



RALLIS INDIA LIMITED

May 23, 2023

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
Scrip Code: 500355

National Stock Exchange of India Ltd.
Exchange Plaza
Bandra-Kurla Complex Bandra (E)
Mumbai – 400 051
Symbol: RALLIS

Dear Sir/Madam,

Sub: Integrated Annual Report under Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

In furtherance to our letter dated April 25, 2023, the 75th Annual General Meeting ('AGM') of the Company is scheduled to be held on **Thursday, June 15, 2023 at 11.00 a.m. (IST)** through Video Conferencing facility / Other Audio Visual Means.

Pursuant to Regulation 34(1) of the SEBI Listing Regulations, please find enclosed the Integrated Annual Report of the Company along with the Notice of the AGM and other Statutory Reports for the Financial Year 2022-23. The same is also being sent through electronic mode to those Members whose e-mail addresses are registered with the Company / Registrar and Transfer Agent / Depository Participants.

The same is also available on the website of the Company at <https://www.rallis.com/investors/annual-reports>.

This is for your information and records.

Thanking you,

**Yours faithfully,
For Rallis India Limited**

**Srikant Nair
Company Secretary**

Encl: As above

CELEBRATING
75
years



ROOTED IN VALUES,
SEEDING GROWTH.

Basis of Reporting

Our Approach to the Adoption of Integrated Reporting

As Rallis India Limited ('Rallis' / 'the Company') proceeds with its 5th year of Integrated Reporting, our endeavour to evolve in the journey of transparency and enhanced disclosures continues. The Integrated Report <IR> provides information about our performance across the six capitals, efforts that were undertaken to create value and deal with material risks and opportunities, strategy, safety, sustainability, innovation, governance and beyond. With each passing year, our emphasis is towards developing an <IR> that provides both qualitative and quantitative disclosures on our goals/objectives to create long-term value in line with our Mission, Vision and Values and to enable the stakeholders in making informed decisions.

Reporting Principles

The financial and statutory data disclosed in this Report is in line with the requirements of the Companies Act, 2013; Indian Accounting Standards; the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and the Secretarial Standards. The non-financial data has been prepared in accordance with the framework of the International Integrated Reporting Council (IIRC), Global Reporting Initiative (GRI) and SEBI. The Company has also referred to the Global Reporting Initiative (GRI) while disclosing the Key Performance Indicators (KPIs).

The following principles of AA1000 Accountability Principles 2018 have been applied:

Inclusivity

We commit accountability to our stakeholders, directly or indirectly, impacted by our organisation. We have mapped our stakeholders and have set up processes to ensure the inclusion of their concerns and expectations. We continue to develop our stakeholder engagement and sustainability capacity at the corporate and manufacturing levels.

Materiality

We cover key material aspects, identified through ongoing stakeholder engagement and addressed by various programs or action points with measurable targets.

Responsiveness

This Report, amongst one of our interaction and communication elements, reflects our ability to manage our operations, while accounting for and responding to our stakeholders' concerns.

Impact

We are accountable to the larger ecosystem and continuously monitor and evaluate our impact across our value chain. This Report covers information that is material to our stakeholders and the Company and presents an overview of the Company's operations along with associated activities that help in short, medium and long-term value creation. These issues have significant business impact and are key to the Company's value-creation process.

Scope and Boundary of Reporting and the Reporting Period

The Report covers financial and non-financial information and activities of Rallis for the period April 1, 2022 to March 31, 2023. While the financial information has been audited by B S R & Co. LLP, Chartered Accountants, the non-financial information as

referred to in the assurance report has been assured by Ernst & Young LLP. The assurance is in accordance with the limited assurance criteria of the International Standards on Assurance Engagements (ISAE) 3000 Revised and Type 1 "Moderate Level" of Assurance under AA1000 Assurance Standard (AA1000ASV3) in respect of the principles of inclusivity, materiality, responsiveness and impact, as defined in the AA1000 Accountability Principles Standard (2018) (the "AA1000 Accountability Principles"). The assurance criteria, methodology and conclusion are presented in the assurance report. The assurance report is available on the Company's website at <https://www.rallis.com/AssuranceStatement2022-23.htm>

Forward-Looking Statements

Certain statements in this Report relating to the Company's business operations and prospects may be forward-looking. These statements can be identified by usage of words such as 'believes', 'estimates', 'anticipates', 'expects', 'intends', 'may', 'will', 'plans', 'outlook' and other words of similar meaning in connection with a discussion of future operating or financial performance. These forward-looking statements are dependent on assumptions, data or methods that may be incorrect or imprecise and hence there is a possibility that the same may not be realised. Such statements are not guarantees of future operating, financial and other results, but constitute our current expectations based on some assumptions. The Company's actual results could materially differ from those projected in any forward-looking statements due to various future events, risks and uncertainties some of which are beyond our control. The Company does not assume any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

CELEBRATING

75 years



ROOTED IN VALUES, SEEDING GROWTH.

Today, Rallis is more than just a business. It is a principal agent of social change.

75 years is a key milestone that makes us celebrate and introspect on our journey so far.

For over 75 years, Rallis established a solid and sturdy reputation of being a trusted solutions provider of agricultural inputs. Having grown from strength to strength, it remains committed to building a better tomorrow and is striving to contribute to a nation where agriculture is the core economic activity.

Today, Rallis provides support to 5 million Indian farmers who continue to benefit from our agricultural solutions. We have established a reputation for our deep understanding of Indian agriculture, sustained contact with farmers and supply of quality Crop Care and Seed solutions.

Led by a value-centric system, the journey of Rallis is aimed at repositioning it for leadership. With its thorough knowledge of farm science, strong distribution network, innovation capabilities and a healthy pipeline of comprehensive and sustainable Crop Care and Seeds solutions, it has created a strong presence across the agri-input value chain.

With a compelling sense of purpose, we work to make a difference to the lives of all our stakeholders.

What's Inside

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Making A Difference Over Generations

From The Archives

The origins of the Ralli family are from Southern Greece. Though there were references to the Ralli family in the early 1500s, the documented history is from 1690, having multiple businesses in and around Greece.

Ralli Brothers – A Preamble to Rallis India Limited

Five brothers from the Ralli family – Zannis Ralli (1785-1859), Augustus Ralli (1792-1878), Panidas Ralli (1793-1865), Toumazis Ralli (1799-1858) and Eustratios Ralli (1800-1884) – established Ralli Brothers in England during 1818. They were pioneering, enterprising and highly ethical in conducting business.

With the enactment of the Charter Act in 1813 at the Parliament of the United Kingdom, East India Company lost its

monopoly of Indian trade. In 1833, the Act ended the activities of the Company as a commercial body and turned it into a purely administrative body. Seeing this as a business opportunity, Ralli Brothers opened a branch office in Calcutta way back in 1851, managed by John Eustratio Ralli and Nicholas John Pasapati.

