

Date: 3rd July, 2024

To,
The Manager,
Department of Corporate Services,
BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Scrip Code: 532742

Dear Sir/Madam,

Sub: Submission of 51st Annual Report of the Company for the financial year ended 31st March, 2024

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a copy of the 51st Annual Report of the Company for the financial year ended 31st March, 2024.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
For Paushak Limited

Sagar Gandhi
Company Secretary

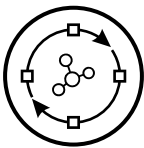
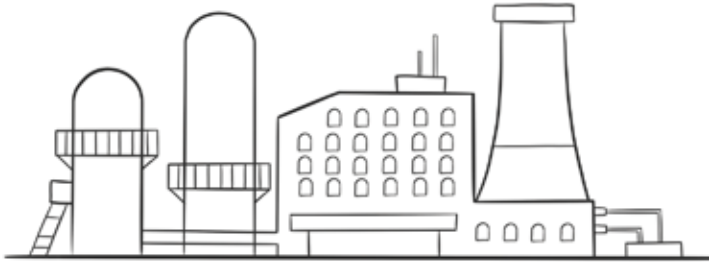
Encl.: A/a.

Paushak Limited

CIN: L51909GJ1972PLC044638,
PAN: AAACD5006G
Panelav, Taluka Halol, Dist. Panchmahal, Gujarat, (INDIA) - 389 350.
Phone: +91-2676-664403 / 664412

Regd. Office: Alembic Road, Vadodara, Gujarat, (INDIA) - 390 003.
Phone: +91-265-2280550 / 2280880 / 6637300
www.paushak.com • investors@paushak.com





51ST ANNUAL REPORT 2023-24

PAUSHAK
Your Strategic Source For Phosgene Derivatives

PAUSHAK LIMITED

Board of Directors

Mr. Chirayu Amin
Chairman

Mr. Amit Goradia (upto 31st March, 2024)
Independent Director

Mr. Vijay Gandhi (upto 31st March, 2024)
Independent Director

Mr. Atul Patel
Independent Director

Ms. Roopa Patel
Independent Director

Dr. Tushar Shah (w.e.f. 1st August, 2023)
Independent Director

Mr. Udit Amin
Director

Mr. Abhijit Joshi
Whole-time Director & CEO

Chief Financial Officer

Ms. Kirti Shah

Company Secretary

Ms. Manisha Saraf (upto 31st March, 2023)
Mr. Sagar Gandhi (w.e.f. 1st April, 2023)

Statutory Auditors

Haribhakti & Co. LLP
Chartered Accountants
705, Leela Business Park, 7th Floor,
Opp. Leela Hotel, Airport Road,
Metro Station, Andheri Kurla Road,
Andheri East, Mumbai – 400 059.

Registrar and Share Transfer Agents

Link Intime India Private Limited
“Geetakunj” 1, Bhakti Nagar Society,
Behind ABS Tower, Old Padra Road,
Vadodara – 390 015.
Tel: +91 265 3566768 / +91 265 3566826
e-mail: vadodara@linkintime.co.in
Website: www.linkintime.co.in

Registered Office

Alembic Road, Vadodara – 390 003.
Tel : +91 265 6637000
Email ID : investors@paushak.com
Website : www.paushak.com
CIN : L51909GJ1972PLC044638

Stock Exchange

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.
Code: 532742 | PAUSHAKLTD

Manufacturing Facility

Panelav, Tal. Halol,
Dist. Panchmahal – 389 350. Gujarat.

NOTICE

NOTICE is hereby given that the **51st Annual General Meeting (“AGM”)** of the Members of **Paushak Limited** will be held on **Friday, the 2nd August, 2024 at 5:00 p.m. IST** through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon.
2. To declare Dividend on Equity Shares for the financial year 2023-24.
3. To appoint a Director in place of Mr. Udit Amin (DIN: 00244235), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. **Appointment of Mr. Tanuj Patel (DIN: 00016788) as an Independent Director of the Company:**

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

“**RESOLVED THAT** pursuant to provisions of Sections 149, 150, 152, 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 17(1A), 17(1C), 25(2A) and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations, 2015”) (including any statutory modification(s) / amendment(s) / re-enactment(s) thereof), the Articles of Association of the Company and on the basis of the recommendation and approval of the Nomination and Remuneration Committee (“NRC”) and the Board of Directors of the Company (“Board”) respectively, Mr. Tanuj Patel (DIN: 00016788), in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of a Director, be and is hereby appointed as an Independent Director of the Company at this 51st Annual General Meeting (“AGM”), not liable to retire by rotation, and to hold office for a term of (5) five consecutive years w.e.f. 2nd August, 2024 upto 1st August, 2029.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts, deeds and things, necessary and expedient to give effect to this resolution.”

5. **Payment of commission to Mr. Udit Amin (DIN: 00244235), Non-Executive Director of the Company for the financial year 2023-24:**

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 17(6)(ca) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations, 2015”), the applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder (“the Act”) (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto), recommendations of the Nomination and Remuneration Committee (“NRC”) and the Board of Directors of the Company (“Board”) and subject to the maximum remuneration approved by the members at the 49th Annual General Meeting held on 9th August, 2022, approval of the members of the Company be and is hereby accorded for payment of commission of ₹ 165 Lacs amounting to 2.87 % of the net profits of the Company, computed in accordance with the mechanism provided under Section 198 of the Act to Mr. Udit Amin (DIN: 00244235) for the financial year ending on 31st March, 2024, in addition to the sitting fees and reimbursement of expenses being paid by the Company for participating in the Board/Committee Meetings of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts, deeds and things, necessary and expedient to give effect to this resolution.”

6. **Ratification of Remuneration to the Cost Auditors for the Financial Year 2024-25:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder (“the Act”) (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto), the remuneration payable to M/s. Santosh Jejurkar & Associates, Cost Accountants having Firm Registration No. 102697 appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2024-25, amounting to ₹ 0.40 Lacs plus applicable taxes, travelling and other out-of-pocket expenses incurred by them in connection with the aforesaid audit, be and is hereby ratified and confirmed.”

NOTES:

1. Pursuant to the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs ("MCA") and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 issued by Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as the "Circulars"), companies are allowed to hold the Annual General Meeting ("AGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company will be held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. Since this AGM is being held through VC / OAVM, pursuant to the aforesaid Circulars, physical attendance of the Members has been dispensed with. **Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.**
3. In compliance with the aforesaid Circulars, Notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose e-mail address are registered with the Company / Depositories. Members may note that the Notice of the AGM and Annual Report will also be available on the Company's website at www.paushak.com, website of stock exchange i.e. BSE Limited ("BSE") at www.bseindia.com and on the website of National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com
4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. The explanatory statement, pursuant to Section 102(1) of the Act relating to business set out under Item no. 4 to 6 of the accompanying Notice are annexed hereto.
6. The details of the Directors seeking appointment/re-appointment at the AGM, pursuant to the provisions of Regulation 36(3) of the SEBI Listing Regulations, 2015, para 1.2.5 of the Secretarial Standards on General Meetings (SS-2) and other applicable provisions, are provided in Annexure – A to this Notice.
7. All documents referred to in the Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send a request from their registered e-mail ID mentioning their name, DP ID and Client ID / Folio No., PAN, Mobile No. to the Company at investors@paushak.com.
8. The Company has fixed Friday, the 26th July, 2024 as the "record date" for determining the entitlement of Members to final dividend for the financial year ended 31st March, 2024, if approved at the AGM.
9. The dividend when sanctioned will be made payable on or from 6th August, 2024, electronically through various online transfer modes to those members who have updated their bank account details. To avoid delay in receiving the dividend, members are requested to update their bank details by following the process mentioned at point no. 11 below.
10. Please note that SEBI has mandated that the security holders holding securities in physical form, whose folio(s) do not have PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated, shall be eligible for any dividend payment in respect of such folios, only through electronic mode with effect from 1st April 2024, only upon furnishing all the mentioned details. Therefore, Members holding shares in physical form are requested to update the mentioned details by submitting the appropriate ISR forms with the Company's Registrar & Share Transfer Agent, Link Intime India Pvt. Ltd. ("LIPL" or "RTA") by Friday, the 26th July, 2024, to ensure receipt of dividend.

Relevant FAQs published by SEBI on its website can be viewed at the following link: https://www.sebi.gov.in/sebi_data/faqfiles/jan-2024/1704433843359.pdf
11. Process for registration/update, pertaining to the name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, Power of Attorney (PoA), bank account details such as name of the bank and branch details, bank account number, MICR code and IFSC code, etc.:

- i. In case shares are held in physical mode, members are requested to submit their service requests in the form(s) prescribed under SEBI Master Circular for Registrars to an Issue and Share Transfer Agents bearing no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May, 2024. The form(s) are available on the website of the Company at <https://www.paushak.com/investor-relation.aspx> and on the website of LIIPL at <https://linkintime.co.in/home-KYC.html>
 - ii. In case shares are held in demat mode, members are requested to update the details with their respective Depository Participants.
12. In accordance with the prevailing provisions of the Income Tax Act, 1961, the Company is required to deduct tax at source (TDS) at the prescribed rates on the dividend paid to its shareholders. The TDS rate would vary depending on the residential status of the shareholder and the documents submitted by them and accepted by the Company. Therefore, the members are requested to update their PAN to avoid deduction of tax at higher rate by complying with the process mentioned hereunder.

Members are requested to visit the website of LIIPL and upload applicable documents such as Form 15G / 15H, documents u/s. 196, 197A, FPI Registration Certificate, Tax Residency Certificate, Lower Tax Certificate at <https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html> in order to enable the Company to determine the appropriate TDS / withholding tax rate applicable.

13. As per the provisions of Section 125 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended (“IEPF Rules, 2016”), the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund (“IEPF”), a fund constituted by the Government of India under Section 125 of the Act.

Further, in accordance with the provisions of Section 124(6) of the Act and IEPF Rules, 2016, shares on which dividend has not been paid or claimed for seven consecutive years or more, are liable to be transferred to IEPF.

Members who have not claimed dividend for previous year(s) are requested to claim the same by approaching the Company or LIIPL.

The due dates for transfer of unclaimed / unpaid dividend to IEPF are as under:

Date of Declaration of Dividend	Dividend for Financial Year	Proposed Month and Year of Transfer to IEPF
2 nd August, 2017	2016-17	September, 2024
6 th August, 2018	2017-18	September, 2025
7 th August, 2019	2018-19	September, 2026
4 th August, 2020	2019-20	September, 2027
3 rd August, 2021	2020-21	September, 2028
9 th August, 2022	2021-22	September, 2029
1 st August, 2023	2022-23	September, 2030

14. All the work related to share registry in terms of both physical and electronic are being conducted by LIIPL at “Geetakunj”, 1, Bhakti Nagar Society, Behind ABS Tower, Old Padra Road, Vadodara – 390015, Tel: +91-265-3566768 / +91-265-3566826, e-mail ID: vadodara@linkintime.co.in. The Shareholders are requested to send their communication to the aforesaid address.
15. The Company has designated an exclusive e-mail ID: investors@paushak.com for redressal of Shareholders’/ Investors’ complaints/ grievances. In case you have any queries, complaints or grievances, then please write to us at the above mentioned e-mail ID.
16. Members may kindly note that in accordance with SEBI Master Circular for Online Resolution of Disputes in the Indian Securities Market bearing no. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated 31st July, 2023 (as amended from time to time), the Company has registered on the SMART ODR Portal (Securities Market Approach for Resolution through Online Disputes Resolution Portal). SEBI has specified that a shareholder shall first take up his/her/their grievance with the listed entity by lodging a complaint directly with the concerned listed entity or its RTA and if the grievance is not redressed satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/they can

initiate dispute resolution through the SMART ODR Portal. This platform aims to enhance investor grievance resolution by providing access to Online Dispute Resolution Institutions for addressing complaints. Members may feel free to utilize this online conciliation and/or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between Members and the Company (including RTA). Members can access the SMART ODR Portal via the following link: <https://smartodr.in/login>.

17. Pursuant to SEBI Master Circular for Registrars to an Issue and Share Transfer Agents bearing no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May, 2024, the Company shall issue the securities in dematerialized form only while processing the service request(s) in the form(s) prescribed therein. The form(s) are available on the website of the Company at <https://www.paushak.com/investor-relation.aspx> and on the website of LIPL at <https://linkintime.co.in/home-KYC.html>. It may be noted that any service request can be processed only after the folio is KYC Compliant.

18. Voting through Electronic Means and Declaration of Results:

Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, 2015 and in terms of SEBI Master circular for compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities bearing no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 in relation to e-Voting facility provided by Listed Companies, the Company is pleased to provide its members the facility of casting votes electronically viz. "remote e-voting" (e-Voting from a place other than venue of the AGM), through the e-Voting services provided by NSDL on all the resolutions set forth in this Notice.

Mr. Chirayu Amin, Chairman of the Company and in his absence Mr. Udit Amin, Director or Mr. Abhijit Joshi, Whole-time Director & CEO of the Company, will declare the e-Voting results based on the Scrutinizer's Report. The e-Voting results along with Scrutinizer's report will be displayed on the:

- (i) Notice Board of the Company at its Registered Office;
- (ii) Company's website www.paushak.com;
- (iii) NSDL's website www.evoting.nsdl.com; and
- (iv) Stock exchange's website www.bseindia.com

The instructions for casting your vote electronically are as under:

- i. The remote e-Voting period begins on Tuesday, the 30th July, 2024 (9:00 a.m. IST) and ends on Thursday, the 1st August, 2024 (5:00 p.m. IST). During this period, members of the Company, holding shares either in physical form or in dematerialised form, as at the cut-off date i.e. Friday, the 26th July, 2024 may cast their vote electronically. The remote e-Voting module shall be disabled by NSDL for voting thereafter.
- ii. The facility for electronic voting system ("e-voting"), shall also be made available at the AGM. The members attending the AGM, who have not cast their votes through remote e-voting, shall be able to exercise their voting rights at the AGM. The members who have already cast their votes through remote e-voting may attend the AGM, but shall not be entitled to cast their votes again at the AGM.
- iii. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if he / she is already registered with NSDL for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

In case of Individual shareholders holding securities in demat mode and who acquires shares of the Company and becomes a member of the Company after sending of this Notice and holding shares as of the cut-off date may follow steps mentioned below under "**Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**". A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

- iv. M/s. Samdani Shah & Kabra, Practicing Company Secretaries, Vadodara, has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
- v. The details of the process and manner for remote e-Voting and e-Voting during the AGM are as under:

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





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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:

In terms of SEBI Master circular for compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities bearing no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023, 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 e-mail ID in their demat account(s) in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDEAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDEAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDEAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member/Creditor’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center; margin-top: 20px;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; margin-top: 20px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user ID and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user may use their existing Myeasi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:

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

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon “Login” which is available under “Shareholder / Member / Creditor” section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

4. Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDeAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
5. Your User ID details are given below :

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

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

Step 2: Cast your vote electronically and join virtual meeting on NSDL e-Voting system

How to cast your vote electronically and join virtual meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select “**EVEN 129042**” of the Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the AGM. For joining virtual meeting, you need to click on “VC / OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed and you will receive a confirmation by way of a SMS on your registered mobile number from depository.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- i) Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI etc.) are required to upload their Board Resolution/Authority Letter by clicking on “Upload Board Resolution/Authority Letter” displayed under “e-Voting” tab on this screen or send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter authorizing person(s) to vote, through their registered E-mail Id to the Scrutinizer at cssamdani@gmail.com with a copy marked to evoting@nsdl.com, atleast 48 hours before the meeting.
- ii) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
- iii) In case of any queries/grievances connected with e-Voting, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of NSDL at www.evoting.nsdl.com or call on 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.com.

19. Instructions for members for attending the AGM through VC / OAVM:

- i) Members will be able to attend the AGM through VC / OAVM or view the live webcast of the AGM provided by NSDL at <https://www.evoting.nsdl.com> following the steps mentioned above for access to NSDL e-Voting system. After successful login, you can see link of VC / OAVM placed under ‘Join General Meeting’ menu against company name. You are requested to click on VC / OAVM link placed under ‘Join General Meeting’ menu.

Members who do not have the User ID and password for e-Voting or have forgotten the User ID and password may retrieve the same by following the remote e-Voting instructions mentioned in this Notice.
- ii) Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and will be available for members on first come first served basis.
- iii) Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail ID mentioning their name, DP ID and Client ID / Folio No., PAN, Mobile No. to the Company at investors@paushak.com from 25th July, 2024 to 30th July, 2024. Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM. Further, Members who would like to have their questions / queries responded to during the AGM, are requested to send such questions / queries in advance within the aforesaid date, by following similar process as mentioned above. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.
- iv) Members who need assistance before or during the AGM, can contact Ms. Pallavi Mhatre, Senior Manager, NSDL on evoting@nsdl.com / 022 - 4886 7000.

20. **Recommendation to the members:**

It is recommended to join the AGM through laptop for better experience. Members are requested to use internet with a good speed to avoid any disturbance during the meeting. Members connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio / video loss due to fluctuation in their data network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

By Order of the Board,

Sd/-

Sagar Gandhi

Company Secretary

Paushak Limited

CIN: L51909GJ1972PLC044638

Regd. Office: Alembic Road, Vadodara – 390 003

Tel: +91 265 6637000

Website: www.paushak.com

e-mail ID: investors@paushak.com

Date: 24th May, 2024

Place: Vadodara

Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 ('Act')

Item No.4

The Board of Directors of the Company ("Board"), based on the recommendation of the Nomination and Remuneration Committee ("NRC"), approved the appointment of Mr. Tanuj Manubhai Patel (DIN: 00016788) as an Independent Director of the Company, not liable to retire by rotation, at this 51st Annual General Meeting ("AGM"), and to hold office for a term of (5) five consecutive years i.e. w.e.f. 2nd August, 2024 upto 1st August, 2029.

According to NRC's and Board's opinion, Mr. Tanuj Patel's experience, expertise and skill sets will further strengthen the functioning of the Board and help the Company in achieving future growth and it is desirable to avail his services as an Independent Director on the Board of the Company. Brief Profile of Mr. Tanuj Patel is as under:

Mr. Tanuj Patel holds a B.S. degree from USA. He was the promoter of ABC Bearings Ltd., a company pioneer in the bearing industry and was the Executive Director of the company. Mr. Tanuj Patel has extensive experience on leadership, manufacturing and other critical areas of business operations. He is on the Board of various companies including Shri Dinesh Mills Limited, Dinesh Remedies Limited and TCL Ceramics Limited.

In the opinion of the Board, Mr. Tanuj Patel fulfils the conditions for appointment of Independent Director as specified in the Act and the SEBI Listing Regulations, 2015 and is independent of the management. He is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act. He has also given his consent to act as a Director as prescribed under Section 152(5) of the Act. The Company has also received a declaration from him under Section 149(7) of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 16(1)(b) and 25(8) of the SEBI Listing Regulations, 2015, that he meets the criteria for independence.

The Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director of the Company.

Mr. Tanuj Patel shall be paid sitting fees for attending the meetings of the Board or Committees thereof and reimbursement of expenses for participating in the Board and other meetings within the limits stipulated under Section 197 of the Act, as may be decided by the Board, from time to time.

Copy of the draft letter of appointment of Mr. Tanuj Patel setting out the terms and conditions of appointment is available for inspection electronically.

The other details as required under the provisions of Regulation 36(3) of the SEBI Listing Regulations, 2015, para 1.2.5 of SS-2 and other applicable provisions, if any, are provided in Annexure – A to this Notice.

In accordance with the provisions of Section 149(8) and 152(2) read with Schedule IV of the Act and Regulations 17(1C) and 25(2A) of SEBI Listing Regulations, 2015, the appointment of an Independent Director is required to be approved at the meeting of the shareholders by way of a special resolution.

Mr. Tanuj Patel will attain the age of 75 years on 7th December, 2025 and hence approval is also sought from members in terms of Regulation 17(1A) of the SEBI Listing Regulations, 2015 for continuation of his directorship as an Independent Director, after his attaining the age of 75 years on 7th December, 2025..

The Board recommends the special resolution as set forth at Item No. 4 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and their relatives has any concern, interest, financial or otherwise in the resolution at Item No. 4 of this Notice.

Item No. 5

The Company had obtained approval from its members by way of a Special Resolution passed at the 49th Annual General Meeting held on 9th August, 2022 for enabling the Board of Directors ("Board") to pay commission of upto 3% of the net profits of the Company, computed in accordance with the mechanism provided under Section 198 of the Act to Mr. Udit Amin, (DIN: 00244235), Non-Executive Director for a period of 5 years w.e.f. the financial year ending 31st March, 2023 and upto the financial year ending 31st March, 2027.

Pursuant to Regulation 17(6)(ca) of the SEBI Listing Regulations, 2015, the Company is also required to obtain approval of shareholders by way of a special resolution, for approving the payment of Commission to Mr. Udit Amin for the financial year 2023-24 as the annual remuneration payable to a single non-executive director exceeds fifty percent of the total annual remuneration payable to all non-executive directors.

Mr. Udit Amin's strategic direction with his expertise and experience across a wide spectrum of functional areas have been shaping and steering the long term strategy and making valuable contributions to the growth of the Company. Under his guidance, the Company plans various growth initiatives for the future. Under his leadership, the Company has effectively navigated the ongoing dual challenge confronting the chemical industry of sluggish global demand add pricing pressure due to dumping by Chinese manufacturers. In order to remunerate Mr. Udit Amin for the responsibilities entrusted upon him, upon recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company have recommended the payment of commission for the financial year 2023-24 in the manner stated in the resolution.

Section 197 of the Act provides that a Non-Executive Director may be paid remuneration in excess of the limits of 1% of the net profits, if the Company by special resolution, authorizes such remuneration. The overall total remuneration payable to the Executive and Non-Executive Directors cumulatively shall not exceed the overall ceiling of 11% of the net profits of the Company stipulated under Section 197 and 198 of the Act.

The Board recommends the resolution as set forth at Item No. 5 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and their relatives other than Mr. Chirayu Amin, Mr. Udit Amin and their relatives, have any concern or interest, financial or otherwise, in the resolution at Item No. 5 of this Notice.

Item No. 6

In accordance with the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to get its Cost Records audited from qualified Cost Accountants. The Board of Directors ("Board") at its meeting held on 3rd May, 2024, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Santosh Jejurkar & Associates, Cost Accountants, to conduct the audit of the Cost Records of the Company for the financial year 2024-25.

In terms of the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is required to be ratified by the Members of the Company.

Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditor for the financial year 2024-25 as set out in the resolution for aforesaid services to be rendered by them.

The Board recommends the resolution as set forth at Item No. 6 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and their relatives thereof has any concern, interest, financial or otherwise in the resolution at Item No. 6 of this Notice.

By Order of the Board,

Sd/-

Sagar Gandhi
Company Secretary

Paushak Limited
CIN: L51909GJ1972PLC044638
Regd. Office: Alembic Road, Vadodara – 390 003
Tel: +91 265 6637000
Website: www.paushak.com
e-mail ID: investors@paushak.com

Date: 24th May, 2024
Place: Vadodara

Details of the Director seeking appointment/re-appointment at the AGM, pursuant to the provisions of Regulation 36(3) of the SEBI Listing Regulations, 2015, para 1.2.5 of SS-2 and other applicable provisions are as under:

Name of the Director	Mr. Udit Amin	Mr. Tanuj Patel
Age	44 years	71 years
Qualification	Graduate in Economics	B.S. degree
Experience	21 years	41 years
Terms and Conditions of appointment/re-appointment along with details of remuneration sought to be paid	Refer Note 1 Below	The details are provided in the resolution at Item No. 4 of this Notice.
Remuneration last drawn (2023-24)	Refer Note 1 Below	N.A.
Nature of expertise in specific functional areas	Management & Leadership	Manufacturing, Management & Leadership
Date of first appointment on to the Board	18 th August, 2006	N.A.
No. of Shares held in the Company as on 31 st March, 2024	25,846	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel	Mr. Udit Amin, Non-executive Director is son of Mr. Chirayu Amin, Chairman of the Company.	Mr. Tanuj Patel does not have any relation with other Directors, Manager and Key Managerial Personnel
Directorship in other companies as on 31 st March, 2024	1. Alembic Limited 2. Shreno Limited	1. Arta Broch Ceramics Pvt. Ltd. 2. Dinesh Remedies Limited 3. Manoway Investments Pvt. Ltd. 4. Saturn Holdings & Properties Pvt. Ltd. 5. Shri Dinesh Mills Limited 6. TCL Ceramics Limited
Chairmanship / Membership of Committees of other Board	Alembic Limited - Member of Corporate Social Responsibility Committee	Shri Dinesh Mills Limited - Chairman of Nomination, Remuneration and Compensation Committee - Member of Audit Committee - Member of Stakeholders Relationship Committee Dinesh Remedies Limited - Member of Audit Committee - Member of Nomination and Remuneration Committee TCL Ceramics Limited - Chairman of Nomination and Remuneration Committee - Member of Audit Committee
Name of the Listed entities from which he resigned in the past three years	Nil	Nil

Note 1 : For other details such as number of meetings of the board attended during the year and remuneration drawn, please refer Corporate Governance Report which is part of this Annual Report.

BOARD'S REPORT

Dear Members,

Your Directors have pleasure in presenting their 51st Annual Report together with the Audited Statement of Accounts for the year ended on 31st March, 2024.

1. Operations and State of Affairs of the Company:

(₹ in Lacs)

Particulars	Year ended on 31 st March, 2024	Year ended on 31 st March, 2023
Revenue from Operations	20,626.08	21,234.61
Other Income	2049.12	905.06
Profit for the year before Interest, Depreciation & Amortization, Exceptional Item and Tax	8,498.25	8,424.74
Less:		
Interest (net)	15.24	31.1
Depreciation & Amortization expense	1,383.80	1,341.72
Add: Exceptional Item	-	170.41
Profit before Tax	7,099.21	7,222.33
Less:		
Tax Expenses	1,663.88	1,821.78
Profit after Tax	5,435.33	5,400.55
Other Comprehensive Income	939.60	(217.62)
Total Comprehensive Income	6,374.93	5,182.93

The Company has prepared the Standalone Financial Statements in accordance with the Companies (Indian Accounting Standards) Rules, 2015 prescribed under Section 133 of the Companies Act, 2013 ("the Act").

2. Transfer to Reserve:

During the year, no amount was transferred to any of the reserves of the Company.

3. Dividend:

The Board of Directors at their meeting held on 3rd May, 2024 has recommended Dividend of ₹ 20/- (200%) per equity share having face value of ₹ 10/- each for the financial year 31st March, 2024 as against ₹ 17.50/- (175%) per equity share having face value of ₹ 10/- each for the previous financial year ended 31st March, 2023.

4. Management Discussion and Analysis Report:

The Management Discussion and Analysis Report as required under Regulation 34 read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), forms part of this Annual Report and is annexed herewith as **Annexure A**. Certain Statements in the said report may be forward-looking. Many factors may affect the actual results, which could be different from what the Directors envisage in terms of the future performance and outlook.

5. Directors:

In accordance with the provisions of the Section 152 and other applicable provisions, if any, of the Act and the Articles of Association of the Company, Mr. Udit Amin (DIN: 00244235), Director of the Company, will retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

During the year under review, Dr. Tushar Shah (DIN: 07756760) was appointed as an Independent Director of the Company w.e.f. 1st August, 2023 by the shareholders vide resolution passed at the Annual General Meeting ("AGM") held on 1st August, 2023.

