 2013

The Company has constituted an Internal Complaints Committee as per the requirements of the Sexual Harassment

of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to redress complaints relating to sexual harassment at its workplaces. No complaints were received by the Internal Complaints Committee.

- (i) Number of complaints filed during the financial year 2023-24: Nil
- (ii) Number of complaints disposed of during the financial year 2023-24: Nil
- (iii) Number of complaints pending as on end of the financial year 2023-24: Nil

### n. CEO (Chairman and Managing Director) and Chief Financial Officer (CFO) certification

The Chairman and Managing Director and CFO have made necessary certification on the Financial Statements of the Company for the financial year March 31, 2024 to the Board of the Company. The said certificate is annexed and forms part of this Annual Report. The certificate was placed before the Board at its meeting held on June 18, 2024. The said certificate is annexed and forms part of this Annual Report.

### o. Remuneration to the Statutory Auditors

Details of the total fees paid to the Statutory Auditors by your Company are disclosed in Note No. 30 of the Annual Financial Statements in compliance with the SEBI Listing Regulations.

### p. Loans and advances in the nature of loans to firms / companies in which the Directors are interested: Not Applicable

### I. UNPAID / UNCLAIMED DIVIDENDS

According to the provisions of the Act, the amount of dividend remaining unclaimed for a period of seven (7) years from the date of its disbursement, has to be transferred to the Investor Education and Protection Fund ("IEPF"), maintained by the Government of India.

## J. SHAREHOLDER INFORMATION

### i) Means of communication

The Company follows a robust process of communicating with its stakeholders and investors. For this purpose, it provides multiple channels of communications through dissemination of information on the on-line portal of BSE and NSE, the Annual Reports and by placing relevant information on its website.

The quarterly and annual audited financial results of the Company are sent to BSE and NSE immediately after they are approved by the Board.

The quarterly financial results are normally published in Business Standard (all editions) in English and Pratahakal (Mumbai edition) in Marathi in terms of Regulation 47 of the SEBI Listing Regulations. The results are also hosted on the website of the Company - [www.djcorp.in](http://www.djcorp.in)

The presentations on the performance of the Company are placed on the Company's website for the benefit of the shareholders after the financial results are communicated to BSE and NSE.

Annual Reports, notice of the meetings and other communications to the Members are sent through e-mail, post or courier.

In accordance with Regulation 46 of the SEBI Listing Regulations, the Company has maintained a functional website at [www.djcorp.in](http://www.djcorp.in) containing information about the Company viz. the details of its business, financial information, shareholding pattern, compliance with corporate governance norms, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances, etc. The contents of the said website are updated from time to time.

Further, the Company disseminates to BSE and NSE wherein the equity shares of the Company are listed, all mandatory information and price sensitive / such other information which in its opinion are material and / or have a bearing on its performance / operations and issues press releases wherever necessary for the information of the public at large. For the benefit of the shareholders, a separate email id has been created for shareholder correspondence [viz cs@djcorp.in](mailto:cs@djcorp.in).

### ii) GENERAL BODY MEETINGS of the Company

Details of the last three (3) Annual General Meetings ("AGMs") of the Company are as under:

AGM	Financial Year	Date	Time	Venue / Location	Special resolutions passed during the last three (3) AGMs
12 <sup>th</sup>	2020-2021	Saturday, 25 <sup>th</sup> September, 2021	3.00 pm	Through Video Conference/ Other Audio Visual means (Deemed venue): Corporate office: UP Warehouse, Mafco Yard, Plot No 4 to 9, 1 <sup>st</sup> Floor, Sector 18, Vashi, Navi Mumbai-400703	1. To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:  "RESOLVED THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Devadas Alva (holding DIN: 06902537) be continued as a Non- Executive Director of the Company, notwithstanding that on 10 <sup>th</sup> September 2021 he attains the age of 79 years during the aforesaid tenure."

					<p>2. To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:</p> <p>“RESOLVED THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Navinchandra Rama Sanil (DIN: 08648083) be continued as an Independent Director of the Company for the term of 5 years effective from 05<sup>th</sup> September, 2020 to 04<sup>th</sup> September, 2025, notwithstanding that on 09<sup>th</sup> May 2022 he attains the age of 70 years during the aforesaid tenure.</p>
13 <sup>th</sup>	2021-2022	Saturday, 20 <sup>th</sup> September, 2022	04.00 pm	<p>Through Video Conference/ Other Audio Visual means (Deemed venue):</p> <p><b>Corporate office:</b> UP Warehouse, Mafco Yard, Plot No 4 to 9, 1<sup>st</sup> Floor, Sector 18, Vashi, Navi Mumbai-400703.</p>	<p>1. To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution</p> <p>“RESOLVED THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Devadas Alva (DIN: 06902537) be continued as a Non-Executive Director of the Company, notwithstanding that on 10<sup>th</sup> September 2022 he attains the age of 80 years during the aforesaid tenure.”</p> <p>2. To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:</p> <p>“RESOLVED THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Navinchandra Rama Sanil (DIN : 08648083) be continued as an Independent Director of the Company for the term of 5 years effective from 5<sup>th</sup> September, 2020 to 04<sup>th</sup> September, 2025, notwithstanding that on 09<sup>th</sup> May 2023 he attains the age of 71 years during the aforesaid tenure.”.</p>
14 <sup>th</sup>	2022-23	Thursday, 22 <sup>nd</sup> June, 2023	04.00 pm	<p>Through Video Conference/ Other Audio Visual means (Deemed venue): Corporate office: UP Warehouse, Mafco Yard, Plot No 4 to 9, 1<sup>st</sup> Floor, Sector 18, Vashi, Navi Mumbai-400703</p>	<p>1. To consider and if thought fit, to pass the following resolution as a Special Resolution: “RESOLVED THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Devadas Alva ( DIN: 06902537) be continued as a Non- Executive Director of the Company, notwithstanding that on 10<sup>th</sup> September 2023 he attains the age of 81 years.</p> <p>2. To consider and if thought fit, to pass the following resolution as a Special Resolution: “RESOLVED THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Navinchandra Rama Sanil (DIN : 08648083) be continued as an Independent Director of the Company for the term of 5 years effective from 05<sup>th</sup> September, 2020 to 04<sup>th</sup> September, 2025, notwithstanding that on 09<sup>th</sup> May 2024 he attains the age of 72 years during the aforesaid tenure.”</p>

The 15<sup>th</sup> Annual General Meeting of the Company is proposed to be held on Saturday, 13<sup>th</sup> July, 2024 at 04.00 p.m. at the through Video Conference/ Other Audio Visual means (Deemed venue): Corporate office: UP Warehouse, Mafco Yard, Plot No 4 to 9, 1st Floor, Sector 18, Vashi, Navi Mumbai-400703

No Extraordinary General Meeting of the Members was held during FY 2023-24.

### Postal Ballot

**\*During the Year 2023-24 there were no resolutions passed by the Company through Postal Ballot.**

**Issuance of Certificates/Receipts/Letters/Advices for securities & dealing with unclaimed securities.**- Not Applicable during the period under review.

Pursuant to requirements of Regulation 39 (4) of the Listing Regulations, the Company has adhered the procedural requirements specified in Schedule VI while dealing with securities issued to the public, physical or otherwise, as applicable, and there are NIL shares that are unclaimed / lying in the escrow account as on March 31, 2024.

### iii) General Shareholders' information

#### a. 15<sup>th</sup> Annual General Meeting

<b>Date</b>	July 13, 2024
<b>Day</b>	Saturday
<b>Time</b>	04.00 PM
<b>Mode</b>	Through Video Conference/ Other Audio Visual means (Deemed venue): Corporate office: Up Warehouse, Mafco Yard, Plot No 4 to 9, 1st Floor, Sector 18, Vashi, Navi Mumbai-400703

#### b. Record date

The record date for the purpose of entitlement of dividend will be **Saturday, 06<sup>th</sup> July, 2024**

### c. Tentative financial calendar

Next financial year	April 1, 2024 to March 31, 2025
First Quarter Results & Limited Review	On or before August 14, 2024
Second Quarter Results & Limited Review	On or before November 14, 2024
Third Quarter Results & Limited Review	On or before February 14, 2025
Audited Annual Results (2024-25)	On or before May 30, 2025

### iv) Dividend Payment Date

Payment date (tentative): on or before Monday, August 12, 2024.

The Board at its meeting held on June 18, 2024, has recommended payment of Final Dividend of Re. 0.20 (Rupee Twenty paise) per share for the financial year ended March 31, 2024, subject to shareholders' approval at the forthcoming 15<sup>th</sup> AGM. If approved, the dividend will be paid to the shareholders on or before Monday, August 12, 2024 (within 30 working days from the date of AGM) to those members whose names are appearing in the Register of Members on Saturday, 06<sup>th</sup> July, 2024.

The Company will continue to use NECS / ECS or any other electronic mode for payment of dividend to the shareholders located in places where such facilities / system is in existence.

### v) Listing on Stock Exchanges and symbol

Name of Stock Exchange	Address	Script Code/ Symbol
BSE Limited	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001	543193
National Stock Exchange of India Limited	Exchange Plaza, C-1, Block G, BandraKurla Complex, Bandra (E), Mumbai, Maharashtra-400051	DJML

The Annual Listing fees for the financial year 2024 - 25 has been paid to the Stock Exchanges within the stipulated time.

### vi) Corporate Identification Number

The Corporate Identification Number of the Company allotted by the Ministry of Corporate Affairs, Government of India is L60232MH2009PLC190567. The Company is registered in the State of Maharashtra.



## DJ Mediaprint & Logistics Limited

### vii) Market price data

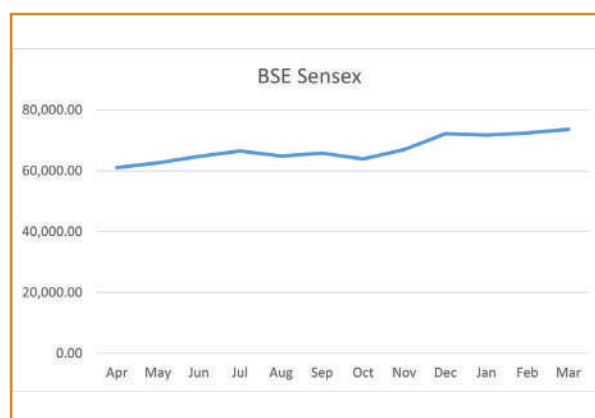
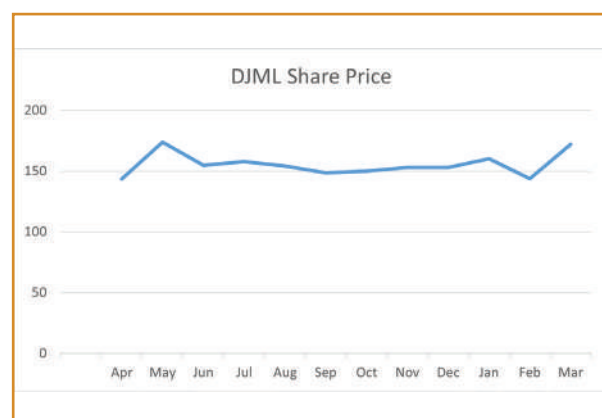
High / low market price of the Company's equity shares traded on stock exchanges where the equity shares are listed during the last financial year are as follows:

Month	BSE			NSE		
	High (Rs.)	Low (Rs.)	Volume (No of shares)	High (Rs.)	Low (Rs.)	Volume (No of shares)
April, 2023	156.90	133.20	52,624	158.90	132.90	65,000
May, 2023	209.30	133.05	95,661	209	130.20	5,29,000
June, 2023	187.55	143.40	50,119	174.55	142.60	2,94,000
July, 2023	161.90	125.10	19,740	161.95	142.55	1,38,000
August, 2023	167.50	145.25	58,353	169.00	145.40	2,96,000
September, 2023	162.00	141.00	21,178	162.80	142.05	1,49,000
October, 2023	165.00	142.50	15,971	158.50	144.95	68,000
November, 2023	164.00	144.95	43,648	165.40	145.05	2,58,000
December, 2023	163.00	146.05	1,93,177	164.40	145.20	6,43,000
January, 2024	183.15	146.40	1,28,719	164.90	146.65	3,37,000
February, 2024	163.00	143.65	41,491	164.00	142.85	3,63,000
March, 2024	172.75	128.15	48,229	172.30	128.00	4,90,000

### Performance in comparison to BSE SENSEX:

	1 <sup>st</sup> April 2023	31 <sup>st</sup> March, 2024	% Change
Company Share Price (closing)	135.30	171.95	27.09
SENSEX (closing)	59131.16	73651.35	24.56

The performance of the Company's scrip on the BSE as compared to the Sensex is as under:



viii) During the financial year 2023-24, the equity shares of the Company were not suspended from trading.

ix) **Distribution of shareholding as on March 31, 2024:**

The distribution of shareholding as on March 31, 2024 was as follows:

DISTRIBUTION OF SHAREHOLDING AS ON 31 March, 2023.							
Sr. No.	No. of shares	No. of Holders	% to Total Holders	Holding	% to Holding	Amount (Rs)	% to Capital
1	1 to 100	699	47.36	20765	0.19	207650	0.19
2	101 to 200	112	7.59	17684	0.16	176840	0.16
3	201 to 500	116	7.86	39740	0.37	397400	0.37
4	501 to 1000	130	8.81	106132	0.98	1061320	0.98
5	1001 to 5000	247	16.73	585139	5.4	5851390	5.4
6	5001 to 10000	59	4	429557	3.97	4295570	3.97
7	10001 to 100000	108	7.32	2673201	24.69	26732010	24.69
8	100001 to Above	5	0.34	6955622	64.24	69556220	64.24
	<b>Total</b>	<b>1476</b>	<b>100.01</b>	<b>10827840</b>	<b>100</b>	<b>108278400</b>	<b>100</b>

x) **Details of shareholding as on March 31, 2024 was as under**

Sr. No	Particulars	As on March 31, 2024	
		Nos. of shares	%
1	RESIDENT INDIVIDUALS	4308382	39.79
2	BODIES CORPORATE	126377	1.17
3	CLEARING MEMBERS	318	0
4	PROMOTER	6103040	56.36
5	N.R.I. (NON-REPAT)	2600	0.02
6	N.R.I. (REPAT)	134221	1.24
7	HINDU UNDIVIDED FAMILY	152902	1.41
	<b>Total</b>	<b>10827840</b>	<b>100</b>

xi) **Dematerialization of shares and liquidity**

The equity shares of the Company are listed on BSE and NSE. The Company has an agreement with the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") for providing depository services for holding the shares in dematerialized mode. The ISIN of the Company for its shares is INE0B1K01014.

As on March 31, 2024- 1,08,27,840 Equity shares i.e., 100% of the Equity Share Capital of the Company was held in dematerialized form. The Company has paid the requisite fees to NSDL and CDSL for the financial year 2023 - 24.

xii) **Communication to Members**

Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2022/8 dated 25<sup>th</sup> January,

2022 has mandated the companies to issue securities in demat 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 RTA -Purva shareregistry (India) Private Limited at [www.purvashare.com](http://www.purvashare.com).

Members holding shares in physical form are requested to dematerialize their holding at the earliest to get inherent benefits of dematerialization and also considering that physical transfer of equity shares / issuance

## DJ Mediaprint & Logistics Limited

of equity shares in physical form have been disallowed by SEBI.

### i) **Restriction on transfer of shares held in physical form**

The attention of members is drawn to SEBI Circular no. SEBI/LAD-NRO/GN/2018/24 dated 08<sup>th</sup> June, 2018 whereby companies have been directed not to effect transfer of securities w.e.f. 01<sup>st</sup> April, 2019 unless the same are held in dematerialized form with a Depository (except in case of transmission or transposition of securities).

While members are not barred from holding shares in physical form, we request the shareholders holding shares in physical form to dematerialize their holding at the earliest in case they want to effect any transfer of shares.

### ii) **Share transfer system**

To expedite share transfer, authority has been delegated to the Stakeholders Relationship Committee of the Board. The said Committee considers requests for transmission, issue of duplicate certificates, issue of certificates on split / consolidation / renewal, etc. and the same are processed and delivered within fifteen (15) days of lodgment, if the documents are complete in all respects. In compliance with the SEBI Listing Regulations, every year, the share transfer system is audited by a Company Secretary in practice and a certificate to that effect is issued by him. The Company Secretary of the Company has also been authorised to approve requests for transmission, effecting change of name, etc. to expedite requests from members.

As per provisions of Section 72 of the Act, facility for making nomination is available for the members in respect of shares held by them. Members holding shares in physical form may obtain a nomination form (Form SH-13), from the Company's RTA: Purvashare registry (India) Private Limited - Website: [www.purvashare.com](http://www.purvashare.com), Email: [support@purvashare.com](mailto:support@purvashare.com).

Members holding shares in dematerialized form should contact their respective Depository Participation in this regard.

### iii) **Outstanding Global Depository Receipts and American Depository Receipts or Warrants or any Convertible Instruments**

As on March 31, 2024, the Company had no outstanding American Depository Receipts, Global Depository Receipts, Warrants or any Convertible Instruments.

### iv) **Address for Shareholders'**

#### **Correspondence**

#### **DJ MEDIAPRINT & LOGSITICS LIMITED**

**Registered Office:-** 24, 1st Floor, Palkhiwala House,

Tara Manzil, 1st Dhobi Talao Lane, Marine Lines, Mumbai-400002

**Tel No:-** 022-27889342

**Website-**[www.djcorp.in](http://www.djcorp.in)

**E-mail id:** - [cs@djcorp.in](mailto:cs@djcorp.in)

#### **PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED**

**Registered Office:** 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E) Mumbai - 400011, Maharashtra

**Tel.** 022 2301 2518 / 8261,

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

**Email:-**[support@purvashare.com](mailto:support@purvashare.com)

### v) **Registrar to an Issue and Share Transfer Agent**

The Company has appointed 'PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED', as Registrar & Share Transfer Agent ("RTA") of the Company for handling share registry (physical and electronic modes). Accordingly, all correspondence, requests for transmission, demat/ remat and other communication in relation thereto should be mailed or hand delivered to the said RTA directly at the following address:

**PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED**

**Registered Office:** 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E) Mumbai – 400011, Maharashtra

**Tel.** 022 2301 2518 / 8261,

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

**Email:**-[support@purvashare.com](mailto:support@purvashare.com)

**Tel No:-** 022-27889342

**Website-**[www.djcorp.in](http://www.djcorp.in)

**E-mail id:** - [cs@djcorp.in](mailto:cs@djcorp.in)

**vii) Investor Relations:**

In order to facilitate investor services, the Company has a designated e-mail id – [cs@djcorp.in](mailto:cs@djcorp.in) for registering complaints by investors.

**viii) Commodity price risk or foreign exchange risk and hedging activities**

The Company does not undertake any commodity hedging activities

**vi) Compliance Officer's Details**

Ms. Khushboo Mahesh Lalji

Company Secretary and Compliance Officer

**Registered Office:-** 24, 1st Floor, Palkhiwala House, Tara Manzil, 1st Dhobi Talao Lane, Marine Lines, Mumbai-400002

**ix) Offices locations:**

Office	Location
Registered Office	24, 1st Floor, Palkhiwala House, Tara Manzil, 1st Dhobi Talao Lane, Marine Lines, Mumbai-400002.
Corporate Office	UP Warehouse, Mafco Yard, Plot No 4 to 9, 1 <sup>st</sup> Floor, Sector 18, Vashi, Navi Mumbai-400703.
Branch Office-Delhi	Property No- 18/7 at Azad Nagar, Bagh Kare Khan, Near padam Nagar, Kishan Ganj, Delhi-110007.
Branch Office-Goa	Plot No-114, Ground Floor, PDA colony, Off Mal de Goa, Mapusa Road, Porvorim, Bardez-Goa-403521.
Record Management Centre-Bhiwandi	Survey No-119(B), Gram Panchayat House No 431, Gangarampada, Village, Vadape, Tal-Bhiwandi, Dist-Thane.
Record Management Centre - Bhiwandi	House No 469, Survey No-119(B7)Plot No 7,Nashik Road, Near Shangrila Hotal Vadape, Tal-Bhiwandi, Dist-Thane.
Record Management Centre - Bhiwandi	Print World Industrial Complex, Industrial Gala, No-205-209, 2 <sup>nd</sup> Floor, Bldg No A-2, Vehele Village, Tal-Bhiwandi, Dist-Thane.
Record Management Centre- Bhiwandi	Unit No A3,115, Harihar Complex, Dapode Road- Tal-Bhiwandi, Dist-Thane.
Record Management Centre- Bhiwandi	Unit No A3,105, Harihar Complex, Dapode Road- Tal-Bhiwandi, Dist-Thane.
Record Management Centre- Bhiwandi	Unit No A3,104, Harihar Complex, Dapode Road- Tal-Bhiwandi, Dist-Thane.
Record Management Centre- Bhiwandi	Unit No A3,116, Harihar Complex, Dapode Road- Tal-Bhiwandi, Dist-Thane.
Record Management Centre-Puducherry	Opp Police Station, First Floor, No.5/7, Cuddalore Road, Ariyankuppam, Ariyankuppam, Puducherry, Puducherry, 605007
Record Management Centre- Puducherry	R.S.No.74,Aft Colony, Near Rajiv Gandhi Nagar Road,Thavalakuppam Revenue Village, Ariyankuppam Commune,Puducherry-605007.

## DJ Mediaprint & Logistics Limited

### The Company has set up an International Office in Guangzhou China

Place	Address
Guangzhou, China	Unit D 55, 188 Hengyuan Building, Linhe Middle Road, Tianhe District, Guangzhou, 510630 China

#### x) List of all credit rating obtained by the Company along with any revisions during the financial year 2023-24:

The Company's Bank facilities are rated by CRISIL Ratings Limited ("CRISIL"). There is no change in the ratings of the Company. CRISIL has reaffirmed its ratings on the bank facilities of the Company as SME-2. The grading indicates 'High' level of Creditworthiness, adjudged in relation to other SMEs.

### K. COMPLIANCE

#### i) Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large

There are no materially significant related party transactions that may potentially conflict with the interests of the Company at large

#### ii) Statutory Compliance, Penalties and Strictures

The Company continues to comply with the requirements of the Stock Exchanges (BSE & NSE), SEBI and other statutory authorities on all matters relating to capital markets. There were no cases of penalties or strictures imposed on the Company by BSE & NSE or SEBI or any other statutory authorities on any matter related to capital markets during the last three (3) years.

#### iii) Disclosure under Regulation 30 of the SEBI Listing Regulations regarding certain agreements with media companies

As on March 31, 2024, the Company has not entered into any agreements (i.e., shareholders' agreements / joint venture agreements / family settlement agreements)

having an impact on the management and control of the Company. Further, the Company has not entered into agreements / treaties / contracts with media companies which are binding and not in the normal course of business.