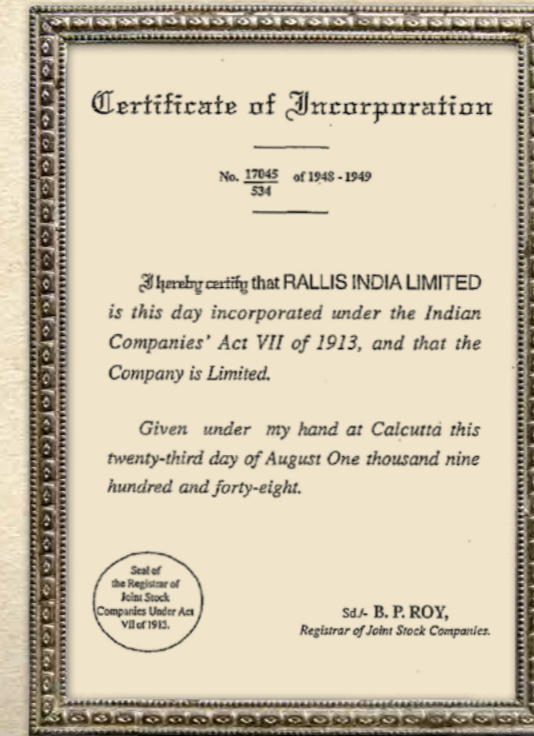
Ralli Brothers, which was already a large business internationally dealing in wheat, oilseeds, silk and hemp, made a foray into India to expand their trade.

Lucas Ralli (1920 to 2003), a World War II veteran and the last member of the Ralli family to have worked with Rallis India Limited, wrote as below:

I had learnt from the beginning the philosophy of Ralli Brothers, **“my word is my bond”**. In all my years with Ralli Brothers and Rallis India, it was clear that this was paramount in establishing the reputation of the Company. It applied everywhere.

Trust Over Generations

Founded in 1948, Rallis India Limited has established a solid reputation of being a trusted solutions provider for agri-inputs globally, with an emphasis on innovation, a thorough knowledge of farm science and a widespread distribution network.



A Perfect Start and Successful Diversification into the Agri-Inputs Play

Rallis India Limited came into existence on August 23, 1948, under the holding company Ralli Brothers London.

The Company was set up with a paid-up capital of ₹ 3 crore. At that point, Rallis' business mainly consisted of trading in cotton, jute and oilseeds and the urge for diversification continued.

This clearly paved the way for the successful diversification strategy of fertiliser distribution through its partnership with the Nitrate Corporation of Chile. This was Rallis' first foray into agri-inputs, by way of leveraging its already well-established association with the Indian farming community.



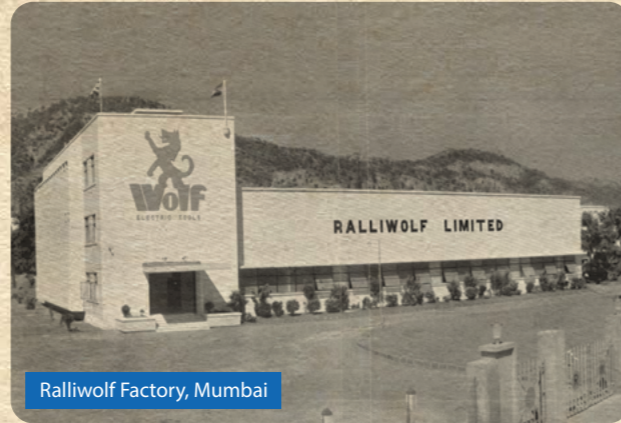
Ralli Brothers Office, Clive Street, Calcutta



Inauguration of Rallis India Limited, 1948



Rallifan Factory, Mumbai



Ralliwolf Factory, Mumbai

Later, the Company also added fertiliser mixtures made from oil cakes and further got engaged in the distribution of pesticides. It also extended to light electrical engineering (iconic brands of Ralli Fan and Ralli Wolf Electric Tools), export houses, pharmaceuticals and others.

The Rich Legacy of the Tata Group

Coming under the Tata fold and emerging as the number one Agrochemicals Company

Mr. J. R. D. Tata, with the Tata ethos of serving the society, was concerned about the health of millions affected by malaria in India. He struck a 50:50 alliance with Fison, the largest manufacturer of granulated fertilisers and organic horticulture mixtures in England and formed Tata-Fison in 1957. This Company later acquired Geigy's DDT formulation business in India.

Mr. Tata joined hands with the Government of India's National Malaria Eradication Programme. This high visibility campaign proved successful as India was declared malaria-free by the World Health Organisation (WHO) in the 1960s. The DDT pesticide activities also created a market in agriculture.

In 1962, Tata-Fison acquired Rallis as the new owners of Ralli Brothers London decided to disinvest the Indian company. Later, Tata-Fison was merged with Rallis.

This is the Tata-Fison-Rallis Tree of Fulfillment!

THE TRUNK of this tree represents the Tata-Fison-Rallis organisation, - with roots deep in Indian soil. It is a sturdy trunk that is a tower of strength to the Indian agriculturist, guiding him through his difficulties to achieve prosperity and plenty.

THE BRANCHES stand for the vast network of Rallis' stockists and dealers. Through them Rallis reaches the farmer in the farthest corners of the land helping to solve his problems bringing him quality fertilizers and pesticides for the bigger, better harvest.

THE FRUIT of this tree is a symbol of the fertility and rich yield that the farmer gets by using Tata-Fison-Rallis products and services. This is the final benefit ... the ultimate Fulfillment for which this Tree stands.

EXPERIENCE SERVICE PROSPERITY



JRD Tata at R&D Lab, Bangalore

TATA-FISON AND RALLIS — everywhere at once!

"UP, Bihar, Bengal" said Tata.
"Madras, Kerala, Mysore...." interrupted Fison.
"Maharashtra, Gujarat," cried Ralli, not to be left out.

"North, South, East and West-we're everywhere at once," they said together.
"We're really very good in the art of distribution."

Tata-Fison and Rallis have combined their separate marketing organisations into a single, unified service. For the future, all Tata-Fison products will be marketed by Rallis Fertilizer and Pesticides Division. The merger will prove of immense benefit to the Indian farmer. For the first time, one integrated service will provide advice and products covering both crop growth and crop protection throughout the country ... a notable contribution to the cause of agricultural progress.

TATA-FISON RALLIS COVER THE FIELD!

"Mr. Fison I presume..."

When Mr. Tata met Mr. Fison a chill of terror was struck in the heart of every insect pest in India. They knew that this was war - a fight to the finish. For the combined resources of Tata Chemicals and Fison Group now put the widest, most effective range of insecticides and fungicides into the hands of farmers and Public Health authorities all over the country.

As the Cotton Aphid said to the Mango Slug

TATA-FISON will be the death of us!

A Differentiated Approach

In 1966, the first technical manufacturing plant was commissioned and Rallis soon became a master of organophosphate chemistry in India with the introduction of further molecules with the same chemistry. Market development and farmer education activities were given special emphasis and it was this differentiated approach that helped Rallis in emerging as the number one Agrochemicals Company in India at a later stage.

Multiple business challenges led to divestment of engineering, tanning chemicals, gelatine and the pharmaceutical business. Rallis continued its journey of **"Serving Farmers Through Science"**.