Mr. Amit Goradia and Mr. V. H. Gandhi, Independent Directors of the Company retired on completion of their tenure effective from 31st March, 2024 end of day. The Board placed on record its appreciation for the valuable contributions made by them.

The Board of Directors based on the recommendation of Nomination and Remuneration Committee has approved the appointment of Mr. Tanuj Patel (DIN: 00016788) as an Independent Director of the Company for a term of (5) five consecutive years w.e.f. approval of his appointment at the ensuing AGM.

6. Key Managerial Personnel:

Mr. Abhijit Joshi, Whole-time Director & Chief Executive Officer (CEO), Ms. Kirti Shah, Chief Financial Officer (CFO) and Mr. Sagar Gandhi, Company Secretary are Key Managerial Personnel of the Company. During the year under review, Mr. Sagar Gandhi was appointed as Company Secretary and Compliance Officer of the Company w.e.f 1st April, 2023.

7. Meetings of the Board:

Four (4) Board Meetings were held during the financial year ended 31st March, 2024. The details of the Board Meetings with regard to their dates and attendance of each of the Directors thereat have been provided in the Corporate Governance Report.

8. Independent Directors:

The Company has received declarations / confirmations from all the Independent Directors of the Company as required under Section 149(7) of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 16(1)(b) and 25(8) of the SEBI Listing Regulations, 2015.

9. Performance Evaluation:

Pursuant to the provisions of the Act, SEBI Listing Regulations, 2015 and Nomination and Remuneration Policy of the Company, the Nomination and Remuneration Committee ("NRC") and the Board has carried out the annual performance evaluation of the Board, its Committee and Individual Directors, by way of individual and collective feedback from Directors. The Independent Directors have also carried out annual performance evaluation of the Chairperson, the non-independent directors and the Board as a whole. Structured questionnaires covering the evaluation criteria laid down by the NRC, prepared after taking into consideration inputs received from Directors, were used for carrying out the evaluation process.

The Directors expressed their satisfaction with the evaluation process.

10. Audit Committee:

In compliance with the requirement of Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations, 2015, the Company has formed an Audit committee. The composition of the Committee is provided in the report on Corporate Governance forming part of this Report. The Committee inter alia reviews the Internal Control System, Scope of Internal Audit, Reports of Internal Auditors, Key Audit Matters presented by the Statutory Auditors and Compliance of various regulations. The Committee also reviews the financial statements before they are placed before the Board. During FY 2023-24, the recommendations of Audit Committee were duly accepted by the Board.

11. Vigil Mechanism/Whistle Blower Policy:

In compliance with requirements of Section 177(9) & (10) of the Act and Regulations 22 of SEBI Listing Regulations, 2015 and applicable provisions, if any, a Vigil Mechanism or Whistle Blower Policy for directors, employees and other stakeholders to report genuine concerns has been established. The same is uploaded on the website of the Company.

The web-link as required under SEBI Listing Regulations, 2015 is as under:

<https://www.paushak.com/pdf/Whistle-Blower-Policy.pdf>

12. Internal Control Systems:

The Company's internal control procedures which include internal financial controls, ensure compliance with various policies, practices and statutes and in keeping in view with the organization's pace of growth and increasing complexity of operations. The internal auditor's team carries out extensive audits across all functional areas and submits its reports to the Audit Committee.

13. Corporate Social Responsibility:

Alembic Group has been proactively carrying out CSR activities since more than fifty years. Alembic Group has established, nurtured and promoted various Non-Profit Organisations focusing on three major areas – Education, Healthcare and Rural Development.

In compliance with requirements of Section 135 of the Act, the Company has laid down a CSR Policy. The composition of the Committee, contents of CSR Policy and report on CSR activities carried out during the financial year ended 31st March, 2024 in the format prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed herewith as **Annexure B**.

14. Policy on Nomination and Remuneration:

In compliance with the requirements of Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, 2015, the Company has laid down a Nomination and Remuneration Policy which has been uploaded on the Company's website.

The web-link as required under the Act is as under:

<https://www.paushak.com/pdf/NR-Policy.pdf>

The salient features of the NRC Policy are as under:

- 1) Setting out the objectives of the Policy.
- 2) Definitions for the purposes of the Policy.
- 3) Policy for appointment and removal of Director, KMP and Senior Management.
- 4) Policy relating to the Remuneration for the Managerial Personnel, KMP, Senior Management Personnel & other employees.
- 5) Remuneration to Non-Executive / Independent Director.

15. Dividend Distribution Policy:

In compliance with the requirements of Regulation 43A of the SEBI Listing Regulations, 2015, the Company has laid down a Dividend Distribution Policy, which has been uploaded on the Company's website.

The web-link as required under SEBI Listing Regulations, 2015 is as under:

<https://www.paushak.com/pdf/Dividend%20Distribution%20Policy.pdf>

16. Related Party Transactions:

Related party transactions that were entered into during the financial year were on arm's length basis and were in ordinary course of business. There were no related party transactions which could be considered material. Hence, there is no information to be provided as required under Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014.

There are no related party transactions made by the Company which may have potential conflict with the interest of the Company.

The Board has approved a policy for related party transactions which has been uploaded on the Company's website. The web-link as required under SEBI Listing Regulations, 2015 is as under:

<https://www.paushak.com/pdf/Policy%20on%20dealing%20with%20Related%20Party%20Transaction.pdf>

17. Corporate Governance Report:

The Report on Corporate Governance as required under Regulation 34 read with Schedule V of the SEBI Listing Regulations, 2015, forms part of this Annual Report.

The certificate from M/s. Samdani Shah & Kabra, Practising Company Secretaries confirming compliance with the conditions of Corporate Governance as stipulated under the aforesaid Schedule V is annexed to the Report on Corporate Governance.

18. Loans, Guarantees or Investments:

During the year under review, the Company has neither granted any Loans nor given any Guarantees falling within the purview of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014. The details of Investments made under the said Section are provided in Notes to Financial Statements at Note No. 3 & 7 of Notes to Financial Statements of the Company.

19. Listing of Shares:

The equity shares of the Company are listed on BSE Limited ("BSE") with security ID / symbol of PAUSHAKLTD. The ISIN for equity shares is INE111F01016. The Company confirms that the annual listing fees to BSE for the financial year 2024-25 has been paid.

20. Auditors:

(a) Statutory Auditors:

In compliance with the provisions of Section 139 of the Act read with the Companies (Audit and Auditors) Rules, 2014, M/s. Haribhakti & Co. LLP, Chartered Accountants (Firm Registration Number: 103523W/W100048) were appointed as the Statutory Auditors of the Company by the members at their 50th AGM held on 1st August, 2023, in place of M/s. Maloo Bhatt & Co., Chartered Accountants (Firm Registration No. 129572W), to hold office till the conclusion of 52nd AGM for the financial year 2024-25.

The Auditor's Report for financial year 2023-24 does not contain any qualification, reservation or adverse remark. The Auditor's Report is enclosed with the financial statements in this Annual Report.

(b) Secretarial Auditors:

The Board of Directors of the Company appointed M/s. Samdani Shah & Kabra, Practising Company Secretaries, to conduct Secretarial Audit of the Company for the financial year 2024-25.

The Secretarial Audit Report of M/s. Samdani Shah & Kabra, Practising Company Secretaries for the financial year 2023-24 is annexed herewith as **Annexure C**. The Secretarial Auditor's Report does not contain any qualification, reservation or adverse remark.

During the year under review, the Company has complied with all the applicable provisions of the Secretarial Standards as prescribed by the Institute of Company Secretaries of India.

(c) Cost Auditors:

The provisions of Section 148(1) of the Act with regard to maintenance of cost records are applicable to the Company and the Company has made and maintained the cost records as specified therein.

M/s. Santosh Jejurkar & Associates, Cost Accountant, has been appointed as Cost Auditor of the Company for conducting audit of the cost records maintained by the Company relating to organic and inorganic chemicals for the financial year 2024-25.

(c) Internal Auditors:

The Board of Directors has appointed M/s. Sharp & Tannan Associates, Chartered Accountants as Internal Auditors of the Company for the financial year 2024-25.

21. Risk Management:

The Company has constituted a Risk Management Committee and formulated a Risk Management Policy which functions as a guiding tool in fulfilling the management's responsibility towards risk management. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Risk Management Committee, Audit Committee and the Board of Directors of the Company.

22. Particulars of employees and related disclosures:

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure D**.

A statement showing the names and other particulars of the employees falling within the preview of Rules 5(2) and 5(3) of the aforesaid rules are provided in the Annual Report. The Annual Report is being sent to the Members of the Company excluding the aforesaid information. The said information is available for inspection at the Registered Office of the Company during working hours and the same will be furnished on request in writing to the Members.

23. Business Responsibility & Sustainability Report:

The Business Responsibility & Sustainability Report as required under Regulation 34(2)(f) of the SEBI Listing Regulations, 2015, forms part of this Annual Report.

24. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo:

The information required under Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014, is annexed herewith as **Annexure E**.

25. Annual Return:

A copy of the Annual Return as required under Section 92(3) and Section 134(3)(a) of the Act has been placed on the Company's website. The web-link as required under the Act is as under: <https://www.paushak.com/notice.aspx>

26. Material Changes:

There have been no material changes and commitments affecting the financial position of the Company since the close of financial year ended 31st March, 2024. Further, it is hereby confirmed that there has been no change in the nature of business of the Company.

27. Other Disclosures:

- a) The Company does not have any subsidiary / associates / joint venture company during the year as well as on 31st March, 2024.
- b) The Auditors of the Company have not reported any instances of fraud committed against the Company by its officers or employees as specified under Section 143(12) of the Act.
- c) The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- d) The Independent Director appointed during the year is a person of integrity and possess expertise, experience and proficiency.
- e) The Company has in place a Policy on prevention of Sexual Harassment in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 and has constituted the Internal Complaints Committee to redress complaints received regarding sexual harassment. During the year, no complaint was received by the Company.
- f) The Company has not invited/accepted any deposits from public.
- g) There are no significant and material orders passed by the Regulators or Courts or Tribunal impacting the going concern status of the Company and its operations in future.
- h) No application was made nor any proceeding is pending under the Insolvency and Bankruptcy Code, 2016.
- i) No settlements have been done with banks or financial institutions.

28. Directors' Responsibility Statement:

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

- a) in preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- c) they have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- d) they have prepared the annual accounts on a going concern basis;
- e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

On behalf of the Board of Directors,

Sd/-

Chirayu Amin
Chairman
DIN: 00242549

Paushak Limited
CIN: L51909GJ1972PLC044638
Regd. Office: Alembic Road, Vadodara – 390 003
Tel: +91 265 6637000
Website: www.paushak.com
e-mail ID: investors@paushak.com

Date: 24th May, 2024
Place: London

MANAGEMENT DISCUSSION AND ANALYSIS

The Company's management provides its own perspective on the operating and financial performance of the Company during financial year 2023-24 and an outlook of the business performance in the coming years as follows:

(A) Industry Structure and Development & Business, Opportunities, Threats & Risks:

Indian Chemical Industry is witnessing a rapid growth since last 5 years as industry has grown at an average rate of 15% during this period. Supply Chain disruptions in last couple of years have forced the world to have China plus one strategy, where India is playing a critical role of reliable partner with sustainability at its core. Majority of the Indian chemical companies are investing to increase their capacities to meet such global demand in coming years. Indian chemicals industry is bracing up for not only meeting the global demand but fostering self-reliance by creating capacities to address growing domestic demand also.

To cater this growing demand from India's chemical sector, especially Pharma APIs, Agro Intermediates and other polymers, Paushak Limited had started expansion to build global scale capacities of select speciality phosgene derivatives. With Phase-I of this expansion onstream, FY24 witnessed better utilisation of its plant capacities as compared to FY23 and increased sales volume by becoming domestic leader in some of the Phosgene derivatives with global scale capacities. Our range of products have reduced the import dependencies of domestic Pharma and Agro Intermediates companies.

During FY24, apart from geo-political uncertainties, global agrochemical companies had faced the excess inventory build up issues across the world and were forced to intermittently curtail their operations on account of subdued consumption post normalisation of COVID-19 across the world. This resulted in continuous and significant price erosion of various chemicals across value chain throughout the year. Such price correction had put pressure on margins of almost all chemical companies in India and the World. China had been the central reason for this over supply as they have built up huge capacities across segments. This trend may continue for another couple of quarters in FY25 and will continue to put pressure on margins for chemical players across the segments. While Paushak is also impacted with this global over supply scenario but with effective product portfolio management, your Company will make its best effort to remain competitive in this challenging scenario.

Having strengthened our presence in India's fine chemicals market segment during FY24 and envisaging the growth opportunities in coming years, your Company had begun its Phase-II expansion to establish global scale plants for few more products. This will further strengthen our commitment towards our stakeholders with improved reliability of products and to reduce import dependencies. Your Company's balanced presence in various intermediate segments will drive this new plant's capacity utilisation in better way in coming years.

(B) Outlook:

Indian Pharmaceuticals industry have stabilized their production levels and is likely to drive the demand in coming years. However, the Agrochemicals market is expected to continue experiencing slow down on account of destocking of inventories by major global players across regions. This will intensify competition and lead to further price erosion, which may result in margin pressure in near future, until global supply situation normalises. However, the new downstream plants have catalysed our growth while demonstrating our technical capabilities, commitment and our vision to become a global technology leader in Phosgene and its derivatives whilst creating a niche for us. We are establishing new technology platforms and will continue to invest in our capabilities along with infrastructure upgradation to provide sustainable product solutions to our key stakeholders across the globe.

(C) Financial Performance:

The gross total income of the Company is ₹ 22,675.20 Lacs for the year under review as compared to ₹ 22,139.67 Lacs for the previous year. The Company registered a net profit of ₹ 5,435.38 Lacs for the year under review as compared to net profit of ₹ 5,400.55 Lacs for the previous year.

(D) Key Financial Ratios:

Kindly refer to the ratios disclosed under note no. 31(W) to the financial statements.

(E) Internal Control Systems and Adequacy:

The Company believes that Internal Control is a necessary concomitant of the principle of Governance. It remains committed to ensure an effective Internal Control environment that provides assurance to the Board of Directors, Audit Committee and the management while ensuring reliability of financial and operational reporting and legal and regulatory compliance.

Interrelated control systems, covering all financial and operating functions, assure fulfilment of these objectives. The Company uses Enterprise Resource Planning (ERP) supported by in-built controls that ensures reliable and timely financial reporting.

(F) Human Resource - Developing Human Capital:

As we are expanding our downstream assets and replacing old assets with advanced capabilities, we have strengthened our core management teams and are committed to investing in our employees' skills and capabilities. While price erosion has impacted our top line for the year, we believe that building a strong team is crucial for our future success. Therefore, we continue to prioritize strategic hires and employee development, ensuring that we have the right talent to drive our growth.

On behalf of the Board of Directors,

Sd/-
Chirayu Amin
Chairman
DIN: 00242549

Date: 24th May, 2024
Place: London

Annual Report on CSR Activities for the financial year ended 31st March, 2024

1. Brief outline on CSR Policy of the Company:

The Company's CSR Policy is in adherence to the provisions of Section 135 of the Companies Act, 2013 read with rules framed thereunder and provides for carrying out CSR activities in the area of Education, Healthcare including preventive healthcare, Rural Development, Sanitation, etc. either directly by the Company or through various 'Non-Profit Organizations', viz. Alembic CSR Foundation, Bhailal Amin General Hospital, Rural Development Society, Uday Education Society and others or by way of contribution to Central / State Government Relief Funds.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Amit Goradia*	Chairman	4	4
2.	Mr. Atul Patel	Member	4	4
3.	Mr. Udit Amin	Member	4	4
4.	Dr. Tushar Shah**	Member	1	1

* Mr. Amit Goradia was Chairman of CSR Committee upto 31st March, 2024.

** Dr. Tushar Shah was inducted as member of CSR Committee w.e.f. 9th November, 2023 and was appointed as Chairman of CSR Committee w.e.f. 1st April, 2024.

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

<https://www.paushak.com/csr.aspx>

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable:

Not Applicable

5. (a) Average net profit of the Company as per sub-section (5) of section 135: ₹ 5,115.76 Lacs
- (b) Two percent of average net profit of the Company as per sub-section (5) of section 135: ₹ 102.32 Lacs
- (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
- (d) Amount required to be set off for the financial year, if any: Nil
- (e) Total CSR obligation for the financial year [(b)+(c)-(d)]: ₹ 102.32 Lacs
6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 102.32 Lacs
- (b) Amount spent in Administrative Overheads: Nil
- (c) Amount spent on Impact Assessment, if applicable: Not Applicable
- (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹ 102.32 Lacs
- (e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (₹ in Lacs)	Amount Unspent (₹ in Lacs)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
102.32	Nil	-	-	Nil	-

(f) Excess amount for set off, if any: Nil

Sl. No.	Particular	Amount (₹ in Lacs)
(i)	Two percent of average net profit of the company as per section 135(5)	102.32
(ii)	Total amount spent for the Financial Year	102.32
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

7. Details of Unspent CSR amount for the preceding three financial years:

Not Applicable

8. Whether any capital assets have been created or acquired through CSR amount spent in the Financial Year:

No

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

On behalf of the Board of Directors

Sd/-

Chirayu Amin

Chairman

DIN: 00242549

Date: 24th May, 2024

Place: London

On behalf of the CSR Committee

Sd/-

Tushar Shah

Chairman-CSR Committee

DIN: 07756760

Date: 24th May, 2024

Place: Vadodara

Secretarial Audit Report

For the Financial Year ended March 31, 2024

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The Members,
Paushak Limited
Alembic Road,
Vadodara - 390 003,
Gujarat, India.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Paushak Limited** ("Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that, in our opinion, the Company has, during the audit period covering the Financial Year ended on March 31, 2024 ("review period"), complied with the statutory provisions listed hereunder and also that the Company has proper Board-Processes and Compliance-Mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the Books, Papers, Minute Books, Forms and Returns filed and other records maintained by the Company for the review period, according to the provisions of:

- i. The Companies Act, 2013 ("Act") and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 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 ("SEBI") Act, 1992: -
 - (a) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018; However, there were no actions / events pursuant to these regulations, hence not applicable.
 - (b) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) SEBI (Buy-back of Securities) Regulations, 2018; However, there were no actions / events pursuant to these regulations, hence not applicable.
 - (d) SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; However, there were no actions / events pursuant to these regulations, hence not applicable.
 - (e) SEBI (Prohibition of Insider Trading) Regulations, 2015;
 - (f) SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client;
 - (g) SEBI (Delisting of Equity Shares) Regulations, 2021; However, there were no actions / events pursuant to these regulations, hence not applicable;
 - (h) SEBI (Depositories and Participants) Regulations, 2018;
 - (i) SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021; However, there were no actions / events pursuant to these regulations, hence not applicable;
 - (j) SEBI (Debenture Trustees) Regulations, 1993; However, there were no actions / events pursuant to these regulations, hence not applicable.

vi. Other sector specific laws as follows:

- (a) The Chemical Weapon Convention Act, 2000;
- (b) The Disaster Management Act, 2005;
- (c) The Static Mobile Pressure Vessels (Unfired) Rules, 2016;
- (d) The Chemical Accident (Emergency) Planning Preparedness & Response Rules, 1998;
- (e) The Environment (Protection) Act, 1986.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India; and
- (ii) Listing Agreements entered into by the Company with BSE Limited read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the review period, the Company has complied with the provisions of the applicable Acts, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

We further report that;

- A. 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 during the review period were carried out in compliance with the Act;
- B. Adequate notice is given to all the Directors to schedule the Board Meetings, Agenda and detailed Notes on Agenda were generally sent at least seven days in advance and a system exists for seeking and obtaining further information and clarification on the Agenda items before the meeting and for meaningful participation at the meeting;
- C. As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded;
- D. There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with all the applicable Laws, Rules, Regulations and Guidelines;
- E. During the review period, there were no specific instances / actions in the Company in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards etc. having major bearing on the Company's affairs.

S. Samdani

Partner

Samdani Shah & Kabra

Company Secretaries

FCS No. 3677 | CP No. 2863

ICSI Peer Review # 1079/2021

ICSI UDIN: F003677F000291316

Place: Vadodara | Date: May 03, 2024

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

Appendix A

The Members,

Paushak Limited

Alembic Road,
Vadodara - 390 003,
Gujarat, India.

Our Secretarial Audit Report of even date is to be read along with this letter, that:

- i. Maintenance of secretarial records and compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the management of the Company. Our examination was limited to the verification and audit of procedures and records on test basis. Our responsibility is to express an opinion on these secretarial records and compliances based on such verification and audit.
- ii. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records and we believe that the processes and practices we followed provide a reasonable basis for our opinion.
- iii. Wherever required, we have obtained the management representation about the Compliance of Laws, Rules and Regulations, happening of events, etc.
- iv. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the Company's affairs.

S. Samdani

Partner

Samdani Shah & Kabra

Company Secretaries

FCS No. 3677 | CP No. 2863

ICSI Peer Review # 1079/2021

ICSI UDIN: F003677F000291316

Place: Vadodara | Date: May 03, 2024

Information pursuant to Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Ratio of the remuneration of each director to the median remuneration of the employees of the Company and percentage increase in remuneration of each Director, Chief Executive Officer (CEO), Chief Financial Officer (CFO), Company Secretary, in the financial year.

Name	Ratio to median remuneration Employees	% increase in remuneration in the financial year
Mr. Abhijit Joshi Whole-time Director & CEO	1:0.06	7.40
Mr. Udit Amin Non-Executive Non-Independent Director	1:0.03	(21.21)
Ms. Kirti Shah CFO	-	11.72
Mr. Sagar Gandhi Company Secretary (Appointed w.e.f. 1 st April, 2023)	-	N.A.
None of the other Directors receive any remuneration other than sitting fees		
Percentage increase in the median remuneration of employees in the financial year		2.56%
Number of permanent employees on the rolls of company		365
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		8.00 % (Non-Managerial Personnel) 7.93 % (Managerial Personnel)

We affirm that the remuneration paid to the Managerial and Non-Managerial Personnel is as per the Nomination and Remuneration Policy of the Company.

On behalf of the Board of Directors,

Sd/-

Chirayu Amin

Chairman

DIN: 00242549

Date: 24th May, 2024

Place: London

Information required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 pertaining to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo.

(A) Conservation of Energy:

(i) Steps taken or impact on conservation of energy:

- Process optimization and batch cycle time reduction resulting in yield improvement and reduction of specific energy consumption of products.
- Improved focus to minimize steam losses, condensate recovery and improvement of boiler efficiency has resulted in overall optimization of coal usage.
- Advantage of gravity for water distribution has helped in reducing electrical energy usage.
- The power factor has been maintained at close to unity through better infrastructure in plant.

(ii) Steps taken for utilizing alternate sources of energy:

- One-third of our power requirement is being catered by renewable source of energy through windmill.
- Biomass is mixed with coal in boilers to maximize the sustainable fuel mix.

(iii) Capital Investment on energy conservation equipments:

- As a scale-up process, higher capacity equipment installed to increase the throughput thereby reducing the specific consumption of power and other utility.
- Continuous process equipment adapted instead of batch mode for conservation of energy.
- Many of the motors have been connected through Variable Frequency Drive ('VFD'), in order to get better efficiency even at partial loads.
- Energy management software installed for efficient management of power distribution across all electrical installations.
- Few IE2 rating motors have been replaced with energy efficient IE3 and IE4 rating motors.

(B) Technology Absorption:

(i) Efforts made towards technology absorption:

- Technological improvement with respect to monitoring and handling of Phosgene carried out at plant premise for improved safety and productivity.
- Auto synchronization system of Diesel Engine Generators, in case of Power failure activated.
- Dedicated emergency scrubber system improvised with UPS Power backup and automation to handle dynamic load of the site.
- Improved technology w.r.t. waste reduction by 3R concept – Reduce, Reuse and Recycle.
- Design efforts being taken to convert batch processes to continuous to improve efficiency and utility consumption.

(ii) Benefits derived like product improvement, cost reduction, product development or import substitution:

- The initiative to become water positive was initiated at site where 40% of water requirement is being met by recycling.
- Focused preventive maintenance led to improvement in Mean Time between Failure (MTBF).
- Operations in new facilities have achieved stability, increase in throughput, consistency in quality and improved process safety by automated operations.

(iii) Information regarding technology imported, during the last 3 years: Nil

(iv) Expenditure incurred on Research and Development:

During the year under review, the Company has incurred expenses of ₹ 285.55 Lacs as compared to ₹ 269.85 Lacs for the previous year on Research and Development.

(C) Foreign Exchange Earnings and Outgo:

Foreign exchange earned in terms of actual inflows during the financial year 2023-24 was ₹ 2,663.60 Lacs.

Foreign exchange outgo in terms of actual outflows during the financial year 2023-24 was ₹ 386.61 Lacs.

On behalf of the Board of Directors,

Sd/-

Chirayu Amin

Chairman

DIN: 00242549

Date: 24th May, 2024

Place: London

REPORT ON CORPORATE GOVERNANCE

1. Company's Philosophy:

The Company strongly believes in adopting the best practices in the areas of Corporate Governance. The Company's policy and practices are aimed at efficient conduct of business and effectively meeting its obligation to the shareholders. The Company will continue to focus on its resources, strengths and strategies for enhancement of the long term shareholders' value while at the same time protecting the interest of other stakeholders.

2. Board of Directors:

▪ Composition of the Board:

The Board of Directors consists of 1 Professional Executive Director, 2 Promoter Non-Executive Director and 5 Independent Non-Executive Directors including 1 Woman Independent Director as on 31st March, 2024. The Chairman of the Board is Promoter Non-Executive Director. As on 31st March, 2024, 5 out of 8 Directors and on the date of this Report, 3 out of 6 Directors are Non-Executive Independent Directors including 1 Woman Independent Director. Hence, the Board meets the requirement of having at least one Woman Independent Director and not less than 50% of the Board strength comprising of Independent Directors.

▪ Number of Board Meetings held and the dates of the Board Meetings:

Four (4) Board Meetings were held during the financial year ended on 31st March, 2024 on 4th May 2023, 1st August 2023, 8th November 2023 and 2nd February 2024. The time gap between any two meetings was not exceeding one hundred and twenty days.

▪ Details of composition and category of Directors, attendance at the Board Meetings, Annual General Meeting and shareholding of each Director:

Name of the Director	Category	No. of Board Meetings held & attended during the Financial Year	Attendance at last AGM	No. of Equity shares held in the Company [#]
Mr. Chirayu Amin Chairman	Promoter Non-Executive Director	4 out of 4	Yes	89,686 ^{^&}
Mr. Udit Amin	Promoter Non-Executive Director	4 out of 4	Yes	25,846 ^{&}
Mr. Amit Goradia	NED (I) [*]	4 out of 4	Yes	Nil
Mr. Vijay Gandhi	NED (I) [*]	4 out of 4	Yes	Nil
Mr. Atul Patel	NED (I) [*]	4 out of 4	Yes	Nil
Ms. Roopa Patel	NED (I) [*]	4 out of 4	Yes	11 [§]
Dr. Tushar Shah [@]	NED (I) [*]	1 out of 2	N.A.	Nil
Mr. Abhijit Joshi Whole-time Director & CEO	Professional Executive Director	4 out of 4	Yes	Nil

[#] The Company has not issued any convertible instruments.

[^] Includes 15,722 Equity Shares held in the name of Mr. Chirayu Amin in representative capacity of Karta of Chirayu Ramanbhai Amin HUF.