#### iv) Certificate from Practicing Company Secretary

As on March 31, 2024, none of the Directors 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. A certificate to that effect has been obtained from M/s. Ekta Agrawal & Associates, Practicing Company Secretaries.

### L. INVESTOR SAFEGUARDS AND OTHER INFORMATION

#### i) Dematerialization of Shares

Shareholders are requested to convert their physical holdings to demat / electronic form through any of the registered Depository Participants (DPs) to avoid the hassles involved in dealing in physical shares such as possibility of loss, mutilation, etc. and also to ensure safe and speedy transaction in respect of the shares held.

#### ii) National Electronic Clearing Services (NECS) / Electronic Clearing Services (ECS) mandate

NECS / ECS facility ensures timely remittance of dividend without possibility of loss / delay in postal transit. Shareholders holding shares in electronic form may register their NECS / ECS details with the respective DPs and shareholders holding shares in physical form may register their NECS / ECS details with Registrar and Share Transfer Agent to receive dividends, if declared, via NECS / ECS mode.

#### iii) Timely Encashment of Dividends

In respect of the shareholders who have either not opted for NECS / ECS mandate or do not have such a facility with their banker,

are requested to encash dividends promptly to avoid the inconvenience of writing to Company's RTA thereafter for revalidation of dividend warrants.

#### iv) Transfer of unclaimed dividend to Investor Education and Protection Fund (IEPF)

According to the provisions of the Act, the amount of dividend remaining unclaimed for a period of seven (7) years from the date of its disbursement, has to be transferred to the Investor Education and Protection Fund ("IEPF"), maintained by the Government of India. Following are the details of the unclaimed dividend. If not claimed within seven (7) years, then the same will be transferred to the IEPF in accordance with the Schedule given below:

Financial Year	Date of dividend declaration and Type of dividend	Total Dividend (in Rs.)	Unclaimed Dividend (in Rs.)	Year when the amount becomes due for transfer to IEPF
2021-22	September 20, 2022-Final	10,06,097	6,753	2029
2022-23	June 22, 2023-Final	16,24,176	7,715.55	2030

#### v) Update Address / Bank Details

To receive all communications / corporate actions promptly, shareholders holding shares in dematerialized form are requested to please update their address / bank

details with the respective DPs and in case of physical shares, the details have to be intimated to the RTA.

The MCA has taken steps to encourage "**Green Initiative in Corporate Governance**" by issuing various circulars whereby companies are permitted to send Notice / documents including Annual Report in electronic mode ("**Documents**"), provided the company has obtained email address of its members for sending these Documents through email by giving an advance opportunity to every shareholder to register their email addresses and changes therein from time to time with the Company.

Accordingly, members holding shares in physical form are requested to register their email addresses and changes therein from time to time, by directly sending the relevant email addresses along with the details such as name, address, folio no., no. of shares held to the RTA - **PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED.**

In respect of shares held in electronic form, the email address along with DP ID / Client ID and other shareholder details as mentioned above should be registered by the shareholders with their respective DP's. Upon registration of the email address, the Company proposes to send notices and documents, in electronic form to such shareholders.

## DJ Mediaprint & Logistics Limited

### CEO (CHAIRMAN & MANAGING DIRECTOR) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To,  
The Board of Directors,  
**DJ Mediaprint & Logistics Limited**  
24, 1st Floor, Palkhiwala House,  
Tara Manzil, 1<sup>st</sup> Dhobi Talao Lane,  
Marine Lines, Mumbai-400002

We hereby certify to the Board that:

- (a) We have reviewed the financial statements and the cash flow statement for the financial year ended 31<sup>st</sup> March, 2024 and that to the best of our knowledge and belief:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) 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) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or proposed to be taken to rectify these deficiencies.
- (d) We have indicated to the Auditors and the Audit Committee:
  - (i) significant changes, if any, in internal control over financial reporting during the year;
  - (ii) significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For **DJ Mediaprint & Logistics Limited**

Sd/-

**(Dinesh Muddu Kotian)**

Chairman & Managing Director

**DIN:**01919855

For **DJ Mediaprint & Logistics Limited**

Sd/-

**(Dhanraj Kunder)**

Chief Financial Officer

**M No.:** 608857

**Place:** Mumbai

**Date:** June 18, 2024

## DECLARATION OF COMPLIANCE WITH THE COMPANY'S CODE OF CONDUCT

To

**DJ Mediaprint & Logistics Limited**

In accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm and declare that, all the Directors and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company laid down for them for the financial year ended March 31, 2024.

Sd/-

**(Dinesh Muddu Kotian)**

Chairman & Managing Director

**DIN:01919855**

**Place:** Mumbai

**Date:** June 18, 2024



**CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF  
CORPORATE GOVERNANCE**

(UNDER SCHEDULE V AND REGULATION 34(3) OF SEBI)  
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015]

To,

**DJ Mediaprint & Logistics Limited,**

**CIN:** L60232MH2009PLC190567

24, 1<sup>st</sup> Floor, Palkhiwala House, 01<sup>st</sup> Dhobhi  
Talao Lane, Tara Manzil, Mumbai, 400 002,  
Maharashtra, India.

**Also at;**

UP Warehouse, Mafco Yard, 1<sup>st</sup> Floor, Plot No. 4 to 9,  
Sector - 18, Vashi, Navi Mumbai, 400 703, Maharashtra,  
India.

I, Ekta Agrawal, Proprietor, Ekta Agrawal & Associates, Practicing Company Secretary, have examined the compliance of conditions of Corporate Governance of M/s. **DJ Mediaprint & Logistics Limited** having **CIN:** L60232MH2009PLC190567 registered office at 24, 1<sup>st</sup> Floor, Palkhiwala House, 01<sup>st</sup> Dhobhi Talao Lane, Tara Manzil, City: Mumbai, Pin Code: 400 002, State: Maharashtra, Country: India (hereinafter referred to as "the Company") for the year ended on March 31, 2024, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and paras C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments from time to time (the "Listing Regulations").

**MANAGEMENT'S RESPONSIBILITY**

1. 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 compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

**AUDITORS' RESPONSIBILITY**

2. My responsibility is limited to examining the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. I have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

**OPINION**

4. Based on my examination of the relevant records and according to the information and explanations provided to me and the representations provided by the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and paras C and D of Schedule V of the Listing Regulations during the year ended March 31, 2024.
5. I state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company Reporting of internal auditor directly to the Audit Committee.

**Date:** June 18, 2024  
**Place:** Sambalpur  
**UDIN:** A065640F000583841

**For Ekta Agrawal & Associates**  
**Practicing Company Secretaries**  
**Ekta Agrawal**  
**Membership No. 65640**  
**C.O.P. No. 25098**  
**Peer Review Certificate No. 2129/2022**

**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,

**DJ Mediaprint & Logistics Limited,**

**CIN:** L60232MH2009PLC190567

24, 1<sup>st</sup> Floor, Palkhiwala House, 01<sup>st</sup> Dhobhi Talao Lane, Tara Manzil, Mumbai, 400 002, Maharashtra, India.

**Also at;**

UP Warehouse, Mafco Yard, 1<sup>st</sup> Floor, Plot No. 4 to 9, Sector - 18, Vashi, Navi Mumbai, 400 703, Maharashtra, India.

I, Ekta Agrawal, Proprietor, Ekta Agrawal & Associates, Practicing Company Secretary, have examined the relevant disclosures provided by the Directors (as enlisted in Table A) to M/s. **DJ Mediaprint & Logistics Limited** having **CIN:** L60232MH2009PLC190567 and having registered office at 24, 1<sup>st</sup> Floor, Palkhiwala House, 01<sup>st</sup> Dhobhi Talao Lane, Tara Manzil, City: Mumbai, Pin Code: 400 002, State: Maharashtra, Country: India (hereinafter referred to as "the Company") for the purpose of issuing this Certificate, in accordance with Regulation 34 (3) read with Schedule V Para C clause 10 (i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the MCA Portal i.e., [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and based on the disclosures of the Directors, I hereby certify that none of the Directors on the Board of the Company (as enlisted in Table A) have been debarred or disqualified from being appointed or continuing as Directors of the Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority for the period ended as on **March 31, 2024**.

**Table A**

Sr. No.	Name of the Directors	Director Identification Number (DIN)	Date of Appointment in Company
1	Dinesh Muddu Kotian	01919855	24/02/2009
2	Deepak Pandurang Bhojane	02585388	10/03/2010
3	Deepak Dattaram Salvi	02588250	10/03/2010
4	Dwarka Prasad Gattani	06865570	29/11/2019
5	Devadas Alva	06902537	25/06/2014
6	Purushottam Mahadeo Dalvi	08648037	29/11/2019
7	Navinchandra Rama Sanil	08648083	29/11/2019
8	Deeksha Devadiga	08652925	29/11/2019

**For Ekta Agrawal & Associates**

**Practicing Company Secretaries**

**Ekta Agrawal**

**Membership No. 65640**

**C.O.P. No. 25098**

**Peer Review Certificate No. 2129/2022**

**Date:** June 18, 2024

**Place:** Sambalpur

**UDIN:** A065640F000583817

Annexure IV

**PARTICULARS OF EMPLOYEES AND RELATED DETAILS**

Pursuant to Section 197 of the Companies Act, 2013 ("Act") read with Rule, 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

<b>(I) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2023-24:-</b>		
<b>Sr. No.</b>	<b>Name of the Directors</b>	<b>Ratio of remuneration to the median remuneration of the employees</b>
1	Mr. Dinesh Kotian, Chairman & Managing Director	9.88
2	Mr. Deepak Bhojane, Whole-Time Director	9.47
3	Mr. Deepak Salvi , Whole-time Director	9.47
<b>(II) The percentage increase in remuneration of each director, CFO , CEO, Company Secretary in the financial year 2023-24:-</b>		
<b>Sr. No.</b>	<b>Name of the Director/CFO/Company Secretary</b>	<b>% Increase over last F.Y.</b>
1	Mr. Dinesh Kotian, Chairman & Managing Director	5.32
2	Mr. Deepak Bhojane, Whole-Time Director	6.35
3	Mr. Deepak Salvi , Whole-time Director	6.35
4	Mr. Dhanraj Kunder, Chief Financial Officer	31.91
5	Ms. Khushboo Mahesh Lalji, Company Secretary and Compliance Officer	25.00
<b>(iii)</b>	<b>The percentage increase / decrease in the median remuneration of employees in the financial year</b>	6.57%
<b>(iv)</b>	<b>The number of permanent employees on the rolls of the Company as on March 31, 2024.</b>	141
<b>(v)</b>	<b>Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:</b>	Average increase in remuneration is 73.79% for Employees other than Managerial Personnel and 11.27% for Managerial Personnel. In line with the Company's compensation philosophy, merit increases and annual bonus payout to its employees are linked to their individual performance. Further, the remuneration paid to executive directors were within the limits as approved by the shareholders of the Company from time to time
<b>(vi)</b>	<b>The key parameters for any variable component of remuneration availed by the directors</b>	NIL

(vii)	<b>Affirmation that the remuneration is as per the remuneration policy of the Company:</b>	Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and Senior Management is as per the Remuneration Policy of your Company.
II	<b>Statement showing details of Employees of the Company as per Section 197 (12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014-</b> Not Applicable	

**For and on behalf of the Board**  
For **DJ Mediaprint & Logistics Limited**

**Sd/-**  
**Dinesh Kotian**  
Chairman & Managing Director  
**DIN: 01919855**

**Place:** Mumbai

**Date:** June 18, 2024

# MANAGEMENT DISCUSSION & ANALYSIS



## MANAGEMENT DISCUSSION & ANALYSIS

### ABOUT DJ MEDIAPRINT & LOGISTICS LIMITED

M/s DJ Mediaprint & Logistics Limited, is a renowned name in the industry, providing a comprehensive suite of services that cater to various business needs.

#### Our expertise includes:

**Security Printing:** As an IBA-approved Security Printer, we ensure the highest standards of security and confidentiality for all your printing needs.

**Mailing Services:** We are authorized bulk mailers by India Post, offering reliable and efficient mailing solutions.

**Logistics:** Our logistics services are designed to streamline your supply chain, ensuring timely and secure delivery.

**Newspaper Advertising:** We provide targeted advertising solutions in newspapers to reach a wide audience.

**Outdoor Advertisement:** Our services include advertising on bus queue shelters, offering high visibility and impact.

#### Scanning, Storage & Record Management Services:

We offer comprehensive solutions for document scanning, secure storage, and effective record management.

**Email Management:** Our email management services ensure that your communications are handled efficiently and professionally.

**Bulk SMS & Whatsapp:** We provide bulk SMS & Whatsapp services to help you reach your audience instantly and effectively.

**Video Conferencing & Software Solutions:** We offer state-of-the-art video conferencing services and customized software solutions to meet your specific requirements.

At DJ Mediaprint & Logistics Limited, we provide an all-in-one Print to Post solution, handling all your printing, Variable Data Printing (VDP), and mailing needs under one roof. With over 14 of experience in the industry, we have built a strong reputation and a diverse client base of more than 1000 esteemed organizations.

## 1. INDUSTRY OVERVIEW

### i. LOGISTICS

#### STRUCTURE OF THE INDUSTRY, DEVELOPMENTS AND SWOT ANALYSIS

#### Global Logistics Industry Statistics



##### Market Size and Growth

The global logistics market is expected to grow from USD 9.6 trillion in 2020 to approximately USD 15.5 trillion by 2030, at a compound annual growth rate (CAGR) of around 4.6%.



##### E-commerce Impact

E-commerce logistics expenditures were about USD 431 billion in 2020 and are projected to exceed USD 1 trillion by 2030.



##### Technology Adoption

By 2030, around 80% of logistics companies are expected to adopt AI and machine learning technologies to enhance operational efficiency.



## DJ Mediaprint & Logistics Limited

The use of autonomous delivery vehicles is anticipated to increase, with around 20% of last-mile deliveries being carried out by autonomous vehicles by 2030.



### Sustainability Initiatives

Approximately 70% of logistics companies are projected to incorporate green logistics practices, aiming for carbon neutrality by 2050.

## Indian Logistics Industry Statistics



### Market Size and Growth

The Indian logistics market was valued at around USD 215 billion in 2020 and is projected to reach USD 380 billion by 2030, growing at a CAGR of about 6%.



### Infrastructure Investments

India plans to invest USD 1.5 trillion in infrastructure projects over the next decade, significantly enhancing logistics capabilities.



### E-commerce Growth

India's e-commerce logistics market is expected to grow from USD 2.1 billion in 2020 to USD 8.8 billion by 2030.



### Digital Transformation

Digital logistics solutions, including e-way bills and Logistics Data Bank services, are expected to cover 80% of logistics operations by 2030.



### Global Overview

The global logistics industry encompasses a wide array of services, including transportation, warehousing, inventory management, order fulfillment, supply chain management, and freight forwarding. By 2030, several structural trends and developments are expected to shape the industry:

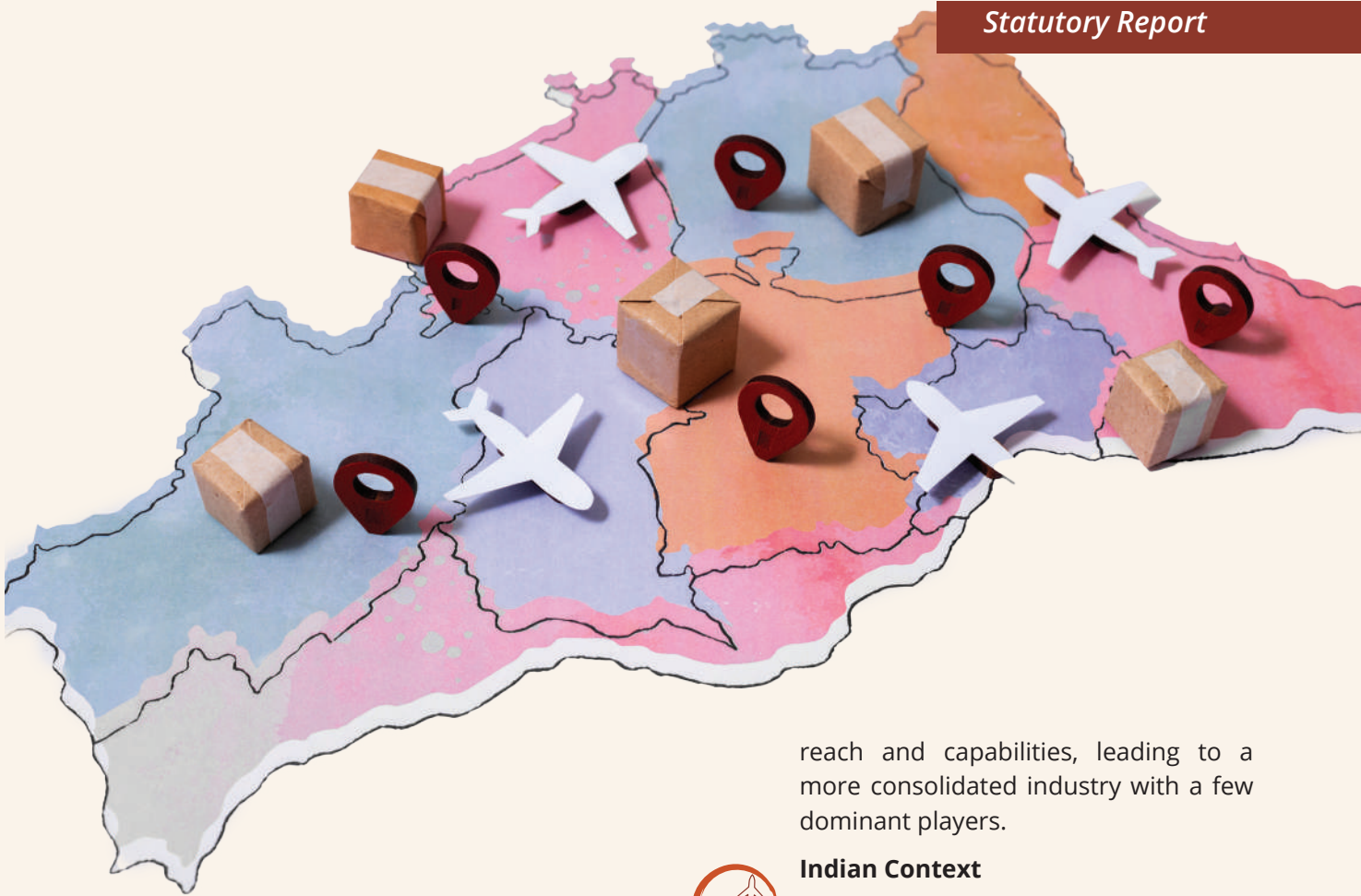


**Technological Integration:** Advanced technologies like Artificial Intelligence (AI), Internet of Things (IoT), blockchain, and autonomous vehicles will become increasingly integrated into logistics operations, enhancing efficiency, transparency, and security.



**E-commerce Growth:** The surge in e-commerce will continue to drive demand for efficient last-mile delivery solutions. Companies will invest in advanced warehousing and automated fulfillment centers to meet consumer expectations.





**Sustainability:** Growing environmental concerns will push logistics companies to adopt green practices, including electric vehicles, sustainable packaging, and optimized route planning to reduce carbon footprints.



**Globalization and Regional Trade:** The expansion of global trade agreements and the Belt and Road Initiative will enhance connectivity and infrastructure, facilitating smoother cross-border logistics.



**Customer-Centric Models:** There will be a shift towards more customer-centric logistics solutions, offering personalized services, real-time tracking, and improved delivery options.



**Consolidation:** Mergers and acquisitions will be prevalent as companies strive to expand their global

reach and capabilities, leading to a more consolidated industry with a few dominant players.



### Indian Context

India's logistics industry is poised for significant transformation by 2030, driven by economic growth, policy reforms, and infrastructure development:



**Policy Support:** Initiatives like the National Logistics Policy and GST implementation aim to streamline logistics processes, reduce costs, and improve efficiency.



**Infrastructure Development:** Significant investments in infrastructure, including the Dedicated Freight Corridors, Bharatmala project, and Sagarmala project, will enhance connectivity and reduce transit times.

**Digitalization:** The adoption of digital tools and platforms, such as the Logistics Data Bank and e-way bills, will improve transparency and efficiency in supply chain management.



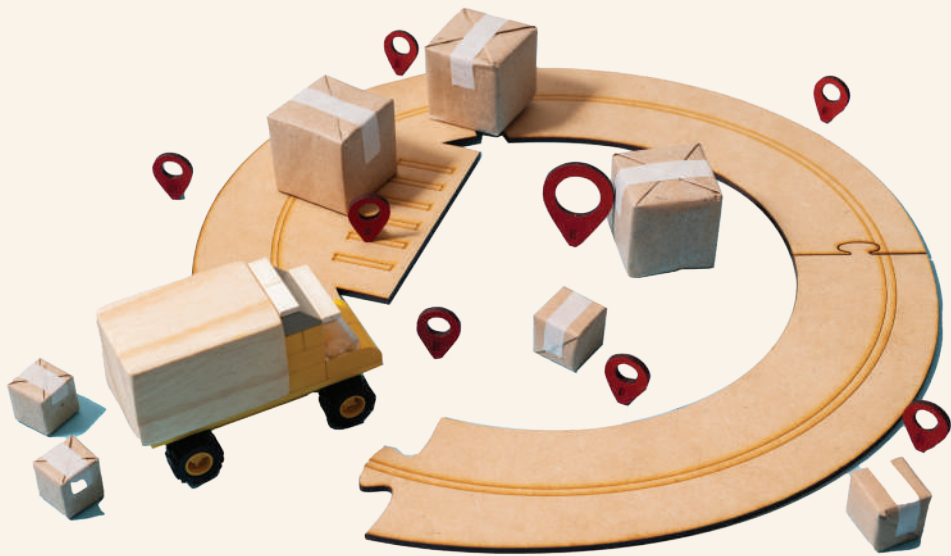
## DJ Mediaprint & Logistics Limited



**E-commerce Boom:** The rapid growth of e-commerce in India will necessitate advanced warehousing, last-mile delivery solutions, and improved logistics networks.



**Multimodal Logistics:** The development of multimodal logistics parks and integrated logistics hubs will enable seamless movement of goods across various modes of transport.



## Developments in the Logistics Industry by 2030



**Autonomous Vehicles and Drones:** The deployment of autonomous trucks and drones for delivery will revolutionize logistics, reducing labor costs and improving delivery times.



**AI and Machine Learning:** AI and machine learning algorithms will optimize supply chain operations, from demand forecasting to route optimization and inventory management.



**Blockchain:** Blockchain technology will enhance supply chain transparency and security, reducing fraud and improving traceability.