Stakeholders' Speak



Domestic Crop Care: Channel Partner

We have been associated with Rallis as a distributor of its Crop Care since 1985. It started with a few kgs of Rallis Products / Solutions in a small shop in a remote South Indian village - Ooty and over the last forty years Rallis has built us through three generations as we spread our business to multiple geographies. We appreciate Rallis for its commitment to the upliftment of the farmers and the communities it is associated with.

Mr. SH. Selvaraj
MD Nethra Group



Seed Processing and Packing: Business Partner

During our long association, we have built state-of-the-art infrastructure and skilled manpower to support Rallis as they built "Dhaanya" brand of innovative and quality seed solutions to the Indian farming community. Our association is the testimony of dedication and hard work as one team and we wish for our collaboration to find even more success going forward.

Mr. Hari Prasad
Jam Jam Agritech



Crop Care: Business Partner

Congratulations on completing your 75th year of establishment this year, 2023 from Nihon Nohyaku (NNC). The business between Rallis and NNC started from Isoprothiolane (FUJIONE) in 1980's and our business relationship has been robust by increasing products handled by Rallis such as Buprofezin (APPLAUD) and Flubendiamide (TAKUMI and ZYGANT) year by year. Rallis has been one of our strategic alliance partners over the years in India. We are looking forward to seeing your further success in the future.

Mr. Yoshi Nakatani
Nihon Nohyaku



Crop Care: Business Partner

Many Congratulations to Rallis India Limited for 75 years of unwavering support to Agriculture in India. The trust & quality of Rallis brands strongly reverberates amongst the farmers as we celebrate this momentous journey. As an important strategic ally, we, at BASF India, cherish the longstanding relationship with Rallis. I am sure with this close collaboration, professionalism, solution orientation & customer centricity, Rallis would grow much stronger in the times ahead. We wish continued progress & success together in these exciting times.

Mr. Sasi Kiran Lingam
BASF



Crop Care Exports: Business Partner

We extend our warmest congratulations to Rallis on their 75-year Anniversary. Our journey with Rallis started in 1991 and ever since our business relationship evolved to be a true symbol of mutual growth, trust and sustainable success in the marketplace. During our association, Rallis has never failed in showcasing professionalism, product quality and commitment. We wish Rallis continuous success in the years ahead.

Mr. Quazi Ehsanul Abedin
Auto Crop Care Limited



Crop Care Exports: Business Partner

Nsanja Agrochemicals Limited, Uganda, is proud to be associated with Rallis India Limited for over two decades. We salute you on this occasion when you celebrate 75 years of existence as a vibrant and impact oriented Company.

Mr. Kazibwe Abby
Nsanja Agrochemicals Limited



Contract Manufacturing: Customer

Congratulations to Rallis on its 75th anniversary! Rallis has been Kureha's trusted Contract Manufacturing partner for over 20 years. During this period, both partners have worked closely together to overcome several challenges and strengthen the partnership. Even at the most difficult of times, the Rallis team has always been with us. We sincerely appreciate your efforts and our long-standing partnership. Best wishes for your future endeavours!

Mr. Satoshi Yonezawa
Kureha Corporation



Corporate Social Responsibility: Beneficiary

Borgaon Budruk village has today become water-sufficient, thanks to the efforts undertaken by Rallis. Through the Rallis Jal Dhan project, the village water ecosystem was revitalised, which resulted in an improvement in the water table and thus water availability throughout the year. Rallis along with water conservation also supports our villages with education under CSR and farm productivity enhancement projects under its MoPu farmer initiative from Business. Overall, the work carried out in 50-60 villages of the Latur district is indeed noteworthy and is expected to set the tone for the upcoming green revolution for villages.

Dr. Kailas Prabhakar Rao Kale
Borgaon Budruk



Seeds: Farmer

I am a satisfied farmer using Rallis Diggaz cotton seeds and intend to widen its usage in my field. I encourage my fellow farmers to use it.

Mr. Jagsir Singh
Cotton Farmer



Crop Care: Farmer

I have used the newly launched Rallis Insecticide "Clasto" on my cotton crop. The results are excellent in control of whitefly pest on my cotton crop and I have observed greenery on my cotton crop because of that I take more yield of cotton.

Mr. Yogesh Gomase
Cotton Farmer



Evolving Every Step of the Way

For 75 Years

Timeline of heritage and key milestones, chronicling the journey of Rallis since inception.



1948 - 1960s

Incorporation and Emerging as an Agri-input Company

- Incorporated on August 23, 1948
- Initial public offer
- Diversification into Fertilisers, Pesticides, Pharmaceuticals and Engineering



1960s - 1980s

Rallis Becoming A Tata Enterprise and Making its Foray into Manufacture of Agrochemicals

- Tata Fison acquired Rallis and later, Tata Fison merged with Rallis
- Full-fledged agri-input company with establishment of manufacturing facilities for Fertilisers and Pesticides
- The first technical manufacturing plant at Navi Mumbai to manufacture the iconic Dimethoate (insecticides brand now sold as Tafgor changed the face of Rallis). This was followed by further manufacturing of organophosphate chemistry-based products



1980s - 2000

Strengthening Agrochemicals

- Agrochemicals manufacturing infrastructure set-up at Ankleshwar, Derabassi, Akola and Lote
- Launched Contaf, the iconic fungicide brand
- Exited from the Engineering business

Beyond 2000

Enhanced focus on Agri-inputs

- Subdued financial performance led to exit from non-core activities and sharpened the focus on agrochemicals. Became a subsidiary of Tata Chemicals
- NABL Accreditation across Quality Labs. Commissioned Rallis Innovation and Chemistry Hub (RICH) in Bengaluru. Accredited with Responsible Care (RC) Logo, JRD QV and CII EXIM award
- Manufacturing infrastructure set-up at Dahej SEZ and CZ including captive solar power plants. Acquired Seeds (Metahelix) and Soil Conditioners (Zero Waste) businesses



JRD QV - 2011



CII-Exim - 2012

Way Forward - The Next Decade

The Indian agri-input industry is critical for the country's agriculture sector, the backbone of the rural economy. With an increasing population and rising incomes, one can expect higher demand for agricultural commodities which provide food, feed and fibre and even fuel. The whole of agriculture is undergoing transformation to ensure that the sector will continue to contribute and support the balanced growth of the fastest-growing major economy in the world. The Government is focussed on facilitating this transformation through appropriate policy measures.

Farmers are expected to switch to herbicides, seed solutions and mechanisation, including the use of drones as an alternative to agricultural labour. There is an increasing trend of "combination" products that not only reduce the number of sprays but also more effective against pests across crops. The proliferation of drone-based applications of agri-inputs is expected to revolutionise the safety and efficiency of input usage going forward.

There is an increasing trend of data-driven agriculture across the world and one can expect wider adoption of these solutions among the Indian farming community. Farmers' Producer Organisation platforms are expected to play an important role

in farm aggregation which will improve operational efficiencies and farm income through forward and backward linkages with agri-inputs and output value chain partners.