[&] Shares held as First holder.

[§] Shares held as Second/Joint holder.

[@] Dr. Tushar Shah (DIN: 07756760) was appointed as an Independent Director of the Company w.e.f. 1st August, 2023.

^{*} NED (I) means Non-Executive Director (Independent).

- Number of other board of directors or committees in which a Director, as on 31st March, 2024, is a Director / Member / Chairperson¹:

Name of the Director	No. of Directorships ³	No. of Committee Memberships		No. of Committee Chairmanships	
		All committees ²	Only Audit & Stakeholders Relationship Committee	All committees ²	Only Audit & Stakeholders Relationship Committee
Mr. Chirayu Amin	4	5	1	4	1
Mr. Udit Amin	2	1	1	-	-
Mr. Amit Goradia	5	-	-	-	-
Mr. Vijay Gandhi	-	-	-	-	-
Mr. Atul Patel	7	3	1	1	1
Ms. Roopa Patel	2	-	-	-	-
Dr. Tushar Shah	1	3	2	3	2
Mr. Abhijit Joshi	1	1	-	-	-

¹ Public limited companies.

² Including Audit & Stakeholders Relationship Committee.

³ Directorship in all Companies including private limited companies.

- Names of the other listed entities where the person is a director and the category of directorship as on 31st March, 2024:

Name of the Director	Name of the listed entities	Category of directorship
Mr. Chirayu Amin	Alembic Pharmaceuticals Limited	Executive Chairman and CEO
	Alembic Limited	Non-Executive Chairman
Mr. Udit Amin	Alembic Limited	Non-Executive Non-Independent Director
Mr. Amit Goradia	-	-
Mr. Vijay Gandhi	-	-
Mr. Atul Patel	20 Microns Limited	Non-Executive Independent Director
Ms. Roopa Patel	-	-
Dr. Tushar Shah	Accord Synergy Limited	Non-Executive Independent Director
Mr. Abhijit Joshi	Alembic Limited	Non-Executive Director

Pursuant to the provisions of Section 165(1) of the Companies Act, 2013 (the "Act") and Regulation 17A & 26(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), none of the Directors holds Directorships or Chairmanships / Memberships in Committees exceeding the limits provided under the above provisions.

- Disclosure of relationships between Directors inter-se:**

Mr. Chirayu Amin, Chairman is the father of Mr. Udit Amin, Non-Executive Non-Independent Director of the Company. None of the other Directors are related to each other.

- Familiarisation programmes for Independent Directors:**

The Company has conducted familiarisation programmes for Independent Directors during the year. The details for the same have been disclosed on the website of the Company at the following web-link: <https://www.paushak.com/familiarisation-program.aspx>

- Confirmation on the independence of the Independent Directors:**

The Board of Directors hereby confirms that in their opinion, the Independent Directors fulfil the conditions specified in the SEBI Listing Regulations, 2015 and are Independent of the Management.

- Matrix setting out the skills/expertise/competence of the board of directors:**

The board skill matrix provides a guide as to the core skills, expertise, competencies and other criteria (collectively referred to as 'skill sets') considered appropriate by the board of the Company in the context of its business and sector(s) for it to function effectively and those actually available with the Board. The skill sets will keep on

changing as the organization evolves and hence the board may review the matrix from time to time to ensure that the composition of the skill sets remains aligned to the Company's strategic direction.

The skill sets identified by the Board along with availability assessment collectively for the board and individually for each Director is as under:

Core skills/ Experience/ Competence	Actual Availability with current board	Mr. Chirayu Amin	Mr. Udit Amin	Mr. Atul Patel	Mr. Amit Goradia	Mr. Vijay Gandhi	Dr. Tushar Shah	Ms. Roopa Patel	Mr. Abhijit Joshi
Industry Skills									
(a) Speciality chemicals, Inorganic Chemical, Pharmaceuticals or General Industry Knowhow	Available	√	√	√	√	√	-	-	√
(b) Creating value through Intellectual Property Rights	Available	√	√	√	√	-	-	-	√
(c) Domestic Operations	Available	√	√	√	√	√	√	√	√
(d) Previous Board Experience	Available	√	√	√	√	-	√	√	√
Technical Skills/Experience									
(a) Strategic planning	Available	√	√	√	√	-	√	√	√
(b) Risk and compliance oversight	Available	√	√	√	√	√	√	√	√
(c) Marketing	Available	√	√	√	√	√	-	-	√
(d) Policy Development	Available	√	√	√	√	√	√	√	-
(e) Accounting, Tax, Audit and Finance and Legal	Available	-	√	√	√	√	-	-	-
(f) Sales/ Customer Engagement	Available	-	√	√	√	√	√	√	√
(g) Public Relations and Liasoning	Available	√	√	√	√	√	√	-	√
Behavioural Competencies									
(a) Integrity & ethical standards	Available	√	√	√	√	√	√	√	√
(b) Mentoring abilities	Available	√	√	√	√	√	√	√	√
(c) Interpersonal Relations	Available	√	√	√	√	√	√	√	√

3. Audit Committee:

▪ **Composition, Name of Chairman and Members & Terms of Reference:**

As on 31st March, 2024, the Audit Committee comprised of 5 Independent Non-Executive Directors with Mr. Amit Goradia as Chairman, Mr. Atul Patel, Mr. Vijay Gandhi, Ms. Roopa Patel and Dr. Tushar Shah as members. As on the date of this report, the Audit Committee comprises of 3 Independent Directors with Mr. Atul Patel as Chairman and Ms. Roopa Patel and Dr. Tushar Shah as Members. The terms of reference of the Committee covers the matters specified for Audit Committee under the SEBI Listing Regulations, 2015 and the Act.

During the year under review, Dr. Tushar Shah and Ms. Roopa Patel, Independent Directors were inducted as members of Audit Committee w.e.f. 9th November, 2023.

The Statutory Auditors, Internal Auditors and other relevant Senior Management Persons of the Company were invited to attend the Meetings of the Audit Committee. The Company Secretary of the Company acts as Secretary to the Committee. Mr. Amit Goradia, Chairman of Audit Committee was present at the last Annual General Meeting held on 1st August, 2023.

▪ **Meetings and attendance during the year:**

Four (4) meetings of the Audit Committee were held during the financial year ended 31st March, 2024 on 4th May, 2023, 1st August, 2023, 8th November, 2023 and 2nd February, 2024.

The attendance of each member of the Audit Committee is given below:

Name of Director	No. of meetings held	No. of meeting attended
Mr. Amit Goradia	4	4
Mr. Vijay Gandhi	4	4
Mr. Atul Patel	4	4
Dr. Tushar Shah	1	1
Ms. Roopa Patel	1	-

4. **Nomination and Remuneration Committee:**

▪ **Composition, Name of Chairman and Members & Terms of Reference:**

As on 31st March, 2024, the Nomination and Remuneration Committee comprised of 5 Independent Non-Executive Directors with Mr. Atul Patel as Chairman, Mr. Amit Goradia, Mr. Vijay Gandhi, Ms. Roopa Patel and Dr. Tushar Shah as members. As on the date of this report, the Nomination and Remuneration Committee comprises of 3 Independent Directors with Mr. Atul Patel as Chairman and Ms. Roopa Patel and Dr. Tushar Shah as Members. The terms of reference of the Committee covers the matters specified for Nomination and Remuneration Committee under the SEBI Listing Regulations, 2015 and the Act. Mr. Atul Patel, Chairman of Nomination and Remuneration Committee was present at the last Annual General Meeting held on 1st August, 2023.

▪ **Meetings and attendance during the year:**

Two (2) meetings of the Nomination and Remuneration Committee were held during the financial year ended 31st March, 2024 on 4th May, 2023 and 1st August, 2023.

The attendance of each member of the Nomination and Remuneration Committee is given below:

Name of the Director	No. of meetings held	No. of meetings attended
Mr. Atul Patel	2	2
Mr. Amit Goradia	2	2
Mr. Vijay Gandhi	2	2
Dr. Tushar Shah	-	-
Ms. Roopa Patel	-	-

▪ **Performance Evaluation Criteria for Independent Directors:**

The Nomination & Remuneration Committee has laid down the criteria for evaluations of the performance of Independent Directors which includes the parameters like knowledge and skills, professional conduct, duties, role and functions, independence, etc.

5. **Stakeholders Relationship Committee:**

As on 31st March, 2024, the Stakeholders' Relationship Committee comprised of 4 Directors with Mr. Vijay Gandhi as Chairman, Mr. Atul Patel, Mr. Abhijit Joshi and Dr. Tushar Shah as members. As on the date of this report, the Stakeholders' Relationship Committee comprises of 3 Independent Directors with Dr. Tushar Shah as Chairman and Mr. Atul Patel & Mr. Abhijit Joshi as Members. The terms of reference of the Committee cover the matters specified for Stakeholders' Relationship Committee under the SEBI Listing Regulations, 2015 and the Act. Mr. Vijay Gandhi, Chairman of Stakeholders' Relationship Committee was present at the last Annual General Meeting held on 1st August, 2023.

Mr. Sagar Gandhi, Company Secretary is the Compliance Officer of the Company.

Details of No. of Shareholders' complaints received during the financial year: 26 (Twenty Six)

No. of complaints not solved to the satisfaction of shareholders: Nil

No. of pending complaints: Nil

▪ **Meetings and the attendance during the year:**

Four (4) meetings of the Stakeholders Relationship Committee were held during the financial year ended 31st March, 2024 on 4th May, 2023, 1st August, 2023, 8th November, 2023 and 2nd February, 2024.

The attendance of each member of the Committee is given below:

Name of Director	No. of meetings held	No. of meetings attended
Mr. Vijay Gandhi	4	4
Mr. Atul Patel	4	4
Mr. Abhijit Joshi	4	4
Dr. Tushar Shah	1	1

6. **Risk Management Committee:**

▪ **Composition, Name of Chairman and Members & Terms of Reference:**

As on 31st March, 2024, the Risk Management Committee comprised of 3 Directors and 2 senior management personnel with Mr. Amit Goradia as Chairman, Mr. Abhijit Joshi, Dr. Tushar Shah, Mr. Ramakrishnan Iyer and Mr. Chintan Gosaliya as members. As on the date of this report, the Risk Management Committee comprises of 2 Directors and 1 senior management personnel with Dr. Tushar Shah as Chairman and Mr. Abhijit Joshi & Mr. Chintan Gosaliya as Members. The terms of reference of the Committee cover the matters specified for Risk Management Committee under the SEBI Listing Regulations, 2015.

▪ **Meetings and attendance during the financial year:**

Three (3) meetings of the Risk Management Committee were held during the financial year ended 31st March, 2023 on 4th May, 2023, 26th October, 2023 and 2nd February, 2024.

The attendance of each member of the Risk Management Committee is given below:

Name of the Director/senior management personnel	No. of meetings held	No. of meetings attended
Mr. Amit Goradia	3	3
Mr. Abhijit Joshi	3	3
Dr. Tushar Shah	1	1
Mr. Chintan Gosaliya	1	1
Mr. Ramakrishnan Iyer	3	3

7. **Details of Remuneration paid to Directors:**

▪ **Executive Directors:**

The details of all elements of remuneration package i.e. salary, benefits, bonus, pension, etc. paid to the Executive Director for the financial year 2023-24 are given below:

(₹ in Lacs)

Name & Designation of the Executive Directors	Tenure	Fixed Salary & Perquisites	Variable Performance Incentive	Total
Mr. Abhijit Joshi Whole-time Director & CEO	3 years w.e.f. 1 st May, 2021	72.95	8.58	81.53

Notes:

- (a) The criteria for Variable Performance Incentive includes Company Performance Periodical Reviews, Skills and Competence.

(b) The Executive Director and the Company are entitled to terminate the service contracts by giving not less than 3 months' notice in writing to the other party. There is no provision for payment of severance fees. The Company does not have any Stock Options Scheme.

▪ **Non-Executive Directors:**

W.e.f. 1st August, 2023, all Non-Executive Directors are paid ₹ 40,000/- (previously ₹ 25,000/-) as sitting fees for attending Board Meetings, ₹ 20,000/- (previously ₹ 15,000/-) for Audit Committee Meetings and ₹ 15,000/- (previously ₹ 10,000/-) for other Committee Meetings.

The details of payment made to Non-Executive Directors during the Financial Year 2023-24 are as under:

(₹ in Lacs)

Name of Directors	Sitting fees for Board Meetings	Sitting fees for Committee Meetings	Total Fees Paid
Mr. Chirayu Amin	1.45	-	1.45
Mr. Udit Amin	1.45	0.55	2.00
Mr. Amit Goradia	1.45	2.05	3.50
Mr. Atul Patel	1.45	2.20	3.65
Ms. Roopa Patel	1.45	0.10	1.55
Mr. Vijay Gandhi	1.45	1.65	3.10
Dr. Tushar Shah	0.40	0.65	1.05

Mr. Udit Amin, Non-Executive Director, will be paid commission of ₹ 165 Lacs for the financial year 2023-24 which is within the limit approved by the members of the Company at the 49th Annual General Meeting of the Company held on 9th August, 2022. Further, the same is subject to approval of the members at the Annual General Meeting for the financial year 2023-24.

The criteria for making payment to Non-Executive Directors is as under:

- Remuneration:** The remuneration shall be in accordance with the provisions of the Companies Act, 2013 ('Act').
- Sitting Fees:** The Non- Executive / Independent Director may receive fees for attending meetings of the Company. Provided that the amount of such fees shall not exceed Rs. 1 Lac per meeting of the Board or Committee or such amount as may be prescribed under the Act. Additionally, the Non-Executive Directors shall be reimbursed traveling and incidental expenses incurred for attending the meeting.
- Commission:** Commission may be paid in accordance with the provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in addition to sitting fees and reimbursement of expenses for participating in the Board/Committee Meetings of the Company.
- Stock Options:** An Independent Director shall not be entitled to any stock option of the Company.

Note: The above are derived from the Nomination and Remuneration Policy of the Company.

None of the Non-Executive Directors has any pecuniary relationship or transactions with the Company and its associates.

8. **Senior Management:**

The particulars of Senior Management including the changes therein since the close of the previous financial year:

Sr. No.	Name of Senior Management Personnel ("SMP")	Designation	Changes if any, during the financial year 2023-24 (Yes/No)	Nature of change and Effective date
1	Mr. Abhijit Joshi	Whole-time Director & CEO	No	-
2	Ms. Kirti Shah	Chief Financial Officer	No	-
3	Mr. Sagar Gandhi	Company Secretary	Yes	Appointment - 1 st April, 2023
4	Mr. Chintan Gosaliya	Chief Operating Officer	Yes	Appointment - 2 nd November, 2023

Sr. No.	Name of Senior Management Personnel ("SMP")	Designation	Changes if any, during the financial year 2023-24 (Yes/No)	Nature of change and Effective date
5	Mr. Ambrish Dixit	Chief Operating Officer	Yes	Resignation - 30 th April, 2023
6	Mr. Ramakrishnan Iyer	Head of Works	Yes	Appointment - 3 rd April, 2023
7	Mr. Anil Goel	Sr. Vice President – Growth Initiatives	Yes	Superannuation - 31 st July, 2023

9. General Body Meetings:

The details of the location and time where the last three Annual General Meetings (AGMs) were held as under:

Financial Year	Location	Date	Time	No. of Special Resolutions passed
2022-23	N.A. ¹	1 st August 2023	4.00 p.m.	3
2021-22	N.A. ¹	9 th August 2022	4.00 p.m.	2
2020-21	N.A. ¹	3 rd August 2021	4.00 p.m.	3

¹ AGM held through Video Conferencing / Other Audio Visual Means.

- Details of special resolution passed through postal ballot during the financial year 2023-24, person who conducted the postal ballot, details of the voting pattern and procedure of postal ballot: Nil
- Whether any special resolution passed last year through postal ballot: No
- Whether any special resolution is proposed to be conducted through postal ballot: No

10. Means of Communication:

Quarterly Results	:	The results will be published in the newspapers having wide coverage.
Newspapers wherein results are normally published	:	Indian Express (English), Financial Express (Gujarati) or any other leading newspaper
Web-site where the results, official news releases, and presentations made to institutional investors or to analysts are displayed	:	www.paushak.com

11. General Shareholder Information:

a)	Annual General Meeting, Date, Time and Venue	Friday, 2 nd August, 2024 at 5:00 p.m. IST The meeting will be held through VC / OAVM.
b)	Financial Year	2023-24
c)	Dividend Payment Date	on or from 6 th August, 2024
d)	Listing on Stock Exchanges	BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 The Company confirms that the annual listing fees to the stock exchange for the F.Y. 2024-25 has been paid.
e)	Stock Code	The equity shares of the Company are listed on BSE Limited with Scrip Code: 532742 I PAUSHAKLTD ISIN: INE111F01016
f)	Market price data – high, low during each month in last financial year	Please see Annexure - 'I'
g)	Share Performance of the Company in comparison to BSE Sensex	Please see Annexure - 'II'

h)	In case the securities are suspended from trading, the directors report shall explain the reason thereof	Not applicable
i)	Registrar and Share Transfer Agents	Link Intime India Pvt. Ltd. "Geetakunj", 1, Bhakti Nagar Society, Behind Nagar Society, Behind ABS Tower, Old Padra Road, Vadodara – 390015 Tel: +91-265-3566826 / +91-265-3566768 e-mail ID: vadodara@linkintime.co.in
j)	Share Transfer System	In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. Pursuant to SEBI Master Circular dated May 7, 2024, Listed companies shall issue securities in dematerialized form only while processing 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, or Transposition. After processing the service request, a letter of confirmation will be issued to the shareholders and 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 shareholders 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. Shareholders can claim these shares transferred to Suspense Escrow Demat account on submission of necessary documentation. Stakeholders' Relationship Committee has delegated powers to Registrar and Share Transfer Agents to effect requests for transmission, name deletion, duplicate share certificates, etc.
k)	Distribution of Shareholding / Shareholding Pattern as on 31 st March, 2024	Please see Annexure - 'III'
l)	Dematerialization of Shares and Liquidity	As on 31 st March, 2024, 29,47,173 shares (95.62%) are held in dematerialised form by the shareholders.
m)	Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, conversion date and likely impact on equity	Not applicable
n)	Commodity price risk or foreign exchange risk and hedging activities	The Company faces commodity risk in certain key raw materials as well as finished products. The Company is net foreign exchange earner and like most companies having both imports and exports, faces foreign currency fluctuation risk. The disclosure pertaining to exposure and commodity risks is not applicable to the Company.
o)	Plant Location	Panelav, Tal. Halol, Dist. Panchmahal – 389 350, Gujarat.

p)	Address for Correspondence / Investor Correspondence	<p>1. Company Secretary & Compliance Officer Paushak Limited Alembic Road, Vadodara – 390 003 Tel: +91-265-6637000 e-mail ID: investors@paushak.com</p> <p>2. Link Intime India Pvt. Ltd. “Geetakunj”, 1, Bhakti Nagar Society, Behind Nagar Society, Behind ABS Tower, Old Padra Road, Vadodara – 390 015 Tel: +91-265-3566826 / +91-265-3566768 e-mail ID: vadodara@linkintime.co.in</p>
q)	List of all credit ratings obtained by the entity	The credit rating details are given hereunder:

Instrument	Amount ₹ Cr.	Rating Agency	Rating & Outlook
Bank Loan Facility	10	CRISIL Limited	CRISIL A/Stable
Working Capital Facility	10	CRISIL Limited	CRISIL A/Stable

12. **Other Disclosures:**

(i) **Related Party Transactions:**

The details pertaining to related party transactions and web link for the policy on dealing with related party transactions are provided at point no. 16 of the Board’s Report.

(ii) **Compliance:**

There was no instances of non-compliance by the Company and no penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital markets, during the last three years.

(iii) **Vigil Mechanism/Whistle Blower Policy:**

The details pertaining to vigil mechanism and whistle blower policy established by the Company are provided at point no. 11 of the Board’s Report.

The Company has provided opportunities to encourage employees to become whistle blowers. It has also ensured a mechanism within the same framework to protect them from any kind of harm. It is hereby affirmed that no personnel has been denied access to the Audit Committee.

(iv) **Details of Compliance with Mandatory requirements and adoption of Non-mandatory requirements:**

▪ **Mandatory requirements:**

The Company complies with all the mandatory requirements of SEBI Listing Regulations, 2015 with regard to Corporate Governance.

▪ **Non-Mandatory requirements:**

- (a) Office for non-executive Chairman at company’s expense: Not Complied.
- (b) Half-yearly declaration of financial performance to each household of shareholders: Not complied
- (c) Modified opinion(s) in Audit Report: Not Applicable as there is no modified opinion in Audit Report
- (d) Reporting of Internal Auditors directly to Audit Committee: Complied
- (e) Separate posts of Chairperson and the Managing Director or the Chief Executive Officer: Complied

(v) **Policy for determining ‘material’ subsidiaries:**

Not Applicable

(vi) **Disclosure of commodity price risks and commodity hedging activities:**

The details are provided at point no. 11(n) of this report.

(vii) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A):

Not Applicable

(viii) Certificate from a Practising Company Secretaries:

The Company has received a certificate from M/s. Samdani Shah & Kabra, Practising Company Secretaries confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, Reserve Bank of India or any such statutory authority.

(ix) Instances of not accepting any recommendation of the Committee by the Board:

There was no such instance where Board had not accepted any recommendation of any committee of the Board whether mandatorily required or not, in the relevant financial year.

(x) Fees to the Statutory Auditors of the Company:

The total fees for all services paid to the Statutory Auditors of the Company is mentioned at Note No. 31(J) of the Accounts. The Company has not availed any services from the network firm/network entity of which the Statutory Auditors is a part.

(xi) Disclosure of the compliance with corporate governance requirements specified in Regulations 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations, 2015:

The Company has complied with the requirements specified in Regulation 17 to 27 and Regulation 46(2)(b) to (i) of SEBI Listing Regulations, 2015. Regulation No. 24 for Corporate Governance requirements with respect to subsidiary of the Company, is not applicable to the Company.

(xii) Independent Directors' Meeting:

The Independent Directors met on 3rd May, 2024 to carry out the evaluation for the financial year 2024-25 and inter alia, discussed the following:

- * Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole;
- * Evaluation of the performance of the Chairman, taking into account the views of the Executive and Non-Executive Directors;
- * Evaluation of quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonable perform its duties.

During the financial year 2023-24, the Independent Directors meeting was held on 4th May, 2023.

All Independent Directors were present at the aforesaid Meetings.

(xiii) Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The details are provided at point no. 27(e) of the Board's Report.

(xiv) Disclosure by the Company and its subsidiaries of 'Loans and Advances' in the nature of loans to firms/companies in which directors are interested by name and amount:

No loans and advances in the nature of loans to firms/companies in which directors are interested are given by the Company.

(xv) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:

Not Applicable

(xvi) Details of Unclaimed Suspense Account:

Disclosure pertaining to Unclaimed Suspense Account as required under Schedule V of the SEBI Listing Regulations, 2015, is annexed herewith as Annexure - IV. The voting rights on the equity shares which are transferred to Unclaimed Suspense Account shall remain frozen till the rightful owner of such equity shares claims the shares.

(xviii) Disclosure of certain types of agreements binding listed entities:

There are no agreements that require disclosure under clause 5A of paragraph A of Part A of Schedule III of the SEBI Listing Regulations, 2015.

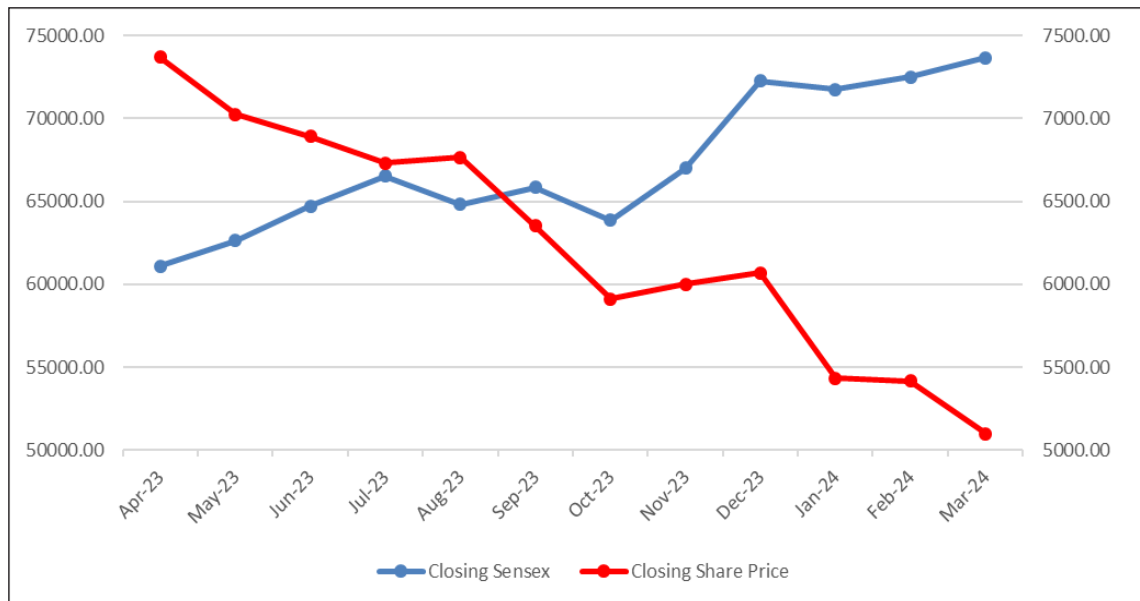
Market price data of the Company’s shares traded on BSE Limited (BSE) during the financial year 2023-24:

(Amount in ₹)

Month – Year	BSE	
	High Price	Low Price
April – 2023	7,825.00	6,256.10
May – 2023	7,500.00	6,800.00
June – 2023	7,099.95	6,690.00
July – 2023	6,997.00	6,552.55
August – 2023	6,886.00	6,450.00
September – 2023	6,849.30	6,270.00
October – 2023	6,410.00	5,900.00
November – 2023	6,399.95	5,859.00
December – 2023	6,399.00	5,649.00
January – 2024	6,230.00	5,401.00
February – 2024	5,700.00	5,350.00
March – 2024	5,500.00	4,464.00

On 31st March, 2024, the closing price of the shares of the Company on BSE was ₹ 5,098.50.