**3D Printing:** On-demand 3D printing of goods will reduce inventory requirements and lead times, transforming the logistics of manufacturing and spare parts.



**Urban Logistics:** Innovative urban logistics solutions, such as underground delivery networks and smart lockers, will address challenges in densely populated areas.



# SWOT ANALYSIS OF THE LOGISTICS INDUSTRY BY 2030

# Global SWOT Analysis

## Strengths

Technological advancements enhancing efficiency and transparency.

Growing e-commerce driving demand for logistics services.

Expanding global trade networks.

## Weaknesses

High capital investment required for technology and infrastructure.

Regulatory challenges across different regions.

Vulnerability to cyber-attacks and data breaches.

## Opportunities

Rising demand for sustainable logistics solutions.

Increasing adoption of AI, IoT, and blockchain.

Expansion into emerging markets.

## Threats

Regulatory hurdles and compliance issues.

Competition from global logistics players.

## ENVIRONMENTAL CONCERNS AND SUSTAINABILITY PRESSURES

The logistics industry by 2030 will be characterized by advanced technologies, sustainability, and customer-centric models. Globally, the industry will benefit from technological integration and expanding trade networks, while in India, policy reforms and infrastructure development will play a crucial role in driving growth.

At our company, we are deeply committed to digitalization, prioritizing processes that drive productivity and efficiency across various organizational functions. As we navigate a future underscored by 'Technology-Led Transformation,' our focus remains on developing robust business models and implementing systems that ensure our organization's resilience in a 'no contact' society.

We are steadfast in our innovation efforts, constantly staying abreast of the latest industry trends to enhance our business operations and the quality of our services. Our belief in the transformative power of technology and automation drives us to invest continually in these areas, propelling the sector forward at an accelerated pace.

Our commitment extends to investing in our brand, people, technology, digitalization, and automation, charting a new trajectory as we build our brand for the future. We remain focused on product innovations and service enhancements, envisioning and establishing the necessary business models, partnerships, teams, skills, and infrastructure to meet evolving needs.

However, we recognize the ongoing challenge of staying vigilant and adaptive to emerging technologies and models. Our company is well aware of this and remains dedicated to continuous innovation, ensuring we stay aligned with the latest industry trends. We are prepared to face the challenges of the coming years, and our directors look forward to delivering improved performance in the future.

As we move forward, our focus on technology and automation will not waver. We are committed to leveraging these capabilities to drive our sector forward, continually enhancing our services and operations to meet the demands of a rapidly evolving digital landscape. Our dedication to innovation and excellence positions us to thrive in the years to come, ensuring our organization's success in an increasingly digital world.



## Geographical Distribution

- GLOBAL PAPER MARKET BY REGION:**  
 Asia-Pacific: **45%**  
 North America: **25%**  
 Europe: **20%**  
 Rest of the World: **10%**
- GLOBAL PRINTING MARKET BY REGION:**  
 North America: **35%**  
 Europe: **30%**  
 Asia-Pacific: **25%**  
 Rest of the World: **10%**

## ii. PAPER & PRINTING INDUSTRY

- Global Paper and Printing Industry**  
 Market Size and Growth
- GLOBAL PAPER MARKET SIZE**  
 2023 USD **268 BILLION**  
 Projected 2030  
 USD **335 BILLION** (CAGR 3.2%)
- GLOBAL PRINTING MARKET SIZE**  
 2023 USD **300 BILLION**  
 Projected 2030  
 USD **370 BILLION** (CAGR 3.0%)
- SEGMENT BREAKDOWN**
- GLOBAL PAPER MARKET BY SEGMENT**  
 Packaging: **55%**  
 Printing & Writing: **30%**  
 Newsprint: **10%**  
 Specialty Papers: **5%**
- GLOBAL PRINTING MARKET BY TECHNOLOGY**  
 Offset Printing: **40%**  
 Digital Printing: **35%**  
 Flexographic Printing: **15%**  
 Gravure Printing: **10%**

- Indian Paper and Printing Industry**  
 Market Size and Growth
- INDIAN PAPER MARKET SIZE:**  
 2023: INR **75 BILLION**  
 Projected 2030:  
 INR **110 BILLION** (CAGR 5.5%)
- INDIAN PRINTING MARKET SIZE**  
 2023: INR **50 BILLION**  
 Projected 2030:  
 INR **80 BILLION** (CAGR 6.0%)
- Segment Breakdown**
- INDIAN PAPER MARKET BY SEGMENT:**  
 Packaging: **60%**  
 Printing & Writing: **25%**  
 Newsprint: **10%**  
 Specialty Papers: **5%**
- INDIAN PRINTING MARKET BY TECHNOLOGY:**  
 Offset Printing: **50%**  
 Digital Printing: **30%**  
 Flexographic Printing: **15%**  
 Gravure Printing: **5%**



## PAPER AND PRINTING INDUSTRY

### GLOBAL ANALYSIS

#### Structure of the Industry

The paper and printing industry comprises several segments, including:

#### PAPER MANUFACTURING:

Types of Paper: Newsprint, Writing & Printing Paper, Specialty Paper, Packaging Paper.

#### Printing:

Types of Printing: Offset Printing, Digital Printing, Flexographic Printing, Gravure Printing.

### RECENT DEVELOPMENTS

**Technological Advancements:** Increased adoption of digital printing, automation, and AI for efficient production.

**Sustainability Initiatives:** Shift towards recycled paper, reduction in carbon footprint, and sustainable sourcing of raw materials.

**E-commerce Growth:** Rise in demand for packaging materials due to the booming e-commerce sector.

**Consolidation:** Mergers and acquisitions leading to consolidation in the industry.

## SWOT ANALYSIS

#### Strengths

Established market with diverse applications.

Technological advancements improving efficiency.

Growing demand for sustainable products.

#### Weaknesses

High capital investment required.

Environmental concerns related to deforestation and pollution.

Volatility in raw material prices.

#### Opportunities

Expansion in emerging markets.

Innovation in eco-friendly products.

Growth in packaging due to e-commerce.

#### Threats

Digital media reducing demand for traditional print.

Stringent environmental regulations.

Economic fluctuations impacting demand.

## DJ Mediaprint & Logistics Limited

### PAPER AND PRINTING INDUSTRY: INDIA ANALYSIS

#### Structure of the Industry

The structure in India mirrors the global industry but with a more fragmented market. Key segments include:

#### Paper Manufacturing:

Types of Paper: Newsprint, Writing & Printing Paper, Packaging Paper.

Key Players: ITC Paperboards and Specialty Papers, JK Paper, Tamil Nadu Newsprint and Papers Limited (TNPL).

#### Printing:

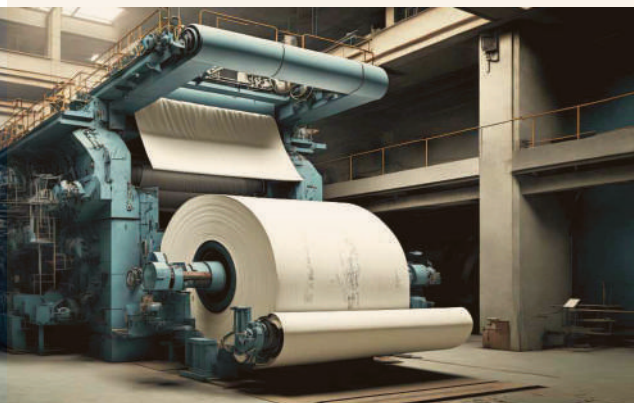
Types of Printing: Offset Printing, Digital Printing.

#### Recent Developments

Digital Transformation: Increased investment in digital printing technologies.

Government Policies: Initiatives promoting paper recycling and sustainable practices.

E-commerce: Significant growth in the packaging segment driven by e-commerce.



### SWOT ANALYSIS

#### Strengths:

Large domestic market with growing literacy rates.  
Competitive pricing due to lower labor costs.  
Increasing investments in technology.

#### Opportunities:

Growth in packaging and labeling due to e-commerce.  
Increasing demand for educational materials. Potential for exports.

#### Weaknesses:

Fragmented industry with many small players.  
Dependency on imported raw materials.  
Environmental impact and regulatory challenges.

#### Threats:

Competition from digital media.  
Fluctuating raw material prices.  
Environmental regulations and sustainability pressures.



## OUTLOOK FOR THE FUTURE:

The global commercial printing market reached a value of US\$ 750.1 billion in 2021. Looking forward, the market is projected to reach US\$ 796.3 billion by 2027, exhibiting a CAGR of 1% during 2022-2027. The All-India Federation of Master Printers (AIFMP) estimates that the country may have more than 250,000 MSMEs and big printers. The data from AIFMP also suggests that commercial printing in the country is growing at an annual rate of around 10%, while digital printing is growing at a robust growth rate of 30%.

According to the Indian Printing, Packaging, and Allied Machinery Manufacturers' Association (IPAMA), the packaging industry may continue to grow due to the rapid changes undertaken by



the industry players. The country's e-commerce boom and organized retail sector offer massive potential for the packaging sector's growth, thereby supporting the commercial printing industry. Other factors, such as the booming economy, increasing consumerism, entry of global brands, and rising interest of foreign investors, are bound to offer growth opportunities to the industry.

According to industry body IPMA, paper consumption in India is projected to grow by 6-7 per cent per annum in the next five years so as to reach 30 million tonnes by the year FY27, making it the fastest growing paper market in the world. The printing industry is undergoing a phenomenal transformation, for good, and players must adapt to these changes as soon as possible to drive resilience. Predictive automation is the only way forward and companies which adapt to the change shall have better chance to thrive and grow in future. Your Company is geared to face challenges for the years to come. Your directors look forward to improved performance in the coming years.

### Conclusion

The paper and printing industry, both globally and in India, is set to experience steady growth up to 2030. Key drivers include the increasing demand for packaging driven by e-commerce, technological advancements in digital printing, and a shift towards sustainable practices. Despite facing challenges from digital media and environmental regulations, the industry's adaptation through innovation and sustainability initiatives presents significant opportunities. In India, the industry benefits from a large domestic market and growing literacy rates, although it remains fragmented and reliant on imported raw materials. Overall, strategic investments and a focus on eco-friendly practices will be crucial for sustained growth in the coming years.

### iii. SCANNING & DIGITIZATION



#### GLOBAL STRUCTURE

##### Type of Services:

- Document Scanning
- Book Scanning
- Large Format Scanning
- Microfilm and Microfiche Scanning
- Blueprint Digitization

##### END-USER INDUSTRIES:

Healthcare  
Banking and Financial Services  
Government  
Legal  
Education  
Corporate  
Others

##### TECHNOLOGY:

Optical Character Recognition (OCR)  
Intelligent Document Recognition (IDR)  
Automated Workflow Software  
Cloud Storage Solutions  
Artificial Intelligence and Machine Learning

##### INDIAN STRUCTURE MARKET SEGMENTS:

Document Management Systems (DMS)  
Enterprise Content Management (ECM)  
Digital Archives  
Data Capture Solutions

##### TECHNOLOGY:

OCR and IDR solutions  
Blockchain for Secure Digitization  
AI and Machine Learning for Data Processing  
Cloud Integration

#### DEVELOPMENTS IN THE SCANNING AND DIGITIZATION INDUSTRY BY 2030

##### GLOBAL DEVELOPMENTS

##### Adoption of AI and Machine Learning:

Enhanced data extraction and processing capabilities.

Improved accuracy and efficiency in digitization processes.

##### Blockchain Technology:

Secure and tamper-proof digital records.

Enhanced data integrity and traceability.

##### Cloud-Based Solutions:

Scalability and flexibility in data storage and access.

Cost-effective and secure document management.

##### Integration with IoT:

Real-time data capture and processing from connected devices.

Improved data accuracy and operational efficiency.

##### Sustainability Initiatives:

Reduction in paper usage.

Environment-friendly digitization processes.

Indian Developments

##### Government Initiatives:

Digital India campaign boosting digitization efforts.

E-governance projects for seamless public service delivery.

##### Increased Demand from SMBs:

Growing awareness and adoption of digitization in small and medium-sized businesses.

Affordable solutions catering to local market needs.

##### Skill Development and Training:

Initiatives to train professionals in advanced digitization technologies.

Collaboration with educational institutions.

##### Enhanced Data Security Measures:

Focus on cybersecurity to protect digitized data.

Implementation of robust data protection regulations.



# SWOT ANALYSIS OF THE SCANNING AND DIGITIZATION INDUSTRY

## GLOBAL SWOT ANALYSIS



### Strengths:

Advanced technology adoption (AI, ML, Blockchain).  
Strong demand across various sectors (Healthcare, BFSI, Government).  
Global presence of key players ensuring extensive market reach.



### Weaknesses:

High initial setup costs.  
Complexity in managing and integrating diverse data sources.  
Data privacy and security concerns.



### Opportunities:

Growing need for digital transformation.  
Expansion in emerging markets.  
Increasing adoption of cloud-based solutions.



### Threats:

Rapid technological changes requiring constant updates.  
Stringent data protection regulations.  
Competition from new entrants and alternative solutions.

## INDIAN SWOT ANALYSIS



### Strengths:

Strong IT and software development capabilities.  
Government support and initiatives.  
Cost-effective solutions tailored to the local market.



### Weaknesses:

Limited awareness and adoption in rural areas.  
Dependence on global technology providers.  
Challenges in infrastructure development.



### Opportunities:

Expanding digital economy.  
Untapped potential in SMBs and rural markets.  
Increasing foreign investments in technology sectors.



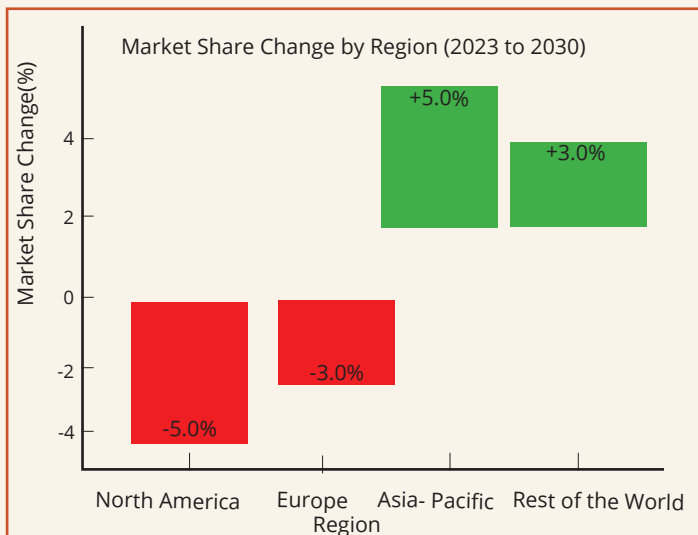
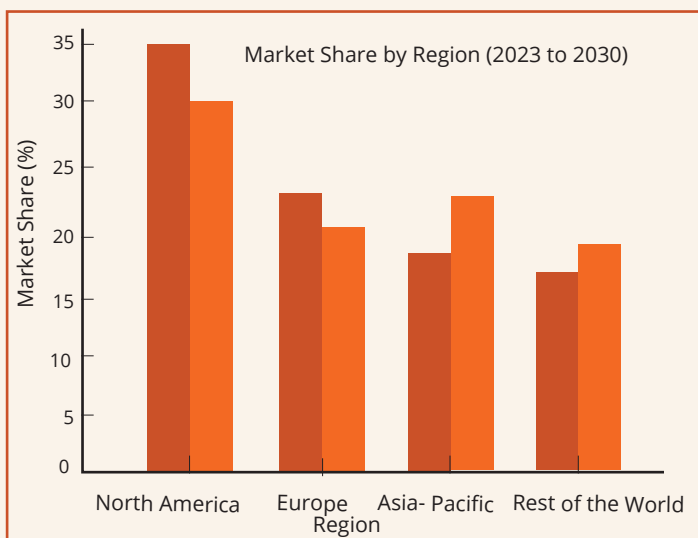
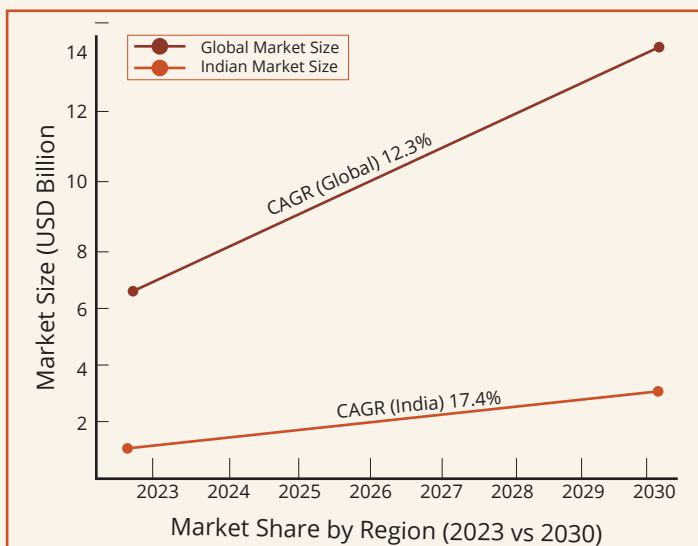
### Threats:

Cybersecurity threats and data breaches.  
Regulatory challenges and compliance issues.  
Competition from global players.

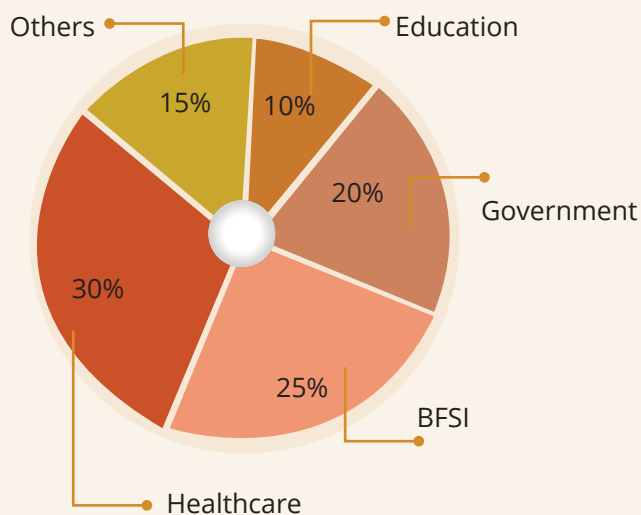


## STATISTICS AND GRAPHS

### Global Market Size and Growth Projections



### Market Segmentation by End-User Industry (Global)



The scanning and digitization industry is poised for significant growth globally and in India by 2030, driven by technological advancements, increasing demand for digital transformation, and supportive government initiatives. The global market is expected to grow at a compound annual growth rate (CAGR) of 12.3%, reaching approximately USD 15.2 billion by 2030. In India, the market is anticipated to grow even faster, with a CAGR of 17.4%, reflecting the rapid adoption of digitization solutions in various sectors.

Government initiatives like the Digital India campaign, which aims to promote e-governance and digital services across the country.

The industry is characterized by diverse market segments, including document scanning, book scanning, large format scanning, and more, serving various end-user industries such as healthcare, BFSI, government, and education. The integration of cloud-based solutions and IoT is expected to further drive market growth by providing scalable, flexible, and cost-effective digitization solutions.

Despite the promising growth prospects, the industry faces challenges such as high initial setup costs, data privacy and security concerns, and regulatory compliance issues. However, these are outweighed by opportunities such as expanding into emerging markets, catering to the digital needs of small and

medium-sized businesses, and leveraging AI and blockchain for more efficient and secure digitization processes.

Our company believes that the power of technology and automation will propel the sector forward at an unprecedented pace. We are committed to continuously improving our performance and will invest heavily in our brand, people, technology, digitalization, and automation. These investments will enable us to chart a new trajectory and build a robust brand for the future.

By focusing on these strategic areas, we aim to lead the industry in innovation, delivering cutting-edge solutions that meet the evolving needs of our

clients. Our commitment to leveraging advanced technologies and fostering a culture of continuous improvement will ensure that we remain at the forefront of the scanning and digitization industry, driving growth and setting new standards for excellence.

In summary, the scanning and digitization industry is on a strong growth trajectory, with significant potential for innovation and expansion. Companies that can navigate the challenges and capitalize on emerging opportunities will be well-positioned to thrive in this evolving landscape. Our company is dedicated to being a leader in this transformation, investing in the future to drive success and build a sustainable, technologically advanced brand.



- Creation
- Approval
- Storage
- Distribution
- Retrieval
- Change control
- Obsolescence

When your company understands each stage, you can put the proper controls in place to reduce the risk of data loss. You can also ensure you follow industry standards dictating how you maintain the integrity of information. Finally, without a document lifecycle environment, you are more likely to create a

decentralized document and records management approach that keeps departments operating in silos.

The right environment encourages collaboration for your internal and external stakeholders, providing an integrated approach to document management. The electronic environment protects the integrity of records at every stage of the document lifecycle for consistent management that remains sustainable while adhering to industry regulations. As a result, traceability is improved with lifecycle controls in place.

#### iv. RECORDS MANAGEMENT

Document lifecycle management environments will help business owners understand how each document type reaches the archive or destruction stage. Following the processes, records and documents provide valuable insight that creates a document management system that is always up-to-date. The stages of the average document lifecycle include:

## DJ Mediaprint & Logistics Limited

Worldwide Document Management System Market has grown rapidly in the coming years, reaching around 16.42 billion U.S. dollars by 2029. Document Management System Market to Grow Considerably. The market is anticipated to reach USD 16.42 billion by 2029, exhibiting a CAGR of 16.8% during the forecast period. The rising demand for paperless government and offices due to the extensive adoption of cloud services is expected to propel the market development. One of the biggest, and potentially longest-lasting impacts of the pandemic on the business world is how it has motivated companies to adopt digital technology. Huge advancement in the technology space have enabled services like online record storage, scanning, digitalization, storing digital copies of document etc. the abruptness of the changeover has left many businesses and organizations with sub-optimized setups. As companies continue to adopt digital technology, scanning and document digitalization it's a great step towards Digital transformation. Solutions that leverage artificial intelligence (AI) or machine learning (ML) rely upon inputs of quality data to reach optimization and improve processes as they go. One of the major drivers for this market is the data security enhancement provided by scanned documents. The increasing demand for cloud storage has prompted document scanner companies to offer products that can connect with cloud storage. Thus, the trend of integration of document scanner with cloud will drive the market growth. To maintain a backup of digital documents, enterprises need to invest in cloud-based storage solutions, which in turn increases the operational costs. Scanning and paper digitization makes content more organized and searchable, reducing the time it takes to respond to information requests and eliminating costly, time-consuming, and error-prone manual processes.