The industry will continue to partner with the farming fraternity not only to increase the production of agri commodities but also to address the climate change and sustainability challenges. Superior and safer chemicals, biologicals, seed solutions, etc. are capable of addressing these challenges. Evolving regulations will fast-track the research, development and adoption of new sustainable solutions.

India is becoming a preferred choice for manufacturing as part of the supply chain diversification strategy adopted by global industries. The Indian agrochemical manufacturing sector has already intensified investments and partnerships to tap these opportunities by leveraging its competitive advantage.

Rallis is focussed on innovation and manufacturing-led growth to tap the emerging opportunities in domestic and export agri-inputs markets. The portfolio expansion strategy includes differentiated, newer, safer and high-efficacious chemicals, biologicals, crop nutrition and seeds solutions. This will be supported by digital solutions that strengthen the internal processes and facilitate access and adoption by farmers.



Tata InnoVista Award - 2022



The World of Rallis, Today

A Preferred Partner. A Pioneering Force.

Rallis is one of India's leading agri-input companies. It is known for its deep understanding of Indian agriculture, a strong portfolio of comprehensive Crop Care and Seed solutions, branding and marketing expertise.



Mission

Serving Farmers through Science



Vision

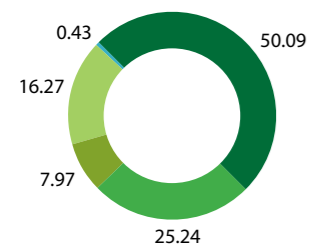
We aspire to be amongst the top 3 leading enterprises by 2026 in our chosen areas within farm inputs and chemistry-led businesses



Values

- Safety
- Passion
- Integrity
- Customer Centricity
- Excellence

Ownership Structure (as on March 31, 2023)



- Promoter and Promoter Group
- Resident Individuals
- Foreign Holdings
- Other Companies and Mutual Funds
- Others

FY 2022-23 - A Snapshot



Partnering for Greater Impact



Our India Presence



- Manufacturing Facilities**
 - Akola
 - Lote
 - Ankleshwar
 - Dahej SEZ
 - Dahej CZ
- Seed Drying, Processing and Packaging Plants**
 - GP Pally
 - Kokkonda
 - Medchal
- Innovation Centres**
 - RICH (Rallis Innovation Chemistry Hub), Bengaluru
 - Agri Biotech Lab, Bengaluru

Our Global Presence



Global Access to 61 Countries

The above maps are not to scale and are for illustrative purposes only.

Products

Crop Care

Crop Protection
Domestic Branded and Institutional Business (Herbicides, Insecticides and Fungicides)

Exports (Active Ingredients, Formulations and Contract Manufacturing)

Crop Nutrition

Biofertilisers, Biostimulants, Micronutrients, Water Soluble Fertilisers, Organic Fertilisers, Biopesticides

(For further details, refer Page 82 to 84 of Management Discussion & Analysis)

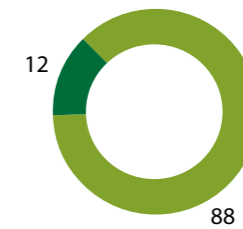
Seeds

Field Crops
Paddy, Maize, Millet, Cotton, Mustard, Wheat, etc.

Vegetables

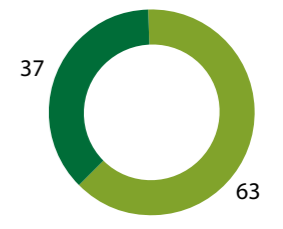
Chili, Okra, Tomato, Gourds, Watermelon, etc.

Total Revenue (FY 2022-23)



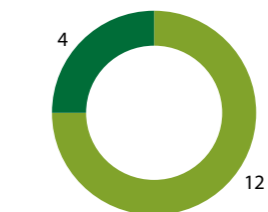
- Seeds
- Crop Care

Crop Care Revenue (FY 2022-23)



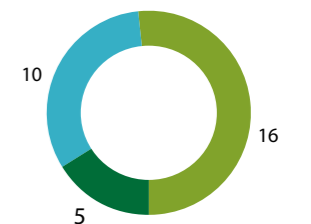
- Exports
- Domestic

Regional Offices



- Crop Care
- Seeds
- Common

Depots



Chairman's Message to Shareholders



Dear Shareholders,
It gives me great pleasure to address you all on this special occasion marking the Platinum Jubilee celebration of your Company.

As our nation transitions from India@75 to India@100 and aspires to be a USD 30-35 trillion economy by 2047, prosperity for the country and its citizens are important outcomes. Your Company's contribution to agriculture over the past many decades positions it to continue building the food security of our nation. Despite volatile external environment, your Company has continued its focus to deliver sustainable and profitable growth.

75 years of Rallis: Rooted in Values, Seeding Growth

As your Company enters into its 75th year since incorporation in August 1948, it has positioned itself as a trusted partner with all the stakeholders, more so the farmers where the Tata and Rallis brands are well recognised. Over the decades, investments in

manufacturing and R&D have helped establish your Company in bringing innovative products and solutions to support the farmers in their agricultural activities. The manufacturing capabilities have been strengthened over time and Rallis has emerged as the partner of choice for its export business.

Along the way, your Company also won laurels like CII EXIM and JRD QV awards which established the passion for business excellence. Your Company has also won accolades for its CSR initiatives to various communities, especially the disadvantaged. Over the last few years, your Company has been investing in growth as we seek to reposition ourselves for leadership.

Global Uncertainty

The Covid pandemic and geopolitical developments including the ongoing conflict in East Europe has elevated global economic uncertainty. Inflation driven by supply chain disruptions has impacted the economies across the world and the steps undertaken by the central banks for macroeconomic stability through tight monetary and fiscal policies has further dented consumer confidence across the world. The IMF is outlooking a growth of around 3% till 2028 which is below the 3.8% recorded in the past two decades. As per the IMF, the Asian economies are expected to contribute to around 70% of global growth in spite of challenges associated with inflation, debt and other macro and micro economic factors. The Indian economy performed well and emerged as the fastest growing major economy and expected to sustain the momentum as reflected in the GDP growth forecast of 6 to 6.8% for 2023-24.

Cost pass-through to off-set high input cost and demand driven by inflated agro commodity prices and supply uncertainties are reflected in two consecutive years of record growth reported by the global agrochemicals industry. Expecting normalisation of demand and supplies, globally industry is estimated to have a low growth for 2024. Your Company is cautiously optimistic in addressing these challenges and tapping the opportunities in this volatile and uncertain environment.

Indian Agriculture

India was more or less insulated from the severe global food inflation as we are self-sufficient in most of the food crops and the projected 324 million tonnes of foodgrain production for the year demonstrates the stellar role agriculture plays in food security of the country. India also emerged as an

important global agri commodity player as the country tapped the export opportunities in a calibrated way. Government continues to support the agriculture sector with appropriate policy support not only to sustain food security but also to transform the agriculture sector aligned to long-term economic growth aspirations.

Research and Development

Research and development is core to your Company's growth agenda. Your Company has been investing in research infrastructure, registration and manpower. Through its dedicated research lab for crop care and seeds based at Bengaluru supported by research stations spread across various agro climatic zones of India, Rallis continues to create value for farmers in the domestic market and to its partners in the export market.