Share Performance of the Company in comparison to BSE Sensex:



The distribution of shareholding as on 31st March, 2024 is as under:

Number of Shares	Number of Shareholders	% of total Shareholders	Number of Shares	% of total Shares
1-500	22,822	99.04	5,40,397	17.53
501-1000	128	0.56	94,099	3.05
1001-2000	50	0.22	72,566	2.35
2001-3000	8	0.03	20,268	0.66
3001-4000	8	0.03	27,007	0.88
4001-5000	4	0.02	18,503	0.60
5001-10000	7	0.03	46,126	1.50
10001 and above	17	0.07	22,63,148	73.43
Total	23,044	100.00	30,82,114	100.00

Shareholding pattern as on 31st March, 2024:

Sr. No.	Category	No. of Shares Held	% of (A+B+C)
(A)	Shareholding of Promoter & Promoter Group		
(1)	Indian	20,38,140	66.13
(2)	Foreign	25,846	0.84
	Total Shareholding of Promoter and Promoter Group	20,63,986	66.97
(B)	Public Shareholding		
(1)	Institutions	7,051	0.23
(2)	Non-institutions	10,11,077	32.80
	Total Public Shareholding	10,18,128	33.03
(C)	Shares held by Custodians and against which Depository Receipts have been issued		
(1)	Promoter and Promoter Group	-	-
(2)	Public	-	-
	Total (A) + (B) + (C)	30,82,114	100.00

Details of Unclaimed Suspense Account as per the provisions of Schedule V of the SEBI Listing Regulations, 2015:

Particulars	No. of shareholders	No. of shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	61	2,284
Number of shareholders who approached the Company for transfer of shares from suspense account during the year	-	-
Number of shareholders to whom shares were transferred from suspense account during the year	-	-
Number of shareholders whose shares were transferred to the Investor Education and Protection Fund	18	786
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	43	1,498

On behalf of the Board of Directors,
Sd/-

Chirayu Amin
Chairman
DIN: 00242549

Date: 3rd May, 2024
Place: Vadodara

CODE OF CONDUCT

The Board has adopted code of conduct for all Board Members and Senior Management Personnel of the Company and the said code of conduct is placed on the web site of the Company at www.paushak.com. A declaration signed by the Chief Executive Officer on behalf of the Board of Directors is given below:

"We hereby confirm that:

As provided under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members and Senior Management Personnel have affirmed compliance with the code of conduct of the Company for the year ended 31st March, 2024 and the copy of the code of conduct is placed on the website of the Company at www.paushak.com

On behalf of the Board of Directors,

Sd/-

Abhijit Joshi

Whole-time Director & CEO

DIN: 06568584

Date: 3rd May, 2024

Place: Vadodara

Corporate Governance Compliance Certificate

*[For the Financial Year ended March 31, 2024 pursuant to Schedule V –
Part E of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

The Members,

Paushak Limited

We have examined the compliance of the conditions of Corporate Governance by Paushak Limited ("Company") for the Financial Year ended March 31, 2024 ("review period"), as per the relevant provisions of Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The Compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of an opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations.

We state that in respect of investor grievances received during the review period, no such grievance is pending against the Company, as per the records maintained by the Company and presented to the Stakeholders' Relationship Committee.

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

S. Samdani

Partner

Samdani Shah & Kabra

Company Secretaries

FCS No. 3677 | CP No. 2863

ICSI Peer Review # 1079/2021

ICSI UDIN: F003677F000291305

Place: Vadodara | Date: May 03, 2024

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

- | | |
|---|---|
| 1. Corporate Identity Number (CIN) of the Company | L51909GJ1972PLC044638 |
| 2. Name of the Company | Paushak Limited |
| 3. Year of Incorporation | 1972 |
| 4. Registered Office Address | Alembic Road, Vadodara – 390 003 |
| 5. Corporate Address | Alembic Road, Vadodara – 390 003 |
| 6. E-mail | investors@paushak.com |
| 7. Telephone | +91 265 6637000 |
| 8. Website | www.paushak.com |
| 9. Financial Year for which Reporting is being done | 1 st April, 2023 to 31 st March, 2024 |
| 10. Name of the Stock Exchange(s) where shares are listed | BSE Limited |
| 11. Paid-up Capital | Rs. 308.21 Lakhs |
| 12. Name & contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report | Mr. Abhijit Joshi
Whole-time Director & CEO
DIN: 06568584
Tel: +91 265 6637000
E-mail id: investors@paushak.com |
| 13. Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the company) or on a consolidated basis (i.e. for the company & all the companies which form a part of its consolidated financial statements, taken together). | Standalone |
| 14. Name of Assurance Provider | Not Applicable |
| 15. Type of assurance obtained | Not Applicable |

II. Products/services

16. Details of Business activities of the company (accounting for 90% of the company's Turnover)

Sr. No	Description of main activity	Description of business activity	% of turnover
1	Manufacturing of Speciality Chemicals and Intermediates	Chemical and chemical products	99.58%

17. Details of the products & services sold by the company (accounting for 90% of the company's Turnover)

S. No.	Product/Service	NIC Code	% of total turnover contributed
1	Speciality Chemicals	201	99.58%

III. Operations

18. Number of locations where plants/operation/ offices of the company are located

Location	Number of plants	Number of Offices	Total
National	1	2	3
International	0	0	0

19. Details regarding markets served by the company.

- a. Number of locations

Locations	Number
National (No. of States)	12
International (No. of Countries)	12

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

The contribution of exports was 13.42% of the total turnover of the Company for the financial year ended 31st March 2024.

- c. A brief on types of customers

The Company is engaged in the business of manufacturing phosgene based speciality chemicals. Phosgene is a versatile molecule and its derivatives have applications in diverse fields like pharmaceuticals, agrochemicals, etc. Our major customers are industries engaged in pharmaceuticals, agrochemicals, performance and custom synthesis.

IV. Operational

20 Details of Employees & Workers (Permanent & temporary)

- a. Employees (Including differently abled)

Sr. No.	Particulars	Total (A)	Male		Female	
			No (B)	% (B/A)	No (C)	% (C/A)
Employees						
	Permanent (D)	333	330	99.10%	3	0.90%
	Other than permanent (E)	2	2	100.00%	-	-
	Total employees (D+E)	335	332	99.10%	3	0.90%
Workers						
	Permanent (F)	32	32	100.00%	-	-
	Other than permanent (G)	344	343	99.71%	1	0.29%
	Total Workers (F+G)	376	375	99.73%	1	0.27%

- b. Differently abled Employees or Workers

Sr No.	Particulars	Total (A)	Male		Female	
			No (B)	% (B/A)	No (C)	% (C/A)
Differently abled employees						
	Permanent (D)	-	-	-	-	-
	Other than permanent (E)	-	-	-	-	-
	Total Differently Abled employees (D+E)	-	-	-	-	-
Differently abled workers						
	Permanent (F)	-	-	-	-	-
	Other than permanent (G)	4	4	100%	-	-
	Total Differently Abled Workers (F+G)	4	4	100%	-	-

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of females	
		No (B)	% (B/A)
Board of Directors	8*	1	12.50%
Key Management Personnel	3*	1	33.33%

* Mr. Abhijit Joshi, Whole-time Director & CEO is considered in both the categories.

22. Turnover rate for permanent employees & workers (For past 3 years)

	FY 2023-24			FY 2022-23			FY 2021-22		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	18.48%	33.33%	18.62%	25.91%	33.33%	26.01%	25.00%	-	25.00%
Permanent Workers	-	-	-	2.60%	-	2.60%	-	-	-

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

23. Details of Holding, Subsidiary & Associate Companies (including joint ventures)

Sr No	Name	Indicate whether holding/ Subsidiary/ Associate / JVC	% of shares held by listed company	Does the company indicated at column A, participate in the Business Responsibility Initiatives of the company? (Y/N)
1.	Nirayu Limited	Holding Company	0.58%	No

VI. CSR Details

24. Details of CSR Activities*

- (i) Whether CSR is applicable as per section 135 of Companies Act, 2013 Y/N): Yes
- (ii) Turnover ₹ 21,235 Lakhs
- (iii) Net worth ₹ 26,773 Lakhs

* Section 135 of the Companies Act, 2013 entails to determine the applicability of CSR activities / spending based on the previous financial year's Turnover and Net worth Details. The same has been captured accordingly.

VII. Transparency and Disclosures Compliances

25. Grievance redressal mechanism on any of the principles under National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanisms in Place (Yes/ No) (If yes, then provide web-link for grievance redress policy)	FY 2023-24			FY 2022-23		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes* ³	-	-	NA	-	-	NA
Investors (other than shareholders)	Yes [#]	-	-	NA	-	-	NA
Shareholders	Yes [#]	26	-	NA	22	-	NA
Employees and workers	Yes [@]	-	-	NA	-	-	NA
Customers	Yes [§]	9	-	NA	5	-	NA
Value Chain Partners	Yes [§]	-	-	NA	-	-	NA
Others (please specify)	Yes [#]	-	-	NA	-	-	NA

* We maintain register of complaints for communities at our manufacturing location.

[#] The policies guiding Paushak's conduct with all its stakeholders including grievance mechanism are available on the company's website: <https://www.paushak.com/pdf/Business%20Responsibility%20Policies.pdf>

Further, the shareholders can raise their complaints through the grievance redressal mechanism provided by SEBI under its SCORES Portal:

<https://scores.gov.in/scores/Welcome.html>

In addition, they can also raise grievances online through smart ODR platform: <https://smartodr.in/login>

[@] For employees, we have grievance redressal mechanism called "MeriAwaaz" which is available on Company's intranet.

[§] For any other grievances, email address of relevant contact persons is provided on the website: <https://www.paushak.com/>

26. Overview of the company's material responsible business conduct issues

Sr No	Material Issued Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of Risk, approach to adapt or mitigate	Financial Implications of the risk or opportunity (Indicate Positive/ Negative Implications)
1.	Climate sustainability	Opportunity	Reduction in Carbon footprint.	The company uses CO2 as a major raw material along with other chemicals for generation of Phosgene gas, a key raw material for derivatives manufacture.	Positive
2.	Operational EHS considerations	Risk	Chances of leak of hazardous gas.	Plants are equipped with automated protection systems. Periodic mock drills are carried out to face any emergency. Increasing awareness on Health & Safety	Negative
3.	Occupational Health & Safety	Opportunity	Our consistent performance on No reportable accident and nil severity rate	We have EHS policy and required mechanisms in place which help us to maintain safe and healthy workplace.	Positive
4.	Waste Management and Circular Economy	Risk	Waste management is a critical issue and moving towards a circular economy can be an alternative, it is important to continue innovating processes to materialise its vision of scaling up the recycling of its materials and maximising circularity across the value chain.	We have reduced the use of fresh water across operations and use recycled water wherever possible. Company is believer in the 3 R's of a circular economy – Reduce, Reuse, Recycle. The Company strongly focuses on responsible and efficient resource consumption and is "Responsible Care" - Recertified from Dec -23 to Nov – 26; which is a voluntary commitment which includes inclusive growth and sustainability with respect to carbon footprints and a commitment to environment.	Negative
5.	Human Resources Attrition	Risk	High attrition may lead to lower productivity and impact morale	We have policies procedures in place which strengthen our relationships with our employees and keep them engaged.	Negative
6	Diversity and inclusion	Opportunity	Promoting Gender Diversity	We have an Equal opportunity policy and it is essential to promote a progressive and inclusive workplace that on-boards people irrespective of their gender from diverse backgrounds and provides them meaningful growth opportunities, there by resulting in organizational growth.	Positive

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

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

Sr. Disclosure Questions No	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes									
1. a) Whether your company's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b) Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c) Web Link of the Policies, if available	https://www.paushak.com/policy.aspx								
2. Whether the company has translated the policy into procedures. (Yes/No)	Yes. The policies have been translated into procedures wherever required.								
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes. We shall endeavor to include the value chain partners and enlisted policies will also be extended to them going forward.								
4. Name of the national and international codes/ certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your company and mapped to each principle.	P1 – Responsible Care (RC), Chemical Weapon Convention (CWC), Indian Phosgene Council (IPC) P2 – RC, ISO 9001:2015 P3 – RC, Integrated Management System (IMS) consisting of all the three ISO systems P4 – ISO 14001:2015, ISO 45001:2018, RC P5 – RC P6 – RC P7 – CWC, EPR under Plastic Waste Management Rules P8 – RC P9 – ISO 9001:2015, RC								
5. Specific commitments, goals and targets set by the company with defined timelines, if any.	1. 33% of the treated effluent reused till Zero Liquid Discharge (ZLD) is fully implemented. 2. The overall pollutant load on scrubber to be reduced by 5%. 3. Increase Environment, Health and Safety (EHS) training hours by 5% in FY 2024-25 compared to last year. 4. Maintain zero reportable accidents.								
6. Performance of the company against the specific commitments, goals and targets along-with reasons in case the same are not met. (Policies)	1. The benefits of automation in FY 2023-24 led to consistency of quality and overall plant safety. 2. 25.4% of the treated effluent reused. 3. The overall pollutant load on scrubber has been reduced by 4.65% 4. EHS training hours in FY 2023-24 was targeted for 8840 and actual was 12068 Hours, increase of about 36%.								

Governance, Leadership and Oversight									
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges targets and achievements (listed company has flexibility regarding the placement of this disclosure)	<p>The Company is committed to integrating environmental, social and governance (ESG) principles into its businesses, which is central to improving the quality of life of the communities it serves. It adheres to the principles of product stewardship by enhancing health, safety and environmental impacts of products and services across their lifecycles.</p> <p>The environmental impacts cover Climate, Resources (Energy & Water), Waste Management and Nature & Biodiversity.</p> <p>As a Responsible Care Company, we are committed to reducing the GHG at Site, we are in the process of measuring our GHG for Scope 1 and 2, to initiate appropriate reduction action for Carbon Footprint.</p> <p>The Company is committed to conducting beneficial and fair business practices for the labour, human capital and to the community. It provides employees and business associates with working conditions that are clean, safe, healthy and fair.</p> <p>It strives to be neighbor of choice in the communities in which it operates and contributes to their equitable and inclusive development. To deliver these commitments, the Company has separate CSR Policy, and also has well defined governance practices in line with the "Paushak Code of Conduct".</p>								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	<p>Mr. Abhijit Joshi Whole-time Director & CEO DIN: 06568584 Email id: investors@paushak.com</p>								
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	<p>Yes. The Whole-time Director & CEO of the Company is responsible for decision making on sustainability relates issues. Additionally, the Company has a Board-level committee of risk management which is also responsible to oversee all aspects of Sustainability and ESG.</p>								
10. Details of Review of NGRBCs by the Company:									
Subject for Review	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
	Y	Y	Y	Y	Y	Y	Y	Y	Y
	Indicate whether review was undertaken by Director/ Committee of the Board/ Any other Committee								
i) Performance against above policies and follow up action	Committee of the Board								
ii) Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances.									
	Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
i) Performance against above policies and follow up action	Annually								
ii) Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances.	Need based								

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency	No									
12. If answer to question (1) above is “No” i.e. not all Principles are covered by a policy, reasons to be stated:										
Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	
The entity does not consider the principles material to its business (Yes/No)	Not Applicable									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)										
The entity does not have the financial or/human and technical resources available for the task (Yes/No)										
It is planned to be done in the next financial year (Yes/No)										
Any other reason (please specify)										

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE

Sustainable Development Goal 16 - Peace, Justice, and Strong Institutions

Sustainable Development Goal 17 - Partnerships for the Goals

Integrated Reporting Capital - Human Capital, Social & Relationship Capital and Financial Capital

Essential Indicators

- Percentage coverage by training & awareness programs on any of the principles during the financial year of KMP/ BOD/ Employees other than BOD & KMPs, Workers:

Segment	What is the number of total training and awareness programs held?	What are the key topics in such programs?	% of persons in respective category covered by the awareness programs
Board of Directors	1	Code Of Conduct, Corporate Governance & BRSR, Roles, Rights, Responsibilities & Duties of Independent Director, Understanding of the Business Operations of the Company	100%
Key Managerial Personnel (KMP)	3	Code Of Conduct, POSH & BRSR	100%
Employees other than Board of Directors or KMPs	278	Domain & Technical, Environment, Health & Safety, Human Rights, Quality Management, POSH & Organizational Values	74%
Workers	261	Domain & Technical, Environment, Health & Safety, Human Rights, Quality Management, POSH	61%

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

Monetary				
	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In Rs.)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	Nil	Nil	Nil	Nil
Settlement	Nil	Nil	Nil	Nil
Compounding Fee	Nil	Nil	Nil	Nil

Non- Monetary			
	Name of the regulatory/ enforcement agencies/ judicial Institutions	Brief of the case	Has an appeal been preferred? (Yes/No)
Imprisonment	Nil	Nil	Nil
Punishment	Nil	Nil	Nil

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

Not Applicable

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

Yes. The Company has an Anti-Corruption and Anti-Bribery Policy, which provides safeguards to prevent the Company in the event of any activity related to bribery, corruption, facilitation payments or kickbacks. The policy is not available in public-domain, however, it is circulated internally through the Company's intranet portal. Additionally, Anti-corruption aspects are also covered in our BRR policy which can be accessed on: <https://www.paushak.com/pdf/Business%20Responsibility%20Policies.pdf>

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

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

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

	FY 2023-24		FY 2022-23	
	Numbers	Remarks	Number	Remarks
Number of complaints received in relation to issues of conflict of interest of directors	Nil	NA	Nil	NA
Number of complaints received in relation to issues of conflict of interest of KMPs	Nil	NA	Nil	NA

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

Not applicable

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

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Number of days of accounts payable	53	51

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

Parameters	Metrics	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Concentration of Purchases	a. Purchases from Trading houses % of total purchases	-	-
	b. Number of trading houses where purchases are made from	-	-
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	-	-
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	-	-
	b. Number of dealers / distributors to whom sales are made	-	-
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	-	-
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	1.70%	1.39%
	b. Sales (Sales to related parties / Total Sales)	0.56%	0.97%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	-	-
	d. Investments (Investments in related parties / Total Investments made)	53.63%	58.63%

PRINCIPLE 2: BUSINESSES SHOULD RESPECT THE INTERESTS OF & BE RESPONSIVE TO ALL THEIR STANDARDS.

Sustainable Development Goal 2 - Zero Hunger

Sustainable Development Goal 6 - Clean Water & Sanitation

Sustainable Development Goal 7 - Affordable & Clean Energy

Sustainable Development Goal 8 - Decent Work & Economic Growth

Sustainable Development Goal 10 - Reduced Inequalities

Sustainable Development Goal 12 - Responsible Consumption & Production

Sustainable Development Goal 13 - Climate Action

Sustainable Development Goal 14 - Life below Water

Sustainable Development Goal 15 - Life on Land

Integrated Reporting Capital - Intellectual Capital, Natural Capital and Manufactured Capital

Essential Indicators

1. Percentage of R&D & capital expenditure (capex) investments in specific technologies to improve the environmental & social impacts of product & processes to total R&D & capex investments made by the entity in current & previous FY:

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)	Details of improvements in environmental and social impacts
R&D	-	-	-
Capex	19.78%	3.88%	Projects for reducing air pollution and controlling solid waste

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

Yes. During the year, guided by the BRR Policy, the Company has developed Sustainable Supply Chain Framework, setting out approach, expectations, process and promises towards sustainability in the supply chain.

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

The Company continuously assesses the source of inputs from vendors and evaluates if these vendors are certified by third party agencies. Such information is gathered from public domain. Basis this assessment, more than 50% of the raw material procurement by value are certified to be compliant with social and environmental standards.

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

The Company's manufacturing sites are governed by the Consents to Operate and authorization under the applicable processes laid down by the regulatory authorities. Under these rules / regulations, the Company declares all its waste, including plastic packaging. All the wastes generated are handed over to authorized waste disposal service providers. This ensures that the waste is properly disposed of. Plastic containers are shredded / cut / made non-useable and then given to the processors for recycling. At present, company has process to reclaim products that have been rejected at end of life. For all recycled products, process to reclaim safely is at buyer's responsibility.

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

Yes. The plan is submitted to GPCB at required intervals and consent and authorizations are obtained.

PRINCIPLE 3: BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS

Sustainable Development Goal 1 - No Poverty

Sustainable Development Goal 3 - Good Health & Poverty

Sustainable Development Goal 4 - Quality Education

Sustainable Development Goal 5 - Gender Equality

Sustainable Development Goal 8 - Decent Work & Economic Growth

Sustainable Development Goal 9 - Industry, Innovation & Infrastructure

Sustainable Development Goal 11 - Sustainable Cities & Communities

Sustainable Development Goal 16 - Peace, Justice, & Strong Institutions

Integrated Reporting Capital - Human Capital

Essential Indicators

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

Category	% of Employees covered by										
	Total (A)	Health Insurance		Accident insurance		Maternity		Paternity		Day Care Facilities	
		No (B)	% (B/A)	No (C)	% (C/A)	No (D)	% (D/A)	No (E)	% (E/A)	No (F)	% (F/A)
Permanent Employees											
Male	330	330	100.00%	330	100.00%	NA	NA	330	100.00%	NA	NA
Female	3	3	100.00%	3	100.00%	3	100.00%	NA	NA	3	100.00%
Total	333	333	100.00%	333	100.00%	3	0.90%	330	99.10%	3	0.90%
Other than Permanent Employees											
Male	2	2	100.00%	2	100.00%	NA	NA	2	100.00%	NA	NA
Female	-	-	-	-	-	-	-	NA	NA	-	-
Total	2	2	100.00%	2	100.00%	-	NA	2	100.00%	-	NA

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

Category	% of Workers covered by										
	Total (A)	Health Insurance		Accident insurance		Maternity		Paternity		Day Care Facilities	
		No (B)	% (B/A)	No (C)	% (C/A)	No (D)	% (D/A)	No (E)	% (E/A)	No (F)	% (F/A)
Permanent Workers											
Male	32	32	100.00%	32	100.00%	NA	NA	32	100.00%	NA	NA
Female	-	-	-	-	-	-	-	NA	NA	-	-
Total	32	32	100.00%	32	100.00%	-	NA	32	100.00%	-	NA
Other than Permanent Workers											
Male	343	343	100.00%	343	100.00%	NA	NA	NA	NA	NA	NA
Female	1	1	100.00%	1	100.00%	1	100.00%	NA	NA	1	100.00%
Total	344	344	100.00%	344	100.00%	1	0.29%	NA	NA	1	0.29%

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

	FY 2023-24 Current Financial Year	FY 2022-23 Previous Financial Year
Cost incurred on well-being measures as a % of total revenue of the company	0.23%	0.14%

2. Details of retirement benefits offered to workers & employees, for Current FY & Previous Financial Year: ESI; PF; Gratuity; Others, please specify:

Benefits	FY 2023-24			FY 2022-23		
	No. of Employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/ NA)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/NA)
PF*	100%	100%	YES	100%	100%	YES
Gratuity	100%	100%	YES	100%	100%	YES
ESI	NA	NA	NA	NA	NA	NA
Others (WC Policy)	100%	100%	YES	100%	100%	Yes

* Other than permanent employees i.e. retainers are not included in this calculation.

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

Yes. The premises and offices of the Company are accessible to differently abled employees and workers, in accordance with the Rights of Persons with Disabilities Act, 2016. The Company ensures that the facilities are friendly to people with special needs and has provided ramps / pathways, railings, lifts in new buildings and other requisite infrastructure for the differently abled.

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

Yes. The Company has an equal opportunity policy in place as a part of its BRR policy which highlights on providing equal opportunities to every competent applicant in jobs/promotions, skill up gradation and does not discriminate based on one's race, caste, religion, color, ancestry, marital status, gender, sexual orientation, age, and nationality. <https://www.paushak.com/pdf/Business%20Responsibility%20Policies.pdf>

5. Return to work & Retention rates of permanent employees & workers that took parental leave based on gender-male & female & in totality:

No maternal / paternal leaves were taken by any permanent employees & workers in FY 2023-24. Further there was no policy on Paternal Leave in FY 2022-23 and no female employee has taken Maternal Leave in FY 2022-23.

Gender	Permanent Employees		Permanent Workers	
	Return to work rate (%)	Retention rate (%)	Return to work rate (%)	Retention rate (%)
Male	-	-	-	-
Female	-	-	-	-
Disabled (Male)	-	-	-	-
Disabled (Female)	-	-	-	-
Total	-	-	-	-

6. Is there a mechanism available to receive & redress grievances for the following permanent & temporary categories of employees & workers? If yes, give details of the mechanism in brief for all the above-mentioned categories:

Yes. We have grievance mechanism in place where one can approach the concerned department as per the procedure prescribed. If the person is not satisfied with the resolution, then we have an online grievance reporting opportunity on intranet (Meri Aawaz) through which any employees including workers can approach the Human Resources department directly for any type of grievance.

Category	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes, through Meri Aawaz
Other than Permanent Workers	Yes, through suggestion box/ complaints register
Permanent Employees	Yes, through Meri Aawaz
Other than Permanent Employees	Yes, through suggestion box/ complaints register

7. Disclose No. & percentage of Membership of total permanent male & female both categories employees & workers in association(s) or Unions recognized by the company for both current & previous Financial Years:

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	%(B/A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	%(D/C)
Total Permanent Employees	333	-	-	297	-	-
Male	330	-	-	294	-	-
Female	3	-	-	3	-	-
Total Permanent Workers	32	32	100.00%	38	38	100.00%
Male	32	32	100.00%	38	38	100.00%
Female	-	-	-	-	-	-

8. Details of training on Health & safety measures & on skill up-gradation, given to employees & workers based on gender-male & female, & in totality for both current & previous financial years:

Category	FY 2023-24					FY 2022-23				
	Total (A)	On health and safety/wellness measures		On skill upgradation		Total (D)	On health and safety/wellness measures		On skill upgradation	
		No (B)	%(B/A)	No (C)	%(C/A)		No (E)	%(E/D)	No (F)	%(F/D)
Employees										
Male	330	304	92.12%	264	80.00%	294	235	79.93%	221	75.17%
Female	3	1	33.33%	2	66.67%	3	2	66.67%	2	66.67%
Total	333	305	91.59%	266	79.88%	297	237	79.80%	223	75.08%
Workers										
Male	32	31	96.88%	16	50.00%	38	31	81.58%	31	81.58%
Female	-	-	-	-	-	-	-	-	-	-
Total	32	31	96.88%	16	50.00%	38	31	81.58%	31	81.58%

9. Details of performance & career development reviews of employees & workers on a gender-male & female & in totality for both current & previous financial years:

Category	FY 2023-24			FY 2022-23		
	Total (A)	No (B)	%(B/A)	Total (C)	No (D)	%(C/D)
Employees						
Male	330	286	86.67%	294	294	100.00%
Female	3	3	100.00%	3	3	100.00%
Total	333	289	86.79%	297	297	100.00%
Workers						
Male	32	-	-	38	-	-
Female	-	-	-	-	-	-
Total	32	-	-	38	-	-

10. Health and safety management system:

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

Yes. Paushak Limited has implemented an OHSMS (certified as per ISO 45001) as part of Integrated Management System. At Paushak Limited, we are committed to provide safe working place and clean environment to our employees, other stakeholders as an integral part of business philosophy and to implement Responsible Care Management System (RCMS). The Company shall continually improve its environment, occupational health and safety performance in all its activities, products and service through:

- Identification & compliance of all applicable legal and other requirements.
- Reducing waste, occupational illness and injuries, minimizing pollution, conservation of resources.
- Enhance environment, health and safety awareness amongst employees and associated stakeholders through effective communication and training.

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

1. We have implemented Hazard identification and risk assessment methodologies in place which help us to identify work related hazards which includes routine and non-routine activities. We are using Hazard operability (HAZOP) for process related hazards, Hazard Identification and Risk assessment (HIRA) for routine and non-routine activities and Health Risk Assessment (HRA), QRA (Quantitative Risk Assessment), JSA (Job Safety Analysis), Work Permit System (WPS), PSSR (Pre-start-up Safety Review), Inspection and Audit, Plant Environment, Health and Safety (EHS) Checklist, near miss reporting system, etc., for identifying exposure related activities.