The global market for record management services market size is projected to reach USD 57.56 billion by 2027, exhibiting a CAGR of 6.9% over the forecast period. Increasing number of paperless work at organizations and the need to increase working efficiency are boosting the demand for adoption of document management system across all end-

user industries as it requires less space for storage of documents. It enabled users to streamline document management process in a much more efficient manner. The industry has seen growth in recent years due to laws and regulation passed by the government. It's essential for businesses to have their documents and data in order. It allows you to easily access company information, and it also helps you be compliant with local regulations. Growing digitalization in the healthcare industry is a key element that has boosted the growth of the document management system market. The document management system is used in the healthcare industry to track, manage and store documents, which results in the reduction of paper usage. Furthermore, intense competition in the healthcare industry and an upward focus on patient privacy will drive the demand for the document management system market over the coming years.

## STRUCTURE OF THE RECORDS MANAGEMENT INDUSTRY

### Global Perspective

#### Market Segments

**Service Providers:** Companies offering physical and digital records management services.

**Software Providers:** Firms developing records management software.

**Hardware Providers:** Companies providing hardware solutions such as scanners and storage devices.

**Consultants:** Specialists offering advisory services on compliance and best practices.

**Regional Leaders:** Companies dominant in specific regions due to local regulations and market needs.

#### Customers

**Large Enterprises:** Multinationals requiring extensive records management solutions.

**SMEs:** Small and medium-sized enterprises with growing needs for digital transformation.

**Government and Public Sector:** High demand for compliance and long-term records retention.

**Healthcare:** Critical need for secure and compliant patient records management.

## India Perspective

### Market Segments

**Service Providers:** Emerging local companies alongside global players.

**Software Providers:** Growing number of indigenous software solutions tailored to local needs.

**Hardware Providers:** Significant market for affordable and scalable hardware solutions.

**Consultants:** Increasing role in navigating local compliance and regulatory requirements.

**Customers:** Large Enterprises: Banking, IT, and manufacturing sectors.

**SMEs:** Particularly in the tech-savvy and startup ecosystem.

**Government and Public Sector:** Critical need for digitization and secure records management.

**Healthcare:** Rising demand with the digital health initiatives.

## Developments in the Records Management Industry by 2030

### Digital Transformation

Rapid shift from physical to digital records.

Growth in cloud-based records management solutions.

### Artificial Intelligence and Automation

AI-driven categorization and retrieval of records.

Automation of compliance and regulatory processes.

### Blockchain Technology

Enhanced security and integrity of records.

Transparent and immutable records management solutions.

### Regulatory Changes

Increasingly stringent data protection laws globally.

Regional variations in compliance requirements impacting service offerings.

### Sustainability Initiatives

Eco-friendly records management practices.

Paperless offices and reduction in physical storage needs.

### Cybersecurity

Growing importance of securing digital records against cyber threats.

Advanced encryption and security protocols.

## SWOT ANALYSIS

### GLOBAL PERSPECTIVE



#### Strengths

**Comprehensive Solutions:** Wide range of services catering to diverse industries.

**Technological Advancements:** Use of AI, blockchain, and cloud computing.

**Established Market Leaders:** Presence of experienced and trusted providers.



#### Weaknesses

**High Initial Costs:** Investment in technology and compliance can be expensive.

**Complex Regulations:** Navigating international compliance requirements is challenging.

**Cybersecurity Risks:** Increasing threat of data breaches and cyber attacks.



#### Opportunities

**Emerging Markets:** Expansion into developing regions with growing digital needs.

**Innovative Technologies:** Adoption of new tech for enhanced service offerings.

**Strategic Partnerships:** Collaborations with tech firms and regulatory bodies.



#### Threats

**Regulatory Changes:** Constantly evolving compliance landscape.

**Market Competition:** Increasing number of players in the industry.

**Economic Uncertainty:** Global economic fluctuations impacting investments.

## India Perspective



### Strengths

**Growing Digital Economy:** Rapid digitization across industries.  
**Government Initiatives:** Support for digital transformation and smart city projects.  
**Cost-Effective Solutions:** Affordable records management services.



### Weaknesses

**Infrastructure Challenges:** Inconsistent internet connectivity and IT infrastructure.  
**Low Awareness:** Limited understanding of advanced records management solutions.  
**Regulatory Complexity:** Diverse and complex compliance requirements.



### Opportunities

**Digital India Campaign:** Government's push for digitization.  
**Healthcare Digitization:** Growth in digital health records.  
**SME Market:** Expanding market of small and medium enterprises.



### Threats

**Cybersecurity Issues:** High risk of data breaches.  
**Economic Slowdowns:** Impact on investments in digital transformation.  
**Local Competition:** Increasing number of local service providers.

## Statistics

### Global Market

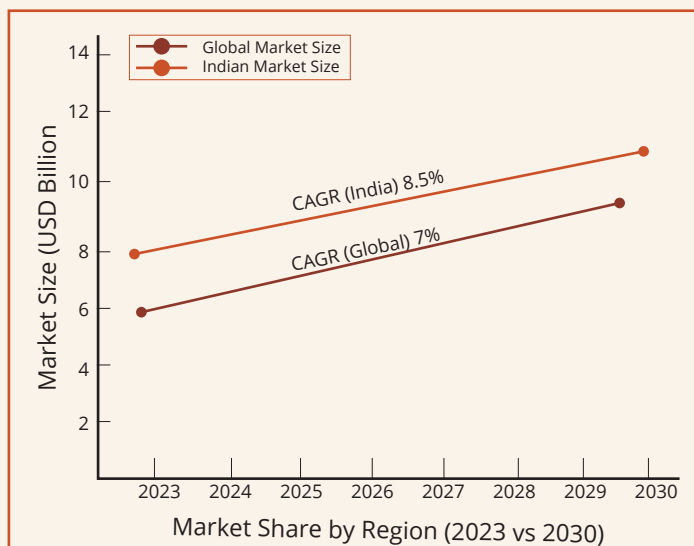
**Market Size:** Expected to grow from USD 48 billion in 2020 to USD 95 billion by 2030.

**CAGR:** Projected CAGR of 7% from 2023 to 2030.

### Indian Market

**Market Size:** Expected to grow from INR 3,500 crore in 2020 to INR 7,500 crore by 2030.

**CAGR:** Projected CAGR of 8.5% from 2023 to 2030.



## Conclusion

The records management industry is poised for significant growth by 2030, driven by digital transformation, technological advancements, and increasing regulatory requirements. Both globally and in India, the market presents numerous opportunities, particularly with the integration of AI, blockchain, and cloud technologies. However, challenges such as cybersecurity threats, high initial costs, and complex compliance landscapes need to be addressed. The industry's success will depend on adapting to technological innovations, forging strategic partnerships, and navigating regulatory complexities to meet the evolving needs of businesses and governments.



## v. ADVERTISEMENT

### NEWSPAPER ADVERTISEMENT (PRINT MEDIA)

#### STRUCTURE OF THE INDUSTRY

**Market Segmentation:**

**Developments in Print Media**

#### GLOBAL TRENDS

**Digital Transformation:**

Increasing digital subscriptions and paywalls.

Enhanced digital presence through websites and mobile apps.

**Content Diversification:**

Introduction of multimedia content such as videos, podcasts, and interactive graphics.

Focus on niche markets and specialized content.

**Technological Integration:**

Use of AI and data analytics for personalized content and targeted advertising.

Blockchain for secure transactions and reducing piracy.

**Sustainability Efforts:**

Shift towards eco-friendly printing materials and processes.

Reduction in carbon footprint through digital editions.

#### INDIAN TRENDS

**Growth of Regional Media:**

Significant rise in regional language publications.

Increase in regional digital platforms.

**Advertising Shifts:**

Growth in native advertising and sponsored content.

Increased use of programmatic advertising.

**Innovation in Distribution**

Enhanced distribution networks in rural and semi-urban areas.

Use of digital kiosks and e-paper versions for wider reach.



## SWOT ANALYSIS

### Global SWOT Analysis



**Strengths:**

- Established brand trust and credibility.
- Diverse audience demographics.
- Strong archival value and tangibility of print.



**Weaknesses:**

- Declining print circulation and revenues.
- High production and distribution costs.
- Competition from digital media.



**Opportunities:**

- Expansion into emerging markets.
- Monetization of digital platforms.
- Strategic partnerships and mergers.



**Threats:**

- Shift in consumer preference towards digital media.
- Economic downturns affecting ad spend.
- Regulatory challenges and censorship.

### Indian SWOT Analysis



#### Strengths:

High literacy rate driving readership growth.  
Strong regional presence and linguistic diversity.  
Loyal readership base.



#### Weaknesses

Limited penetration in digital media.  
Dependency on advertisement revenue.  
High competition from digital and social media.



#### Opportunities:

Expanding digital infrastructure.  
Growth in regional language content.  
Opportunities in tier-2 and tier-3 cities.



#### Threats:

Rising newsprint costs.  
Increasing digital ad spend reducing print ad budgets.  
Political and economic instability affecting operations.

## Newspaper Advertisement by 2030

### GLOBAL PERSPECTIVE

#### Predicted Trends:

Shift towards native advertising and content marketing.  
Integration of augmented reality (AR) in print ads.  
Increase in personalized and targeted ads using AI.

#### Revenue Models:

Subscription-based models for premium content.  
Diversification into events, conferences, and branded content.

#### Challenges:

Adapting to evolving consumer behavior.  
Ensuring data privacy and security in targeted advertising.  
Maintaining ad revenue in a predominantly digital landscape.

### INDIAN PERSPECTIVE

#### Predicted Trends:

Significant growth in regional advertising.  
Increased focus on hyperlocal advertisements.  
Adoption of innovative ad formats and sponsored content.

#### Revenue Models:

Hybrid models combining print and digital ad revenue.  
Growth in subscription-based and freemium models.

#### Challenges:

Balancing traditional and digital ad revenues.  
Overcoming infrastructural and logistical hurdles in rural areas.  
Ensuring regulatory compliance and ethical standards in advertising.



### Statistics and Data

#### Global Market Data

Global Print Media Market Size: Expected to decline annually by 2-3% from 2023 to 2030.

Digital Revenue Share: Projected to increase from 30% in 2023 to 50% by 2030.

Advertising Revenue: Print ad revenue expected to decrease by 5% annually, while digital ad revenue to grow by 10% annually.

## Indian Market Data

**Indian Print Media Market Size:** Estimated to grow at a CAGR of 3-4% from 2023 to 2030, driven by regional markets.

**Digital Adoption:** Digital newspaper readership expected to grow by 15-20% annually.

**Ad Spend:** Print ad spend expected to stabilize, with regional advertising driving growth.

## Conclusion

The print media industry is undergoing significant transformation globally and in India. While digital media poses challenges, print media remains relevant due to its credibility, archival value, and strong regional presence. By embracing digital integration, innovative advertising formats, and sustainable practices, the industry can adapt to evolving consumer preferences and maintain its significance in the media landscape by 2030. For India, regional markets and digital advancements present substantial growth opportunities, ensuring a vibrant future for print media and newspaper advertising.

## v (a) OUTDOOR ADVERTISEMENT

### Structure of the Industry

#### Market Segmentation:

By Type: Billboards, Transit Advertising (buses, taxis, trains), Street Furniture (bus shelters, kiosks), Digital Out-of-Home (DOOH).

By Location: Urban, Suburban, Rural.

#### Bus Queue Shelters

Major Players:

Market Segmentation:

By Type: Static Posters, Digital Displays, Interactive Kiosks.

By Geography: Urban, Suburban, Rural.  
Developments in Outdoor Advertisement

## GLOBAL TRENDS

### Digital Transformation:

Increase in Digital Out-of-Home (DOOH) advertising.

Integration of real-time data for targeted advertising.

### Technological Integration:

Use of AI and data analytics to optimize ad placements.

Interactive and dynamic content through AR and VR technologies.

### Sustainability Efforts:

Eco-friendly materials and energy-efficient displays.

Implementation of green practices in ad infrastructure.

### Innovative Formats:

#### Growth of programmatic DOOH.

Customizable and immersive ad experiences.

### Indian Trends

#### Infrastructure Development:

Expansion of public transport and urban infrastructure boosting outdoor ad spaces.

Growth in smart city projects integrating advanced ad displays.

#### Regional Focus

Increased localization of content to cater to regional audiences.

Rising investment in tier-2 and tier-3 cities.

#### Digital Adoption:

Rapid growth in DOOH and interactive kiosks.

Mobile integration allowing dynamic and real-time content updates.





# SWOT ANALYSIS

## OF OUTDOOR ADVERTISEMENT

### Global SWOT Analysis



#### Strengths:

High visibility and broad reach.  
Effective for brand awareness and reinforcement.  
Increasing integration of digital and interactive technologies.



#### Weaknesses:

High initial investment for digital infrastructure.  
Limited engagement time with viewers.  
Vulnerability to weather and vandalism.



#### Opportunities:

Growth in digital and programmatic advertising.  
Expansion into emerging markets.  
Strategic partnerships with technology firms.



#### Threats:

Regulatory restrictions on outdoor advertising.  
Competition from digital and online advertising.  
Economic downturns affecting ad spend.

### Indian SWOT Analysis



#### Strengths:

High urbanization rate driving demand.  
Diverse audience across urban and rural areas.  
Strong regional presence with localized content.



#### Weaknesses:

Inconsistent measurement metrics.  
Infrastructure challenges in rural areas.  
Regulatory hurdles in urban areas.



#### Opportunities

Expansion of public transport networks.  
Growth in digital and interactive ad formats.  
Increasing investments in smart city projects.



#### Threats:

Rising competition from digital media.  
Economic and political instability.  
Environmental concerns and sustainability regulations.

Outdoor Advertisement and Bus Queue Shelters by 2030

## GLOBAL PERSPECTIVE

### Predicted Trends:

Significant growth in DOOH advertising.

Enhanced interactivity and personalization through AI.

Integration with mobile devices for seamless user experience.

### Revenue Models:

Programmatic ad buying and dynamic pricing models.

Subscription-based models for premium ad spaces.

Hybrid models combining traditional and digital ad revenue.

### Challenges

Balancing privacy concerns with personalized advertising.

Ensuring infrastructure resilience to environmental factors.

Adapting to rapid technological advancements.

## INDIAN PERSPECTIVE

### Predicted Trends:

Increased focus on regional and hyperlocal content.

Rapid adoption of digital and interactive bus shelters.

Growth in public-private partnerships for ad infrastructure development.

### Revenue Models:

Hybrid models with digital and static ads.

Growth in localized and community-based advertising.

Innovative pricing strategies based on real-time data.

### Challenges:

Overcoming infrastructural and logistical hurdles.

Ensuring regulatory compliance and ethical standards.

Addressing sustainability and environmental impact concerns.

## STATISTICS AND DATA

### Global Market Data

#### Global Outdoor Advertising Market Size:

Expected to grow at a CAGR of 4-5% from 2023 to 2030.

#### DOOH Share:

Projected to increase from 30% in 2023 to 50% by 2030.

#### Revenue Growth:

Traditional outdoor ad revenue to stabilize, while DOOH revenue to grow by 10-15% annually.

## INDIAN MARKET DATA

### Indian Outdoor Advertising Market Size:

Estimated to grow at a CAGR of 7-8% from 2023 to 2030, driven by urban and regional markets.

**Digital Adoption:** DOOH expected to grow by 20-25% annually.

**Ad Spend:** Significant growth in public transport and smart city ad spend.

### Conclusion

Outdoor advertisement and bus queue shelters are poised for significant growth globally and in India by 2030. The industry will see a major shift towards digital and interactive formats, leveraging technological advancements to enhance engagement and targeting. In India, the expansion of urban infrastructure and smart city projects will drive growth, with regional and hyperlocal advertising playing a crucial role. Embracing sustainability and overcoming infrastructural challenges will be key to the industry's success in the coming decade.



### 2. SEGMENT-WISE PERFORMANCE

**Overall Revenues:** The Company experienced a robust growth of 12.83 % in overall revenues during the current fiscal year compared to the preceding year, reflecting its resilience and adaptability in dynamic market conditions.

**Logistics Segment:** Revenues from the logistics segment decreased by 82.79 %.

**Printing Segment:** The printing segment witnessed a notable increase of 27.40 % in revenues.

**Storage & Record Management Segment:** Revenues from the storage and record management segment registered a commendable growth of 783.65 %. Advancements in technology and the efficient execution of Document Management Systems (DMS) have facilitated the gradual elimination of traditional paper-based file systems, bolstering growth in this segment.

**Newspaper Advertisement Segment:** The newspaper advertisement segment decreased by 19.31 %.

### 3. RISKS AND CONCERNS AND RISK MITIGATION

Your Company, like any other enterprise, is exposed to a myriad of business risks, both internal and external. These risks encompass fluctuations in raw material prices, foreign exchange rates, interest rates, political instability, governmental policies, competitive forces, changing technology, and obsolescence.

To mitigate these risks effectively, your Company has adopted a multifaceted approach:

**Strategic Partnerships:** Building partnerships with leading organizations to offer innovative solutions that drive growth and mitigate competitive pressures.

**Focus on Innovation:** Continuous innovation in products, technology, and processes to enhance efficiencies and adapt to changing market dynamics.

**Digital Transformation:** Investment in a new online model to capitalize on the digital space and leverage inherent strengths.

**Predictive Planning:** Greater focus on building predictability to enhance business and operational planning, mitigating uncertainties.

**Technology Investments:** Strategic investments in technology to enhance efficiencies and maintain competitiveness.

**Waste Reduction:** Deployment of IT systems and processes customized to the industry to reduce wastage and optimize resource utilization.

### 4. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and the nature of its operations. The Internal Control function emanates at the Board level and its scope and authority of the Internal Audit function is well defined. To maintain objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to the Managing Director. The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies across the Company. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

The Company had laid down guidelines, policies, procedures and structure to enable implementation of appropriate internal financial controls across the company. These control processes enable and ensure the orderly and efficient conduct of company's business, including safeguarding of assets, prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and timely preparation & disclosure of financial statements.

Other control processes are IT driven and the in-house information technology capabilities ensure that due flexibility is available in the

system to further strengthen controls as the case may be. Your management appreciates the need to remain efficient in their workings and recognized their responsibility in establishing controls as also effectively implementing them and monitoring their effectiveness on a periodic basis.

## 5. DISCUSSION ON FINANCIAL PERFORMANCE W.R.T OPERATIONAL PERFORMANCE

(INR. in lakhs)

Particulars	For the Year ended 31.03.2024	For the Year ended 31.03.2023
Total Income	5725.02	5073.19
EBITDA	1406.71	852.30
Less: Depreciation	<b>531.78</b>	<b>261.63</b>
EBIT	<b>874.93</b>	<b>590.67</b>
Less: Finance Cost	244.20	132.48
Profit before exceptional items and tax	630.73	458.19
Less: Exceptional items	-	-
Profit Before Tax	630.73	458.19

### REVENUE

Sales/income from operations increased by 12.83 % from INR 5055.36 Lakhs in 2023 to INR 5704.10 Lakhs in 2024, reflecting sustained growth momentum.

### EXPENDITURES

#### Cost of Materials & Direct Expenses

Cost of material was at INR 3414.15 Lakhs in 2024 as against INR 3341.82 Lakhs in 2023. Cost of material as a percentage to sales has decreased to 59.85 % in 2024 from 66.10 % in 2023.

#### Employee Emoluments

Salaries, wages and other employee's benefits were INR 338.10 Lakhs in 2024 as against INR 268.12 Lakhs in 2023. As a percentage of sales, it has increased to 5.93 % in 2024 from 5.30 % in 2023.

#### Operating and Other Expenses

Operating and other expenses amounted to INR 5094.29 Lakhs in 2024 as against INR 4615.01

Lakhs in 2023. The expense as a percentage to sales has decreased to 89.30 % in 2024 from 91.29 % in 2023.

#### Operating Profit (PBDIT)

PBDIT has increased to 24.66 % of sales in 2024 as against 16.80 % of sales in 2023.

#### Interest and Finance Charges

The financial expenses has increased to INR 244.20 Lakhs in 2024 from INR 132.48 Lakhs in 2023.

#### Depreciation & Amortization

The depreciation charged to revenue has increased to INR 531.78 Lakhs in 2024 as against INR 261.63 Lakhs in 2023.

#### Profit before Tax (PBT)

Your Company has made a profit of INR 630.73 Lakhs for the year 2023-24 as against the previous year's Profit Before Tax of INR 458.19 Lakhs

#### Profit after Tax (PAT)

Your Company has made a profit of INR 503.95 Lakhs for the year 2023-24 as against the previous year's Profit After Tax of ₹ 332.81 Lakhs.

As always, your Company looks forward to do well in the year ahead and is optimistic of its abilities to address the set of opportunities and challenges that the coming year will present.

## 6. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT - EMPLOYEE DATA

Your Company initiated multiple actions to keep the workforce engaged. The HR Department is continuously looking at expanding opportunities for growth. The broader the employees' experience, education and background, the more diverse their opinions and insights, the deeper the Company's collective understanding grows. The result is a collaborative environment that respects individual needs and promotes ongoing development.

Given the nature of operations, a significant portion of the said employee strength comprises of drivers, operators, loaders and other semi skilled- unskilled employees. Despite the large

## DJ Mediaprint & Logistics Limited

number of employees as also considering the widespread geographical operation of the Company, your management feels proud to state that the employer – employee relations remained extremely cordial throughout the year.

There were no instances of strikes, lockouts or any other action on part of the employees that affected the functioning of the Company. It is noteworthy that there is no Employee Union / Trade Union / Union within the organization.

### 7. SIGNIFICANT CHANGE OF KEY FINANCIAL RATIOS

Ratio	Basis	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
Current Ratio (In times)	Current Assets / Current Liabilities	1.98	2.50
Debt Equity Ratio (In times)	Net Debt / Equity	0.45	0.36
Debt Service Coverage Ratio (in times)	Earning for Debt Service/ Debt Services	0.91	0.78
Return On Equity Ratio (in %)	Profit after Tax/ Shareholder's Equity	15.02%	9.60%
Trade Receivables Turnover Ratio (in times)	Revenue From Operations/ Average Trade Receivables	3.83	2.25
Trade Payables Turnover Ratio (in times)	Cost of Operations/ Average Trade Payables	6.00	5.87
Net Capital Turnover Ratio (in times)	Revenue From Operations/ Working Capital	3.13	2.66
Net Profit Ratio (in %)	Net Profit/(Loss) after Tax / Revenue From operation	8.83%	5.43%
Return on Capital Employed (in %)	Earnings Before Interest and Tax /capital Employed	17.58%	13.33%

### 8. RETURN ON NET WORTH

The return on Net Worth for the financial year 2023-24 is 15.22 % reflecting the Company's ability to generate profitable returns.

#### CAUTIONARY STATEMENT

Certain statements in this Report describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable Securities Laws and Regulations. Actual results could differ from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand supply conditions, finished goods prices, availability and prices of

raw materials, power, interest rates, changes in Government regulations, tax regimes, economic developments within India and the countries in which the Company conducts business and other ancillary factors. Your Company is not obliged to publicly amend, modify or revise any forward-looking statements, on the basis of any subsequent development, information or events or otherwise.