Manufacturing

India is emerging as the global manufacturing hub as it is uniquely positioned to tap the opportunities emerging from supply diversification strategies adopted by global players across the industries. India ranked second in the agrochemical exports and has been attracting global majors as they are working on their supply chain diversification strategies. Your Company has been investing in manufacturing infrastructure to enhance the capacities of existing products, flexible manufacturing capacities and pilot plants to tap these opportunities. The Board is committed to further investments in manufacturing to support your Company's growth aspirations.

Digital Transformation

Your Company believes that Indian Agriculture, as a sector, is at the cusp of far-reaching transformation in response to the new opportunities and the threats emanating from sustainability, climate change, digitalisation, greening food chains, etc. This provides Rallis with opportunities to further strengthen its presence in its existing business by leveraging its long and trusted association with the Indian farming community while adopting technology-driven business models.

Digital preparedness has been at the forefront of your Company's future-ready strategy. Your Company continues to focus on building on Artificial Intelligence (AI), remote sensing, big data analytics, Internet of things (IoT), smart manufacturing, and demand forecasting to de-risk the supply chain. Diagnostic analytics and alert mechanisms based on sensor data, allows managers to monitor the production operations and reduce risks. Drones usage will be another big leap in Agriculture.

Sustainability

Corporations are increasingly being evaluated on environmental and social metrics as well as their corporate governance. We are committed to doing things the right and ethical way as this is the road to consistent, competitive, profitable, and responsible growth that creates long-term value for our shareholders, our business partners, and society at large.

Your Company is committed to reducing its environmental impact in manufacturing through the use of renewable energy with an objective of reducing its carbon intensity by 30% by the year 2030. Agrochemical formulations are being developed with high efficacy and R&D teams are working on green chemistry principles to make manufacturing more sustainable. Principles of recycle, reuse, and reduce are being focussed on by the manufacturing teams.

Some of the work that your Company is undertaking in the community has resulted in significant enhancement to the lives of those living in drought-prone districts of Maharashtra through the flagship Jal Dhan program. The success of the Unnat Gram (Tribal Model village), has been well recognised in Maharashtra and the same has now been extended to the Narmada district of Gujarat.

Future Outlook

Energised by the emerging opportunities in the Indian market, and the de-risking approaches adopted by the global agrochemical peers, your Company's focus on investment in research activities and manufacturing infrastructure to further strengthen the product portfolio, will accelerate the pace of profitable growth. At the core of this transformation journey to reposition Rallis for leadership are the Company's employees.

The Board of Directors has recommended a dividend of ₹ 2.5 per equity share of ₹ 1 face value for the Shareholders' approval at the forthcoming Annual General Meeting.

As I reflect back on the year, I would like to convey special thanks to our supply and trade partners whose efforts made sure that our products were available at the right time and place.

On behalf of the Board of Directors, my sincere thanks to our employees and their families and heartfelt thanks and appreciation to our shareholder family, for your continued trust and confidence in the Company.

Regards,
Bhaskar Bhat
Chairman

Managing Director's Message to Shareholders

Dear Shareholders,

This report looks back at a year characterised by volatility, favourable commodity prices and two years of significant growth of the global agrochemicals industry. Domestically, adverse climatic conditions like unseasonal rains, drought-like conditions and floods limited the growth in consumption of agrochemicals. At Rallis, we continued to make progress across all our strategic priorities whilst navigating a challenging external environment.

Aligning Agriculture with Indian Economic Prosperity

Agriculture with 18% share of GDP and engaging 42% of the labour force plays a critical role in providing national food security and stimulus to the Indian rural economy. The vision of a technology-driven and knowledge-based economy as we march towards India@100 is expected to fuel rapid transformation of agriculture going forward.

Overall, the industry is an important sector of the Indian economy and its continued growth and development will be critical for food security and promoting sustainable agriculture in the country. The success we achieved in the last 75 years is testimony of the hard work of farmers, proficiency of scientists and Governments' farmer-friendly policies supported by the agri-input value chain partners.

The performance of the Indian agriculture sector has been buoyant over the past several years. However, growth in FY 2022-23 is estimated to be moderate at around 3.5%.

India continues to be the net exporter of agricultural products in recent years and total agriculture exports for the year expected to surpass USD 50 billion mark reported for FY 2021-22. As per the second Advance Estimate released by the Ministry of Agriculture and Farmers Welfare, Foodgrain production for FY 2022-23 is estimated at 324 million tonnes, 2.5% higher than in FY 2021-22.

Indian Agrochemicals Industry

Strong exports and stable domestic industry is favouring the Indian agrochemicals industry which is well positioned to tap opportunities from the supplier diversification strategy of global peers and molecules going off patent.

The growth of the crop protection market in India can be attributed to various factors, such as the increasing demand

for food for the growing population, the need to improve crop yields and quality and the rising adoption of modern agricultural practices. To further the impetus on technology, the Ministry of Agriculture and Farmers' Welfare, Interim approval for commercial use of drones for applying 477 registered pesticides is an important milestone to Indian agrochemicals and agriculture.

Domestic Business

The domestic business portfolio of Rallis is crafted to empower the farmers through sustainable and path-breaking crop input solutions. Field force, spread across the country, works closely with the farmers supported by an extensive distribution network which spans 80% of India's districts.

Exports

Rallis serves select global farming communities directly and through global agro-chemical companies by exports of technical grade agrochemicals as well as formulations. Rallis also partners with customers to offer them contract manufacturing services.

Overall Performance in FY 2022-23

Your Company recorded revenues of ₹ 2,967 crore for the year ending March 31, 2023, an increase of 14% over PY of ₹ 2,604 crore. Profit before tax (before exceptional items) was at ₹ 127 crore as compared to PY profit before tax (before exceptional item) of ₹ 222 crore and the Profit after tax (after exceptional items) was ₹ 92 crore, as compared to PY profit after tax (after exceptional item) of ₹ 164 crore. Company's performance in FY 2022-23 was also impacted due to reassessment of intangible assets under development which has resulted in impairment of technical know-how of seed development technology amounting to ₹ 30.41 crore. Also, reassessment of future sales potential has resulted in the company recognising the provision for slow moving inventory



The domestic business portfolio of Rallis is crafted to empower the farmers through sustainable and path-breaking crop input solutions.

in seeds amounting to ₹ 52.81 crore. Revenue for Domestic Crop Care business grew by 12% (Crop Protection 8% and Crop Nutrition 22%) and Exports grew by 24% during the year. Whereas the Seeds business de-grew slightly during the year.

Key Priority Areas

The journey of transformation continues to comprise of investment in growth through new product introductions, expanding our retail footprint, investing in flexible manufacturing plants for our new product pipeline and building a new integrated R&D centre.

Leveraging technology across the agri value chain is critical for sustainability and we are also consistently prioritising technology and digital transformation projects in our operations across manufacturing, customer engagement and supply chain. Investing in brand visibility and marketing will continue to be a focus area.