2. We conduct tool box talk (TBT) on daily basis in each shift which is helping us in maintaining our work place free from hazards.
 3. Regular site review, inspections and audits are undertaken to assess safety preparedness.
 4. Regular training on occupational health & safety are imparted along with training calendar.
 5. Induction training to employees and contractor workers is imparted during their joining.
- c. Whether you have processes for workers to report work-related hazards & to remove themselves from such risks. (Y/N)
- Yes. We have implemented a Distributed Control System (DCS) to prevent any hazards or any safety related issues. The system which is monitored by the plant operators will cut off the relevant affected plant immediately on sensing any issue or will shut down the plant if required. Further everyone working inside the plant is provided with a tag which will change the color if in contact with the hazardous gases. This will help to report any kind of work related hazard i.e., gas leaks etc. at the plant and will follow the plant evacuation procedures as defined.
- d. Do the employees/workers of the entity have access to non-occupational medical & healthcare services? (Yes/ No)

Yes. Medical cards are provided to all permanent employees & workers from a hospital with which the company has a tie up. Further, a group medical policy has also been issued to all the permanent employees & workers which will enable cashless medical treatment at the affiliated hospitals or claim reimbursement of such expenses.

11. Details of safety-related incidents for both employees & workers in current & previous FYs for:

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

12. Describe the measures taken by the company to ensure a safe & healthy workplace:

The Company has implemented Responsible Care® Management System to ensure compliance of EHS standards across the organization. A well-defined and documented Hazard Identification and Risk assessment is practiced for routine activities and non-routine activities with a detailed Permit to work system. Accident Incident Management System is in place wherein employees are expected to report all accidents, incidents, near miss and even unsafe conditions/unsafe acts at workplace. All such cases are adequately investigated and preventive/corrective actions are implemented. Training of all categories of employees is an essential element of our safety system. Best practices like risk assessment, workplace exposure measurement, regular medical checkups, accident/incident reporting etc., along with process safety practices like Safety Health and Environment reviews and Pre-Safety Start up Reviews (PSSR) always keeps our employees safe and healthy at workplace. Adequate emergency preparedness is also put in place to mitigate any unforeseen eventualities.

13. Number of Complaints filed & pending along with remarks on working conditions & health & safety made by employees & workers for current & previous FYs:

	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working conditions	Nil	Nil	NA	Nil	Nil	NA
Health and Safety	Nil	Nil	NA	Nil	Nil	NA

14. Disclose % of your plants & offices that were assessed (by the entity/ statutory authorities/ third parties) in the current FY for health & safety practices & working conditions:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and Safety practices	100%
Working Conditions	100%

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) & on significant risks/concerns arising from assessments of health & safety practices & working conditions:
- No major and reportable safety related incidents have occurred in past financial year.
 - There were minor first-aid related injuries during the year, which have been investigated and closed with necessary corrective and preventive actions to avoid re-occurrence.

PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS

Sustainable Development Goal 1 - No Poverty

Sustainable Development Goal 5 - Gender Equality

Sustainable Development Goal 9 - Industry, Innovation & Infrastructure

Sustainable Development Goal 11 - Sustainable Cities & Communities

Sustainable Development Goal 16 - Peace, Justice, and Strong Institutions

Integrated Reporting Capital - Human Capital and Social & Relationship Capital

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity:

Internal and external group of stakeholders are identified through need-assessment, business impact-assessment and engagement with local communities around the Company's manufacturing site.

2. List stakeholder groups identified as key for your entity & the method, frequency & purpose of engagement with each stakeholder group:

Key Stakeholders	Whether identified as Vulnerable & Marginalised Group (Yes/ No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Others	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders	No	<ul style="list-style-type: none"> Annual reports Quarterly Results Company's Website Information to Stock Exchange 	As per statutory requirement or as and when required	<ul style="list-style-type: none"> Long term value creation Transparency Good Governance High Reputation & Brand image
Employees	No	<ul style="list-style-type: none"> Telephone E-Mails Personal Meeting Notice Board 	As and when required	<ul style="list-style-type: none"> Employee feedback
Customers	No	<ul style="list-style-type: none"> Video Conferencing Emails Site visit 	Need basis	<ul style="list-style-type: none"> Quality & Timely Delivery Competitive Cost Transparency in disclosure

Channel Partners and Key Partners (Suppliers/ Value Chain Partners)	No	<ul style="list-style-type: none"> • Supplier assessment • MoU Agreements • Contract discussion meetings 	Need basis	<ul style="list-style-type: none"> • Product Quality • Cost • Timely delivery • On time payment • Ethical behavior • Upcoming technologies or equipment
Government	No	<ul style="list-style-type: none"> • E-Mail & Personal Meetings 	Need basis	<ul style="list-style-type: none"> • Information & Statutory Approvals.
Communities and NGOs	No	<ul style="list-style-type: none"> • Meetings & Visits 	Need basis	<ul style="list-style-type: none"> • Education, Empowerment etc.

PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

Sustainable Development Goal 5 - Gender Equality

Sustainable Development Goal 8 - Decent Work & Economic Growth

Sustainable Development Goal 16 - Peace, Justice, and Strong Institutions

Integrated Reporting Capital - Human Capital, Governance Capital and Social & Relationship Capital

Essential Indicators

1. Details of training provided to employees & workers (Permanent & Temporary) on human rights issues for current & previous years:

Category	FY 2023-24			FY 2022-23		
	Total (A)	No of Employees covered (B)	%(B/A)	Total (C)	No of Employees covered (D)	%(D/C)
Employees						
Permanent	333	333	100.00%	297	61	20.54%
Other than Permanent	2	2	100.00%	-	-	-
Total	335	335	100.00%	297	61	20.54%
Workers						
Permanent	32	32	100.00%	38	5	13.16%
Other than Permanent	344	344	100.00%	405	21	5.19%
Total	376	376	100.00%	443	26	5.87%

2. Details of minimum wages paid to workers & employees (For both current & previous year):

Category	FY 2023-24					FY 2022-23				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No (B)	%(B/A)	No (C)	%(C/A)		No (E)	%(E/D)	No (F)	%(F/D)
Employees										
Permanent										
Male	330	-	-	330	100%	294	-	-	294	100%
Female	3	-	-	3	100%	3	-	-	3	100%
Other than Permanent										
Male	2	-	-	2	100%	-	-	-	-	0%
Female	-	-	-	-	0%	-	-	-	-	0%

Workers										
Permanent										
Male	32	-	-	32	100%	38	-	-	38	100%
Female	-	-	-	-	0%	-	-	-	-	0%
Other than Permanent										
Male	343	-	-	343	100%	405	-	-	-	0%
Female	1	-	-	1	-	-	-	-	-	0%

3. a. Details of remuneration/salary/wages of BoD/KMP/Employees & Workers (For both Male & Female):

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category ₹ in lakhs	Number	Median remuneration/ salary/wages of respective category ₹ in lakhs
Board of Directors (BoD) (Whole-time directors)	1	81.53	-	-
Key Managerial Personnel (other than BoD)	1	12.68	1	28.60
Employees other than BoD and KMP	330	4.91	2	4.19
Workers*	32	3.27	-	-

*Retainers and contract workers are excluded.

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

	FY 2023-24	FY 2022-23
Gross wages paid to females as % of total wages	1.39	2.68

4. Does the company have an Individual /Committee responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes.

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

Grievance redressal mechanism is in place wherein one can approach the concerned department as per process and procedure prescribed and if one is not satisfied with the resolution provided then the person can use the online grievance submission through intranet (Meri Aawaz).

The Company works with agility by continuously reviewing their practices, policies and programs to build a robust system to redress grievances related to human rights by keeping the details of concerned individuals confidential.

6. Details of complaints made by employees & workers on sexual harassment, discrimination at workplace, Child Labour, Forced Labour/Involuntary Labour, Wages or other human rights related issues:

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

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

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

8. Mechanisms to prevent adverse consequences to the complainant in discrimination & harassment cases:
We have a policy in place which prevents adverse consequences to the complainant in discrimination and harassment cases.
9. Do human rights requirements form part of your business agreements & contracts? (Yes/No)
Yes. Adherence to human rights forms a part of major business agreements and contracts.
10. Percentage of your plants and offices that were assessed (by entity, statutory authority or third party) for sexual harassment, discrimination at workplace, child labour, forced/ involuntary labour, wages, other human rights related issues:

	% of offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at Workplace	100%
Wages	100%
Others - please specify	NA

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

There are no significant risks / concerns arising from the assessment carried out, as referred above.

PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

- Sustainable Development Goal 2 - Zero Hunger
 - Sustainable Development Goal 3 - Good Health & Poverty
 - Sustainable Development Goal 6 - Clean Water & Sanitation
 - Sustainable Development Goal 7 - Affordable & Clean Energy
 - Sustainable Development Goal 10 - Reduced Inequalities
 - Sustainable Development Goal 12 - Responsible Consumption & Production
 - Sustainable Development Goal 13 - Climate Action
 - Sustainable Development Goal 14 - Life below Water
 - Sustainable Development Goal 15 - Life on Land
- Integrated Reporting Capital - Natural Capital and Social & Relationship Capital

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) & energy intensity as per BRSR format:

Parameter	FY 2023-24	FY 2022-23
From Renewable sources		
Total Electricity Consumption (A)	18,619.48 GJ	16,542.88 GJ
Total fuel consumption (B)	2,294.45 GJ	1,566.64 GJ
Energy consumption through other sources (C)	0	0
Total energy consumed from renewable sources (A+B+C)	20,913.93 GJ	18,109.52 GJ*
From non-renewable sources		
Total electricity consumption (D)	54,401.95 GJ	50,790.97 GJ
Total fuel consumption (E)	81,275.23 GJ	71,253.95 GJ
Energy consumption through other sources (F)	0	0
Total energy consumed from non-renewable sources (D+E+F)	1,35,677.18 GJ	1,22,044.92 GJ
Total energy consumed (A+B+C+D+E+F)	1,56,591.11 GJ	1,40,154.44 GJ
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)	0.000075919	0.000066003
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)	0.00159126	0.00138342
Energy intensity in terms of physical output		
Energy intensity (optional) – the relevant metric may be selected by the entity	Not Applicable	Not Applicable

*In the previous year diesel consumption was not used to calculate fuel consumption, which is covered during the current financial year.

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

No. However, the last energy audit at the site was conducted by Green Energy Audit in September, 2022.

2. Does the company have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve, & Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any:

No.

3. Provide details of water withdrawal from different sources, total volume of water withdrawal & consumed, & Water intensity per rupee of turnover (Water consumed / turnover) as per BRSR format:

Parameter	FY 2023-24	FY 2022-23
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Ground water	931	406
(iii) Third party water	97,456	90,726
(iv) Seawater/ Desalinated water	-	-
(v) Others	-	-
Total Volume of water withdrawal (in kilolitres) (i+ii+iii+iv+v)	98,387	91,132
Total volume of water consumption (in kilolitres)	98,387	91,132
Water intensity per rupee of turnover (Total water consumed / Revenue from operations)	0.00004770	0.00004292
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	0.00099980	0.00089953
Water intensity in terms of physical output		
Water intensity (optional) – the relevant metric may be selected by the entity	Not applicable	Not applicable

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

Yes. The Company's manufacturing sites are certified and audited for ISO 14001 (by Bureau Veritas) & Responsible Care (by the Indian Chemical Council). Further, Environment Audit Report (covering water consumption) is submitted to GPCB by approved auditor (AWH Laboratory, Ahmedabad). Further, water audit is conducted by CGWA approved auditor.

4. Provide the following details related to water discharged:

Parameter	FY 2023-22	FY 2022-23
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) To Groundwater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) To Seawater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third parties		
- No treatment	-	-
- With treatment – please specify level of treatment (We have facility of primary treatment and secondary effluent treatment plant.)	5527	3162
(v) Others		
- No treatment		
- With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)	5527	3162

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

Yes. The Company's manufacturing sites are certified and audited for ISO 14001 (by Bureau Veritas) & Responsible Care (by the Indian Chemical Council). Further, Environment audit report (covering waste water generation, treatment and disposal) is submitted to GPCB by approved auditor (AWH Laboratory, Ahmedabad).

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

No. We have facility of primary treatment and secondary effluent treatment plant. We are member of Common Effluent Treatment Plants (CETP) and we discharge effluents to such CETP as per their norms.

Partial Zero Liquid Discharge (ZLD) is implemented as we have Multiple Effect Evaporator (MEE) plant for treatment of High Total Dissolved Solids (HTDS) effluent and generated condensate of MEE plant is recycled within the plant.

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

Parameter	Please specify unit	FY 2023-24	FY 2022-23
NOx	PPM	31.79	27.36
Sox	PPM	64.64	66.14
Particulate Matter (PM)	mg/Nm3	58.85	80.47
Persistent Organic Pollutants (POP)	NA	-	-
Volatile Organic Compounds (VOC)	mg/m3	0.38	-
Hazardous Air Pollutants (HAP)	NA	-	-
Others – please specify	NA	-	-

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

Yes. The Company's manufacturing sites are certified and audited for ISO 14001 (by Bureau Veritas) & Responsible Care (by the Indian Chemical Council). Further, Environment audit report (covering air emissions) is submitted to GPCB by approved auditor (AWH Laboratory, Ahmedabad).

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

Parameters	Units	FY 2023-24	FY 2022-23
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric Tonnes of CO ₂ equivalent	11,348.30	8,530.70
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric Tonnes of CO ₂ equivalent	7,434.30	7,046.10
Total Scope 1 and Scope 2 emission intensity per Rupee of turnover (Total Scope 1 and Total Scope 2 GHG emissions/ Revenue from Operations)		0.0000091062	0.0000073356
Total Scope 1 and Scope 2 emission intensity per Rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions/Revenue from Operations adjusted for PPP)		0.00019087	0.00015375
Total Scope 1 and Scope 2 emission intensity in terms of physical output		Not Applicable	Not Applicable
Total Scope 1 and Scope 2 emission intensity (optional) - the relevant matrix may be selected by the entity		Not Applicable	Not Applicable

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

No. Responsible Care (RC) Audit and ISO 14001 covers Scope 1 and Scope 2 emissions, but not audited by external agency.

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

No. However, the Company has set goals in order to reduce GHG emissions (Refer Section B – Q5).

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

Parameter (in metric tonnes)	FY 2023-24	FY 2022-23
Total waste generated (in metric tonne)		
(A) Plastic waste	-	-
(B) E-waste	3.40	8.10
(C) Bio-medical waste	0.00152	0.00139
(D) Construction and demolition waste	-	113.00
(E) Battery waste	-	-

Parameter (in metric tonnes)	FY 2023-24	FY 2022-23
(F) Radioactive waste	-	-
(G) Other Hazardous waste. Please specify if any	13,232.85	12,191.20
G1 Landfill waste	231.27	106.99
G2 Residue	112.86	66.28
G3 Disposed to Recycling waste end user (HCL, Drum, Oil, Solvents)	12,888.72	12,017.93
(H) Other Non-hazardous waste (Food, Paper, Cardboard, Metal and Mixed Waste)	616.32	153.35
Total (A+B+C+D+E+F+G+H)	13,852.57	12,465.65
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	0.00000672	0.00000587
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.00014077	0.00012304
Waste intensity in terms of physical output	Not applicable	Not applicable
Waste intensity (optional) – the relevant metric may be selected by the entity	Not applicable	Not applicable
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonne)		
Category of waste		
(i) Recycled	12,994.43	12,055.74
(ii) Re-used	616.32	243.35
(iii) Other recovery operations	-	-
Total	13,610.75	12,299.09
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonne)		
Category of waste disposal		
(i) Incineration	4.16	56.46
(ii) Landfilling	212.74	107.90
(iii) Other disposal operations (Disposed to Co-Processing /Pre-processing)	24.92	2.20
Total	241.82	166.56

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

Yes. The Company's manufacturing sites are certified and audited for ISO 14001 (by Bureau Veritas) & Responsible Care (by the Indian Chemical Council). Further, Environment audit report (covering waste management) is submitted to GPCB by approved auditor (AWH Laboratory, Ahmedabad).

10. Briefly describe the waste management practices adopted in the company's establishments. Describe the strategy adopted by the company to reduce usage of hazardous & toxic chemicals in your products & processes & the practices adopted to manage such wastes:

The Company, being a Responsible Care certified organization, manages its waste in a legally compliant and sustainable method. All the wastes are handled as required by Consent to Operate / Hazardous Waste authorization. The Company has adopted the strategy to Reduce, Reuse, Recycle, Recovery and Disposal methodology by optimizing and modifying the process from time to time. Continuous improvements in manufacturing process and technology is the key to reduce the generation of hazardous waste at our site. Substitution with less hazardous chemicals, also contribute positively.

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

Sr.no	Location of Operations / Offices	Type of Operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
Not Applicable			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

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

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

Yes. We are compliant with the applicable environmental law/ regulations/ guidelines in India.

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

PRINCIPLE 7: BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

Sustainable Development Goal 2 - Zero Hunger

Sustainable Development Goal 7 - Affordable & Clean Energy

Sustainable Development Goal 10 - Reduced Inequalities

Sustainable Development Goal 11 - Sustainable Cities & Communities

Sustainable Development Goal 13 - Climate Action

Sustainable Development Goal 14 - Life below Water

Sustainable Development Goal 15 - Life on Land

Sustainable Development Goal 17 - Partnerships for the Goals

Integrated Reporting Capital - Social & Relationship Capital

Essential Indicators

1. Details of affiliations with trade & industry chambers/ associations. (Name of top 10 trade & industry chambers):

Sr. No	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/ National)
1	Indian Chemical Council	National
2	National Safety Council	National
3	Chemexcil	National
4	Indian Phosgene Council	National
5	Gujarat Employers' Organization	State
6	Federation of Gujarat Industries	State
7	Gujarat Safety Council	State

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

Name of Authority	Brief of Case	Corrective Action Taken
Nil	Nil	Nil

PRINCIPLE 8: BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

Sustainable Development Goal 1 - No Poverty

Sustainable Development Goal 2 - Zero Hunger

Sustainable Development Goal 3 - Good Health & Poverty

Sustainable Development Goal 4 - Quality Education

Sustainable Development Goal 5 - Gender Equality

Sustainable Development Goal 6 - Clean Water & Sanitation

Sustainable Development Goal 8 - Decent Work & Economic Growth

Sustainable Development Goal 9 - Industry, Innovation & Infrastructure

Sustainable Development Goal 11 - Sustainable Cities & Communities

Sustainable Development Goal 13 - Climate Action

Sustainable Development Goal 14 - Life below Water

Sustainable Development Goal 15 - Life on Land

Sustainable Development Goal 16 - Peace, Justice, and Strong Institutions

Sustainable Development Goal 17 - Partnerships for the Goals

Integrated Reporting Capital - Social & Relationship Capital and Human Capital

Essential Indicators

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

Name and brief details of projects	SIA Notification No.	Date of Notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web Link
Not Applicable					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by the company:

Sr No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (in INR)
1.	Not Applicable					

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

The Company has a process to receive and redress concerns received from the community. We maintain register of complaints for communities at our manufacturing location. The site representatives works closely with the community to redress grievances, if any, in a cordial manner. Further, there is a weblink for email address provided on website's where grievances can be shared by the affected communities with the responsible person. <https://www.paushak.com/default.aspx>

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

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Directly sourced from MSMEs/ small producers	24.41%	24.48%
Directly from within India	98.15%	97.11%

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

Location	FY 2023-24	FY 2022-23
Rural	-	-
Semi Urban	87.31%	80.59%
Urban	12.69%	19.41%
Metropolitan	-	-

Place categorized as per RBI Classification System for rural / semi-urban / urban / metropolitan.

PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

Sustainable Development Goal 2 - Zero Hunger

Sustainable Development Goal 4 - Quality Education

Sustainable Development Goal 12 - Responsible Consumption & Production

Sustainable Development Goal 14 - Life below Water

Sustainable Development Goal 15 - Life on Land

Integrated Reporting Capital - Intellectual Capital and Social & Relationship Capital

Essential Indicators

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

A customer complaint procedure is in place. Customer complaints are logged into the customer complaint log'. Complaints are acknowledged within 24 working hours and a complete investigation shall be completed within 30 working days. Based on the nature of the complaints. i.e. minor or major.

Major: Complaints related to the product not meeting its predetermined Critical attributes or damage to primary packaging.

Minor: Complaints which are not impact product quality. i.e. damage to secondary packaging document-related observation, short material, etc,

The root cause is investigated, and corrective and preventive actions are conveyed to customers. The complaint is closed after feedback (by phone or e-mail) from the customer. If no adverse comments are received within 45 days, the complaint is lodged, and the complaint is deemed closed.

2. Turnover of products &/ services as a percentage of turnover from all products/service that carry information about, Environmental & social parameters relevant to the product, Safe & responsible usage & Recycling &/or safe disposal:

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

3. Number of consumer complaints in respect of the Data privacy, Advertising, Cyber-security, Delivery of essential services, Restrictive Trade Practices, Unfair Trade Practices& other Received & pending during current & previous FY:

	FY 2023-24			FY 2022-23		
	Received during the year	Pending resolution at end of the year	Remarks	Received during the year	Pending resolution at end of the year	Remarks
Data privacy	Nil	Nil	Nil	Nil	Nil	Nil
Advertising	Nil	Nil	Nil	Nil	Nil	Nil
Cyber-security	Nil	Nil	Nil	Nil	Nil	Nil
Delivery of essential services	Nil	Nil	Nil	Nil	Nil	Nil
Restrictive Trade Practices	Nil	Nil	Nil	Nil	Nil	Nil
Unfair Trade Practices	Nil	Nil	Nil	Nil	Nil	Nil
Others	9	-	-	5	-	-

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

	Number	Reasons for Recall
Voluntary recalls	Nil	NA
Forced recalls	Nil	NA

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

Yes. The Company has an "Information Security Policy" in place which includes provisions for cyber security and data privacy. The policy is not available in public-domain, however, it is circulated internally through the Company's intranet portal. Additionally, data security and privacy aspects are also covered in our BRR policy which can be accessed on: <https://www.paushak.com/pdf/Business%20Responsibility%20Policies.pdf>.

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

There were no issues relating to advertising, delivery of essential services, cyber security and data privacy of customers. There was no re-occurrence of product recall. No penalty was levied or action was taken by any regulatory authority on account of any deficiency relating to safety of products / services in the financial year.

7. Provide the following information relating to data breaches:

- Number of instances of data breaches : None.
- Percentage of data breaches involving personally identifiable information of customers : None.
- Impact, if any, of the data breaches : None.

On behalf of the Board of Directors,

Sd/-

Abhijit Joshi

Whole-time Director & CEO and BR Head

DIN: 06568584

Date: 3rd May, 2024

Place: Vadodara

INDEPENDENT AUDITOR'S REPORT

To the Members of Paushak Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of M/s. Paushak Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements including a summary of material accounting policy information and other explanatory information (hereinafter referred to as "financial statements").

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 accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, of the state of affairs of the Company as at March 31, 2024, its profit (including other comprehensive income), its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with 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 ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current year. 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key audit matters	How our audit addressed the key audit matters
1.	<p>Government Grant/Subsidy received: Capital Grant/Subsidy received by the Company from the government for investment in Property, Plant and Equipment.</p>	<p>Government Grant has been presented at fair value in balance sheet as deferred income.</p> <p>We have tested the underlying data and assumptions used in determination of fair value and have tested mathematical accuracy of relevant figures presented. We have reviewed the provisional eligibility certificate issued by the government to check the recognition measurement as per Ind AS 20.</p> <p>We have reviewed the accounting treatment adopted by the Company in respect to government grant received as per Ind AS 20.</p>
2.	<p>Valuation of investments: The Company has investments amounting to INR 22,306.56 lakhs in quoted shares, unquoted shares, AIF and Mutual Funds valued on 'Fair Value through Other Comprehensive Income' or 'Fair Value through P&L', as applicable, in accordance with related Accounting Standard. The Company measures fair values using the fair value hierarchy (Level 1, Level 2 and Level 3), which reflects the significance of the inputs used in making the measurements.</p> <p>Key inputs used in the valuation of above investments inter alia are cash flow projections, growth rate, terminal value, discount rate, quoted market rate of such investee entities investments, etc.</p>	<p>We assessed the design and implementation of controls over valuation and existence of investments.</p> <p>For the fair valuation models, we understood and assessed the methodology used.</p> <p>We tested the underlying data and assumptions used in the determination of the fair value.</p> <p>Testing the mathematical accuracy of the discounted cash flow projections.</p> <p>Evaluated the appropriateness of the disclosure in the financial statements including key assumptions and sensitivities.</p>

<p>The valuation of these unquoted shares is important to our audit as it is highly dependent on estimates (various assumptions and techniques used) which contain assumptions that are not directly observable in the market. Given the inherent subjectivity in the valuation of the above investments, relative significance of these investments to the financial statements and the nature and extent of audit procedures involved, we determined this to be a key audit matter.</p>	
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Other Information

The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the Management discussion and Analysis, Board’s Report including Annexures to Board’s Report, Corporate Governance and Shareholders 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 in the audit or otherwise appears to be materially misstated.

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

Responsibilities of Management and Those Charged with Governance 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 (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Ind AS prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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, Board of Directors is responsible for assessing the Company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company’s financial reporting process.

Auditor’s Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.

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

Report on Other Legal and Regulatory Requirements

- (1) As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we report in "Annexure 1", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- (2) As required by section 143(3) of the Act, 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), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Ind AS prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.
 - e. On the basis of the written representations received from the directors as on March 31, 2024, and 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure 2".
 - g. With respect to the other matter 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/ provided 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 in its financial statements – Refer Note 31B on Contingent Liabilities to the financial statements;
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

- (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, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (c) Based on the audit procedures that are 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) As stated in Note 31T to the financial statements:
 - (a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in compliance with section 123 of the Act, as applicable.
 - (b) The Company has not declared or paid any interim dividend during the year and until the date of this report.
 - (c) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in compliance with section 123 of the Act, as applicable.
- (vi) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account for the financial year ended March 31, 2024, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

For Haribhakti & Co. LLP
Chartered Accountants
ICAI Firm Registration No.103523W / W100048

Place: Vadodara
Date: May 3, 2024

Yash Bhatt
Partner
Membership No.117745
UDIN: 24117745BKBOYT8208

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section in the Independent Auditor's Report of even date to the members of Paushak Limited ("the Company") on the Ind AS financial statements for the year ended 31st March 2024]

Based on the audit procedures performed for the purpose of reporting a true and fair view on the Ind AS financial statements of the Company and taking into consideration the information, explanations and written representation given to us by the management and the books of account and other records examined by us in the normal course of audit, we report that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of Intangible Assets.
- (b) The Company has a program of physical verification of Property, Plant and Equipment to cover all the items in a phased manner over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the management during the year. No material discrepancies were noticed on such verification.
- (c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of lessee), disclosed in the Ind AS financial statements are held in the name of the Company.
- (d) The Company has not revalued its Property, Plant and Equipment and Intangible Assets during the year. Accordingly, reporting under clause (i)(d) of paragraph 3 of the Order is not applicable.
- (e) No proceedings have been initiated or are pending against the Company as at March 31, 2024 for holding any benami property under the Prohibition of Benami Property Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year, except for goods-in-transit and stocks lying with third parties. In our opinion, the coverage and procedure of such verification by the management is appropriate.
- (b) The Company has not obtained any sanctioned working capital limit during the year, from banks and/or financial institutions, on the basis of security of current assets. Therefore, reporting under clause (ii)(b) of paragraph 3 of the Order is not applicable.
- (iii) (a) During the year, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties. Hence sub-clauses (a),(c),(d),(e) and (f) and relevant provisions of sub-clause (iii) of paragraph 3 of the Order are not applicable.
- (b) The Company made investments in Mutual Funds during the year. The terms and conditions of these investments are not prejudicial to the company's interests.
- (iv) The Company has not granted any loans or provided any guarantees or security to the parties covered under section 185 of the Act. Hence the provisions of section 185 of the Act is not applicable on the Company. Further, the Company has complied with the provisions of section 186 of the Act in respect of the investments made.
- (v) In our opinion, the Company has not accepted any deposits or amounts which are deemed to be deposits. Accordingly, reporting under clause (v) of paragraph 3 of the Order is not applicable.
- (vi) The maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Act and rules thereunder. We have broadly reviewed such records and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) The Company is regular in depositing with the appropriate authorities, undisputed statutory dues including Goods and Services tax (GST), provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues applicable to it, in all cases during the year.