**For and on behalf of the Board  
For DJ Mediaprint & Logistics Limited  
Sd/-**

**Dinesh Kotian**  
Chairman & Managing Director  
**DIN: 01919855**

**Date:** June 18, 2024  
**Place:** Mumbai

# FINANCIAL STATEMENTS



## **Independent Auditor's Report**

To  
The Members of  
**DJ Mediaprint & Logistics Limited**  
Report on the Audit of the Financial Statements

### **Opinion**

We have audited the accompanying financial statements of **DJ Mediaprint & Logistics Limited**, ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and Statement of Cash Flows for the year ended and notes to the financial statement, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("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 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the profit & Loss statement, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### **Basis for opinion**

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

### **Emphasis of Matter**

Company had received the show cause notices / adjudication order, for the alleged mismatch of ITC claimed of Goods and Service Tax (GST) and Ineligible ITC from supplier whose registration is cancelled of Goods and Service Tax (GST) aggregating Rs. 299.50 lacs for the period 1<sup>st</sup> July 2017 to 31<sup>st</sup> March 2023. Based on a legal assessment, the management is confident of a favourable outcome of the aforesaid matter and accordingly no adjustments have been made to the accompanying financial statements.

As a measure of abundant caution, the company has deposited GST amount under protest amount of Rs. 223.75 lacs, demonstrating its commitment to compliance and resolving outstanding obligations in accordance with statutory requirements. This payment reflects the company's proactive approach to addressing regulatory matters and ensuring adherence to GST regulations.

Our Opinion is not modified in respect of this matter.

### **Key Audit Matters**

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### **Information Other than the 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, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is a no material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

### Management's Responsibility for the Financial Statements

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

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

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

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

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the 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



## DJ Mediaprint & Logistics Limited

events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine

that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

- 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 the matters specified in paragraphs 3 and 4 of the Order.
- 2) As required by Section 143(3) of the Act, based on our audit 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 Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid financial statements comply with the IND AS 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 March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of 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: 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, as amended 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 as at 31<sup>st</sup> March 2024 in its financial statements.
  - ii) The Company has made provision, as required under the applicable law or accounting standards, 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 (a) and (b) above, contain any material misstatement.
  - v) In our opinion and according to the information and explanations given to us, the dividend declared or paid during the year by the company is in compliance with section 123 of the Companies Act, 2013.

For and on behalf of  
**ADV & Associates**  
 Chartered Accountants  
 FRN.128045W

**Prakash Mandhaniya**  
 Partner  
 Membership No.: 421679

**Place:** Mumbai  
**Dated:** 16.05.2024  
**UDIN:** 24421679BKFSV7229

**Annexure "A" to the Independent Auditor's Report**

**(Referred to in our report to the member of DJ Mediaprint And Logistics Limited of even date)**

To the best of our knowledge and information, according to the explanations provided to us by the Company, the audit procedures followed by us and examination of the books of account and records examined by us in the normal course of audit, we state that:

(i) (a) (A) The Company has maintained proper records showing full particulars including Quantitative details and Situation of Property, Plant and Equipment, right of use assets and investment property.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us as and on the basis of our examination of the records of the company, the company has a regular programme of physical verification of its property, Plants and Equipment by which all property, plants, equipment are verified in a phased manner over the period of three years. In accordance with this programme, certain property, plants equipment were verified during the year. In our opinion, this physical verifications is reasonable having regards the size of company and nature of its assets. No material discrepancies were noticed on such verifications.

(c) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us, we report that, as at the Balance Sheet date in respect of Leasehold Land, The Lease Agreement stands in the Name of the Company. The Company does not own any other Immovable property in respect of which title deeds are required to be held by the Company.

(d) According to the information and explanation given to us and the basis of our examination of the records of the company, the company has not revalued its property,

plants and equipment (including right to use assets) or intangible assets or both during the year, hence sub-clause 3(i) (d) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.

(e) According to the information and explanation given to us and the basis of our examination of the records of the company, there are no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 as Amended and rules made thereunder, hence sub-clause 3(i)(e) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.

(ii) (a) As explained to us the inventories have been physically verified by the management during the year at reasonable intervals. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.

(b) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us. The Company had been sanctioned working capital limits in excess of five crore rupees, in aggregate, from bank on the basis of security of current assets. In our opinion, the monthly returns or statement filed by the company with such banks are in agreement with the books of account of the company for the respective periods, which were not subject to audit.

(iii) (a) The Company has not made investments in companies, firms, Limited Liability Partnerships or provided security or granted loans or advances in the nature of loans to companies, firms, Limited Liability

Partnerships or any other parties. Hence reporting under para (iii)(a) is not applicable.

- (b) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us. The amount is not overdue for more than 90 days since it is repayable on Demand, hence sub-clause (iii) (b) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (c) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us. There is no loan given falling due during the year, which has renewed or extended or fresh loans given to settle the overdue of existing loans given to the same party, hence sub-clause (iii)(c) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (d) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us. the company has not given any loans either repayable on demand or without specifying any terms or period of repayment, hence sub-clause (iii) (d) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not granted of loans, making investments and providing guarantees and securities covered under section 185 and section 186 of the Companies Act, 2013 Hence Reporting under this para is not applicable.
- (v) Based on our examination of records and according to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the relevant rules made thereunder.
- (vi) The maintenance of the cost records under the sub-section (1) of section 148 of the Companies Act, 2013 has not been applicable to company. Hence clause 3(vi) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (vii) According to the information and explanations given to us, in respect of Statutory Dues.
- (a) Undisputed Statutory dues including employees' state insurance, income tax, sales tax, goods and services tax, duty of customs, duty of excise, value added tax, cess and others as applicable have generally been regularly deposited with the appropriate authorities except for few delays in depositing TDS. There are no undisputed amounts payable in respect of aforesaid dues outstanding as at 31<sup>st</sup> March 2024 for a period of more than six months from the date they became payable except TDS payable amounting to Rs 22.70 lakhs.
- (b) According to information and explanation given to us, there are no dues of GST, Provident fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Cess and other statutory dues to the appropriate authorities during the year except for the following.

## DJ Mediaprint & Logistics Limited

Sr. No	Particulars	Amount	Period To which amount Relates	Forum where the Dispute is Pending
1	Income Tax u/s 147	72,07,175	A.Y 2014-15	Income Tax Department
2	Income Tax u/s 271(1) (c)	15,75,947	A.Y 2014-15	Income Tax Department
3	Income Tax u/s 115O	53,880	A.Y 2015-16	Income Tax Department
4	Income Tax u/s 154	32,51,730	A.Y 2015-16	Income Tax Department
5	Income Tax u/s 154	56,494	A.Y 2015-16	Income Tax Department
6	Income Tax u/s 271(1)(b)	30,600	A.Y 2015-16	Income Tax Department
7	Income Tax u/s 271(1)(c)	14,28,104	A.Y 2015-16	Income Tax Department
8	Income Tax u/s 154	29,42,220	A.Y 2016-17	Income Tax Department
9	Income Tax u/s 271(1)(b)	30,600	A.Y 2016-17	Income Tax Department
10	Income Tax u/s 271(1)(c)	9,93,078	A.Y 2016-17	Income Tax Department
11	Income Tax u/s 154	1,14,610	A.Y 2017-18	Income Tax Department
12	Income Tax u/s 154	24,25,551	A.Y 2018-19	Income Tax Department
13	Income Tax u/s 154	2,54,900	A.Y 2019-20	Income Tax Department
14	Income Tax u/s 143(1)(a)	11,19,626	A.Y 2020-21	Income Tax Department
15	Income Tax u/s 143(1)(a)	51,040	A.Y.2021-22	Income Tax Department
16	Income Tax u/s 154	25,913	A.Y.2023-24	Income Tax Department
17	Complaint u/s 138 read with section 142 of the Negotiable Instruments Act, 1881	20,00,000	A.Y 2019-20	Patiala Court
18	Section 73 of GST Act, 2017	7,54,216	F.Y 2017-18	Assistant Commissioner of State Tax
19	Section 73 of GST Act, 2017	11,88,369	F.Y 2021-22	Assistant Commissioner of State Tax
20	Section 73 of GST Act, 2017	9,52,952	F.Y 2022-23	Assistant Commissioner of State Tax
21	Section 73 of GST Act, 2017-Adjudication proceeding	11,40,166	F.Y 2018-19	Assistant Commissioner of State Tax
22	Section 73 of GST Act,2017-Adjudication proceeding	87,058	F.Y 2019-20	Assistant Commissioner of State Tax
23	Section 73 of GST Act,2017-Adjudication proceeding	61,344	F.Y 2020-21	Assistant Commissioner of State Tax
24	Section 74(5) of GST Act, 2017	2,57,66,166	F.Y 2021-22	Assistant Commissioner of State Tax

- (viii) There are no transactions that were not recorded in the books of account, and which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (Section 43 of 1961), hence sub-clause 3(viii) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority hence sub-clause 3(ix) (b) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (c) To the best of our knowledge and belief and according to the information and explanations given to us, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.
- (d) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us. On an overall examination of the financial statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company, hence sub-clause 3(ix) (d) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (e) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us. The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures, hence sub-clause 3(ix)(e) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (f) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us. The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, hence sub-clause 3(ix)(f) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (x) (a) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us, the company has not raised money by way of further public offer during the year. Hence sub-clause 3(x)(a) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (b) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us, the Company has not made any preferential allotment / private placement of shares / fully / partly / optionally convertible debentures during the year under review. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us. No fraud by the Company or any fraud on the Company has been noticed or reported during the year, hence sub-clause 3(xi)(a) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (b) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us. No report under sub-section (12) of section 143 of the Companies Act has been filed by us in Form ADT-4 as prescribed

## DJ Mediaprint & Logistics Limited

under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government and hence clause 3(xi)(b) of the Companies (Auditors Report) Order 2020 is not applicable to the company.

- (c) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us. No whistle-blower complaints have been received during the year by the company, hence sub-clause 3(xi)(c) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (xii) The Company is not a Nidhi Company and hence clauses 3(xii) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations give to us, the company is in compliance with section 177 and 188 of the companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Financial Statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under Section 133 of the Act.
- (xiv) (a) In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the company issued till date, for the period under audit.
- (xv) In our opinion and based on our examination. The company has not entered into any non-cash transactions with its directors or persons connected with its directors, hence sub-clause 3(xv) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (xvi) (a) The nature of business and the activities of the Company are such that the Company is not required to obtain registration under section 45-IA of the Reserve Bank of India Act 1934 and hence sub-clause 3(xvi)(a) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (b) The company is not required to be registered under section 45-IA of the reserve bank of India Act, 1934 hence clauses 3(xvi)(b) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (c) The company is not a Core investment company (CIC) as defined in the regulation made by registered under section 45-IA of the reserve bank of India Act, 1934 hence clauses 3(xvi)(c) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (xvii) On an examination of the Statement of Profit and Loss account, we are of the opinion that the Company has not incurred cash losses during the current financial year, hence clauses 3(xvii) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (xviii) There is a no resignation of the previous statutory auditors during the year as per section 140 of company Act, 2013. Clause (3) (xviii) Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, 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 that the company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance

as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

(xx) In our opinion and based on our examination, there is no unspent amount under sub-section (5) of section 135 of the companies Act 2013, pursuant to any project, hence clauses 3(xx) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.

(xxi) The reporting under clause (xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For and on behalf of  
**ADV & Associates**  
Chartered Accountants  
FRN.128045W

**Prakash Mandhaniya**  
Partner  
Membership No.: 421679

**Place:** Mumbai

**Dated:** 16.05.2024

**UDIN:** 24421679BKFSVV7229



### Annexure “B” to the Independent Auditor’s Report

#### Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of The **DJ Mediaprint And Logistics Limited** (“the Company”) as of March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### Management’s Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### Auditor’s Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent

applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company.

#### Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit

preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected.

Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### **Opinion**

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

For and on behalf of

**ADV & Associates**

Chartered Accountants

FRN.128045W

**Prakash Mandhaniya**

Partner

Membership No.: 421679

**Place:** Mumbai

**Dated:** 16.05.2024

**UDIN:** 24421679BKFSVW7229

## Balance Sheet As At March 31, 2024

(All amount in Rupees lakhs, unless otherwise stated)

Particulars	Note No.	As at 31st March 2024	As at 31st March 2023
<b>ASSETS</b>			
<b>1 Non-current assets</b>			
a Property, Plant and Equipment	1	1,962.97	1,060.62
b Capital work-in-progress		-	-
c Investment Property		-	-
d Right of use assets	2	206.84	136.45
e Intangible Assets	3	-	20.61
f Intangible assets under development		-	-
g Biological Assets other than bearer plants		-	-
h Financial Assets			
i Investments	4	10.05	6.19
ii Loans & Advances	5 A	45.86	50.27
iii Other financial assets		-	-
i Deferred tax assets (net)	6	97.84	48.00
j Other non-current assets	7	0.19	218.20
<b>Sub-Total</b>		<b>2,323.76</b>	<b>1,540.34</b>
<b>2 Current assets</b>			
a Inventories	8	635.90	1,330.88
b Financial Assets			
i Investments		-	-
ii Trade receivables	9	1,797.30	1,182.74
iii Cash and cash equivalents	10	44.50	69.07
iv Bank balances other than (iii) above		-	-
v Loans & Advances	5 B	52.73	51.03
vi Others		-	-
c Current Tax Assets (Net)	11	101.24	109.38
d Other current assets	12	1,049.35	418.32
<b>Sub-Total</b>		<b>3,681.03</b>	<b>3,161.42</b>
<b>Total Assets</b>		<b>6,004.78</b>	<b>4,701.77</b>
<b>EQUITY AND LIABILITIES</b>			
<b>A Equity</b>			
Equity Share capital	13	1,082.78	1,082.78
Other Equity	14	2,271.81	1,777.48
Non Controlling Interest			
<b>Total Equity</b>		<b>3,354.59</b>	<b>2,860.27</b>
<b>B Liabilities</b>			
<b>Non-current liabilities</b>			
a Financial Liabilities			
i Borrowings	15	555.59	433.92
ii Other financial liabilities			
b Provisions			
c Lease Liability	16	233.19	143.77
d Other non-current liabilities			
<b>Total</b>		<b>788.77</b>	<b>577.69</b>
<b>Current liabilities</b>			
a Financial Liabilities			
i Borrowings	17	990.59	653.90
ii Trade payables			
a Total Outstanding dues of Micro and small enterprises and			
b Total Outstanding dues creditors of other than Micro and small enterprises	18	604.93	301.50
iii Other financial liabilities			
b Other current liabilities	19	71.35	64.32
c Provisions	20	190.23	162.38
d Current Tax Liabilities (Net)	21	4.32	81.72
<b>Total</b>		<b>1,861.42</b>	<b>1,263.81</b>
<b>Total Equity &amp; Liabilities</b>		<b>6,004.78</b>	<b>4,701.77</b>

For and on behalf of the Board  
**DJ MEDIAPRINT & LOGISTICS LTD.**

**ADV & Associates**

Chartered Accountants  
 FRN: 128045W

**Prakash Mandhaniya**

Partner  
 Membership No. 421679

**Place:** Mumbai

**Dated:** 16.05.2024

**UDIN:** 24421679BKFSV7229

**Dinesh M. Kotian**

(Managing Director)  
 DIN: 01919855

**Khushboo M. Lalji**

(Company Secretary)  
 A53405

**Deepak P. Bhojane**

(Whole Time Director)  
 DIN: 02585388

**Dhanraj D. Kunder**

(Chief Financial Officer)  
 608857

# Statement of Profit and Loss for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

Sr. No	Particulars	Note No.	For the year ended 31st March 2024	For the year ended 31st March 2023
<b>1</b>	<b>INCOME FROM OPERATIONS</b>			
	(a) Revenue from operations	22	5,704.10	5,055.36
	(b) Other Income	23	20.92	17.84
	<b>Total Income</b>		<b>5,725.02</b>	<b>5,073.19</b>
<b>2</b>	<b>EXPENSES</b>			
	(a) Cost of Material Consumed	24	2,468.84	2,985.27
	(b) Purchase of Stock in Trade	25	250.34	665.89
	(c) Changes in inventories of finished goods, WIP and Stock in trade	26	694.97	(309.34)
	(d) Employee Benefit Expense	27	338.10	268.12
	(e) Finance Cost	28	244.20	132.48
	(f) Depreciation and Amortization Expense	29	531.78	261.63
	(g) Other Administrative Expenses	30	566.07	610.97
	<b>Total Expenses</b>		<b>5,094.29</b>	<b>4,615.01</b>
<b>3</b>	<b>Profit /(Loss) before Tax (1-2)</b>		<b>630.73</b>	<b>458.19</b>
<b>4</b>	<b>Tax Expenses</b>			
	(a) Current Tax		185.00	154.50
	(b) Deffered Tax		(49.84)	(29.12)
	(c) Short/Excess Tax		(8.38)	-
<b>5</b>	<b>Net Profit / (Loss) for the period (3-4)</b>		<b>503.95</b>	<b>332.81</b>
<b>6</b>	<b>Other Comprehensive Income</b>			
	Items that will not be reclassified to profit or loss		6.61	0.83
	Items that will be reclassified to profit or loss		-	-
<b>7</b>	<b>Total Comprehensive Income</b>		<b>510.56</b>	<b>333.64</b>
<b>8</b>	<b>Paid - Up equity share capital ( Equity Share of ₹ 10/- each) (No. of Shares in Lacs)</b>		108.28	108.28
<b>9</b>	<b>Earning per equity share (₹)</b>	31		
	(1) Basic		4.65	3.07
	(2) Diluted		4.65	3.07

**ADV & Associates**Chartered Accountants  
FRN: 128045W**Prakash Mandhaniya**Partner  
Membership No. 421679

Place: Mumbai

Dated: 16.05.2024

UDIN: 24421679BKFSV7229

For and on behalf of the Board  
**DJ MEDIAPRINT & LOGISTICS LTD.****Dinesh M. Kotian**  
(Managing Director)  
DIN: 01919855**Khushboo M. Lalji**  
(Company Secretary)  
A53405**Deepak P. Bhojane**  
(Whole Time Director)  
DIN: 02585388**Dhanraj D. Kunder**  
(Chief Financial Officer)  
608857

## Cash Flow Statement as at *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit /(Loss) before tax	630.73	458.19
<b>Adjustment for :</b>		
(a) Depreciation	428.63	185.15
(b) Finance Cost	244.20	132.48
(c) Other Income	(20.92)	(17.84)
(d) Sundry Balance Written off	18.61	-
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>670.51</b>	<b>299.80</b>
<b>Adjustment for :</b>		
(a) Trade Receivables	(614.56)	444.76
(b) Other Current Assets	(631.04)	(102.75)
(c) Current Tax Assets	(41.70)	(15.94)
(d) Inventories	694.97	(309.34)
(e) Current Loans & Advances	(1.70)	(38.21)
(f) Trade Payables	303.43	(170.28)
(g) Current Borrowings	336.69	412.00
(h) Other Current Liabilities	38.08	(1.91)
(i) Current Tax Liabilities	(77.39)	(0.95)
Tax Paid	(185.00)	0.00
<b>CASH GENERATED FROM OPERATIONS</b>	<b>(178.22)</b>	<b>217.39</b>
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>1123.02</b>	<b>975.37</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
(a) Purchase of Fixed Assets	(1330.98)	(716.05)
(b) Loans & Advances	4.41	22.13
(c) Non Current Investment	(3.86)	(0.74)
(d) Non Current Assets	218.02	(218.20)
(e) Dividend & Interest Income	4.00	0.92
(f) Rent Income	16.92	0.00
<b>NET CASH FLOW IN INVESTING ACTIVITIES</b>	<b>(1091.49)</b>	<b>(911.95)</b>

**C. CASH FLOW FROM FINANCIAL ACTIVITIES**

(a) Issue of Share Capital (including Share Premium)	0.00	0.00
(b) (Decrease)/Increase in Borrowing	121.67	152.64
(c) (Decrease)/Increase in Lease Liability	89.41	(63.70)
(d) Interest (Paid)/Received	(201.80)	(132.48)
(e) Dividend Paid	(16.24)	(10.06)
<b>NET CASH FLOW IN FINANCIAL ACTIVITIES</b>	<b>(6.96)</b>	<b>(53.59)</b>
<b>Net Increase (Decrease) in Cash (A + B + C)</b>	<b>24.57</b>	<b>9.83</b>
Opening Balance of Cash & Cash Equivalents	69.07	78.91
Closing Balance of Cash & Cash Equivalents	44.50	69.07
	<b>24.58</b>	<b>9.83</b>

**ADV & Associates**  
Chartered Accountants  
FRN: 128045W

**Prakash Mandhaniya**  
Partner  
Membership No. 421679

**Place:** Mumbai  
**Dated:** 16.05.2024  
**UDIN:** 24421679BKFSV7229

For and on behalf of the Board  
**DJ MEDIAPRINT & LOGISTICS LTD.**

**Dinesh M. Kotian**  
(Managing Director)  
DIN: 01919855

**Khushboo M. Lalji**  
(Company Secretary)  
A53405

**Deepak P. Bhojane**  
(Whole Time Director)  
DIN: 02585388

**Dhanraj D. Kunder**  
(Chief Financial Officer)  
608857

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED *March 31, 2024*

### A. Equity Share Capital (Issued,Subscribed and Paid up) as at 31.03.2024

( Amount in Rupees Lakhs, unless otherwise stated)

Particulars	Balance at the beginning of the reporting period (31.03.2023)	Changes in equity share capital during the year	Balance at the end of the reporting period (31.03.2024)
Equity shares of Rs.10.00 each	1,082.78	-	1,082.78

### A. Equity Share Capital (Issued,Subscribed and Paid up) as at 31.03.2023

Particulars	Balance at the beginning of the reporting period (31.03.2022)	Changes in equity share capital during the year	Balance at the end of the reporting period (31.03.2023)
Equity shares of Rs.10.00 each	1,082.78	-	1,082.78

### B. Other Equity as on 31.03.2024

Particulars	Equity component of compound financial instruments	Share application money pending allotment	Reserves and Surplus						Total
			General Reserve	Securities Premium Reserve	Fair Value Reserve OCI	Retained Earnings	OCI Changes in DBO	Reserves & Surplus-For Transition	
Balance at the beginning of the reporting period	-	-	81.56	908.43	(0.84)	788.45	1.11	(1.22)	1,777.48
Current Year	-	-	50.40	-	3.85	503.95	2.75	-	560.96
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	(16.24)	-	-	(16.24)
Transfer to RDD Statutory Reserve	-	-	-	-	-	-	-	-	-
Transfer from Retained Earnings	-	-	-	-	-	-	-	-	-
Transfer to General Reserve	-	-	-	-	-	(50.40)	-	-	(50.40)
Any other change	-	-	-	-	-	-	-	-	-
<b>Balance at the end of the reporting period</b>	-	-	<b>131.96</b>	<b>908.43</b>	<b>3.01</b>	<b>1,225.76</b>	<b>3.86</b>	<b>(1.22)</b>	<b>2,271.81</b>