I am proud to share that your Company has been conferred with multiple awards during the year including:

- FICCI Chemicals and Petrochemicals Award for "Sustainability – Best Green Process", recognising our model approach for promoting sustainable and green practices
- 36th National Convention on Quality Concepts Award under the Allied Six Sigma Concept category
- Agri Business Summit Award 2022 for Most Innovative Marketing Campaign

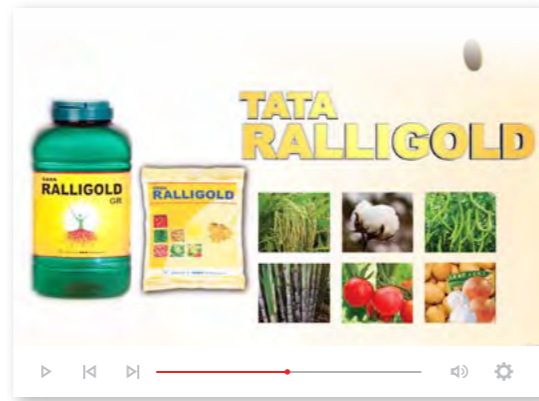
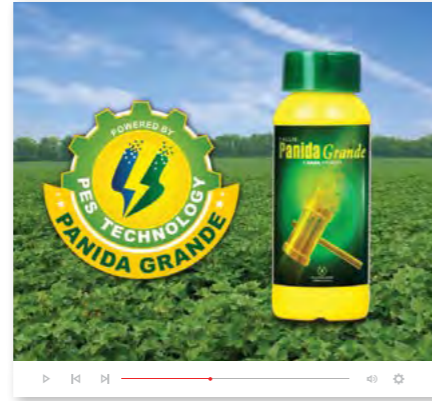
- CII – Tata Communications Centre for DX (Digital Transformation) Awards under Most Innovative category for "DRISHTI" and "Integrated Acceleration of Product Development using genomics"
- NASSCOM enterprise Cloud adoption award under Leveraging Cloud for Sustainability category for DRISHTI

Commemorating the platinum jubilee year of your Company, I wish to express my gratitude to you for your faith in the Company and continued loyalty, support and trust over generations. I sincerely thank all my fellow Ralliites and their families and express appreciation to all our stakeholders.

I also extend sincere thanks to the Board for the unstinting support and guidance to your Company.

Regards,
Sanjiv Lal
Managing Director & CEO

A Glimpse of Our Branding Journey



From then...



...To now



Our New Brand Architecture across the portfolio brings uniformity, distinct visibility and simplified identification



At the Forefront of Change

Our Business

Rallis has significant presence in the agri-input value chain. Rallis is engaged in R&D, manufacturing and distribution of Crop Protection, Crop Nutrition and Seeds. We provide a wide range of safe, sustainable and innovative solutions to enable farmers to improve their productivity, thereby reinforcing our mission of 'Serving Farmers through Science.'



Crop Care

Rallis Crop Care business include Crop Protection and Crop Nutrition solutions. Our Crop Protection portfolio of active ingredients, bulk and branded formulations covers herbicides, insecticides and fungicides and caters to domestic and export markets. Our Crop Nutrition portfolio, which is largely focussed on the domestic market, consists of biostimulants, biofertilisers, biopesticides, organic fertilisers, water-soluble fertilisers as well as micro and secondary nutrients.

Domestic Business

Rallis is known for its long experience in serving Rural Markets and strong bonds with the farming community across the country. Leveraging Tata and Rallis brand equities and the wide distribution network, the Company is continuing to meet the changing needs of our customers by providing Crop Care solutions.

What Sets Us Apart

- Trusted partner of farmers for crop solutions
- Serving rural markets with strong brand equity and reach
- Manufacturing, Research and Development infrastructure and partnerships to roll out innovative products

Key Priorities

- Portfolio expansion and marketing investments for wider crop and geographic reach
- Building flexible manufacturing capacities
- Digitisation to support customer engagement and internal processes

Outlook for FY 2023-24 and Beyond

Remunerative crop prices and encouraging water levels are expected to lead to positive farm sentiments and higher demand for crop inputs despite the forecasted El Niño effect in 2023. Our new product launches and enhanced retailer footprint would drive our growth.



Exports Business

Rallis' production capacities and process development capabilities are quite significant and complemented by International EHS standards and strict quality parameters to meet the global requirements.

Rallis also has established strategic alliances across the globe and is a preferred partner for contract manufacturing.

What Sets Us Apart

- Strategic partnerships in key and developing markets
- Strong R&D and execution capabilities
- Our presence as a reliable supplier across the globe for key active ingredients

Key Priorities

- Widen chemistry and customer base to tap opportunities with appropriate investments in flexible manufacturing facilities
- Enhance both formulations and active ingredients businesses in key geographies
- Enhanced focus on contract manufacturing opportunities

Outlook for FY 2023-24 and Beyond

Revenue growth will be driven primarily by volume increases for key technicals introduction of new products, wider market access and improvement in formulation sales.



Dahej, SEZ

Seeds

FY 2022-23 was a mixed season for India's seed industry. Strong commodity prices across crops maintained the rising demand for seeds. However, reduced demand for Hybrid Paddy and the presence of illegal cotton led to increased sales returns in Hybrid Paddy and Cotton in a few markets. Provision for inventory and impairment of intangible assets further impacted profitability for the year.

What Sets Us Apart

- Portfolio for Key crops like Paddy, Cotton, Maize, Millets and select vegetable crops
- Conventional Breeding and Biotechnology efforts in R&D

Key Priorities

Sustainable and profitable growth remains our key priority. Improving our gross margins and optimising fixed costs will remain a strategic and operational priority to create a positive impact on the bottom line.

Outlook for FY 2023-24 and Beyond

We made good progress in FY 2022-23 in terms of new launches, demand generation and trade engagement. Our growth momentum is expected to improve with competitive product launches in the next few years.



Product differentiation activity

At the Forefront of Change

The Operating Environment

During the year, we positioned ourselves to tap new opportunities in the domestic and export markets, despite the macroeconomic and geopolitical factors that affected the economies, industry and our business.

Increasing Global Population

With the world population expected to reach 9.7 billion by 2050, there is a growing demand for food, which requires high quality seeds, agrochemicals and fertilisers to boost crop yields.

Climate Change

Climate change has led to unpredictable weather patterns, which in turn has impacted agricultural output. This has created a need for innovative solutions and products to help farmers adapt to changing weather conditions.

Global Economy

Currency exchange rate, geopolitical tensions and logistics challenges are impacting the business environment in terms of input costs, inventory and demand.

Water Stress

This global issue affects agriculture in many parts of the world. According to the United Nations, by 2030, half the world's population will be living in water-stressed areas. This is because agriculture is the biggest user of freshwater resources, accounting for 70% of global water use. However, water scarcity and inefficient use of water resources often lead to crop failures, economic losses and social unrest.

Digitalisation and Technology Interventions

The digital revolution led to the development of new tools and technologies that can help farmers improve their yields and reduce costs. Technology interventions across the Agri Value chain are evolving. The usage of Artificial Intelligence/ Machine Learning and Drones is expected to be the next big leap in Agriculture.