AND

No undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, GST, customs duty, cess and any other material statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they became payable.

- (b) The dues outstanding with respect to provident fund, employees' state insurance, income tax, GST, sales tax, service tax, value added tax, customs duty, excise duty and cess, on account of any dispute, are as follows:

Statement of Disputed Dues

Name of the statute	Nature of the dues	Amount (₹ in Lakhs)	Period to which the amount relates	Forum where dispute is pending
Gujarat VAT Act, 2003	VAT demand	2.55	F.Y 2006-07	Commissioner, Commercial Taxes, Vadodara, Gujarat

- (viii) We have not come across any transaction which were previously not recorded in the books of account of the Company that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company did not obtain any money by way of term loans during the year and there were no outstanding term loans at the beginning of the year. Accordingly, reporting under clause (ix)(c) of paragraph 3 of the Order is not applicable.
- (d) On an overall examination of the Ind AS financial statements of the Company, no funds raised on short-term basis have, been used for long-term purposes by the Company.
- (e) The Company does not have any subsidiary associate or joint venture as defined under the Act. Hence reporting under clause (ix)(e) and (f) of the Order is not applicable
- (x) (a) The Company has not raised money by way of initial public issue offer / further public offer (including debt instruments) during the year. Therefore, reporting under clause (x)(a) of paragraph 3 of the Order is not applicable.
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Therefore, reporting under clause (x)(b) of paragraph 3 of the Order is not applicable.
- (xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company nor any fraud on the Company has been noticed or reported during the year, nor have we been informed of any such instance by the management.
- (b) No report under section 143(12) of the Act has been filed with the Central Government by the auditors of the Company in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014, during the year or upto the date of this report.
- (c) There are no whistle blower complaints received by the Company during the year and upto the date of this report.
- (xii) In our opinion, the Company is not a Nidhi Company. Therefore, reporting under clause (xii) of paragraph 3 of the Order is not applicable.
- (xiii) All transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and the details have been disclosed in the Ind AS financial statements as required by the applicable accounting standards.
- (xiv) (a) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the Internal Audit Reports of the Company issued till date, for the period under audit.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with them during the year and hence, provisions of section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Therefore, reporting under clause (xvi)(a) and (b) of paragraph 3 of the Order are not applicable.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without having a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

- (c) The Company is not a Core Investment Company (CIC) as defined in Core Investment Companies (Reserve Bank) Directions, 2016 ("Directions") by the Reserve Bank of India. Accordingly, reporting under clause (xvi)(c) and (d) of paragraph 3 of the Order are not applicable.
- (xvii) The Company has not incurred cash losses in the current and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly, reporting under clause (xviii) of paragraph 3 of the Order is not applicable.
- (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 Ind AS financial statements and our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which cause us to believe that any material uncertainty exists as on the date of this audit report and 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 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) There are no unspent amount towards Corporate Social Responsibility (CSR) requiring a transfer to a Fund specified in Schedule VII to the Act in compliance with second proviso to section 135(5) of the said Act. Hence, reporting under clause (xx) of paragraph 3 of the Order is not applicable.
- (xxi) Since the Company is not required to prepare Consolidated financial statements, clause 3 (xxi) is not applicable.

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No. 103523W / W100048

Yash Bhatt

Partner

Membership No.117745

UDIN: **24117745BKBOYT8208**

Place: Vadodara

Date: May 3, 2024

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 2(i) under 'Report on Other Legal and Regulatory Requirements' section in our Independent Auditor's Report of even date to the members of Paushak Limited on the Ind AS financial statements for the year ended 31st March 2024.

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements 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 with reference to financial statements and their operating effectiveness.

Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note issued by the ICAI.

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No. 103523W / W100048

Yash Bhatt

Partner

Membership No.117745

UDIN: **24117745BKBOYT8208**

Place: Vadodara

Date: May 3, 2024

BALANCE SHEET

Particulars	Notes	₹ in Lacs	
		As at 31 st March, 2024	As at 31 st March, 2023
I. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	2	15,239.09	14,871.06
(b) Capital Work-in-progress	2	2,865.29	659.29
(c) Other Intangible Assets	2	4.69	8.67
(d) Financial Assets			
- Investments	3	8,193.62	11,163.12
- Other Financial Assets	4	146.10	0.77
(e) Other Non-Current Assets	5	133.16	46.17
Total Non Current Assets		26,581.95	26,749.09
(2) Current Assets			
(a) Inventories	6	2,176.72	2,273.68
(b) Financial Assets			
- Investments	7	14,112.94	7,003.09
- Trade Receivables	8	5,068.22	5,247.83
- Cash and Cash Equivalents	9	62.14	52.23
- Bank Balance other than cash and cash equivalents	10	49.22	42.60
- Other Financial Assets	11	22.44	2.26
(c) Other Current Assets	12	60.94	103.50
Total Current Assets		21,552.63	14,725.18
TOTAL ASSETS		48,134.58	41,474.28
II. EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	13	308.21	308.21
Other Equity	14	40,504.11	35,061.07
Total Equity		40,812.32	35,369.28
Liabilities			
(1) Non-Current Liabilities			
(a) Provisions	15	151.60	100.98
(b) Deferred Tax Liabilities (Net)	16	4,413.83	3,772.39
(c) Other Non Current Liabilities	17	160.30	-
Total Non-Current Liabilities		4,725.74	3,873.37
(2) Current Liabilities			
(a) Financial Liabilities			
- Trade Payables	18		
- Total outstanding dues of micro enterprises and small enterprises		118.98	75.20
- Total outstanding dues of creditors other than micro enterprises and small enterprises		1,472.35	1,460.73
- Other Financial Liabilities	19	697.41	477.63
(b) Other Current Liabilities	20	106.50	88.44
(c) Provisions	21	38.28	36.40
(d) Current Tax Liabilities (Net)	22	163.01	93.23
Total Current Liabilities		2,596.52	2,231.63
Total Liabilities		7,322.26	6,105.00
TOTAL EQUITY AND LIABILITIES		48,134.58	41,474.28

Significant Accounting Policies and Other Explanatory Notes and Information 1 - 31

The accompanying notes referred to above form an integral part of the Financial Statements

As per our report of even date

For and on behalf of the Board

For Haribhakti & Co LLP
Chartered Accountants
Firm Registration No. 103523W / W1000048

Chirayu Amin
Chairman
DIN: 00242549

Atul Patel
Director
DIN: 00009587

Abhijit Joshi
Whole-time Director & CEO
DIN: 06568584

CA. Yash Bhatt
Partner
Membership No. 117745
Vadodara, 3rd May, 2024

Sagar Gandhi
Company Secretary

Kirti Shah
CFO

Vadodara, 3rd May, 2024

STATEMENT OF PROFIT AND LOSS

₹ in Lacs

Particulars	Notes	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
I. INCOME			
Revenue from operations	23	20,626.08	21,234.61
Other income	24	2,049.12	905.06
Total income		22,675.20	22,139.67
II. EXPENSES			
Cost of materials consumed	25	4,506.17	4,824.18
Changes in inventories of Finished Goods, Semi-Finished Goods and Work in progress	26	(25.39)	(219.36)
Employee benefits expense	27	3,048.30	2,676.69
Finance costs	28	15.24	31.10
Depreciation and amortisation expense	2	1,383.80	1,341.72
Other expenses	29	6,647.88	6,433.44
Total Expenses		15,575.99	15,087.75
III. Profit before Exceptional Items and Tax (I - II)		7,099.21	7,051.92
IV. Exceptional Items:			
Profit on Sale of Land		-	170.41
V. Profit before Tax (III + IV)		7,099.21	7,222.33
VI. Tax expense:			
Current Tax		1,404.91	1,389.26
Deferred Tax		258.97	432.52
VII. Profit/(Loss) for the year (V - VI)		5,435.33	5,400.55
VIII. Other Comprehensive Income	30		
A (i) Item that will not be reclassified to profit or loss		1,322.07	(43.81)
(ii) Income tax relating to item that will not be reclassified to profit or loss		(305.19)	9.77
B (i) Item that will be reclassified to profit or loss		0.00	(139.49)
(ii) Income tax relating to item that will be reclassified to profit or loss		(77.28)	(44.09)
IX. Total Other Comprehensive Income		939.60	(217.62)
X. Total Comprehensive Income for the period (VII + IX)		6,374.93	5,182.93
XI. Earning per equity share: (FV ₹ 10/- each)			
- Basic & Diluted (in ₹) [Refer Note 31H]		176.35	175.22

Significant Accounting Policies and Other Explanatory Notes and Information 1 - 31

Note: The accompanying notes referred to above form an integral part of the financial statements

As per our report of even date

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For Haribhakti & Co LLP
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Vadodara, 3rd May, 2024

Sagar Gandhi
Company Secretary
Vadodara, 3rd May, 2024

Kirti Shah
CFO

STATEMENT OF CHANGES IN EQUITY

A Equity Share Capital:

Particulars	No. of Shares	₹ in Lacs
Equity Shares of ₹ 10/- each issued, subscribed and fully paid		
Balance as at 1st April, 2022	30,82,114	308.21
Change in equity share capital during the year	-	-
Balance as at 31st March, 2023	30,82,114	308.21

Equity Shares of ₹ 10/- each issued, subscribed and fully paid		
Balance as at 1st April, 2023	30,82,114	308.21
Change in equity share capital during the year	-	-
Balance as at 31st March, 2024	30,82,114	308.21

B Other Equity:

₹ in Lacs

Particulars	Reserves and Surplus				FVOCI - Equity Investment Reserve	FVOCI - Debt Investment Reserve	Total
	Capital Reserve	Capital Redemption Reserve	General Reserve	Retained Earning			
Balance as at 1st April, 2022 (I)	4.25	313.66	6,534.08	14,889.97	4,077.00	4,429.04	30,247.99
Profit for the year	-	-	-	5,400.55	-	-	5,400.55
Re-measurement of post employment benefit obligation (net of tax)	-	-	-	9.62	-	-	9.62
Other Comprehensive Income for the year *	-	-	-	-	(43.67)	(183.58)	(227.24)
Total Comprehensive Income for the year (II)	-	-	-	5,410.17	(43.67)	(183.58)	5,182.93
Dividend paid	-	-	-	(369.85)	-	-	(369.85)
Transaction for the year (III)	-	-	-	(369.85)	-	-	(369.85)
Balance as at 31st March, 2023 (I + II + III)	4.25	313.66	6,534.08	19,930.29	4,033.33	4,245.46	35,061.07

₹ in Lacs

Particulars	Reserves and Surplus				FVOCI - Equity Investment Reserve	FVOCI - Debt Investment Reserve	Total
	Capital Reserve	Capital Redemption Reserve	General Reserve	Retained Earning			
Balance as at 1st April, 2023 (I)	4.25	313.66	6,534.08	19,930.29	4,033.33	4,245.46	35,061.07
Profit for the year	-	-	-	5,435.33	-	-	5,435.33
Re-measurement of post employment benefit obligation (net of tax)	-	-	-	(14.55)	-	-	(14.55)
Other Comprehensive Income for the year *	-	-	-	-	1,031.43	(469.79)	561.64
Total Comprehensive Income for the year (II)	-	-	-	5,420.77	1,031.43	(469.79)	5,982.41
Dividend paid	-	-	-	(539.37)	-	-	(539.37)
Transaction for the year (III)	-	-	-	(539.37)	-	-	(539.37)
Balance as at 31st March, 2024 (I + II + III)	4.25	313.66	6,534.08	24,811.69	5,064.76	3,775.67	40,504.11

* Includes ₹ 392.52 Lacs (P.Y. ₹ 166.82 Lacs) on account of redemption of preference shares and consequent transfer from FVOCI - Debt Investment Reserve to statement of Profit & Loss.

As per our report of even date

For and on behalf of the Board

For Haribhakti & Co LLP

Chartered Accountants

Firm Registration No. 103523W / W1000048

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Chairman

DIN: 00242549

Atul Patel

Director

DIN: 00009587

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Whole-time Director & CEO

DIN: 06568584

CA. Yash Bhatt

Partner

Membership No. 117745

Vadodara, 3rd May, 2024

Sagar Gandhi

Company Secretary

Kirti Shah

CFO

Vadodara, 3rd May, 2024

CASH FLOW STATEMENT

₹ in Lacs

Particulars	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
A CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit before tax	7,099.21	7,222.33
Adjustments for:		
1 Depreciation	1,383.80	1,341.72
2 Interest Charged	11.95	26.13
3 Interest Income	(389.11)	(39.47)
4 Dividend Income	(378.77)	(374.91)
5 Unrealised Foreign Exchange Loss (Net)	(2.29)	5.04
6 Loss/(Profit) on Sales of Property, Plant & Equipment	12.08	(163.01)
7 Sundry Balance written back	(9.35)	-
8 Profit on Redemption of Investments	(825.80)	(327.30)
9 Fair value change of Financial Investments	(373.24)	(143.39)
10 Government Grant	(32.71)	-
11 Rent Income	(0.44)	(0.45)
Operating profit before change in working capital	6,495.34	7,546.70
Adjustments for (Increase)/Decrease in Operating Assets:		
Inventories	96.96	(361.76)
Trade Receivables	181.90	(1,279.61)
Other Current Assets	36.43	3.52
Other Non Current Assets	(0.57)	0.24
Adjustments for (Increase)/Decrease in Operating Liabilities:		
Trade Payables	64.75	(313.25)
Other Current Financial Liabilities	27.57	8.72
Other Current Liabilities	4.27	(98.45)
Current Provisions	(18.66)	12.26
Non Current Provisions	50.62	11.65
Cash generated from operations	6,938.61	5,530.00
Income Tax Paid	(1,335.13)	(1,258.92)
NET CASH INFLOW FROM OPERATING ACTIVITIES	A 5,603.48	4,271.08
B CASH FLOW FROM INVESTING ACTIVITIES:		
1 Purchase of Property, Plant & Equipment / CWIP	(3,908.39)	(1,714.07)
2 Sale of Property, Plant & Equipment	41.07	236.46
3 Net Proceeds from Investments	(1,604.36)	(2,757.41)
4 Interest received	2.24	39.47
5 Dividend Received	378.77	374.91
6 Government Grant Received	41.36	-
7 Rent Received	0.44	0.45
NET CASH UTILISED IN INVESTING ACTIVITIES	B (5,048.87)	(3,820.20)

₹ in Lacs

Particulars	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
C CASH FLOW FROM FINANCIAL ACTIVITIES:		
1 Proceeds/ (Repayment) from Current Borrowings (Net)	-	(12.14)
2 Interest Paid	(11.95)	(26.13)
3 Dividend Paid	(532.75)	(366.44)
NET CASH UTILISED IN FINANCIAL ACTIVITIES	C (544.71)	(404.71)
I Net Increase / (Decrease) in Cash and Cash Equivalents	A+B+C 9.90	46.17
II Cash & Cash equivalents as at the beginning of the Year	52.23	6.06
III Cash & Cash equivalents as at the end of the Reporting Period (I+II)	62.14	52.23
IV Cash & Cash equivalents as at the end of the Reporting Period		
Balances with Bank	60.92	50.48
Cash on Hand	1.22	1.75
Cash and Cash Equivalents	62.14	52.23

As per our report of even date

For and on behalf of the Board

For Haribhakti & Co LLP

Chartered Accountants

Firm Registration No. 103523W / W1000048

Chirayu Amin

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Vadodara, 3rd May, 2024

Sagar Gandhi

Company Secretary

Vadodara, 3rd May, 2024

Kirti Shah

CFO

NOTES TO FINANCIAL STATEMENTS

1 Company Overview and Material Accounting Policies:

1.1 Description of business

The Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act, 1956. Its shares are listed on one recognised stock exchange in India. The registered office of the Company is located at Alembic Road, Vadodara 390003, Gujarat. The Company is dealing in Speciality Chemicals Business.

1.2 Basis of preparation of financial statements

The Financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Act to be read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

The financial statements have been prepared on the historical cost basis except for certain financial instruments and plan assets of defined benefit plans, which are measured at fair value in accordance with Ind AS.

All amounts disclosed in the financial statement and notes have been rounded off to the nearest lacs, unless otherwise stated. Transactions and balances with values below the rounding off norm adopted by the Company have been reflected as '0' in the relevant notes in these financial statements.

All assets and liabilities have been classified as current or non-current as set out in the Schedule III (Division II) to the Companies Act, 2013.

The financial statements are presented in Indian rupees, which is the functional currency of the Company.

1.3 Composition of financial statements

The financial statements are drawn up in INR, the functional currency of the Company, and in accordance with Ind AS presentation. The financial statements comprise:

- Balance Sheet
- Statement of Profit and Loss
- Statement of Cash Flow
- Statement of Changes in Equity
- Notes to Financial Statements

1.4 Key accounting judgments, estimates and assumptions

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from these estimates.

Estimates are often based on complex judgments and assumptions that management believe to be reasonable, but estimates and underlying assumptions are reviewed on an ongoing basis. Any change in these estimates and assumptions will generally be reflected in the financial statements in current period or prospectively, unless they are required to be treated retrospectively under relevant accounting standards.

Critical judgements, estimates and assumptions in applying accounting policies

In particular, information about significant areas of estimates and judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements includes valuation of financial instruments, useful lives of property, plant and equipment and intangible assets, valuation of inventories including classification of slow moving and non moving inventory, measurement of defined benefit obligations and actuarial assumptions, provisions and other accruals, recoverability/ recognition of tax assets/liabilities, assessment of functional currency and contingent liabilities.

NOTES TO FINANCIAL STATEMENTS

1.5 Material accounting policies and other explanatory notes

a) Revenue recognition

Sales are disclosed net of sales returns, GST and other taxes.

Revenue from contracts with customers is recognised on satisfaction of performance obligation, when control of the goods is passed to customer. The point at which control passes is determined based on terms of agreement with customer or as per general industry / market practice.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price net of variable considerations on account of various discounts and schemes offered by the Company as part of the contract allocated to that performance obligation.

Transaction price is the amount of consideration to which the Company expects it to be entitled in exchange for transferring goods or services to a customer.

Income from operations includes revenue earned on account of job work income which is accounted as per the due terms agreed with the customers.

Other income is comprised primarily of interest income, dividend income, export benefits, sale of wind generated power and gain/loss on investments. Interest income is recognized using the effective interest method. Dividend income is recognized when the right to receive payment is established. Export benefits available under prevalent schemes are accounted on entitlement basis. Income from sale of wind generated power is accounted on accrual basis on confirmation of units generated and supplied to the State Electricity Board as per the agreement.

b) Foreign currency transactions

Transactions in foreign currencies are initially recorded by the Company at the rate of exchange prevailing on the date of the transaction.

Monetary assets and monetary liabilities denominated in foreign currencies remaining unsettled at the end of the year are converted at the exchange rate prevailing on the reporting date.

Differences arising on settlement or conversion of monetary items are recognised in Statement of Profit or Loss.

c) Employee benefits

Employee benefits include salaries, wages, contribution to provident fund, gratuity, leave encashment towards un-availed leave, and other compensated absences.

i) Defined benefit obligation plans

Gratuity

The Company operates a defined benefit gratuity plan which requires contributions to be made to a fund separately administered by the Life Insurance Corporation of India (LIC). The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. The service cost and the net interest cost are charged to the Statement of Profit and Loss. Actuarial gains and losses arise due to re-measurement as result of the actual experience and the assumed parameters and changes in the assumptions used for valuation are recognised in the Other Comprehensive Income (OCI).

Provident fund

The Company's contribution to provident fund, administered through a company managed trust, is recognised as an expense in the Statement of Profit and Loss.

ii) Defined contribution plan

The contribution to Pension fund, ESIC and Labour Welfare fund are recognised as an expense in the Statement of Profit and Loss.

NOTES TO FINANCIAL STATEMENTS

iii) Compensated absences

The Company has a policy to allow accumulation of leave by employees up to certain days. The excess leave will be encashed. Remaining accumulated leave liability as at the year-end is provided as per actuarial valuation. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Actuarial gains and losses arise due to difference in the actual experience and the assumed parameters and also due to changes in the assumptions used for valuation. The Company recognizes these actuarial gains and losses in the Statement of Profit and Loss, as income or expense.

iv) Short Term Employee Benefits

Short term benefits payable before twelve months after the end of the reporting period in which the employees have rendered service are accounted as expense in statement of profit and loss.

d) Property, plant and equipment

Property, plant and equipment are recorded at cost of acquisition / construction less accumulated depreciation and impairment losses, if any. Cost comprises of the purchase price net of eligible input tax credit, and any attributable cost of bringing the assets to its working condition for its intended use.

Components of an asset are separated where their value is significant in relation to the total value of the asset and where those components have different useful lives to the remainder of the asset. Where a component is replaced or restored, the carrying amount of the old component will be derecognised and value of new component / restoration cost will be added. Where the carrying value of the derecognised/replaced component is not known, a best estimate will be determined by reference to the current cost.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement or impairment of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell. Freehold land is carried at historical cost and not depreciated.

e) Intangible assets

Intangible assets are stated at cost less provisions for amortisation and impairments. Software licenses fees are charged to statement of profit and loss when incurred. Intangible assets are de-recognised either on their disposal or where no future economic benefits are expected from their use.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between disposal proceeds and carrying amount of the asset and are recognised as income or expense in the Statement of Profit and Loss.

f) Depreciation / amortisation on property, plant & equipment and intangible assets

Depreciation / Amortisation on Property, Plant & Equipment and Intangible Assets (other than freehold land and capital work-in-progress) is charged on a Straight Line Basis so as to write off the original cost of the assets over the useful lives.

Class of Assets	Range of Useful Life
Building	05 - 60 Years
Plant & Equipment	03 - 20 Years
Windmill	22 Years
Furniture & Fixtures	03 - 10 Years
Office Equipment	03 - 15 Years
Vehicles	08 Years
Intangible Assets	03 - 04 Years

The management, based on internal technical evaluation, believes that the useful lives as given above best represent the period over which the assets are expected to be used. The useful life of the Property, Plant & Equipment has been adopted based on Technical Evaluation and in other cases, as prescribed under the Companies Act, 2013.

NOTES TO FINANCIAL STATEMENTS

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end.

Depreciation on PPE added during the year is provided on pro rata basis from the month of addition. Depreciation on sale / disposal of PPE is provided pro-rata up to the preceding month of disposal/discarding.

g) Capital work-in-progress

Assets under construction wherein assets are not ready for use in the manner as intended by the management are shown as Capital Work-In-Progress.

Directly attributable expenditure comprises of revenue expenses incurred in connection with project implementation during the period upto ready for use in the manner as intended by the management and are treated as part of the project costs and capitalized. Such expenses are capitalized only if the project to which they relate, involve substantial expansion of capacity or upgradation.

h) Leases

i) Company as a lessee

Right-of-use assets and lease liabilities for leases where the lease term ends within 12 months of the lease commencement date i.e. Short Term Leases are not recognised in Balance sheet. The Company has elected to recognise the lease payments associated with Short Term Leases as an expense on straight-line basis.

ii) Company as a lessor

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Lease income from operating lease is recognised in the Statement of profit and loss on straight line basis over the lease term.

i) Fair value measurement

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

j) Impairments of non-current assets

Non-financial assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

k) Inventories

All Inventories are valued at the lower of cost and net realisable value.

Raw materials, Packing Materials and Stores and consumables are valued at lower of cost determined on weighted average basis and net realisable value.

NOTES TO FINANCIAL STATEMENTS

Work in Process includes material lying at reactors/tanks on which process is continued as on date. Work in Process is valued at raw materials cost as calculated, which is estimated and certified by the management using moving weighted average method.

Semi-Finished goods has been identified as such depending upon stage of completion of finished goods technically determined by the management. Semi-Finished goods are valued at raw materials cost as calculated above plus weighted average cost of production including appropriate proportion of cost of conversion to the extent of process, which is estimated and certified by the management.

Finished Goods are valued at lower of cost and net realisable value.

l) Trade receivables

Trade receivables that do not contain a significant financing component, are measured and carried at its transaction price i.e. original invoice amount less any provisions for doubtful debts. Provisions are made where there is evidence of a risk of non-payment, taking into account ageing, previous experience and general economic conditions. When a trade receivable is determined to be uncollectable it is written off, firstly against any provision available and then to the Statement of Profit and Loss.

m) Cash and cash equivalents

Cash and cash equivalents include cash at bank and cash in hand and highly liquid interest-bearing securities with maturities of three months or less from the date of inception/acquisition.

In the cash-flow statement, cash and cash equivalents are shown net of bank overdrafts, which are included as current borrowings in liabilities on the balance sheet.

n) Borrowing costs

Borrowing costs directly attributable to the acquisition and/or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they are incurred.

o) Taxation

i) Current income tax

Income tax expense is recognized in the statement of profit and loss except to the extent that it relates to items recognized directly in equity/OCI, in which case it is recognized in other comprehensive income. Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted on the reporting date. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

ii) Deferred tax

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted on the reporting date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date.

Minimum Alternate Tax (MAT) for the earlier years is available in accordance with the provisions of the section 115J(AA) of Income Tax, 1961 over the period of subsequent 15 assessment years and it is recognised to the extent of Deferred Tax Liabilities in view of certainty involved of its realisation against reversal of Deferred Tax Liability.

NOTES TO FINANCIAL STATEMENTS

p) Financial instruments

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the financial instrument.

i) Financial assets

a. Initial recognition and measurement

Except for Trade Receivables that do not contain a significant financing component, all financial assets are recognized 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. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date i.e., the date that the Company commits to purchase or sell the asset.

b. Subsequent measurement

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

i) Financials assets at amortised cost

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

After initial measurement, debt instruments are subsequently measured at amortised cost using the effective interest rate method, less impairment, if any.

ii) Financial assets at fair value through other comprehensive income

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

The Company has made an irrevocable election for its investments which are classified as equity / debt instruments to present the subsequent changes in fair value in other comprehensive income based on its business model.

The fair value is measured adopting valuation techniques as per prevailing valuation guidelines, to the extent applicable, as at the reporting date.

iii) Financial assets at fair value through profit or loss

Financial assets which are not classified in any of the above categories are subsequently fair valued through profit or loss.

c. Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset. For trade receivables, the Company measures the loss allowance at an amount equal to lifetime expected credit losses. Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used practical expedience as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

NOTES TO FINANCIAL STATEMENTS

d. De-recognition of financial assets

A financial asset is primarily derecognised when:

1. the right to receive cash flows from the asset has expired, or
2. the Company has transferred its rights to receive cash flows from the asset; and
 - (a) the Company has transferred substantially all the risks and rewards of the asset, or
 - (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

On derecognition of a financial asset in its entirety (other than investments in equity instruments at FVOCI), the differences between the carrying amounts measured at the date of derecognition and the consideration received is recognised in the Statement of Profit and Loss.

ii) Financial liabilities

a. Initial recognition and measurement

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Financial liabilities are classified, at initial recognition, as at fair value through profit and loss or as those measured at amortised cost.

b. Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification as follows:

i) Financial liabilities at fair value through profit and loss

Financial liabilities at fair value through profit and loss include financial liabilities held for trading. The Company has not designated any financial liabilities upon initial recognition at fair value through profit and loss.

ii) Financial liabilities measured at amortised cost

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method except for those designated in an effective hedging relationship.

c. De-recognition of financial liabilities

A financial liability (or a part of a financial liability) is derecognized from the company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

q) Provisions, contingent liabilities and assets

i) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

ii) Contingent liabilities

Contingent Liability is disclosed for (i) Possible obligations which will be confirmed only by the future events not wholly within the control of the Company or (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

iii) Contingent assets

Contingent Assets are not recognised in the financial statements. Contingent Assets if any, are disclosed in the notes to the financial statements.