## B. Other Equity as on 31.03.2023

Particulars	Equity component of compound financial instruments	Share application money pending allotment	Reserves and Surplus						Total
			General Reserve	Securities Premium Reserve	Fair Value Reserve OCI	Retained Earnings	OCI Changes in DBO	Reserves & Surplus-For Transition	
Balance at the beginning of the reporting period	-	-	47.34	908.43	(1.59)	491.30	0.44	(1.22)	1,444.70
Current Year	-	-	-	-	0.75	342.19	0.67	-	343.61
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	(10.83)	-	-	(10.83)
Transfer to RDD Statutory Reserve	-	-	-	-	-	-	-	-	-
Transfer from Retained Earnings	-	-	34.22	-	-	-	-	-	34.22
Transfer to General Reserve	-	-	-	-	-	(34.22)	-	-	(34.22)
Any other change	-	-	-	-	-	-	-	-	-
<b>Balance at the end of the reporting period</b>	-	-	<b>81.56</b>	<b>908.43</b>	<b>(0.84)</b>	<b>788.45</b>	<b>1.11</b>	<b>(1.22)</b>	<b>1,777.48</b>

For and on behalf of the Board  
**DJ MEDIAPRINT & LOGISTICS LTD.**

**ADV & Associates**  
Chartered Accountants  
FRN: 128045W

**Prakash Mandhaniya**  
Partner  
Membership No. 421679

**Place:** Mumbai  
**Dated:** 16.05.2024  
**UDIN:** 24421679BKFSV7229

**Dinesh M. Kotian**  
(Managing Director)  
DIN: 01919855

**Khushboo M. Lalji**  
(Company Secretary)  
A53405

**Deepak P. Bhojane**  
(Whole Time Director)  
DIN: 02585388

**Dhanraj D. Kunder**  
(Chief Financial Officer)  
608857



## AUDITED SEGMENT REPORTING AS AT *March 31, 2024*

( Amount in Rupees Lakhs, unless otherwise stated)

Particulars	Year Ended (Audited) 31st March, 2024	Year Ended (Audited) 31st March, 2023
<b>1 Segment Value of Sales and Services (Revenue)</b>		
-Printing	2,508.20	2,114.15
-Services	3,195.89	2,941.20
-Others	-	-
<b>Gross Value of Sales and Services</b>	<b>5,704.10</b>	<b>5,055.35</b>
Less: Inter Segment Transfers	-	-
<b>Revenue from Operations</b>	<b>5,704.10</b>	<b>5,055.36</b>
<b>2 Segment Results (EBITDA)</b>		
-Printing	265.40	(974.09)
-Services	1,120.38	1,838.54
-Others	(19.44)	(9.78)
<b>Total Segment Profit before Interest, Tax and Depreciation, Amortisation and Depletion</b>	<b>1,366.34</b>	<b>854.68</b>
<b>3 Segment Results (EBIT)</b>		
-Printing	20.03	(1,013.02)
-Services	852.25	1,766.86
-Others	(18.27)	(160.79)
<b>Total Segment Profit before Interest and Tax</b>	<b>854.00</b>	<b>593.05</b>
(i) Finance Cost	244.20	132.46
(ii) Interest Income	20.92	0.63
(iii) Other Un-allocable Income (Net of Expenditure)	-	1.77
<b>Profit Before Tax from Continuing operations</b>	<b>630.73</b>	<b>458.19</b>
(i) Current Tax	176.62	154.50
(ii) Deferred Tax	(49.84)	(29.12)
<b>Profit from Continuing operations</b>	<b>503.95</b>	<b>332.81</b>
<b>Profit from Discontinued operations (Net of Tax)</b>	<b>-</b>	<b>-</b>
<b>Profit for the Period</b>	<b>503.95</b>	<b>332.81</b>
<b>4 Segment Assets</b>		
-Printing	2,401.91	2,324.30
-Services	2,702.15	1,829.98
-Others	900.72	143.88
<b>Total Segment Assets</b>	<b>6,004.77</b>	<b>4,298.16</b>
<b>5 Segment Liabilities</b>		
-Printing	840.67	572.50
-Services	1,501.19	1,111.44
-Others	3,662.91	2,614.23
<b>Total Segment Liabilities</b>	<b>6,004.77</b>	<b>4,298.16</b>

### Notes to Segment Information for the Year Ended 31st March 2024

As per Indian Accounting Standard 108 'Operating Segments', the Company has reported 'Segment Information', as described below

- a) Printing Segment includes Book Printing, Magazine, Continuous Stationery, VDP and it also includes Security Printing.
- b) Record Management Scanning & Logistics Services includes storage of records on behalf of clients, Scanning, of documents & records & Transportation of Goods.
- c) Other Business Segments which are not separately reportable have been grouped under the Others Segment.

# Notes to Accounts for the year ended *March 31, 2024*

## A CORPORATE INFORMATION

DJ Mediaprint & Logistics Limited ('the company') is public listed company CIN No-L60232MH2009PLC190567 incorporated under the provision of Companies Act, 1956 on 24-02-2009. The company was primarily in Printing Media Business. Currently, Company is working for the diverse product in existing Printing business in order to adopt new business such as record managements & other related business.

## B BASIS OF PREPARATION OF FINANCIAL STATEMENT

### a) Statement of compliance:

These financial statements have been prepared on a going concern basis following the accrual basis of accounting in accordance with the Generally accepted Accounting Principles (GAAP) in India (Indian Accounting standards referred to as "IndAS") as specified under the section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standard) Rules, 2015 and relevant amendments rules issued there after. The Company has uniformly applied the accounting policies for all the periods presented in these financial statements.

The Financial statements have been prepared on going concern basis and the accounting policies are applied consistently to all periods present in financial statements.

The financial statements were authorised for issue by the Board of Director on May 16, 2024.

### Functional and presentation currency

These financial statements are presented in Indian Rupees, which is the Company's functional currency. All amounts have been rounded-off to the nearest lakhs (₹), as per the requirements of Schedule III of the Act, unless otherwise stated.

### b) Basis of measurement:

The financial statements have been prepared on a historical cost convention, except for certain financial assets and financial liabilities that are measured at fair value as required under relevant IndAS.

### c) Significant accounting judgements, estimates and assumptions

The preparation of the company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

### d) Critical accounting estimates and assumptions

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. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the company. Such changes are reflected in the assumptions when they occur.

#### i. Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

#### ii. Employee benefit plans

The cost of the defined benefit gratuity plan, other post-employment benefits and the present value of the gratuity 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

## Notes to Accounts for the year ended *March 31, 2024*

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.

### iii. Contingencies

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

### iv. Property Plant and Equipment

Useful lives and residual values are determined by the management at the time the asset is acquired and reviewed at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the product or service output of the asset.

## C SIGNIFICANT ACCOUNTING POLICIES

### a. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- a) Expected to be realised or intended to be sold or consumed in normal operating cycle
- b) Held primarily for the purpose of trading
- c) Expected to be realised within twelve months after the reporting period, or

- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- a) It is expected to be settled in normal operating cycle
- b) It is held primarily for the purpose of trading
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

### b. Property, Plant & Equipments

#### Recognition and initial measurement

Property, plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company.

All other repair and maintenance costs are recognized in statement of profit or loss as incurred.

#### Subsequent measurement (depreciation and useful lives)

Property, plant and equipment are subsequently measured at cost less accumulated depreciation and impairment losses, if any.

Depreciation on property, plant and equipment has been provided using written down value method using rates determined based on management's assessment of useful economic lives of the asset.

Followings are the estimated useful lives of various category of assets used which are aligned with useful lives defined in schedule II of Companies Act, 2013 :

Office Building	60 Years
Furniture & Fixture	10 Years
Vehicles (Four Wheeler)	10 Years
Vehicles (Two Wheeler)	10 Years
Office Equipment	5 Years
Computers	3-6 Years
Truck & Trailors	8 Years

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

#### **Derecognition:**

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

#### **Capital work-in-progress (CWIP)**

Cost of property, plant and equipment not ready for use as at the reporting date are disclosed as capital work-in progress.

#### **c. Impairment of non-financial assets**

At each reporting date, the Company reviews the carrying amounts of its non-financial assets to determine whether there is any indication of impairment. If any such indication of impairment exists, then the asset's recoverable amount is estimated. For impairment testing, assets are grouped

together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash generating units (CGUs).

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the Statement of Profit and Loss.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

#### **d. Provisions, Contingent Liabilities And Contingent Assets**

##### **Provisions:**

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made of the amount of obligation. Provisions (excluding gratuity and compensated absences) are determined based on management's estimate required to settle the obligation at the Balance Sheet date. In case the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

## Notes to Accounts for the year ended *March 31, 2024*

### **Contingent Liabilities and Contingent Assets**

A contingent liability is a possible obligation that arises from past events, whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. A contingent liability also arises, in rare cases, where a liability cannot be recognized because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence.

Company had received the show cause notices / adjudication order, for the alleged mismatch of ITC claimed of Goods and Service Tax (GST) and Ineligible ITC from supplier whose registration is cancelled of Goods and Service Tax (GST) aggregating Rs. 299.50 lacs for the period 1st July 2017 to 31st March 2023. Based on a legal assessment, the management is confident of a favourable outcome of the aforesaid matter and accordingly no adjustments have been made to the accompanying financial statements.

### **e. Income tax**

#### **Current tax:**

Provision for current tax is made as per the provisions of the Income Tax Act, 1961.

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

#### **Deferred tax:**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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

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

### **f. Employee Benefits**

#### **Short-term Employee Benefits:**

Employee benefit liabilities such as salaries, wages and bonus, etc. that are expected to be settled wholly within twelve 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 an undiscounted amount expected to be paid when the liabilities are settled.

**Post-employment benefit plans:**Defined Contribution Plans:

State governed Provident Fund Scheme and Employees State Insurance Scheme are defined contribution plans. The contribution paid / payable under the schemes is recognised during the period in which the employees render the related services.

Defined benefit plans

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

The Company's gratuity scheme is a defined benefit plan. Currently, the Company's gratuity scheme is unfunded. The Company recognises the defined benefit liability in Balance sheet. The present value of the obligation under such defined benefit plan and the related current service cost and, where applicable past service cost are determined based on an actuarial valuation done using the Projected Unit Credit Method by an independent actuary, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligations are measured at the present value of the estimated future cash flows.

Re-measurements, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) is reflected immediately in Other Comprehensive Income in the Statement of Profit and loss. All other expenses related to defined benefit plans are recognised in Statement of Profit and Loss as employee benefit expenses. Re-measurements recognised in Other Comprehensive Income will not be reclassified to Statement of Profit and Loss hence it is treated as part of retained earnings in the Statement of Changes In Equity.

**g. Fair value measurement**

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

presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible to/ by the Company.

**Fair value hierarchy**

All financial instruments for which fair value is recognised or disclosed are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole;

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

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

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

**h. Leases**

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a

## Notes to Accounts for the year ended *March 31, 2024*

period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

### Company as a lessee:

At lease commencement date, the Company recognises a right-of-use assets and a lease liabilities on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liabilities, any initial direct costs incurred by the Company and any lease payments made in advance of the lease commencement date. The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use assets or the end of the lease term. The Company also assesses the right-of-use assets for impairment when such indicators exist. At the commencement date of lease, the Company measures the lease liabilities at the present value of the lease payments to be made over the lease term, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate. The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset or statement of profit and loss, as the case may be. The Company has elected to account for short-term leases and leases of low-value assets using the exemption given under Ind AS 116, Leases. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straightline basis over the lease term or on another systematic basis if that basis is more representative of the pattern of the Company's benefit.

Company as a lessor:

Leases for which the Company is a lessor classified as finance or operating lease. Lease income from operating leases where the Company is a lessor is recognised in income on a straightline basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

### 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

##### Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

##### Subsequent measurement

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

- a) **Debt instruments at amortised cost** - The Company has cash & cash equivalents, loans and trade receivables classified within this category.
- b) **Debt instruments at fair value through other comprehensive income (FVTOCI)** - The Company does not have any financial asset classified in this category.
- c) **Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)** - The Company does not have any financial asset classified in this category as on 31st March 2024.

## Notes to Accounts for the year ended *March 31, 2024*

- d) **Equity instruments measured at fair value through other comprehensive income (FVTOCI)** - The Company does not have any financial asset classified in this category.

### Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation and losses arising from impairment are recognised in the Statement of Profit & Loss. The amortised cost of the financial asset is also adjusted for loss allowance, if any.

### Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). Company has not designated any such debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit & Loss.

### Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset. Any gain or loss on derecognition is recognised in the Statement of Profit and Loss.

### Impairment of financial assets

In accordance with IndAS 109, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

Financial assets that are debt instruments, and are measured at amortised cost e.g. Loans and trade receivables.

The company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables that do not contain a significant financing component.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

## b) Financial liabilities

### Initial recognition and measurement

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.



## Notes to Accounts for the year ended *March 31, 2024*

All financial liabilities are initially measured at fair value deducted by, in the case of financial liabilities not recorded at fair value through profit or loss, transaction costs that are attributable to the liability.

### **Subsequent measurement**

Financial liabilities are classified as measured at amortised cost using the effective interest method. The Company's financial liabilities include trade payables, borrowings and other financial liabilities.

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 amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as expense over the relevant period of the financial liability in the Statement of Profit and Loss.

### **Derecognition:**

A financial liability is derecognized 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 derecognized and the consideration paid is recognized in the Statement of Profit and Loss.

### **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount presented in the Balance Sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the assets and settle the liabilities simultaneously.

### **j. Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

### **k. Revenue Recognition**

The Company recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

A 5-step approach is used to recognise revenue as below:

Step 1: Identify the contract(s) with a customer

Step 2: Identify the performance obligation in contract

Step 3: Determine the transaction price

Step 4: Allocate the transaction price to the performance obligations in the contract

Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

### **Freight services**

Revenue from services rendered is recognised in proportion to the stage of completion of the transaction at the reporting date when the outcome of the transaction can be estimated reliably.

Revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume

## Notes to Accounts for the year ended *March 31, 2024*

rebates and any taxes or duties collected on behalf of the government which are levied on services such as Goods and service tax.

### Interest income

Interest income on financial asset is recognised using the effective interest rate (EIR) method.

### l. Earnings per share

Basic earnings per share is computed using the net profit for the year attributable to the shareholders' and weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed using the net profit for the year attributable to the shareholders' and weighted average number of equity shares.

### m. Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

### n. Foreign currency transactions

Transactions in foreign currencies are recorded by the Company entities at their respective functional currency at the exchange rates prevailing at the date of the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currency are translated to the functional currency at the exchange rates prevailing at the reporting date.

Non Monetary asset and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non monetary assets and liabilities that are measured based on historical cost in a foreign currency are

translated at the exchange rate at the date of the transaction.

Exchange differences arising on settlement or translation of monetary items are recognised in the statement of profit and loss with the exception that the exchange differences on foreign currency borrowings included in the borrowing cost when they are regarded as an adjustment to interest costs on those foreign currency borrowings;

### o. Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalised as part of the cost of such assets up to the assets are substantially ready for their intended use. The loan origination costs directly attributable to the acquisition of borrowings (e.g. loan processing fee, upfront fee) are amortised in the year in which they occur.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. All other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

### p. Events occurring after the balance sheet date

Based on the nature of the event, the company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-Adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the company may provide a disclosure in the financial statements considering the nature of the transaction.

## Notes to Accounts for the year ended March 31, 2024

(All amount in Rupees lakhs, unless otherwise stated)

### Notes 1 : Property, Plant & Equipment As Per Companies Act

As at 31st March, 2023

Mumbai

Block of Assets / Asset Group	Rate	Gross Block		Depreciation			Net Block				
		01.04.2023	Additions	Sales / Adj	31.03.2024	01.04.2023	For the Year	Sales / Adj	Residual Value Adj	31.03.2024	31.03.2023
<b>Computers &amp; Data Processing Units</b>											
Computers & Printers	63.16%	69.74	60.43	2.79	127.38	36.12	25.81	-	61.93	65.45	33.62
	63.33%	0.05	-	-	0.05	0.05	0.00	-	0.05	0.00	0.00
	66.06%	1.20	-	-	1.20	1.18	0.01	-	1.19	0.01	0.02
	71.63%	0.80	-	-	0.80	0.79	0.00	-	0.80	0.00	0.01
	77.27%	0.75	-	-	0.75	0.74	0.00	-	0.75	0.00	0.00
<b>Total (Asset Group)</b>		<b>72.53</b>	<b>60.43</b>	<b>2.79</b>	<b>130.18</b>	<b>38.89</b>	<b>25.83</b>	-	<b>64.72</b>	<b>65.46</b>	<b>33.64</b>
<b>Electrical Installations &amp; Equipment</b>											
Office Equipment	25.89%	549.91	1,139.63	-	1,689.55	47.09	287.31	-	334.39	1,355.16	502.83
	25.89%	188.97	-	-	188.97	52.25	32.19	-	84.43	104.53	136.72
<b>Total (Asset Group)</b>		<b>738.88</b>	<b>1,139.63</b>	-	<b>1,878.52</b>	<b>99.33</b>	<b>319.49</b>	-	<b>418.82</b>	<b>1,459.69</b>	<b>639.55</b>
<b>Furniture &amp; Fittings</b>											
Furniture & Fixtures	25.89%	63.30	-	-	63.30	28.56	8.16	-	36.72	26.58	34.74
	25.89%	97.09	-	-	97.09	74.46	5.31	-	79.78	17.32	22.63
	26.07%	0.14	-	-	0.14	0.12	0.00	-	0.13	0.01	0.01
	26.87%	0.60	-	-	0.60	0.56	0.01	-	0.57	0.03	0.04
	27.14%	0.36	-	-	0.36	0.33	0.01	-	0.34	0.02	0.02
	27.65%	0.42	-	-	0.42	0.40	0.01	-	0.40	0.02	0.03
	28.31%	2.38	-	-	2.38	2.28	0.03	-	2.31	0.08	0.10
<b>Total (Asset Group)</b>		<b>164.30</b>	-	-	<b>164.30</b>	<b>106.71</b>	<b>13.53</b>	-	<b>120.24</b>	<b>44.06</b>	<b>57.58</b>
<b>Motor Vehicles</b>											
Motor Cars	31.23%	16.55	65.25	-	81.80	11.58	6.34	-	17.92	63.88	4.96
	34.82%	8.95	-	-	8.95	8.77	0.06	-	8.83	0.13	0.18
<b>Total (Asset Group)</b>		<b>25.50</b>	<b>65.25</b>	-	<b>90.75</b>	<b>20.35</b>	<b>6.39</b>	-	<b>26.75</b>	<b>64.00</b>	<b>5.14</b>

Plant & Machinery		18.10%	0.98	-	0.98	0.54	0.08	-	-	0.61	0.37	0.44
Plant & Machinery			472.79	4.57	477.36	195.28	47.85	-	-	243.13	234.23	277.51
		18.10%	1.62	-	1.62	1.30	0.06	-	-	1.35	0.27	0.33
		18.14%	6.25	-	6.25	5.03	0.21	-	-	5.24	1.01	1.22
		18.25%	5.00	-	5.00	4.12	0.15	-	-	4.28	0.73	0.88
		18.63%	1.01	-	1.01	0.86	0.03	-	-	0.89	0.13	0.16
		19.14%	0.34	-	0.34	0.29	0.01	-	-	0.30	0.04	0.05
		19.25%	41.43	-	41.43	38.27	0.65	-	-	38.91	2.52	3.16
		22.09%	<b>529.43</b>	<b>4.57</b>	<b>534.00</b>	<b>245.68</b>	<b>49.03</b>	-	-	<b>294.71</b>	<b>239.29</b>	<b>283.75</b>
<b>Total (Asset Group)</b>			<b>1,530.64</b>	<b>1,269.89</b>	<b>2,797.74</b>	<b>510.96</b>	<b>414.27</b>	-	-	<b>925.23</b>	<b>1,872.51</b>	<b>1,019.67</b>
<b>Grand Total as at 31st March, 2024</b>			<b>855.85</b>	<b>674.78</b>	<b>1,530.64</b>	<b>326.13</b>	<b>184.83</b>	-	-	<b>510.96</b>	<b>1,019.67</b>	<b>529.72</b>
<b>Grand Total as at 31st March, 2023</b>												

Pondicherry

Fixed Assets												
Block of Assets / Asset Group	Rate	Gross Block			Depreciation			Net Block				
		01.04.2023	Additions	Sales / Adj	31.03.2024	01.04.2023	For the Year	Sales / Adj	Residual Value Adj	31.03.2023	31.03.2024	31.03.2023
Office Equipment	25.89%	41.27	0.28	-	41.55	0.32	9.68	-	-	10.00	31.55	40.95
<b>SubTotal as at 31st March, 2024</b>		<b>41.27</b>	<b>0.28</b>	-	<b>41.55</b>	<b>0.32</b>	<b>9.68</b>	-	-	<b>10.00</b>	<b>31.55</b>	<b>40.95</b>
<b>SubTotal as at 31st March, 2023</b>		-	<b>41.27</b>	-	<b>41.27</b>	-	<b>0.32</b>	-	-	<b>0.32</b>	<b>40.95</b>	-

Transport

Block of Assets / Asset Group	Rate	Gross Block			Depreciation			Net Block				
		01.04.2023	Additions	Sales / Adj	31.03.2024	01.04.2023	For the Year	Sales / Adj	Residual Value Adj	31.03.2023	31.03.2024	31.03.2023
Motor Car	31.23%	-	63.60	-	63.60	-	4.68	-	-	4.68	58.92	-
<b>SubTotal as at 31st March, 2024</b>		-	<b>63.60</b>	-	<b>63.60</b>	-	<b>4.68</b>	-	-	<b>4.68</b>	<b>58.92</b>	-
<b>SubTotal as at 31st March, 2023</b>		-	-	-	-	-	-	-	-	-	-	-
<b>Grand Total as at 31st March, 2024</b>		<b>1,571.90</b>	<b>1,333.77</b>	<b>2.79</b>	<b>2,902.88</b>	<b>511.28</b>	<b>428.63</b>	-	-	<b>939.91</b>	<b>1,962.97</b>	<b>1,060.62</b>
<b>Grand Total as at 31st March, 2023</b>		<b>855.85</b>	<b>716.05</b>		<b>1,571.90</b>	<b>326.13</b>	<b>185.15</b>			<b>511.28</b>	<b>1,060.62</b>	<b>529.72</b>

## Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

### Notes 2 : Right Of Use Assets

Particulars	As at 31st March 2024	As at 31st March 2023
Rou Asset	206.84	136.45
<b>Total</b>	<b>206.84</b>	<b>136.45</b>

### Notes 3 : Intangible Assets

Particulars	As at 31st March 2024	As at 31st March 2023
Goodwill	20.61	41.22
Less: Amortization	(20.61)	(20.61)
<b>Total</b>	<b>-</b>	<b>20.61</b>

## Notes to Accounts for the year ended March 31, 2024

## Notes 4 : Investments

Particulars	As at 31st March 2024				As at 31st March 2023			
	Cost	Market value	Qty	Amount	Cost	Market value	Qty	Amount
	(in Rs.)	(in Rs.)	(in Units)	(Rs in Lakhs)	(in Rs.)	(in Rs.)	(in Units)	(Rs in Lakhs)
<b>A. Investments in Equity Instruments</b>								
Coal India	380.00	433.75	6.00	0.03	380.00	213.65	6.00	0.01
Hindalco	91.18	560.45	75.00	0.42	91.18	405.25	75.00	0.30
Pfizer Ltd.	2,304.60	4,193.45	24.00	1.01	2,304.60	3,463.90	24.00	0.83
Punjab Bank Limited	173.40	124.35	54.00	0.07	173.40	46.71	54.00	0.03
State Bank of India	281.01	752.60	50.00	0.38	281.01	523.70	50.00	0.26
Astra Microwave Products Ltd.	138.88	595.70	1.00	0.01	138.88	258.75	1.00	0.00
Bank Of Baroda	114.21	264.20	100.00	0.26	114.21	180.20	105.00	0.19
Bharat Heavy Electricals Ltd.	69.85	247.20	1,001.00	2.47	69.85	76.55	1,001.00	0.77
Bosch Ltd.	15,934.21	30,046.25	1.00	0.30	15,934.21	18,732.15	1.00	0.19
Can Fin Homes Ltd.	188.53	752.60	50.00	0.38	188.53	577.10	50.00	0.29
Coal India Ltd.	276.62	433.75	383.00	1.66	276.62	231.55	386.00	0.89
Elpro International Ltd.	48.12	81.58	2.00	0.00	48.12	60.67	2.00	0.00
IDFC First Bank Ltd.	66.23	75.39	90.00	0.07	66.23	58.25	90.00	0.05
Indiabulls Ent.	-	10.17	10.00	0.00	-	8.55	10.00	0.00
Indraprastha Gas Ltd.	455.05	430.95	30.00	0.13	455.05	485.15	30.00	0.15
National Plastic Industries Ltd.	60.11	64.45	1.00	0.00	60.11	41.75	1.00	0.00
Shiva Cement Ltd.	5.02	46.65	1,000.00	0.47	5.02	47.40	1,000.00	0.47
Strides Pharma Science Ltd.	1,020.64	782.60	2.00	0.02	1,020.64	336.80	2.00	0.01
Sundaram Multi Pap Ltd.	4.39	2.80	1,000.00	0.03	4.39	2.30	1,000.00	0.02
Suzlon Energy Ltd.	13.44	40.47	100.00	0.04	13.44	7.95	100.00	0.01
Tata Steel Ltd.	42.38	155.90	116.00	0.18	42.38	106.50	118.00	0.13
The South Indian Bank Ltd.	6.61	27.29	1,220.00	0.33	6.61	15.60	1,220.00	0.19
TV18 Broadcast Ltd.	35.78	46.09	298.00	0.14	35.78	28.65	298.00	0.09
Unichem Laboratories Ltd.	267.77	488.50	264.00	1.29	267.77	388.05	264.00	1.02
Yaari Digital Integrated Services Ltd.	8.47	9.41	10.00	0.00	8.47	14.30	10.00	0.00
Yes Bank Ltd.	362.78	23.20	1.00	0.00	362.78	15.70	1.00	0.00
Diamond power	-	502.75	2.00	0.01	-	1.95	200.00	0.00
Solid carbide	-	1.00	10,346.00	0.10	-	0.25	10,346.00	0.03
				<b>9.79</b>				<b>5.93</b>

**Notes to Accounts for the year ended March 31, 2024**

<b>Reserve Adjustment</b>								
Fair valuation in investment reserve account								
b. Investments in Preference Shares;								
c. Investments in Government or trust securities;								
d. Investments in debentures or bonds;								
e. Investments in Mutual Funds;								
f. Investments in partnership firms; or								
Pansecure Record Storage Mgmt (Capital A/c) 15% Share	50,000.00	-	0.50	50,000.00				0.50
Pansecure Record Storage Mgmt (Current A/c) 15% Share	(58,000.00)	-	(0.58)	(58,000.00)				(0.58)
	<b>- 8,000.00</b>	<b>-</b>	<b>- 0.08</b>	<b>- 8,000.00</b>				<b>- 0.08</b>
g. Other investments								
ASBA CUB Share Right Issue	2,730.00	-	0.03	2,730.00				0.03
BSE Investment (Stock)	28,504.64	-	0.29	28,504.64				0.29
BSE Investment	1,000.00	-	0.01	1,000.00				0.01
Deposit with Bansal Finstock Pvt Ltd	(174.65)	-	(0.00)	(174.65)				(0.00)
Reliance Investment Securities	1,729.86	-	0.02	1,729.86				0.02
	<b>33,789.85</b>		<b>0.34</b>	<b>33,789.85</b>				<b>0.34</b>
h. Under each classification, details shall be given of names of the bodies corporate that are								
i. subsidiaries,								
ii. associates,								
iii. joint ventures, or								
iv. Investments in partnership firms along with names. of the firms, their partners; total capital and the shares of each partner shall be disclosed separately.								
Investments in partnership firms along with names. of the firms, their partners, total capital and the shares of each partner shall be disclosed separately.								
<b>Name of partners</b>								
DJ Mediaprint & Logistics Ltd	50,000.00	15%		50,000.00		15%		
Jaykar Shetty	50,000.00	85%		50,000.00		85%		
			<b>10.04</b>					<b>6.19</b>
a. Aggregate amount of quoted investments and market value thereof			9.79					5.93
b. Aggregate amount of unquoted investments			0.26					0.26
c. Aggregate amount of impairment in value of investments.								-

# Notes to Accounts for the year ended March 31, 2024

(All amount in Rupees lakhs, unless otherwise stated)

## Notes 5 : Loans & Advances

Particulars	As at 31st March 2024	As at 31st March 2023
<b>5 A) Long Term</b>		
(a) Security Deposits	27.38	37.46
(b) Loans to related parties	-	-
(c) Employee loans	-	-
(d) Fixed Deposits	18.48	12.81
<b>Total</b>	<b>45.86</b>	<b>50.27</b>
ii. Loans Receivables shall be sub-classified as:	-	-
a. Loans Receivables considered good - Secured	-	-
b. Loans Receivables considered good - Unsecured	-	-
c. Loans Receivables which have significant increase in Credit Risk	-	-
d. Loans Receivables - credit impaired	-	-
iii. Allowance for bad and doubtful loans shall be disclosed under the relevant heads separately.	-	-
iv. Loans due by directors or other officers of the company or any of them either severally or jointly with any other persons or amounts due by firms or private companies	-	-
<b>Total Non- Current Loans &amp; Advances (A)</b>	<b>45.86</b>	<b>50.27</b>
<b>5 B) Short Term</b>		
(a) Security Deposits	52.73	51.03
(b) Loans to related parties	-	-
(c) Employee loans	-	-
<b>Total</b>	<b>52.73</b>	<b>51.03</b>
ii. Loans Receivables shall be sub-classified as:—	-	-
a. Loans Receivables considered good - Secured	-	-
b. Loans Receivables considered good - Unsecured	-	-
c. Loans Receivables which have significant increase in Credit Risk	-	-
d. Loans Receivables - credit impaired	-	-
iii. Allowance for bad and doubtful loans shall be disclosed under the relevant heads separately.	-	-
iv. Loans due by directors or other officers of the company or any of them either severally or jointly with any other persons or amounts due by firms or private companies	-	-
<b>Total Current Loans &amp; Advances (B)</b>	<b>52.73</b>	<b>51.03</b>
<b>Grand Total (A+B)</b>	<b>98.59</b>	<b>101.30</b>



## Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

### Notes 6 : Deferred Tax

Particulars	As at 31st March 2024	As at 31st March 2023
Deferred tax assets	48.00	18.87
Add: During the year	49.84	29.12
<b>Total</b>	<b>97.84</b>	<b>48.00</b>

### Notes 7 : Other Non Current Assets

Particulars	As at 31st March 2024	As at 31st March 2023
VAT Appeal Fees (FY 2010-11)	0.19	0.19
Prepaid Expenses	-	218.02
<b>Total</b>	<b>0.19</b>	<b>218.20</b>

### Notes 8 : Inventories

Particulars	As at 31st March 2024	As at 31st March 2023
i. Inventories shall be classified as		
a. Raw materials		
b. Work-in-progress	15.31	38.00
c. Finished goods	603.41	1,292.88
d. Stock-in-trade (in respect of goods acquired for trading)	17.17	-
e. Stores and spares	-	-
f. Loose tools and	-	-
g. Others (specify nature).	-	-
	<b>635.90</b>	<b>1,330.88</b>
ii. Goods-in-transit shall be disclosed under the relevant sub-head of inventories.	-	-
<b>Total</b>	<b>635.90</b>	<b>1,330.88</b>

### Notes 9 : Trade Receivables

Particulars	As at 31st March 2024	As at 31st March 2023
i. Trade Receivables		
a. Trade Receivables considered good – Secured;	-	-
b. Trade Receivables considered good – Unsecured;	1,797.30	1,182.74
c. Trade Receivables which have significant increase in Credit Risk; and	-	-
d. Trade Receivables – credit impaired.	-	-
<b>Total</b>	<b>1,797.30</b>	<b>1,182.74</b>

# Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

## Trade Receivables ageing schedule- 31st March, 2024

Particulars	Outstanding for following periods from due date of payment					
	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	1,488.95	115.52	92.09	52.46	48.28	1,797.30
(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	-	-	-	-	-	-
<b>Grand total</b>	<b>1,488.95</b>	<b>115.52</b>	<b>92.09</b>	<b>52.46</b>	<b>48.28</b>	<b>1,797.30</b>

## Trade Receivables ageing schedule- 31st March, 2023

Particulars	Outstanding for following periods from due date of payment					
	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	746.21	195.60	154.81	14.64	71.48	1,182.74
(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	-	-	-	-	-	-
<b>Grand total</b>	<b>746.21</b>	<b>195.60</b>	<b>154.81</b>	<b>14.64</b>	<b>71.48</b>	<b>1,182.74</b>

## Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

### Notes 10 : Cash & cash Equivalents

Particulars	As at 31st March 2024	As at 31st March 2023
Cash-in-hand	21.21	24.20
Bank Accounts	23.29	44.87
<b>Total</b>	<b>44.50</b>	<b>69.07</b>

### Notes 11 : Current Tax Assets

Particulars	As at 31st March 2024	As at 31st March 2023
GST (TDS) Receivable	0.21	5.16
TDS Receivable	87.15	97.40
Income Tax Refund ( A.Y. 15-16)	0.78	0.78
Receivable From NBFC (TDS)	11.85	5.46
TCS Receivable	1.25	0.59
<b>Total</b>	<b>101.24</b>	<b>109.38</b>

### Notes 12 : Other Current Assets

Particulars	As at 31st March 2024	As at 31st March 2023
Advance against Salary	11.72	9.99
Dividend Receivable	0.04	0.08
Prepaid Expenses	509.62	67.81
Prepaid Insurance	1.56	2.08
Advance to Suppliers	525.42	334.31
Others	1.00	4.05
<b>Total</b>	<b>1,049.35</b>	<b>418.32</b>

### Notes 13 : Equity Share Capital

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Authorised</b>		
1,50,00,000 Equity Shares (Previous Year's 1,00,00,000) of Rs. 10/- Par Value	15,000.00	15,000.00
<b>Issued, Subscribed and Paid up Capital</b>		
5,02,320 Equity Shares WITH ALL RIGHT of ₹ 10/- Par Value	50.23	50.23
25,11,600 Bonus Shares issued from Reserve & Surplus in 1:5 ratio of 5,02,320 shares	251.16	251.16
12,00,000 Equity Shares WITH ALL RIGHT of ₹ 10/- Par Value	120.00	120.00
12,00,000 Equity Shares WITH ALL RIGHT of ₹ 10/- Par Value	120.00	120.00
54,13,920 Bonus Shares issued from Reserve & Surplus in 1:1 ratio of 54,13,920 shares 5,41,39,200	541.39	541.39
<b>Total</b>	<b>1,082.78</b>	<b>1,082.78</b>

# Notes to Accounts for the year ended March 31, 2024

(All amount in Rupees lakhs, unless otherwise stated)

## a. Reconciliation of the Number of Shares Outstanding

Particulars	As at 31st March 2024		As at 31st March 2023	
	Number of Share	% Held	Number of Share	% Held
Shares Outstanding at the beginning of the year	1,08,27,840		1,08,27,840	
(+) Shares Issued during the year	-		-	
(+) Bonus Shares Issued during the year	-		-	
(-) Shares bought back during the year				
<b>Shares Outstanding at the end of the year</b>	<b>1,08,27,840</b>		<b>1,08,27,840</b>	

## b. Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders

## c. Details of shareholders holding more than 5% shares in the Company

Particulars	As at 31st March 2024		As at 31st March 2023	
	Number of Share	% Held	Number of Share	% Held
Dinesh Muddu Kotian	60,43,018	55.81%	60,43,018	55.81%
Santa Ghosh	6,80,544	6.29%	5,73,876	5.30%

## d) Share held by the promoters at the end of the year

### Equity share of Rs. 10 each

Particulars	As at 31st March, 2024			As at 31st March, 2023		
	Number of Share	% Holding	% Change	Number of Share	% Holding	% Change
Dinesh Muddu Kotian	60,43,018	55.81%	-	66,43,018	55.81%	-
Santhosh Muddu Kotian	59,553	0.55%	-	59,553	0.55%	-

- e) There is no Equity share reserved for issue under options and contracts/ commitments for the sale of share.
- f) There are no securities convertible into equity/preference shares.
- g) There are no calls unpaid on any equity shares.
- h) There are no forfeited shares.

## Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

### Notes 14 : Other Equity

Particulars	As at 31st March 2024	As at 31st March 2023
<b>A) Securities Premium</b>		
Opening Balance	908.43	908.43
Add : Premuim Received during the year	-	-
Less : Write off of expenses related to issue of Shares	-	-
Less : Bonus Share issued	-	-
<b>Closing Balance</b>	<b>908.43</b>	<b>908.43</b>
<b>B) General Reserve</b>		
Opening Balance	81.56	47.34
Add : Transferred From Surplus in Statement of Profit And Loss	50.40	34.22
Less : Finance Cost adjustment on leases as per IND AS 116	-	-
Less : Dividend	-	-
<b>Closing Balance</b>	<b>131.96</b>	<b>81.56</b>
<b>C) Surplus in Statement of Profit and Loss</b>		
Balance brought forward from previous year	788.45	491.30
Add: Transferred From Surplus in Statement of Profit And Loss	503.95	342.19
Less : General Reserve	(50.40)	(34.22)
Less: Dividend	(16.24)	(10.83)
Tax on Dividend	-	-
Add : Provision for Tax (A.Y.2013-14)	-	-
Less : Reversal of Excess IT Provision for F.Y. 2020-21	-	-
<b>Closing Balance</b>	<b>1,225.76</b>	<b>788.45</b>
<b>D) Fair Value Reserve OCI</b>		
Opening Balance	(0.84)	(1.59)
Add/(Less): Changes due to Fair value of Investment	3.85	0.75
<b>Closing Balance</b>	<b>3.01</b>	<b>(0.84)</b>
<b>E) OCI Changes in DBO</b>		
Opening Balance	1.11	0.44
Add/(Less): Changes due to provision for Gratuity	2.75	0.67
<b>Closing Balance</b>	<b>3.86</b>	<b>1.11</b>
<b>Total ( D+E)</b>	<b>6.88</b>	<b>0.27</b>
<b>F) Reserves &amp; Surplus- For Transition</b>		
Opening Balance	(1.22)	(1.22)
Add: Adjustments	-	-
<b>Closing Balance</b>	<b>(1.22)</b>	<b>(1.22)</b>
<b>Grand Total (A+B+C+D+E+F)</b>	<b>2,271.81</b>	<b>1,777.48</b>

# Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

## Notes 15 : Borrowings

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Long term borrowings</b>		
<b>Secured</b>		
Term loans		
i. From banks	95.62	36.35
<b>Unsecured</b>		
b. Term loans		
i. From banks	459.97	397.57
ii. From other parties		
<b>Total</b>	<b>555.59</b>	<b>433.92</b>

## Notes 16 : Lease Liability

Particulars	As at 31st March 2024	As at 31st March 2023
Lease Liability	233.19	143.77
<b>Total</b>	<b>233.19</b>	<b>143.77</b>

## Notes 17 : Short Term Borrowings

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Current borrowings</b>		
<b>Secured Term Loans</b>		
i. From Banks	44.17	23.55
<b>Loans repayable on demand</b>		
i. From Banks	654.74	416.03
<b>Unsecured Term Loans</b>		
i. From Banks	291.69	214.32
<b>Total</b>	<b>990.59</b>	<b>653.90</b>

## Note 18 : Trade Payable

Particulars	As at 31st March 2024	As at 31st March 2023
(a) Total outstanding dues of micro enterprises and small enterprises	-	-
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	604.93	301.50
<b>Total</b>	<b>604.93</b>	<b>301.50</b>

## Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	491.28	27.08	78.02	8.54	<b>604.93</b>
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Grand Total</b>	<b>491.28</b>	<b>27.08</b>	<b>78.02</b>	<b>8.54</b>	<b>604.93</b>

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	197.95	86.34	8.20	9.00	<b>301.50</b>
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Grand Total</b>	<b>197.95</b>	<b>86.34</b>	<b>8.20</b>	<b>9.00</b>	<b>301.50</b>

### Notes 19 : Other Current Liabilities

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Other current Liabilities</b>		
Salary Payable	34.07	21.66
Defined benefit Obligation	15.33	13.12
Rent Deposit	4.75	4.75
Advance from Debtors	17.20	24.79
<b>Total</b>	<b>71.35</b>	<b>64.32</b>

### Notes 20 : Short Term Provision

Particulars	As at 31st March 2024	As at 31st March 2023
Audit Fees Payable	3.38	-
Dividend Payable	0.08	-
Employee bebenefit	-	1.55
Provision for Income Tax	185.00	154.50
Provision for other expenses	1.77	6.34
<b>Total</b>	<b>190.23</b>	<b>162.38</b>

# Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

## Notes 21 : Current Tax Liabilites (Net)

Particulars	As at 31st March 2024	As at 31st March 2023
Goods & Service Tax	(50.22)	62.98
TDS Payable	50.71	17.45
PF Employee Contribution	2.32	1.02
Profession Tax ( Staff )	0.16	0.18
ESIC Employee Contribution	1.35	0.09
<b>Total</b>	<b>4.32</b>	<b>81.72</b>

## Note No. 22 : Revenue from operations

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Sale of Services</b>		
Courier Charges & Transportation Charges Received	365.38	2,397.41
Printing Charges Received	1,138.77	2,114.15
Record Management charges & Scanning charges	2,298.65	260.13
Newspaper Agency Sales	162.64	201.57
Stamp & Frank Sales	60.77	82.10
Manpower Supply	123.16	-
<b>Sale of Goods</b>		
Trading	1,554.73	-
<b>Total</b>	<b>5,704.10</b>	<b>5,055.36</b>

## Note No. 23 : Other income

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Interest</b>		
FD Interest	0.67	0.63
Interest on Deposit	3.27	-
<b>Dividend Income</b>	-	0.20
<b>Other non-operating income</b>		
Discount Received	0.06	0.10
Long term capital loss	-	(0.00)
Other	-	-
Rent Income	16.92	16.92
<b>Total</b>	<b>20.92</b>	<b>17.84</b>



## Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

### Note No. 24: Cost of Material Consumed

Particulars	As at 31st March 2024	As at 31st March 2023
Purchases	1,737.76	2,165.63
Add: Direct Expense	731.08	819.63
<b>Total</b>	<b>2,468.84</b>	<b>2,985.27</b>

### Note No. 25: Purchase of Stock in Trade

Particulars	As at 31st March 2024	As at 31st March 2023
Purchases	250.34	665.89
<b>Total</b>	<b>250.34</b>	<b>665.89</b>

### Note No. 26: Changes in Inventories of Finished Goods, Work-In-Progress and Stock-in-Trade

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Opening</b>		
Stock in Trade	1,292.88	1,000.40
WIP Stock	38.00	21.13
	<b>1,330.88</b>	<b>1,021.53</b>
<b>Closing</b>		
Stock in Trade	620.59	1,292.88
WIP	15.31	38.00
	<b>635.90</b>	<b>1,330.88</b>
<b>Increase/Decrease</b>		
Stock in Trade	<b>694.97</b>	<b>(309.34)</b>

### Note No. 27: Employees Benefits Expenses

Particulars	As at 31st March 2024	As at 31st March 2023
Salaries, Wages & Bonus	289.49	185.46
PF Employer Contribution & Admin Charges on PF	14.76	14.54
ESIC Employer Contribution	4.44	4.88
Professional Tax- Employer	-	0.08
Current Service Cost	4.03	3.60
Interest Cost ( Employee Benefit )	0.93	0.64
Directors Remuneration	-	37.48
Staff Welfare Expenses	24.44	21.45
<b>Total</b>	<b>338.10</b>	<b>268.12</b>

# Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

## Note No. 28: Finance Costs

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Interest Expenses</b>		
Interest on OD	66.98	38.61
Interest on Term Loan	114.31	61.40
<b>Financial &amp; Bank Charges</b>		
Bank Charges	0.56	0.56
Processing Charges & Prepayment Charges	19.42	8.92
Stamp Duty Charges	0.53	1.79
<b>Finance Cost for Leases</b>	42.40	21.21
<b>Total</b>	<b>201.27</b>	<b>132.48</b>

## Note No. 29: Depreciation and Amortisation Expense

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Depreciation &amp; Amortisation</b>		
Depreciation Tangible Assets	428.63	185.15
Amortisation Intangible Assets	-	-
ROU Assets (Amortisation)	82.54	55.87
Goodwill W/O	20.61	20.61
<b>Total</b>	<b>531.78</b>	<b>261.63</b>

## Note No. 30 : Other Expenses

Particulars	As at 31st March 2024	As at 31st March 2023
Advertisement	54.63	38.26
Business Promotion	120.91	126.43
Commission	0.38	152.49
Consultancy Fees	10.11	26.12
Conveyance Expenses	5.43	4.70
Vehicle Expenses	10.70	1.27
Discount	0.03	0.00
Electricity Charges	18.15	20.56
ROC Charges	2.66	1.53
Insurance Charges	8.44	6.42
Interest & penalty	0.90	4.68
Legal & Professional Fees	10.04	69.99
Office Expenses	86.14	10.09
Office Rent	21.15	8.72
Printing & Stationery	9.67	48.95
Repairs & maintance	118.42	46.32
Security Charges	2.88	0.79
Support Services	31.74	-

## Notes to Accounts for the year ended *March 31, 2024*

Telephone	2.49	2.14
Tender Fees	1.46	1.11
Travelling Expenses	18.85	17.27
Toll Expenses	0.24	0.24
Renewal Charges	-	1.66
Sundry Balance Written off	18.61	0.05
Loading & Unloading charges	1.17	0.14
Listing Fees	5.85	11.90
Others	1.53	6.16
Donation	0.50	-
<b>Payment to Statutory Auditors</b>		
Audit Fees	3.00	3.00
<b>Total</b>	<b>566.07</b>	<b>610.97</b>

### Notes 31 : Earning Per Share

Particulars	Quarter ended 31st Mar 2024	Quarter ended 31st Dec 2023	Quarter ended 31st Mar 2023	Year ended 31st Mar 2024	Year ended 31st Mar 2023
Net Profit after Tax	298.95	153.08	162.89	503.95	332.81
Weighted average number of equity shares of ₹ 10/- each (Nos)	108.28	108.28	108.28	108.28	108.28
<b>EPS - Basic and Diluted (per share in ₹)</b>	<b>2.76</b>	<b>1.43</b>	<b>1.50</b>	<b>4.65</b>	<b>3.08</b>

### Notes 32 : Contingent Liabilities

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Contingent Liabilities not provided for in respect of :</b>		
<b>Guarantees, Undertakings &amp; Letter of Credit</b>	-	-
Bank Guarantees issued by the Company's Bankers on behalf of the Company. *	-	-
	-	-

### Notes 33 : Corporate Social Responsibility

Particulars	As at 31st March 2024	As at 31st March 2023
a. Amount Required To Be Spent By The Company During The Year	-	-
b. Amount Of Expenditure Incurred	-	-
c. Shortfall At The End Of The Year	-	-
d. Total Of Previous Years Shortfall	-	-
e. Nature Of CSR Activities	-	-
	-	-

# Notes to Accounts for the year ended March 31, 2024

(All amount in Rupees lakhs, unless otherwise stated)

## Notes 34 : Employee Benefits

### a) Description of the type of the plan

#### Defined Benefit Plan - Gratuity

The Company operates gratuity plan wherein every employee is entitled to the benefit equivalent to 15 days of total basic salary last drawn for each completed year of service. Gratuity is payable to all eligible employees of the Company on retirement, separation, death or permanent disablement, in terms of the provisions of the Payment of Gratuity Act, 1972.