In response to these trends and developments, Rallis is adapting its strategies and products to remain competitive. The Company is investing in research and development to create new, innovative products that are both effective and sustainable, embracing digitalisation and using technologies such as remote sensing and data analytics to help farmers improve their yields and reduce costs.

Additionally, Rallis is expanding globally to tap into new markets and diversify revenue streams. These trends and developments have presented both challenges and

opportunities. Rallis is institutionalising circular economy principles by focussing on reducing water usage and recycling it, minimising waste generation and converting waste into useful products are integral with our sustainability agenda.

There is a continuous evaluation to reduce and reuse packaging items with an emphasis on bulk packaging. We also maximise the usage of renewable energy sources such as biomass for fuel and rooftop solar for power generation.



Demonstrating DRISHTI application

Key Indicators of the Agri-Input Value Chain

Key Indicators of the Agri-Input Value Chain

Inputs

Financial Capital

₹ 2,798 crore (↘)	₹ 1,730 crore (↗)	₹ 1,879 crore (↗)	₹ 188 crore (↗)
Total Assets	Total Equity	Capital Employed	Capex Spent

Manufactured Capital

Production Volumes (MT\KL)

Crop Care			Seeds
11,148 (↗)	5,173 (↘)	4,604 (↘)	14,443 MT (↘)
Akola	Lote	Third-Party	
5,389 (↘)	6,422 (↗)	3,228 (↗)	
Ankleshwar	Dahej SEZ	Dahej CZ	

Intellectual Capital

Expenses incurred on R&D		Employees in R&D Team	
₹ 27 crore (↗)	₹ 32 crore (↗)	80 (↘)	114 (↘)
Crop Care	Seeds	Crop Care	Seeds
1.98%		₹ 16.3 crore (↗)	
R&D Expenditure (↗)		IT and Digital spends	
(As % of Revenue)			

17 (↘)
Technical Collaborations

Natural Capital

3,35,322 KL (↗)	3,287 MWh (↘)	12,690 MT (↗)	4.71 MW (=)
Freshwater withdrawal	Utilisation of Solar Energy	Utilisation of Bio fuel	Renewable Energy Capacity

Human Capital

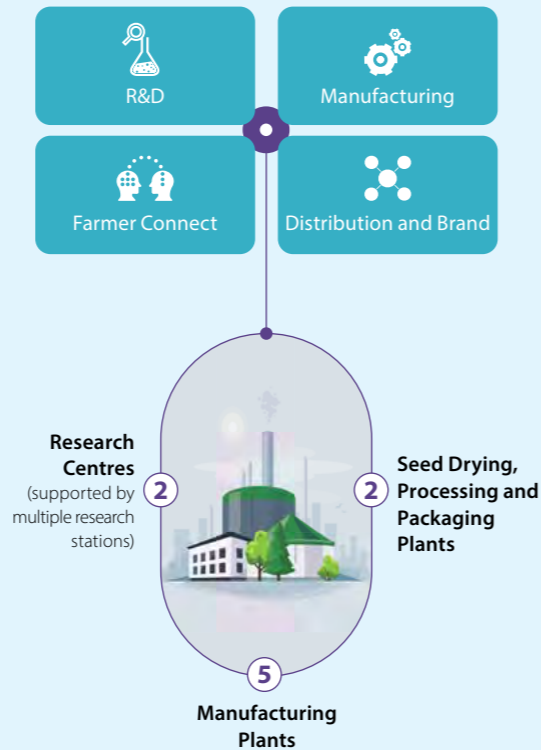
1,716 (↘)	47,453 (↘)
Number of Employees	Total Training Hours
(Male: Female Ratio 1,652/64)	₹ 6,993 (↗)
	Training Investment Per Person

Social & Relationship Capital

₹ 5.2 crore (↗)
CSR Spend

Our Business Model

Delivering innovative Solutions in Agriculture, Warranting Progress



Outputs

Production in FY 2022-23

Crop Care

11,817 MT (↗)
Technical Grade Crop Care Products

24,147 MT\KL (↘)
Formulation Crop Care Products

35,964 MT\KL
Total (↗)

Seeds

14,443 MT (↘)

Outcomes

Financial Capital

₹ 2,967 crore (↗)	₹ 36 crore (↘)	₹ 4.7 (↘)
Revenue from Operations	Taxes	Earnings Per Share
₹ 92 crore (↘)	₹ 218 crore (↘)	5.4% (↘)
Profit After Tax	EBITDA	Return on Equity

Manufactured Capital

14 (=)	Crop Care (Sales)	
Technical Grade Crop Care Products Manufactured	9,132 MT\KL (↘)	12,645 MT\KL (↘)
	Herbicides	Insecticides
145 (↗)	8,105 MT\KL (↗)	44,113 MT\KL (↗)
Formulation Products	Fungicides	Crop Nutrition
77% (↘)	898 MT\KL (↘)	Seeds (Sales)
Average Plant utilisation	Others	13,541 MT (↗)

Intellectual Capital

New Inhouse Products Developed	1.98% (↗)	Sales from New Innovations
Crop Protection: 7 (↗)	Ratio of R&D Expenses to Sales	12.7% Crop Care (↗)
Crop Nutrition: 1 (↘)		10% Seeds (↘)
Seeds: 4 (↘)	New Patents Filed	
	Crop Care 18 (↗)	

Natural Capital

29.58% (↗)	50.64% (↗)	89% (↗)
Energy Generated from Renewable Sources	Water Recycled	Green Manufacturing Index
	4.05% (↘)	2,334 MT (↘)
	Grid Electricity Intensity improved	Carbon Emission Avoided

Human Capital

₹ 1.73 crore (↗)	80% (↗)	6.1% (↘)
Turnover per Employee	Employee Engagement Score ((External Survey)	Proportion of Women in Leadership Positions
Zero Fatalities		
21.9% (↗)	1,554 (↗)	3.45 (↘)
Employee Attrition Rate	Employees Trained	Training Days Per Employee

Social & Relationship Capital

4 (=)	38.6 million (↗)	3.2 lakh (↗)
Research Partners	No. of Contacts with Farmers	Lives Impacted Through Our CSR Interventions
13 (↗)	98.06% (↗)	7 hours (↗)
Partners for Manufacturing, Processing and Packaging	Supplier Satisfaction Index	Volunteering hours per employee
63% (↘)	45% (↗)	
Net Promoter Score	Employees Volunteering for CSR Activities	

Note: (↗/↘) indicates change over previous year, (=) no change.

Financial Capital

Driving Our Performance

Rallis has an established capital allocation strategy for deploying and preserving our Financial Capital. Each investment gets evaluated against a targeted return on capital.