NOTES TO FINANCIAL STATEMENTS

r) **Government Grants**

Government grants are recognised at its fair value, where there is a reasonable assurance that such grants will be received and compliance with the conditions attached therewith have been met.

Government grants related to asset are presented in the balance sheet at fair value as deferred income. Government grants related to expenditure on property, plant and equipment are credited to the statement of profit and loss over the useful lives of qualifying assets or other systematic basis representative of the pattern of fulfilment of obligations associated with the grant received.

s) **Operating cycle**

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

t) **Earnings per share**

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

1.6 **Recent accounting pronouncements**

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

NOTES TO FINANCIAL STATEMENTS

2 Property, Plant and Equipment, Capital Work-in-Progress and Intangible Assets:

₹ in Lacs

Property, Plant and Equipment	Free Hold Land	Buildings	Plant & Equipment	Windmill	R&D Equipment	Furniture & Fixtures	Office Equipment	Vehicles	Total	Capital work in progress	Intangible Assets
Gross Carrying amount											
As at 1 st April, 2022	30.60	2,785.23	12,712.36	1,450.40	210.73	107.43	176.35	19.29	17,492.39	758.82	24.68
Additions	33.53	130.92	1,338.82	-	45.50	58.53	14.28	-	1,621.57	1,523.39	1.35
Disposals	15.43	-	111.12	-	4.78	0.07	0.32	-	131.73	-	-
Transfer	-	-	16.53	-	-	-	-	-	16.53	1,622.92	-
As at 31 st March, 2023	48.69	2,916.15	13,923.52	1,450.40	251.45	165.88	190.31	19.29	18,965.70	659.29	26.03
Accumulated Depreciation											
As at 1 st April, 2022	-	157.43	2,149.61	360.17	81.06	25.01	41.41	4.68	2,819.37	-	11.65
Depreciation charge for the year	-	121.88	1,095.36	62.63	20.14	13.18	20.53	2.29	1,336.01	-	5.70
Disposals	-	-	55.57	-	2.47	-	0.25	-	58.29	-	-
Transfer	-	-	2.46	-	-	-	-	-	2.46	-	-
As at 31 st March, 2023	-	279.32	3,186.94	422.80	98.73	38.19	61.68	6.97	4,094.64	-	17.35
Net Carrying amount											
As at 31 st March, 2022	30.60	2,627.80	10,562.75	1,090.23	129.67	82.42	134.95	14.61	14,673.02	758.82	13.03
As at 31 st March, 2023	48.69	2,636.83	10,736.57	1,027.60	152.72	127.70	128.63	12.32	14,871.06	659.29	8.67

Gross Carrying amount											
As at 1 st April, 2023	48.69	2,916.15	13,923.52	1,450.40	251.45	165.88	190.31	19.29	18,965.70	659.29	26.03
Additions	0.00	125.31	1,648.16	-	6.92	10.63	9.99	-	1,800.99	4,006.99	-
Disposals	-	-	158.19	-	9.38	0.21	0.06	-	167.85	-	-
Transfer	-	-	(13.43)	-	13.43	-	-	-	-	1,800.99	-
As at 31 st March, 2024	48.69	3,041.46	15,400.05	1,450.40	262.42	176.30	200.24	19.29	20,598.85	2,865.29	26.03
Accumulated Depreciation											
As at 1 st April, 2023	-	279.32	3,186.94	422.80	98.73	38.19	61.68	6.97	4,094.64	-	17.35
Depreciation charge for the year	-	126.27	1,128.52	62.63	20.93	17.37	21.81	2.29	1,379.82	-	3.98
Disposals	-	-	107.22	-	7.27	0.20	-	-	114.69	-	-
Transfer	-	-	3.11	-	(3.11)	-	-	-	-	-	-
As at 31 st March, 2024	-	405.59	4,211.36	485.43	109.27	55.36	83.49	9.26	5,359.76	-	21.33
Net Carrying amount											
As at 31 st March, 2023	48.69	2,636.83	10,736.57	1,027.60	152.72	127.70	128.63	12.32	14,871.06	659.29	8.67
As at 31 st March, 2024	48.69	2,635.87	11,188.69	964.97	153.15	120.94	116.75	10.03	15,239.09	2,865.29	4.69

Note:

The Company has elected to measure all its property, plant and equipment at the previous GAAP net carrying amount (Deemed Cost) at the date of transition to Ind AS i.e. 1st April, 2016.

For Capital work in progress ageing, please refer note 31L.

NOTES TO FINANCIAL STATEMENTS

3 Non-Current Investments:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Investments at fair value through other comprehensive income		
Investment in Equity Instruments (Quoted)		
1,525 (31 st March, 23: 1,525) equity shares of ₹ 2/- each fully paid up in Alembic Limited.	1.28	0.90
855 (31 st March, 23: 855) equity shares of ₹ 2/- each fully paid up in Alembic Pharmaceuticals Limited.	8.37	4.24
Investment in Equity Instruments (Unquoted)		
1,433 (31 st March, 23: 1,433) equity shares of ₹100/- each fully paid up in Nirayu Limited.	2,646.62	1,868.59
1,33,332 (31 st March, 23: 1,33,332) equity shares of ₹100/- each fully paid up in Shreno Limited.	3,950.63	3,390.57
Nil (31 st March, 23: 10) equity shares of ₹100/- each fully paid up in Gujarat Urban Housing Co.	-	0.01
25,030 (31 st March, 23: 25,030) equity shares of ₹10/- each fully paid up in Pragati Sahakari Bank Limited.	2.50	2.50
1 (31 st March, 23: 1) equity share of ₹25/- each fully paid up in Bharat Co-op Bank Limited.	0.00	0.00
25 (31 st March, 23: 25) equity shares of ₹25/- each fully paid up in The Shamrao Vithal Co-op Bank Limited.	0.01	0.01
Investment in Preference Shares (Unquoted)		
80,000 (31 st March, 23: 1,20,000) 7% Non-Convertible Cumulative Redeemable Preference Shares of ₹100/- each fully paid up in Nirayu Limited. (40,000 Preference Shares Redeemed during the year)	847.91	1,184.41
1,525 (31 st March, 23: 1,525) 7% Non-Convertible Cumulative Redeemable Preference Shares of ₹ 2/- each fully paid up in Shreno Limited.*	-	0.25
1,33,332 (31 st March, 23: 1,33,332) 7% Non-Convertible Cumulative Redeemable Preference Shares of ₹ 100/- each fully paid up in Nirayu Limited.*	-	4,172.20
2,92,500 (31 st March, 23: 2,92,500) 1% Redeemable Cumulative Preference Shares of ₹10/- each fully Paid up in Enviro Infrastructure Co. Limited.	29.25	29.25
Investments at fair value (market value) through Profit and Loss		
Investment in Alternative Investment Fund (Quoted)	707.05	510.20
Total	8,193.62	11,163.12
Aggregate value of quoted investments - At cost	500.02	500.02
Aggregate value of quoted investments - At market value	716.70	515.34
Aggregate value of unquoted investments - At cost	61.45	86.39
Aggregate value of unquoted investments - At market value	7,476.91	10,647.78

*Transferred to Current Investment during the year.

NOTES TO FINANCIAL STATEMENTS

4 Other Financial Assets:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Bank Deposits with more than 12 months maturity	1.34	0.77
Government Grant Receivable	144.76	-
Total	146.10	0.77

5 Other Non Current Assets:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Capital Advances	133.16	46.17
Total	133.16	46.17

6 Inventories: [Basis of Valuation - Refer Note 1.5 (k)]

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Raw materials	249.47	416.00
Work-in-progress	111.52	136.23
Finished goods*	57.99	-
Semi Finished goods	880.37	888.26
Stores, Spares & Packing Materials	877.36	833.19
Total	2,176.72	2,273.68

* Includes finished goods in transit for ₹ 53.78 lacs as on 31.03.2024 (P.Y. ₹ Nil).

7 Current Investments:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Investment in Preference Shares (Unquoted)		
Measured at Fair Value through Other Comprehensive Income		
1,525 (31st March, 23: 1,525) 7% Non-Convertible Cumulative Redeemable Preference Shares of ₹ 2/- each fully paid up in Shreno Limited.*	0.25	-
1,33,332 (31st March, 23: 1,33,332) 7% Non-Convertible Cumulative Redeemable Preference Shares of ₹ 100/- each fully paid up in Nirayu Limited.*	4,478.91	-
Investment in Mutual Fund (Quoted)		
Measured at Fair Value (Market Value) through Profit and Loss	9,633.79	7,003.09
Total	14,112.94	7,003.09

*Transferred from Non Current Investment during the year.

NOTES TO FINANCIAL STATEMENTS

8 Trade Receivables (Current / Unsecured):

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Considered good	5,068.22	5,247.83
Trade Receivables which have significant increase in Credit Risk	-	35.16
Less : Allowance for doubtful debts (expected credit loss allowance)	-	35.16
Total	5,068.22	5,247.83

For ageing, please refer note no. 31M.

9 Cash and Cash Equivalents:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Balances with Bank		
In current account / cash credit account (Debit balance)	60.92	50.48
Cash on hand	1.22	1.75
Total	62.14	52.23

10 Bank Balance other than Cash and Cash Equivalents:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
In earmarked accounts		
Balances held in unpaid dividend accounts	49.22	42.60
Total	49.22	42.60

11 Other Financial Assets:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Security Deposits	1.76	2.26
Government Grant Receivable	20.68	-
Total	22.44	2.26

12 Other Current Assets:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Advance given to Trade Creditors	11.47	6.10
Balances with Government Authorities	18.01	24.61
Prepaid Expenses	13.72	62.67
Export Benefits	17.74	9.71
Others	-	0.40
Total	60.94	103.50

NOTES TO FINANCIAL STATEMENTS

13 Equity Share Capital:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
(a) Shares Authorized:		
90,00,000 (PY: 90,00,000) Equity shares of ₹10/- each	900.00	900.00
11,00,000 (PY: 11,00,000) Redeemable Cumulative Preference Shares of ₹100/- each	1,100.00	1,100.00
Total	2,000.00	2,000.00
(b) Shares issued, subscribed and fully paid:		
30,82,114 (PY 30,82,114) Equity Shares of ₹10/- each	308.21	308.21
Total	308.21	308.21

(c) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:

Particulars	2023-24		2022-23	
	No. of Shares	₹ in Lacs	No. of Shares	₹ in Lacs
Equity Shares of ₹ 10/- each issued, subscribed and fully paid				
At the beginning of the year	30,82,114	308.21	30,82,114	308.21
Outstanding at the end of the year	30,82,114	308.21	30,82,114	308.21

(d) The rights, preferences and restrictions including restrictions on the distribution of dividends and the repayment of capital:

The Company is having only one class of shares i.e. Equity carrying a nominal value of ₹10/- per share. Every holder of the equity share of the Company is entitled to one vote per share held. In the event of liquidation of the Company, the equity shareholders will be entitled to receive remaining assets of the Company after the distribution / repayment to all creditors. The distribution to the equity shareholders will be in proportion of the number of shares held by each shareholder.

(e) Shares in the company held by each shareholder holding more than 5 percent shares specifying the number of shares held as at:

Shareholder Name	31 st March, 2024		31 st March, 2023		% change during the year
	No. of Shares	% held	No. of Shares	% held	
1. Nirayu Limited	12,68,303	41.15%	12,68,303	41.15%	-
2. Alembic Limited	587,809	19.07%	587,809	19.07%	-

(f) Shares in the Company held by promoters as at:

Promoter Name	31 st March, 2024		31 st March, 2023		% change during the year
	No. of Shares	% held	No. of Shares	% held	
1. Mr. Chirayu Amin*	89,686	2.91%	89,686	2.91%	-
2. Mr. Udit Amin	25,846	0.84%	25,846	0.84%	-

*15,722 equity shares held in the name of Mr. Chirayu Amin in representative capacity of Karta of Chirayu Ramanbhai Amin HUF

(g) Aggregate number of equity shares bought back during last 5 years: 1,25,000 Equity Shares (FY 2018-19)

NOTES TO FINANCIAL STATEMENTS

14 Other Equity:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Capital Reserve	4.25	4.25
Capital Redemption Reserve	313.66	313.66
General Reserve	6,534.08	6,534.08
Retained Earnings	24,811.69	19,930.29
FVOCI - Equity Investment Reserve	5,064.76	4,033.33
FVOCI - Debt Investment Reserve	3,775.67	4,245.46
Total	40,504.11	35,061.06

Capital Redemption Reserve:

This reserve was created as per requirements of Companies Act, 2013 pursuant to buyback of equity shares and redemption of preference shares.

General Reserve:

This reserve is created by transfer of a portion of the net profit.

FVOCI - Equity Investment Reserve:

The Company has elected to recognise changes in the fair value of certain investments in equity shares in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity.

FVOCI - Debt Investment Reserve:

The Company has elected to recognise changes in the fair value of certain investments in preference shares in other comprehensive income. These changes are accumulated within the FVOCI debt investments reserve within equity.

15 Provisions - Non-Current:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Provision for employee benefits [Refer Note 31C]		
Provision for Leave benefits	102.68	93.17
Provision for Gratuity benefits	48.93	7.81
Total	151.60	100.98

16 Deferred Tax Liabilities (Net):

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Deferred Tax Liabilities on:		
Difference Between Book & Tax Depreciation	1,647.29	1,507.86
Fair value changes through P&L	157.65	38.78
Fair value changes through OCI	2,676.18	2,287.73
	4,481.12	3,834.37
Less: Deferred Tax Assets on:		
Disallowances under Income Tax Act	67.29	61.98
	67.29	61.98
Total	4,413.83	3,772.39

NOTES TO FINANCIAL STATEMENTS

17 Other Non Current Liabilities:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Deferred Government Grant	160.30	-
Total	160.30	-

18 Trade Payable:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Due to Micro & Small enterprises [Refer Note 31E]	118.98	75.20
Others	1,472.35	1,460.73
Total	1,591.33	1,535.93

For ageing, please refer note no. 31N.

19 Other Financial Liabilities - Current:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Unpaid Dividends	49.22	42.60
Trade Deposits	28.90	29.40
Payables for Employee Benefits	189.13	161.06
Payables on Purchase of Property, Plant & Equipment	430.15	244.56
Total	697.41	477.63

20 Other Current Liabilities:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Statutory Liabilities	91.19	87.79
Advance from Customers	1.52	0.65
Deferred Government Grant	13.79	-
Total	106.50	88.44

21 Provisions - Current:

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Provision for employee benefits [Refer Note 31C]		
Provision for Leave benefits	18.28	21.40
Provision for Gratuity benefits	20.00	15.00
Total	38.28	36.40

22 Current Tax Liabilities (Net):

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Provision for Income Tax (net of advance tax and TDS)	163.01	93.23
Total	163.01	93.23

NOTES TO FINANCIAL STATEMENTS

23 Revenue from Operations:

Particulars	₹ in Lacs	
	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
Sale of products		
Domestic	17,770.54	16,422.75
Exports	2,713.85	4,654.57
	20,484.39	21,077.32
Other Operating Revenues		
Disposal Sales	80.51	76.90
Export Incentives	54.67	67.16
Service Income	6.50	13.23
	141.69	157.28
Total	20,626.08	21,234.61

24 Other Income:

Particulars	₹ in Lacs	
	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
Dividend from Financial Assets - Investments	378.77	374.91
Provision for Bad and Doubtful Debts written back	35.16	-
Sundry Balance written back	9.35	-
Interest Income	389.11	39.47
Profit on Sale / Redemption of Investment	825.80	327.30
Insurance Claim Received	4.54	-
Government Grant	32.71	-
Exchange Fluctuation Gain (Net)	-	19.55
Fair Value change of investment held for trading	373.24	143.39
Rent Received	0.44	0.45
Total	2,049.12	905.06

25 Cost of Raw Material Consumed:

Particulars	₹ in Lacs	
	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
Inventory at the beginning of the year	416.00	594.41
Add : Purchases	4,339.65	4,645.77
	4,755.65	5,240.17
Less : Inventory at the end of the year	249.47	416.00
Total	4,506.17	4,824.18

NOTES TO FINANCIAL STATEMENTS

26 Change in inventories of finished goods, semi-finished goods and work-in-progress:

Particulars	₹ in Lacs	
	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
Inventory at the end of the year		
Work in Process	111.52	136.23
Semi Finished Goods	880.37	888.26
Finished Goods	57.99	-
	1,049.88	1,024.49
Inventory at the beginning of the year		
Work in Process	136.23	113.97
Semi Finished Goods	888.26	573.57
Finished Goods	-	117.59
	1,024.49	805.12
Total	(25.39)	(219.36)

27 Employee benefits expense:

Particulars	₹ in Lacs	
	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
Salaries, Wages, Bonus and Others etc.	2,669.47	2,342.05
Contribution to Provident and other funds	158.16	139.55
Staff welfare	220.66	195.09
Total	3,048.30	2,676.69

28 Finance Cost:

Particulars	₹ in Lacs	
	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
Interest & Discounting Charges	11.95	26.13
Bank Charges	3.28	4.96
Total	15.24	31.10

29 Other Expenses:

Particulars	₹ in Lacs	
	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
Repairs and Maintenance	780.04	806.92
Freight and Forwarding Expense	302.54	288.23
Waste Disposal Expense	490.44	609.79
Packing Material Consumed	437.58	487.95
Stores, Spares Consumed	656.22	736.74
Power, Fuel & Utilities	1,579.09	1,533.29
Contract Labour Expense	579.30	476.54
Other Manufacturing Expenses	118.67	108.74
Selling, Distribution & Advertisement Expense	238.38	166.62
Rent	55.11	52.37
Rates and Taxes	21.06	21.53
Insurance	61.47	60.61
Travelling Expense	270.74	246.14
Legal & Professional Expense	644.64	448.83
Payment to Auditor [Refer Note 31J]	7.30	7.76
Directors' Sitting fees	16.30	11.65
Exchange Fluctuation Loss (Net)	7.06	-
Provision for Doubtful Debts	-	35.16
Loss on Sale of Property, Plant and Equipment	12.08	7.40
CSR Expense [Refer Note 31I]	102.32	87.59
Miscellaneous Expenses	267.56	239.58
Total	6,647.88	6,433.44

NOTES TO FINANCIAL STATEMENTS

30 Other Comprehensive Income:

Particulars	₹ in Lacs	
	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
Item that will not be reclassified to Profit and Loss		
Gain and losses on re-measurement of Financial Asset routed through OCI	1,342.60	(57.39)
Income Tax Relating to this item	(311.17)	13.72
	1,031.43	(43.67)
Remeasurements of post-employment benefit obligations	(20.53)	13.57
Income Tax Relating to this item	5.98	(3.95)
	(14.55)	9.62
	1,016.88	(34.04)
Item that will be reclassified to Profit and Loss		
Gain and losses on re-measurement of Financial Asset routed through OCI (* Amount less than ₹ one thousand)	0.00*	(139.49)
Income Tax Relating to this item	(77.28)	(44.09)
	(77.28)	(183.58)
	939.60	(217.62)
Total	939.60	(217.62)

NOTES TO FINANCIAL STATEMENTS

31 Other Explanatory Notes and Information:

A. Capital & Other Commitment

Estimated amount of contracts remaining to be executed on capital accounts and not provided for (net of advances) ₹5,400.51 lacs (Previous year ₹1,460.69 lacs).

B. Contingent Liabilities

Contingent liabilities not provided for:

Sr. No.	Particulars	₹ in Lacs	
		As at 31 st March, 2024	As at 31 st March, 2023
a)	Disputed claims for Excise Duty & Service Tax	20.13	20.18
b)	Disputed claims for VAT & CST	2.55	2.55
c)	Bank Guarantee	183.89	183.89

C. Defined benefit plans / compensated absences - As per actuarial valuation

Particulars	₹ in Lacs			
	31.03.2024	31.03.2023	31.03.2024	31.03.2023
	Gratuity Funded		Leave Encashment	
Expense recognised in the Statement of Profit & Loss				
Current Service cost	45.63	36.27	18.11	14.73
Interest Cost	2.76	1.33	8.13	7.88
Net Actuarial (Gains) / Losses	-	-	20.08	2.91
Total expense	48.39	37.60	46.33	25.52
Expense recognised in the Statement of Other Comprehensive Income				
Components of actuarial gain/losses on obligations:				
Due to change in Financial Assumptions	7.09	(1.91)	-	-
Due to Experience Adjustments	(4.21)	(17.41)	-	-
Return on plan assets excluding amounts included in Interest Income	17.64	5.75	-	-
Total amount recognized in Other Comprehensive Income	20.53	(13.57)	-	-
Net Asset / (Liability) recognised in the Balance Sheet				
Present value of Defined Benefit Obligation	301.34	287.40	120.96	114.57
Fair value of plan assets	232.42	264.59	-	-
Funded status [Surplus / (Deficit)]	(68.92)	(22.80)	(120.96)	(114.57)
Net Asset / (Liability)	(68.92)	(22.80)	(120.96)	(114.57)
Change in Obligation during the year ended				
Present value of Defined Benefit Obligation at beginning of the year	287.40	267.25	114.57	106.49
Current Service cost	45.63	36.27	18.11	14.73
Interest Cost	20.41	19.78	8.13	7.88
Actuarial (Gains) / Losses	2.89	(19.32)	20.08	2.91
Benefits Payments	(54.99)	(16.58)	(39.94)	(17.44)
Present value of Defined Benefit Obligation at the end of the year	301.34	287.40	120.96	114.57

NOTES TO FINANCIAL STATEMENTS

₹ in Lacs

Particulars	31.03.2024	31.03.2023	31.03.2024	31.03.2023
	Gratuity Funded		Leave Encashment	
Change in Assets during the year				
Plan assets at the beginning of the year	264.59	246.70	-	-
Interest Income	17.64	18.45	-	-
Contributions by Employer	22.81	21.78	-	-
Benefits paid from Fund	(54.99)	(16.58)	-	-
Actuarial (Gains) / Losses	(17.64)	(5.75)	-	-
Plan assets at the end of the year	232.42	264.59	-	-
Expected Cash flow based on the past service liability for year ended				
Year 1 Cash flow	49.78	66.75	18.28	21.40
Distribution (%)	15.1%	20.8%	13.5%	16.2%
Year 2 Cash flow	28.87	15.47	7.01	4.25
Distribution (%)	8.7%	4.8%	5.2%	3.2%
Year 3 Cash flow	14.88	18.38	4.62	5.25
Distribution (%)	4.5%	5.7%	3.4%	4.0%
Year 4 Cash flow	27.03	20.78	11.28	5.43
Distribution (%)	8.2%	6.5%	8.3%	4.1%
Year 5 Cash flow	24.61	22.28	5.27	9.18
Distribution (%)	7.5%	7.0%	3.9%	6.9%
Year 6 - Year 10 Cash flow	78.78	81.73	16.54	14.46
Distribution (%)	23.9%	25.5%	12.2%	10.9%
Actuarial Assumptions				
Discount Rate	7.10%	7.40%	7.10%	7.40%
Expected rate of return on plan assets	7.10%	7.40%	7.10%	7.40%
Mortality pre retirement	Indian Assured Lives Mortality (2012-14) Table		NA	NA
Mortality post retirement	NA	NA	NA	NA
Withdrawal Rates	5.00% p.a at younger ages reducing to 1.00% p.a% at older ages	5.00% p.a at younger ages reducing to 1.00% p.a% at older ages	5.00% p.a at younger ages reducing to 1.00% p.a% at older ages	5.00% p.a at younger ages reducing to 1.00% p.a% at older ages
Medical premium inflation	NA	NA	NA	NA
Annual Increment in Salary Cost	6.00%	6.00%	6.00%	6.00%
Sensitivity Analysis				
Defined Benefit Obligation upon delta effect of :				
+0.5% Change in Rate of Discounting	289.69	277.13	115.08	109.11
-0.5% Change in Rate of Discounting	313.90	298.43	127.34	120.49
+0.5% Change in Rate of Salary Increase	313.98	298.52	127.38	120.54
-0.5% Change in Rate of Salary Increase	289.52	276.95	114.99	109.02
+10% Change in Rate of Withdrawal Rate	302.35	288.47	121.53	115.24
-10% Change in Rate of Withdrawal Rate	300.28	286.27	120.34	113.86

NOTES TO FINANCIAL STATEMENTS

A description of methods used for sensitivity analysis and its limitations:

Sensitivity analysis is performed by varying a single parameter while keeping all the other parameters unchanged. Sensitivity analysis fails to focus on the interrelationship between underlying parameters. Hence, the results may vary if two or more variables are changed simultaneously. The method used does not indicate anything about the likelihood of change in any parameter and the extent of the change if any.

- D. As per terms of Provident Fund Trust Deed, the Company is liable for any shortfall in the revenue generated on fund assets as compared to Government Specified rate of return. Such shortfall, if any, is recognised in the Statement of Profit & Loss as expense in the year of incurring the same. Shortfall of ₹ Nil has been provided in the F.Y. 2023-24 (P.Y. ₹ 10.10 Lacs).

The details of fund and plan assets position for Provident Fund are given below:

			₹ in Lacs		
Sr. no.	Particulars	As at 31 st March, 2024	As at 31 st March, 2023		
a)	Fair Value of Plan Assets at the end of the year	1,327.93	1,343.27		
	Less: Present value of obligation	1,281.14	1,297.69		
	Amount recognised in the Statement of Profit & Loss	-	-		
b)	Assumptions used in determining present value of obligation				
	Discount Rate	7.10%	7.40%		
	Guaranteed Rate of Return	8.25%	8.15%		
	Expected Rate of Return	8.30%	8.30%		

E. Micro, Small and Medium Enterprises Development Act, 2006

As per requirement of Section 22 of Micro, Small & Medium Enterprises Development Act, 2006 following information is disclosed to the extent identifiable:

			₹ in Lacs		
Sr. No.	Particulars	As at 31 st March, 2024	As at 31 st March, 2023		
a)	(i) The Principal amount remaining unpaid to any supplier at the end of accounting year	118.98	75.20		
	(ii) The interest due on above	-	-		
	Total of (i) & (ii) above	118.98	75.20		
b)	Amount of interest paid by the buyer in terms of Section 16 of the Act along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-		
c)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Act.	-	-		
d)	The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-		
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of Act.	-	-		

The information has been given in respect of such vendors to the extent they could be identified as micro and small enterprises on the basis of information available with the Company.

NOTES TO FINANCIAL STATEMENTS

F. Segment Reporting

a) Primary Segment

The Company has identified 'Speciality Chemicals' as the only primary reportable segment.

b) Secondary Segment (By Geographical Segment)

Particulars	₹ in Lacs	
	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
India	17,770.54	16,422.75
Outside India	2,713.85	4,654.57
Total Sales	20,484.39	21,077.32

In view of the inter-woven / inter-mixed nature of business and manufacturing facility, other secondary segmental information is not ascertainable.