#### Post-Employment Benefits plan defined in a(ii) and a(iii) above typically expose the Company to actuarial risks such as: Salary increase, Discount rate, Morality and Disability and withdrawals

- Salary Increases :- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.
- Discount Rate :- Reduction in discount rate in subsequent valuations can increase the plan's liability.
- Mortality & disability :- Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.
- Withdrawals :- Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

#### b) The following tables set out the status of the gratuity plan, unavailed leave and amounts recognized in the Company's financial statements.

i) <b>Change in benefit obligations</b>	<b>As at 31st March 2024</b>	<b>As at 31st March 2023</b>
<b>Present value of obligation as at beginning of the year</b>	13.12	9.55
Interest Cost	0.93	0.64
Current Service Cost	4.03	3.60
Due to change in financial Assumptions	-	-0.54
Due to experience adjustments	-	-0.13
Benefits paid	-	-
Actuarial (Gain)/Loss on obligation	<b>(2.75)</b>	-
<b>Present value of obligation as at the end of the year</b>	<b>15.33</b>	<b>13.12</b>
ii) <b>Fair Value of Plan Assets</b>	-	-
iii) <b>Net Assets/(Liability) (ii-i)</b>	<b>(15.33)</b>	<b>(13.12)</b>
iv) <b>Amount recognised in Statement of Profit and Loss</b>	<b>As at 31st March 2024</b>	<b>As at 31st March 2023</b>
Service cost	4.03	3.60
Net Interest cost	0.93	0.64
Actuarial (gain) /loss for the year	-	-
<b>Expense recognized in the Income Statement</b>	<b>4.96</b>	<b>4.24</b>
v) <b>Amount Recognised in Other Comprehensive Income (OCI)</b>	<b>As at 31st March 2024</b>	<b>As at 31st March 2023</b>
Actuarial (Gain)/Loss for the year on Projected Benefit Obligation	(2.75)	(0.67)
<b>Expense Recognized in the Income Statement</b>	<b>(2.75)</b>	<b>(0.67)</b>

## Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

<b>vi) Principal Actuarial Assumptions</b>	<b>As at 31st March 2024</b>	<b>As at 31st March 2023</b>
i) Discount rate (p.a.)	7.20%	7.45%
ii) Future salary increase (p.a.)	5.00%	5.00%
<b>vii) Demographic Assumptions</b>	<b>As at 31st March 2024</b>	<b>As at 31st March 2023</b>
i) Retirement age	60 Yrs	60Yrs
<b>ii) Mortality Rates Inclusive of Provision for Disability</b>		
25 & Below	15.00%	15.00%
25 to 35	12.00%	12.00%
35 to 45	9.00%	9.00%
45 to 55	6.00%	6.00%
55 & Above	3.00%	3.00%
<b>iii) Withdrawal Rate</b>		
20	0.09%	0.09%
30	0.10%	0.10%
40	0.17%	0.17%
50	0.44%	0.44%
60	1.12%	1.12%
<b>viii) Expected Contributions for the Next Annual Reporting Period</b>	<b>As at 31st March 2024</b>	<b>As at 31st March 2023</b>
Expected expense for the next annual reporting period	-	-
<b>ix) Sensitivity Analysis of the Defined Benefit Obligation</b>	<b>As at 31st March 2024</b>	
	<b>Amount</b>	<b>(% change )</b>
<b>Impact of the change in discount rate</b>		
Impact due to increase of 0.5%	14.76	-3.72%
Impact due to decrease of 0.5%	15.94	3.98%
<b>Impact of the change in salary growth</b>		
Impact due to increase of 0.5%	15.95	4.04%
Impact due to decrease of 0.5%	14.74	-3.81%
<b>Impact of the change in Withdrawal rate</b>		
Impact due to increase of 110%	15.36	0.20%
Impact due to decrease of 90%	15.28	-0.29%
<b>x) Maturity Profile of Defined Benefit Obligation</b>	<b>As at 31st March 2024</b>	
	<b>Cashflow</b>	<b>Distribution (%)</b>
01 Apr 2021 to 31 Mar 2022	1.55	5.10%
01 Apr 2022 to 31 Mar 2023	1.31	4.30%
01 Apr 2023 to 31 Mar 2024	1.10	3.60%
01 Apr 2024 to 31 Mar 2025	1.17	3.90%
01 Apr 2025 to 31 Mar 2026	1.25	4.10%
01 Apr 2026 Onwards	8.30	27.40%

## Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

Maturity Profile of Defined Benefit Obligation	As at 31st March 2023	
	Cashflow	Distribution (%)
01 Apr 2022 to 31 Mar 2023	1.22	4.50%
01 Apr 2023 to 31 Mar 2024	1.02	3.70%
01 Apr 2024 to 31 Mar 2025	1.09	4.00%
01 Apr 2025 to 31 Mar 2026	0.92	3.40%
01 Apr 2026 to 31 Mar 2027	1.17	4.30%
01 Apr 2027 Onwards	7.22	26.50%

### Notes 35 : Related Party Transactions

In accordance with the requirement of IndAS 24 on Related Parties notified under the Companies (Indian Accounting Standards) Rules, 2015, the name of related parties where control exists and / or with whom transactions have taken place during the year and description of relationships, as identified and certified by the Management are:

#### a) List of related parties and nature of relationship where control exists:

##### Key Managerial Personnel

Name of Related Parties	Description of Relationship
D.J. Corporation	Directors stake 100%
Dynamic Superways & Exports Ltd.	Common Directors
Jayeshree Poojari	Mr.Dinesh Kotian, Director's sister
Dinesh Muddu Kotian	Managing Director
Deepak Pandurang Bhojane	Whole Time Director
Deepak Dattaram Salvi	Whole Time Director
Dhanraj Kunder	Chief Financial officer
Khushboo Mahesh Lalji	Company Secretary and compliance Officer
Santosh Muddu Kotian	Promoter
Dwarka Prasad Gattani	Non executive director
Devadas Alva	Non executive director
Purushottam Mahadeo dalvi	Independent director
Navinchandra Rama Sanil	Independent director
Deeksha Devadiga	Independent director

## Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

### b) Transactions with the related parties for the year

Related Party	Nature of Transaction	For the Year End 31st March 2024	For the Year End 31st March 2023
D.J. Corporation	Sales	117.31	6.00
	Purchase	20.65	58.40
Dynamic Superways & Exports Ltd.	Purchase	Nil	Nil
Dinesh Muddu Kotian	Remuneration	14.85	14.10
	Dividend	9.06	Nil
Deepak Dattaram Salvi	Remuneration	14.23	13.38
	Dividend	0.01	Nil
Deepak Pandurang Bhojane	Remuneration	14.23	13.38
	Dividend	0.01	Nil
Devadas Alva	Dividend	0.01	Nil
Dhanraj Kunder	Remuneration	7.44	Nil
Khushboo Mahesh Lalji	Remuneration	9.00	Nil
Santosh Muddu Kotian	Dividend	0.09	Nil
Jayeshree Poojari	Remuneration	1.02	1.02

### c) Outstanding balances as at the year end

Related Party	Nature of Transaction	As at 31 March 2024	As at 31 March 2024
D.J. Corporation	Sales	111.31	Nil
	Purchase	Nil	7.84
Dynamic Superways & Exports Ltd.	Purchase	Nil	Nil
Dinesh Muddu Kotian	Remuneration	3.20	1.53
Deepak Dattaram Salvi	Remuneration	3.86	0.70
Deepak Pandurang Bhojane	Remuneration	6.21	0.70
Jayeshree Poojari	Remuneration	0.23	Nil
Dhanraj Kunder	Remuneration	Nil	0.45
Khushboo Mahesh Lalji	Remuneration	0.70	0.55

# Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

## Notes 36 : Financial instruments

### Fair value measurements

Following table shows the carrying amounts and fair values of financial assets and financial liabilities:

	As at 31 March 2024			As at 31 March 2023		
	Amortised Cost	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI
<b>Financial Assets</b>						
Investment	-	-	10.04	-	-	6.19
Trade Receivables	1,797.30	-	-	1,182.74	-	-
Cash and Cash Equivalents	44.50	-	-	69.07	-	-
Loans and advances	98.59	-	-	101.30	-	-
Others						
	<b>1,940.39</b>	<b>-</b>	<b>10.04</b>	<b>1,353.11</b>	<b>-</b>	<b>6.19</b>
<b>Current</b>	<b>1,894.53</b>	<b>-</b>	<b>-</b>	<b>1,302.84</b>	<b>-</b>	<b>6.19</b>
<b>Non-Current</b>	<b>45.86</b>	<b>-</b>	<b>10.04</b>	<b>50.27</b>	<b>-</b>	<b>-</b>
<b>Financial Liabilities</b>						
Borrowings	1,546.18	-	-	1,087.82	-	-
Trade Payables	604.93	-	-	301.50	-	-
Other Financial Liabilities	-	-	-	-	-	-
	<b>2,151.11</b>	<b>-</b>	<b>-</b>	<b>1,389.32</b>	<b>-</b>	<b>-</b>
<b>Current</b>	<b>1595.52</b>	<b>-</b>	<b>955.40</b>	<b>955.40</b>	<b>-</b>	<b>-</b>
<b>Non-Current</b>	<b>555.59</b>	<b>-</b>	<b>433.92</b>	<b>433.92</b>	<b>-</b>	<b>-</b>

### Fair Value hierarchy

The following tables shows the levels in the fair value hierarchy of financial assets and financial liabilities

	Fair value Measurement		
	Level 1	Level 2	Level 3
<b>As at 31 March 2024</b>			
<b>Financial Assets</b>			
Investment	10.04	-	-
Trade Receivables	-	-	1,797.30
Cash and Cash Equivalents	-	-	44.50
Loans and Advances	-	-	98.59
Others	-	-	-
<b>Sub-Total</b>	<b>10.04</b>	<b>-</b>	<b>1,940.39</b>
<b>Financial Liabilities</b>			
Borrowings	-	-	1,546.18
Trade Payables	-	-	604.93
Other Financial Liabilities	-	-	-
<b>Sub-Total</b>	<b>-</b>	<b>-</b>	<b>2,151.11</b>



## Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

### As at 31 March 2023

#### Financial Assets

Investment	6.19	-	-
Trade Receivables	-	1,797.30	1,182.74
Cash and Cash Equivalents	-	44.50	69.07
Loans and Advances	-	98.59	101.30
Others	-	-	-
<b>Sub-Total</b>	<b>6.19</b>	<b>1,940.39</b>	<b>1,353.11</b>

#### Financial Liabilities

Borrowings	-	-	1,087.82
Trade Payables	-	-	301.50
Other Financial Liabilities	-	-	-
<b>Sub-Total</b>	<b>-</b>	<b>-</b>	<b>1,389.32</b>

There were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into and out of Level 3 fair value measurements.

### 37 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker regularly monitors and reviews the operating results of the whole group as two segment i.e. "Printing & Record Management and Services etc". Thus, as defined in Ind AS 108 'Operating Segments', the Company's entire business falls under this two operational segment and hence the necessary information has already been disclosed in the balance sheet and the statement of profit and loss.

### 38 Financial risk management objectives and policies

The Company's principal financial liabilities comprise borrowings, security deposits, trade and other payables, etc. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade receivable, security deposit, cash and cash equivalents, etc. that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The management oversees the management of these risks. The management is responsible for formulating an appropriate financial risk governance framework for the Company and periodically reviewing the same. The management ensures that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The management reviews and agrees policies for managing each of these risks, which are summarised below.

#### (a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, foreign currency risk and Equity price risk.

#### (i) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Since the Company has borrowings, therefore Company is exposed to such risk.

## Notes to Accounts for the year ended March 31, 2024

Sensitivity Analysis of the Interest Rate	Year Ended 31st March 2024	Year Ended 31st March 2023
Impact of the change in Interest rate		
Interest cost for the reporting Period	-	-
Impact due to increase of 1.00%	(15.46)	(10.88)
Impact due to decrease of 1.00%	15.46	10.88

### (ii) Foreign Currency Risk

The Indian Rupee is the Company's most significant currency. As a consequence, the Company's results are presented in Indian Rupee and exposures are managed against Indian Rupee accordingly.

### (iii) Equity Price Risk

The Company's does not have investment in shares hence the company is not exposed to such risk.

## b) Credit Risk

**Reconciliation of the expected loss provision (allowance for bad and doubtful receivables) made by the Company are as under**

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Opening Balance of Provision</b>	-	-
Add : Additional provision made	-	-
Less : Provision written off (Net Off Bad-Debts)	-	-
<b>Closing Balance of Provision</b>	-	-

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

Credit risk arises mainly from loans, trade receivables and financial assets. The Company maintains a defined credit policy and monitors the exposures to these credit risks on an ongoing basis. None of the trade receivables are credit impaired as on reporting date.

On adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. Based on internal assessment which is driven by the historical experience/ current facts available in relation to default and delays in collection thereof, the expected credit loss for trade receivables is not significant.

The carrying amount of financial assets represents the maximum credit exposure. The Company monitors credit risk very closely both in domestic and export market. The Management impact analysis shows credit risk and impact assessment as low.

## Notes to Accounts for the year ended *March 31, 2024*

(All amount in Rupees lakhs, unless otherwise stated)

### (c) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are fallen due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The following are the contractual maturities of the financial liabilities, including estimated interest payments as at 31st March 2024:

	Carrying Amount	Contractual Cash Flows			
		0-1year	1-5years	>5 years	Total
Borrowings	1,546.18	990.59	555.59	-	1,546.18
Trade Payables	604.93	604.93	-	-	604.93
Other Financial Liabilities	-	-	-	-	-
<b>Total</b>	<b>2,151.11</b>	<b>1,595.52</b>	<b>555.59</b>	<b>-</b>	<b>2,151.11</b>

The following are the contractual maturities of the financial liabilities, including estimated interest payments as at 31st March 2023:

	Carrying Amount	Contractual Cash Flows			
		0-1 year	1-5 years	>5 years	Total
Borrowings	1,087.82	653.90	433.92	-	1,087.82
Trade Payables	301.50	301.50	-	-	301.50
Other Financial Liabilities	-	-	-	-	-
<b>Total</b>	<b>1,389.32</b>	<b>955.40</b>	<b>433.92</b>	<b>-</b>	<b>1,389.32</b>

### 39 Capital management

The company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to its shareholders.

The capital structure of the company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. Management considers the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

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

Adjusted net debt (total borrowings net of cash and cash equivalents, bank deposits and financial liability portion of preference shares and equity shares divided by Adjusted 'equity' (as shown in the balance sheet) added by financial liability portion of preference shares and equity shares.

## Notes to Accounts for the year ended March 31, 2024

### Company's Gearing Ratio

Particulars	As at 31st March 2024	As at 31st March 2023
Total Borrowings	1546.18	1,087.82
Less: Cash and Cash Equivalents	44.5	69.07
Net Debt	1,501.68	1,018.75
Total Equity	3,354.58	2,860.27
<b>Gearing Ratio</b>	<b>0.45</b>	<b>0.36</b>
Equity share capital	1082.78	1,082.78
Other equity	2271.8	1,777.48
<b>Total equity</b>	<b>3,354.58</b>	<b>2,860.27</b>

### Notes 40: Additional Regulatory information

#### a. Ratio

Ratio	Basis	As at 31st March 2024	As at 31st March 2023	Variance
Current Ratio (In times)	Current assets / Current liabilities	1.98	2.50	-21%
Debt Equity Ratio (In times)	Net Debt / Equity	0.45	0.36	24.35%
Debt service coverage ratio (in times)	Earning for debt service/Debt Services	0.91	0.78	16.64%
Return on equity ratio (in %)	Profit after Tax/ shareholder's Equity	15.02%	9.60%	56.49%
Inventory turnover Ratio (in times)	Cost of Goods sold/ Average Inventory	3.47	1.42	144.39%
Trade receivables turnover ratio (in times)	Revenue From operations/Average Trade Receivables	3.83	2.25	70.14%
Trade payables turnover ratio (in times)	Cost of operations/ Average Trade payables	6.00	5.87	2.21%
Net capital turnover ratio (in times)	Revenue From operations/Working Capital	3.13	2.66	17.85%
Net profit ratio (in %)	Net Profit/(Loss) after Tax /Revenue From operation	8.83%	5.43%	62.70%
Return on capital employed (in %)	Earnings Before Interest and Tax / capital Employed	17.58%	13.33%	31.88%

## Notes to Accounts for the year ended *March 31, 2024*

Explanation for the changes in ratio exceeding more than 25% :

Ratio	Reason for Variance more than 25%
Return on Equity Ratio	The Profit of company increased due to increased in revenue from operation and decreased in purchase from Pervious year.
Inventory turnover Ratio	The Closing Stock of Compnay decreased and Decreased in Purchase of Stock in trade from pervious Year.
Trade receivables turnover ratio	The Trade Receiveable has been increased as compared to Changes in Revenue from operation.
Net Profit ratio	Due to Revenue of Compnay Increased and Closing Stock of Company decreased from Pervious year.
Return on Capital employed	Earning has increases in current year as compared to pervious year

### Notes 41: Additional Regulatory Information

#### Details of Benami Property held

The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

#### Details of Loans and advances

The company has not granted any loans and advances to promoters, directors, key managerial personnel (KMPs) and the related parties which are repayable on demand or without specifying any terms or period of repayment.

#### Wilful Defaulter

The company has not been declared as a wilful Defaulter by any Financial Institution or bank as at the date of Balance Sheet.

#### Relationship with Struck off Companies

The Company do not have any transactions with companies struck off.

#### Registration of charges or satisfaction with Registrar of Companies (ROC)

The company has no pending charges or satisfaction which are yet to be registered with the ROC beyond the Statutory period.

#### Compliance with number of layers of companies

The company has complied with the provision of the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

#### Compliance with approved Scheme(s) of Arrangements

There are no Schemes of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

#### Discrepancy in utilization of borrowings

The company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance

#### Utilisation of Borrowed funds and share premium:

- (A) The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries).
- (B) The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party).

## Notes to Accounts for the year ended *March 31, 2024*

The company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall :a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries); orb) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or;b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

### 42 Additional Information

#### Undisclosed income

The Company has no transaction that is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

#### Details of Crypto Currency or Virtual Currency

The company has not traded or invested in Crypto currency or Virtual Currency.

43 Balances of Trade Receivables, Trade Payables, Advances and Deposits received / given, from / to customers are subject to confirmation and subsequent reconciliation.

44 Previous year's figures have been regrouped/reclassified wherever necessary to conform current year's presentation.

For and on behalf of the Board  
**DJ MEDIAPRINT & LOGISTICS LTD.**

#### ADV & Associates

Chartered Accountants  
FRN: 128045W

**Prakash Mandhaniya**  
Partner  
Membership No. 421679

**Place:** Mumbai  
**Dated:** 16.05.2024  
**UDIN:** 24421679BKFSVV7229

**Dinesh M. Kotian**  
(Managing Director)  
DIN: 01919855

**Khushboo M. Lalji**  
(Company Secretary)  
A53405

**Deepak P. Bhojane**  
(Whole Time Director)  
DIN: 02585388

**Dhanraj D. Kunder**  
(Chief Financial Officer)  
608857







**REGISTERED OFFICE**

24, 1<sup>st</sup> Floor, Palkhiwala House, Tara Manzil, 1<sup>st</sup> Dhobi Talao Lane, Mumbai – 400 002.

---

**CORPORATE OFFICE**

UP Warehouse, Mafco Yard, Plot No. 4 to 9, 1<sup>st</sup> Floor, Sector-18, Vashi, Navi Mumbai – 400 703.

---

Email : [sales@djcorp.in](mailto:sales@djcorp.in) | Web : [www.djcorp.in](http://www.djcorp.in)

Phone No. : +91 93231 85444 , +91 91520 55174, +91 9594318559,  
+91 99300 23998, +91 84229 00507