G. Related Party Disclosures

a) List of Related Parties with whom the Company has entered into transactions during the year

i) **Controlling Companies:** Nirayu Limited

ii) **Subsidiary and Fellow Subsidiary:** There is no subsidiary / fellow subsidiary Company

iii) **Associate / Joint Venture Companies:** There is no associate / joint venture Company

iv) **Other Related Parties:**

- 1 Alembic Pharmaceuticals Ltd.
- 2 Alembic Ltd.
- 3 Shreno Ltd.
- 4 Shreno Publications Ltd.
- 5 Shreno Engineering Ltd.
- 6 Alembic City Ltd.
- 7 Viramya Packlight LLP
- 8 Enviro Infrastructure Co. Ltd.
- 9 Alembic CSR Foundation
- 10 Paushak Ltd PF Trust
- 11 Paushak Ltd. EGGs

v) **Key Management Personnel:**

- 1 Mr. Chirayu Amin - Chairman
- 2 Mr. Udit Amin - Non-Executive Director
- 3 Mr. Amit Goradia - Independent Director (upto 31st March, 2024)
- 4 Mr. Atul Patel - Independent Director
- 5 Mr. V. H. Gandhi - Independent Director (upto 31st March, 2024)
- 6 Ms. Shamita Amin - Independent Director (upto 1st July, 2022)
- 7 Ms. Roopa Patel - Independent Director (w.e.f. 15th September, 2022)
- 8 Mr. Tushar Shah - Independent Director (w.e.f. 1st August, 2023)
- 9 Mr. Abhijit Joshi - Whole Time Director & CEO
- 10 Ms. Kirti Shah - Chief Financial Officer
- 11 Ms. Manisha Saraf - Company Secretary (upto 31st March, 2023)
- 12 Mr. Sagar Gandhi - Company Secretary (w.e.f. 1st April, 2023)

NOTES TO FINANCIAL STATEMENTS

vi) **Relatives of Key Management Personnel:**

- 1 Ms. Yera Amin
- 2 Ms. Shreya Mukharji
- 3 Ms. Jyoti Suresh Patel
- 4 Ms. Ninochaka Anup Kothari
- 5 Ms. Malika Amin
- 6 Mr. Pranav Amin
- 7 Mr. Shaunak Amin

b) **Disclosure in respect of material transaction with related parties during the year (including all transactions with entities which hold 10% or more shareholding in the Company)**

₹ in Lacs			
Sr. No.	Particulars	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
1	Purchase of Goods		
	Other Related Parties		
	Alembic Ltd.	1.19	7.65
	Shreno Publications Ltd.	-	0.08
	Shreno Engineering Ltd.	20.76	2.12
2	Sale of Goods/Services		
	Other Related Parties		
	Alembic Pharmaceuticals Ltd.	115.34	196.58
	Alembic Ltd.	-	7.09
3	Receiving of Services		
	Other Related Parties		
	Alembic Ltd.	89.20	71.50
	Alembic City Ltd.	16.25	16.25
	Enviro Infrastructure Co. Ltd.	10.34	7.72
	Close Member of KMP / Promoters / Directors		
	Ms. Yera Amin	35.40	35.40
	Ms. Shreya Mukharji	11.80	11.80
4	Reimbursement of Expenses		
	Other Related Parties		
	Alembic City Ltd.	6.82	6.59
	Alembic Pharmaceuticals Ltd.	95.51	58.37
5	Rent Income		
	Other Related Parties		
	Alembic Pharmaceuticals Ltd.	0.51	0.52
6	Purchase of Property, Plant & Equipment		
	Other Related Parties		
	Shreno Engineering Ltd.	127.53	102.20
	Alembic Ltd.	8.42	38.26
7	Sale of Property, Plant & Equipment		
	Other Related Parties		
	Alembic Pharmaceuticals Ltd.	-	186.42

NOTES TO FINANCIAL STATEMENTS

Sr. No.	Particulars	₹ in Lacs	
		For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
8	Redemption of Preference Shares		
	Controlling Company		
	Nirayu Ltd.	400.00	170.53
9	Remuneration		
	Key Management Personnel		
	Short Term Benefits	110.66	111.98
	Post Employment Benefits	12.15	12.48
	Others	181.30	211.65
10	CSR contribution		
	Other Related Parties		
	Alembic CSR Foundation	102.32	87.59
11	Post Employment Benefit Plans		
	Other Related Parties		
	Paushak Ltd PF Trust	249.45	229.31
	Paushak Ltd. EGGS	22.81	20.00
12	Interest Income accounted on EIR basis		
	Controlling Company		
	Nirayu Ltd.	389.03	-
13	Dividend Received		
	Controlling Company		
	Nirayu Ltd.	378.00	374.20
	Other Related Parties		
	Alembic Ltd.	0.03	0.03
	Alembic Pharmaceuticals Ltd.	0.07	0.09
	Enviro Infrastructure Co. Ltd.	0.29	0.29
14	Dividend Paid		
	Controlling Company		
	Nirayu Ltd.	221.95	152.20
	Other Related Parties		
	Alembic Ltd.	102.87	70.54
	Others	0.01	0.01
	KMP & Close Members of KMP	37.09	25.43

All related party transactions entered during the period are in the ordinary course of business and at arm's length basis.

NOTES TO FINANCIAL STATEMENTS

c) Balances outstanding as at the end of the year

			₹ in Lacs	
Sr. No.	Particulars	As at 31 st March, 2024	As at 31 st March, 2023	
1	Controlling Company			
	Investments	7,973.44	7,225.20	
2	KMP, Promoters, Directors & Close Members of KMP / Promoters / Directors			
	Remuneration Payable	165.00	200.00	
3	Other related parties			
	Trade / Other Payable	31.30	2.69	
	Trade / Other Receivable	10.30	41.55	
	Investments	3,989.79	3,425.21	

H. Earnings Per Share

Sr. No.	Particulars	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
a)	Profit after Tax (₹ in Lacs)	5,435.33	5,400.55
b)	Weighted Average Number of Equity Shares	30,82,114	30,82,114
c)	Basic and Diluted Earning per Share (in ₹) (Face value ₹10/- per share)	176.35	175.22

I. Corporate Social Responsibility

As per section 135 of the Companies Act, 2013, a company meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. A CSR committee has been formed by the Company as per the Act. The Company spent ₹ 102.32 Lacs during the year. Please refer to Annexure – B in the Board's Report.

Sr. No	Particulars	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
a)	Gross amount required to be spent by the Company	102.32	87.59
b)	Amount spent during the year on:		
	1. Construction / Acquisition of Assets		
	- In cash	-	-
	- Yet to be paid in cash	-	-
	2. On purpose other than (i) above		
	- In cash	102.32	87.59
	- Yet to be paid in cash	-	-
c)	Shortfall at the end of the year	-	-
d)	Total of previous year shortfall	-	-
e)	Provision of CSR		
	Opening Balance	-	-
	Addition	-	-
	Withdrawal	-	-
	Closing Balance	-	-
f)	Nature of CSR activity - The Company through Alembic CSR Foundation, implementing agency has spent the amount referred in (b) above on CSR activities such as Healthcare including Preventive Healthcare.		
g)	Related party transaction - Refer note 31G to the notes to the Financial Statements.		

NOTES TO FINANCIAL STATEMENTS

J. Payment to Auditors

₹ in Lacs			
Sr. No.	Particulars	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
a)	Statutory Auditors		
	For Statutory Audit	4.00	3.50
	For Tax Audit	-	1.00
	For Other services	0.32	0.05
		4.32	4.55
b)	Tax Auditors	1.00	-
c)	Cost Auditors	0.38	0.36
d)	Secretarial Auditor		
	Secretarial Audit, Corporate Governance, Annual Return & other services	2.60	2.85
	Total	8.30	7.76

K. Research and Development Expenses

₹ in Lacs			
Sr. No.	Particulars	For the Year ended 31 st March, 2024	For the Year ended 31 st March, 2023
a)	Material Consumption	29.89	30.04
b)	Employees' Cost	163.69	157.23
c)	Utilities	32.25	33.25
d)	Depreciation and Amortisation	22.92	22.59
e)	Others	36.81	26.73
	Total Expenses (included in Statement Profit and Loss)	285.55	269.85

L. Capital Work in Progress ageing

₹ in Lacs					
Particulars	As at 31 st March, 2024 for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	2,633.08	232.21	-	-	2,865.29
Projects temporarily suspended	-	-	-	-	-
Total	2,633.08	232.21	-	-	2,865.29

₹ in Lacs					
Particulars	As at 31 st March, 2023 for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	659.18	0.11	-	-	659.29
Projects temporarily suspended	-	-	-	-	-
Total	659.18	0.11	-	-	659.29

There is no project under Capital Work in Progress with time/cost overrun.

NOTES TO FINANCIAL STATEMENTS

M. Trade Receivables ageing

₹ in Lacs

Particulars	As at 31 st March, 2024			
	Not due	Overdue for		Total
		Less than 6 Months	6 Months - 1 year	
Undisputed Trade Receivables				
Considered good	4,030.74	1,037.46	0.02	5,068.22
Which have significant increase in credit risk	-	-	-	-
	4,030.74	1,037.46	0.02	5,068.22
Less: Expected credit loss allowance	-	-	-	-
Total	4,030.74	1,037.46	0.02	5,068.22

As there are no amounts, columns for other periods (more than 1 year) are not provided.

₹ in Lacs

Particulars	As at 31 st March, 2023			
	Not due	Overdue for		Total
		Less than 6 Months	6 Months - 1 year	
Undisputed Trade Receivables				
Considered good	4,721.11	526.70	0.03	5,247.83
Which have significant increase in credit risk	-	-	35.16	35.16
	4,721.11	526.70	35.19	5,283.00
Less: Expected credit loss allowance	-	-	-	(35.16)
Total	4,721.11	526.70	35.19	5,247.83

As there are no amounts, columns for other periods (more than 1 year) are not provided.

General payment terms include advance or payments with a credit period ranging from 7 to 120 days. There are no contract terms with customers having significant financing component.

N. Trade Payables ageing

₹ in Lacs

Particulars	As at 31 st March, 2024				
	Not due	Overdue for			Total
		Less than 1 year	1-2 years	2-3 years	
Undisputed dues - Micro & Small Enterprises	118.98	-	-	-	118.98
Undisputed dues - Others	1,164.18	307.63	-	0.55	1,472.35
Total	1,283.16	307.63	-	0.55	1,591.33

₹ in Lacs

Particulars	As at 31 st March, 2023				
	Not due	Overdue for			Total
		Less than 1 year	1-2 years	2-3 years	
Undisputed dues - Micro & Small Enterprises	75.20	-	-	-	75.20
Undisputed dues - Others	1,146.64	313.55	0.45	0.08	1,460.73
Total	1,221.85	313.55	0.45	0.08	1,535.93

NOTES TO FINANCIAL STATEMENTS

O. Financial instruments

a) Fair value measurement hierarchy

₹ in Lacs				
Particulars	As at 31 st March, 2024			
	Carrying amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial Assets				
At Fair Value through Profit and Loss				
Mutual Funds	9,633.79	9,633.79	-	-
Alternative Investment Fund	707.05	707.05	-	-
At FVTOCI				
Investment in Equity instruments	6,609.41	9.65	6,597.25	2.51
Investment in Debt instruments	5,356.31	-	-	5,356.31
At Amortised Cost				
Bonds & Debentures	-	-	-	-
Deposits	3.10	-	-	-
Subsidy Receivable	165.44	-	-	-
Trade Receivables	5,068.22	-	-	-
Cash and cash equivalents	62.14	-	-	-
Bank balances other than above	49.22	-	-	-
Financial Liabilities				
At Amortised Cost				
Trade Payables	1,591.33	-	-	-
Trade Deposits	28.90	-	-	-
Borrowings	-	-	-	-
Other Financial Liabilities	668.51	-	-	-

₹ in Lacs				
Particulars	As at 31 st March, 2023			
	Carrying amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial Assets				
At Fair Value through Profit and Loss				
Mutual Funds	7,003.09	7,003.09	-	-
Alternative Investment Fund	510.20	510.20	-	-
At FVTOCI				
Investment in Equity instruments	5,266.82	5.14	5,259.15	2.52
Investment in Debt instruments	5,386.11	-	-	5,386.11
At Amortised Cost				
Bonds & Debentures				
Deposits	3.03	-	-	-
Subsidy Receivable	-	-	-	-
Trade Receivables	5,247.83	-	-	-
Cash and cash equivalents	52.23	-	-	-
Bank balances other than above	42.60	-	-	-
Financial Liabilities				
At Amortised Cost				
Trade Payables	1,535.93	-	-	-
Trade Deposits	29.40	-	-	-
Borrowings	-	-	-	-
Other Financial Liabilities	448.23	-	-	-

NOTES TO FINANCIAL STATEMENTS

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, mutual funds and alternative investment fund that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

The Company’s policy is to recognise transfers into and transfers out of fair value hierarchy levels at the end of the reporting period.

b) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments are as under:

- i) The fair values of investments in mutual fund units & alterative investment fund is based on the net asset value (‘NAV’) as stated by the issuers of these fund units in the published statements as at Balance Sheet date.
- ii) The fair values of quoted investment in equity shares is based on the current bid price of respective investment as at the Balance Sheet date.
- iii) The fair values of unquoted investment in equity shares of investee companies, including those having multiple business segments are derived as under:
 - For investments of investee in listed securities, valuation for frequently traded shares as prescribed in SEBI ICDR Regulations, 2018 amended, as may be reflecting the correct position is considered.
 - For investment of investee in mutual funds, NAV of the mutual funds is considered.
 - For valuation of any land and property of investee, fair market value of the asset based on current jantri value is considered.
 - For valuation of Land/property purchased during current financial year, the stamp duty value is considered.
 - For investments of investee in unlisted companies, valuation is carried out on realizable net asset value basis, derived from the fair valuation of the underlying assets and liabilities or using DCF Method, in case if projections are made available.
 - For valuation of any unlisted Cash Generating Unit / operating business of the investee, the valuation has been arrived by applying DCF method.
 - For valuation of real estate development segment of the investee, capital work in process as per books is considered.
- iv) The fair values of unquoted investment in preference shares is arrived by discounting income/cash flows to its present value using the required rate of return and the cost of debt of Paushak Limited and returns expected on similar investments.

c) Fair value measurements using significant unobservable inputs (level 3)

The following table represents the changes in level 3 items for the year ended 31st March, 2024.

Particulars	₹ in Lacs
As on April 1, 2023	5,388.63
Addition / (Reduction)	(29.81)
As on March 31, 2024	5,358.82

NOTES TO FINANCIAL STATEMENTS

d) Valuation inputs and relationships to fair value (Level 3)

₹ in Lacs

Particulars	Fair value		Significant Unobservable Inputs	Probable - weighted range	
	As at 31 st March, 2024	As at 31 st March, 2023		As at 31 st March, 2024	As at 31 st March, 2023
i) Unquoted Equity Instruments*	2.51	2.52	-	-	-
ii) Unquoted Debt Instruments	5,356.31	5,386.11	Effective Interest Rate Income Cash Flows Free Cash Discount Rate	Ranging around 7% 7% 10%	Ranging around 7% 7% 10%

* Since the impact of fair valuation of these instruments is considered as insignificant, carrying value and fair value are considered as same.

e) Sensitivity Disclosure for Level 3 fair value measurement

₹ in Lacs

Particulars	Unobservable Input	Sensitivity	Impact of Change in Rates on Total Comprehensive Income		
			Impact	As at 31 st March, 2024	As at 31 st March, 2023
Unquoted Debt Instruments	Discount Rate	1%	Favourable	45.25	6.48
			Unfavourable	46.77	6.48

f) Valuation Processes

Valuation of certain unquoted equity shares & unquoted preference shares is done by an external valuation agency as per above valuation techniques.

P. Financial Risk management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk; and
- Market risk

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk controls and to monitor risks. Risk management policies and systems are reviewed periodically to reflect changes in market conditions and the Company's activities. The Company monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

a) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, deposit and other receivables. Credit risk is managed through continuous monitoring of receivables and follow up of overdues.

Investments

The Company limits its exposure to credit risk by generally investing in liquid securities and only with counterparties that have a good credit rating. The Company does not expect any losses from non-performance by these counter parties, and does not have any significant concentration of exposures to specific industry sector or specific country risks.

NOTES TO FINANCIAL STATEMENTS

Trade receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer, demographics of the customer, default risk of the industry and country in which the customer operates. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company has used expected credit loss (ECL) model for assessing the impairment loss. For the purpose, the Company uses a provision matrix to compute the expected credit loss amount. The provision matrix takes into account external and internal risk factors and historical data of credit losses from various customers and is adjusted for forward looking estimates.

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Trade Receivables	5,068.22	5,283.00
Allowance for Doubtful Debts (expected credit loss allowance)	-	35.16
Percentage	0.00%	0.67%

Reconciliation of Expected Credit Loss Allowance - Trade Receivables

Particulars	₹ in Lacs
Expected Credit Loss Allowance on 1st April, 2022	-
Change in Expected Credit Loss Allowance	35.16
Expected Credit Loss Allowance on 31st March, 2023	35.16
Change in Expected Credit Loss Allowance	(35.16)
Expected Credit Loss Allowance on 31st March, 2024	-

Other than trade and other receivables, the Company has no other financial assets that are past due but not impaired.

b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligation as they fall due. The Company ensures that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions.

Maturities of Financial Liabilities

The table herewith analyses the Company's Financial Liabilities into relevant maturity groupings based on their contractual maturities.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balance dues within the 12 months equal there carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities

Particulars	₹ in Lacs		
	Less than 1 year	More than 1 year	Total
As at 31st March, 2024			
Non-derivatives			
Other Financial Liabilities	697.41	-	697.41
Borrowings	-	-	-
Trade payables	1,591.33	-	1,591.33
Total Non-derivative liabilities	2,288.74	-	2,288.74

NOTES TO FINANCIAL STATEMENTS

Particulars			₹ in Lacs
	Less than 1 year	More than 1 year	Total
As at 31st March, 2023			
Non-derivatives			
Other Financial Liabilities	477.63	-	477.63
Borrowings	-	-	-
Trade payables	1,535.93	-	1,535.93
Total Non-derivative liabilities	2,013.56	-	2,013.56

c) Market risk

Market risk is the risk that arises due to changes in market prices and other factors such as foreign exchange rates, interest rates and commodity risk. Market risk is also attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt.

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR is as under:

Particulars				₹ in Lacs
	USD	EURO	GBP	Total
As at 31st March, 2024				
Trade Receivables (net of advance, if any)	252.67	-	-	252.67
Trade Payables (net of advance, if any)	-	-	7.16	7.16
As at 31st March, 2023				
Trade Receivables (net of advance, if any)	734.14	155.02	-	889.16
Trade Payables (net of advance, if any)	(1.63)	-	-	(1.63)

Sensitivity Analysis

For the year ended 31st March, 2024 every 5% weakening of Indian Rupee as compared to the respective major currencies for the above mentioned financial assets/liabilities would increase Company's profit and equity by approximately ₹ 12.24 Lacs (PY ₹ 44.30 Lacs). A 5% strengthening of the Indian Rupee as compared to the respective major currencies would lead to an equal but opposite effect.

Price Risk

The Company is mainly exposed to the price risk due its investment in equity instruments and equity & debt mutual fund. The price risk arises due to unascertainty about the future market value of these investments.

Management Policy

The Company maintains its portfolio in accordance with framework set by risk management policies duly monitored by competent professionals.

NOTES TO FINANCIAL STATEMENTS

Q. Capital Management

The Company's capital management objectives are:

- to ensure the Company's ability to continue as a going concern; and
- to provide an adequate return to shareholders through optimisation of debts and equity balance.

The Company monitors capital on the basis of the carrying amount of debt less cash and cash equivalents as presented on the face of the financial statements. The Company's objective for capital management is to maintain an optimum overall financial structure.

Particulars	₹ in Lacs	
	As at 31 st March, 2024	As at 31 st March, 2023
Debt (includes non-current, current borrowings and current maturities of long term debt)	-	-
Less: Cash and cash equivalents	62.14	52.23
Net Debt	-	-
Total Equity excluding Revaluation Reserves	31,971.89	27,090.49
Net debt to total equity ratio	-	-

R. Details of Hypothecation of Assets

No assets of the Company are hypothecated.

S. SEBI (Listing Obligation & Disclosure Requirements) Regulation 2015

Disclosures as required under Regulation 34(3) read with schedule V of the SEBI (Listing Obligation & Disclosure Requirements) Regulation 2015 have not been given as there are no such transactions with any such party.

T. Information on Dividend for the year

Dividends proposed or declared after the balance sheet date but before the financial statements have been approved by the Board of Directors is not recognised as a liability at the balance sheet date. The Board of Directors recommended final dividend of ₹ 20/- per equity share for the financial year ended on 31st March, 2024. The payment is subject to approval of shareholder in ensuing Annual General Meeting of the Company. (Previous year ₹ 17.50/- per equity share).

U. Relationship with Struck off Companies

The Company has no relationship with any struck off companies, other than the following struck off companies whose names are found in its register of members:

Name of Company	Nature of transaction	Balance outstanding/ Nominal values of shares (₹)	Relationship with struck off Company
Vulcan Capital Services (P) Ltd	Shares held by struck off Company	160.00	Equity shareholder
Parsani Investment & Leasing Pvt Ltd		1,000.00	Equity shareholder

The information has been given in respect of such entities to the extent they could be identified as struck off companies on the basis of information available with the Company.

V. Other statutory information

- a) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- b) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- c) The Company has not traded or invested in Crypto currency or Virtual currency during the year.

NOTES TO FINANCIAL STATEMENTS

- d) The Company has 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: (i) 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 (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- e) The Company has 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: (i) 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 (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- f) The Company does not have any such transaction which is not recorded in the books of accounts and 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).
- g) The Company holds all the title deeds of immovable property in its name.
- h) There is no Scheme of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- i) The Company is not declared as wilful defaulter by any bank or financial Institution or other lender.
- j) The Company does not have any subsidiaries and hence compliance with number of layers of companies is not applicable.

W. Ratios

Particulars	2023-24	2022-23	% Variance
Current Ratio (in times)	2.87	3.46	-17%
Current Assets except Investments / Current Liabilities			
Debt-Equity Ratio (in times) (refer note 1 below)	NA	NA	NA
Debt / Net Worth (Net worth: Share Capital + General Reserves + Retained Earnings)			
Debt Service Coverage Ratio (in times) (refer note 1 below)	NA	NA	NA
Earnings available for debt service / Debt Service			
Inventory Turnover Ratio (in times)	6.99	7.22	-3%
Cost of Goods Sold / Average Inventory (Cost of Goods Sold: Total Expenses - Finance Cost)			
Inventory Turnover (in days)	52	51	3%
365 / Inventory Turnover Ratio (in times)			
Trade Receivables turnover Ratio (in times)	4.58	5.25	-13%
Income from operations / Average debtors (Income from Operations: Revenue from Operations + GST- Export Incentive)			
Trade Receivable Turnover (in days)	80	69	15%
365 / Trade Receivable Turnover Ratio (in times)			
Trade Payable turnover Ratio (in times)	6.95	6.48	7%
Purchases / Average trade payables			
Net Capital Turnover Ratio (in times)	4.26	3.87	10%
Revenue from operations / Working Capital (Working Capital: Current assets except Investments - Current liabilities)			
Net Profit Ratio (in %)	24%	24%	-2%
Net Profit after taxes / Total Income			

NOTES TO FINANCIAL STATEMENTS

Particulars	2023-24	2022-23	% Variance
Operating Profit Margin (in %) (Profit Before Tax - Other Income) / Revenue from Operations	24%	30%	-18%
Return on Equity Ratio (in %) Profit after tax / Average Shareholder's Equity (Shareholder's Equity: Share Capital + General Reserves + Retained Earnings)	19%	22%	-16%
Return on Capital Employed (in %) PBIT / Capital Employed (Capital Employed: Net Worth + Borrowing + Deferred Tax Liability)	20%	24%	-17%
Return on Investment (in %) Profit before tax / Total Assets	15%	17%	-15%
Return on Net Worth (in %) Profit after tax / Net Worth	17%	20%	-15%
Earning Per Share (₹) Profit After Tax / Number of ordinary shares	176.35	175.22	1%

Notes:

- The Company doesn't have long term debt hence this ratio is not applicable.
- As Variances do not exceed 25%, the Company is not required to provide reasons for variances.

X. Taxes Reconciliation

(a) Income tax expense

₹ in Lacs

Sr. No.	Particulars	31 st March, 2024	31 st March, 2023
i)	Current Tax		
	Current tax expense	1,500.00	1,408.02
	Less: MAT Credit utilised	-	8.02
	Net Current Tax	1,500.00	1,400.00
ii)	Deferred Tax		
	Decrease / (Increase) in deferred tax assets	(5.31)	(13.41)
	(Decrease) / Increase in deferred tax liabilities	264.28	445.93
	Total Deferred tax expenses (Benefits)	258.97	432.52
iii)	Short/(Excess) income tax provisions of earlier years	(95.09)	(10.74)
	Total Income tax expenses (a+b+c) *	1,663.88	1,821.78
	* Excludes below tax impact on Other comprehensive income		
	Tax Benefit / (Expense) on Actuarial	5.98	(3.95)
	Tax Benefit / (Expenses) due to Fair Value of Investments	(388.45)	(30.37)

NOTES TO FINANCIAL STATEMENTS

(b) Reconciliation of tax expense and the accounting profit multiplied by Indian tax rate			₹ in Lacs	
Sr. No.	Particulars	31 st March, 2024	31 st March, 2023	
i)	Profit before Income tax expense	7,099.21	7,222.33	
ii)	Tax at the Indian Tax Rate *	2,067.29	2,103.14	
iii)	Tax effect of amounts which are not deductible (taxable) in calculating taxable income			
	Tax impact on tax loss	(108.86)	(96.32)	
	Tax impact on deduction available under Chapter VIA and R&D	(205.70)	(174.73)	
	Deferred Tax			
	Others	6.23	0.43	
iv)	Short/(Excess) income tax provisions of earlier years	(95.09)	(10.74)	
	Income Tax Expense	1,663.88	1,821.78	

*The Company falls under the normal computation and applicable Indian statutory tax rate for year ended March 31, 2024 is 29.12%.

(c) Current Tax (Liabilities) / assets			₹ in Lacs	
Sr. No.	Particulars	31 st March, 2024	31 st March, 2023	
i)	Opening balance	(93.23)	37.11	
ii)	Income Tax Paid	1,335.13	1,258.92	
iii)	Current income tax / wealth tax payable for the year	(1,500.00)	(1,400.00)	
iv)	Current income tax provision for earlier year	95.09	10.74	
v)	Net current income tax asset/ (liability) at the end	(163.01)	(93.23)	

Y. These Financial Statements were authorised for issue in accordance with the resolution of the Board of Directors at its meeting held on 3rd May, 2024.

As per our report of even date

For and on behalf of the Board

For Haribhakti & Co LLP

Chartered Accountants

Firm Registration No. 103523W / W1000048

Chirayu Amin

Chairman

DIN: 00242549

Atul Patel

Director

DIN: 00009587

Abhijit Joshi

Whole-time Director & CEO

DIN: 06568584

CA. Yash Bhatt

Partner

Membership No. 117745

Vadodara, 3rd May, 2024

Sagar Gandhi

Company Secretary

Kirti Shah

CFO

Vadodara, 3rd May, 2024

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