Managing our financial capital

We have a robust financial management process that assesses the requirement of funds for business operations as well as for investments towards future growth opportunities. Our endeavour is to use internal accruals and cash from operations to meet the funds requirements. At all times, we ensure

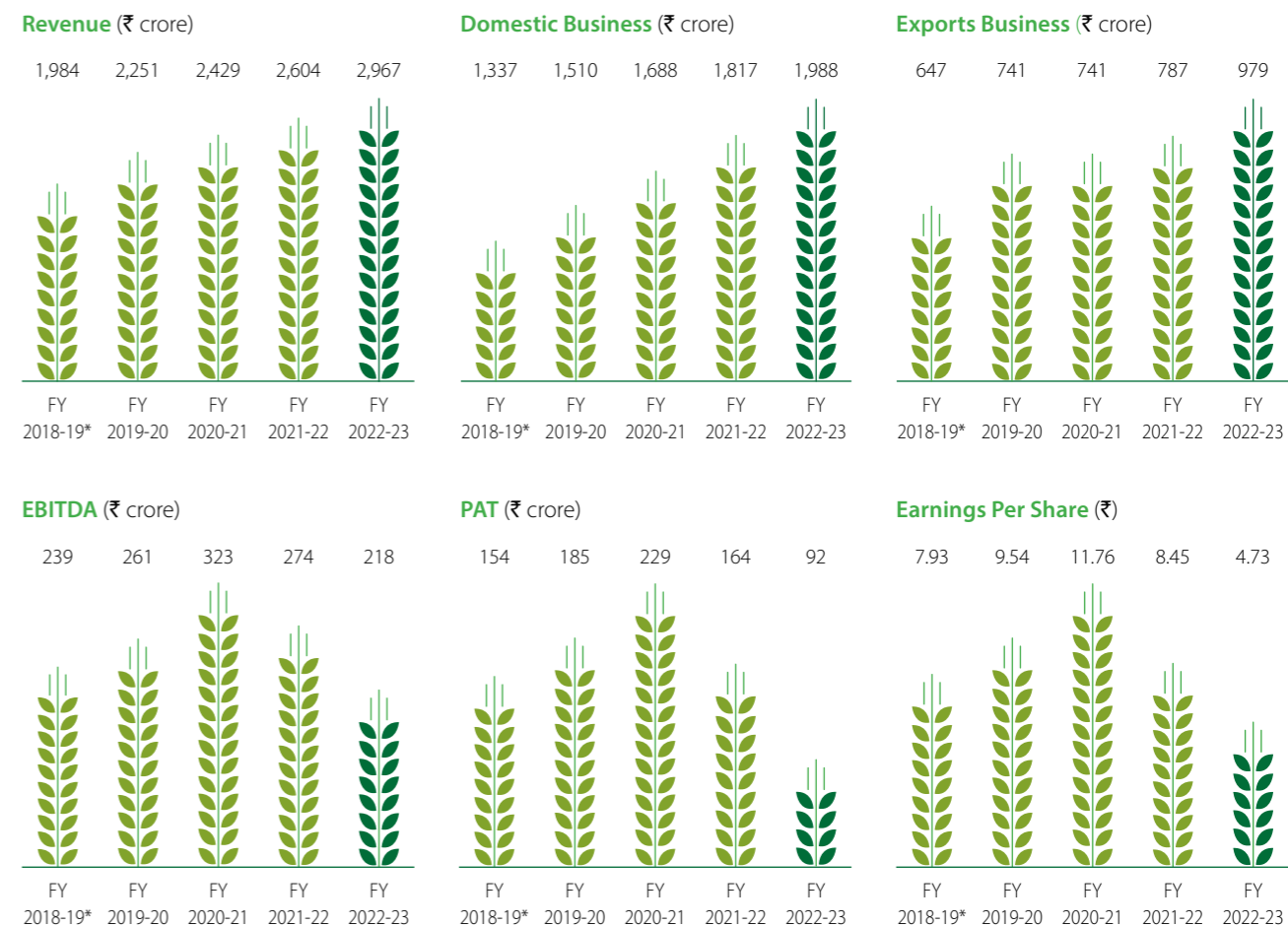
that we have the appropriate level of capital for growth projects and adequate liquidity to support our operations.

During FY 2022-23, growth was competitive but margins were impacted due to extreme cost volatility. Further, profitability was impacted due

to the recognition of provisions for slow moving inventory and impairment of intangible assets. However, our long-term growth strategy remains on track with our focus on sustainable and profitable growth.

From FY 2018-19 to FY 2022-23, our total revenue grew to 1.5 times.

Our Financial Performance



* Figures are after giving effect of merger



Manufactured Capital

Increasing Our Manufacturing Capabilities

We aim to provide high quality and cost-effective products to our customers through our manufacturing capabilities. This includes our factories, warehouses, formulation units and seeds processing facilities. Upgradation of manufacturing facilities, new technology adoption and expansion of capacities is part of our manufacturing strategy.



Dahej, CZ

Manufacturing Capabilities

Crop Care

Rallis has three active technical-cum-formulation facilities and two exclusive formulation facilities strategically located in Maharashtra and Gujarat. These facilities are capable of handling complex chemical processes and diversified formulations. They follow stringent EHS (Environment Health & Safety) standards to ensure environmental sustainability and safety of our employees, assets and the community at large. The investment in manufactured capital includes investments towards upgradation, new technology adoption, capacity expansion and new facilities.

Seeds

The Seeds business has its own maize cob drying plant and third party arrangements for seed processing, packing and storage. These facilities are in the outskirts of Hyderabad, the seed processing hub for the industry. Rallis engages with approx. 12,000 farmers covering around 17,500 acres of land across Telangana, Andhra Pradesh, Karnataka, Tamil Nadu, Maharashtra, Chhattisgarh and Gujarat for the production of hybrid seeds and parent seeds which are processed at the above-mentioned facilities.

Output

35,964 MT

Crop Care
in FY 2022-23

14,443 MT

Seeds
in FY 2022-23

Quality Assurances

Crop Care

The Company's Quality Assurance Labs at its manufacturing locations and research centre (RICH) are NABL-accredited for carrying out necessary analysis of raw materials, packaging materials and finished goods. These facilities are supported by state-of-the-art equipment, qualified manpower and structured processes to ensure supply of high-quality crop care products to its customers.

Seeds

The Quality Assurance Lab at the seed processing plant is the first NABL-accredited seeds laboratory in India. The qualified team, best-in-class testing equipment and stringent process ensures that the quality of our products is in line with the laid-out standards. The team also carries out on-field quality assurance during seed production undertaken at various locations.



Multi-purpose plant work-in-progress at Dahej, SEZ

Intellectual Capital

Powering Our Future Through Innovation

Our proprietary processes in chemistry and formulations, germplasm, patented products, brands, proprietary IT applications, trademarks and other tangible and knowledge-based assets form a part of our intellectual capital.



RICH, Bangalore

Innovation-Based Initiatives

Crop Care

Introduction of New Products

- R&D filed 18 patent applications for formulations/processes for both domestic and export markets. Two patents were granted during the year
- Developed new products - Daksh Plus (Herbicide), Clasto (Insecticide), Capstone (Fungicide) and Castello (Fungicide) for domestic; and Anvil Plus (Fungicide combination) formulation for the export market
- R&D has developed new and differentiated products in Crop Nutrition segment e.g. Rallizin
- Scale-up activities continued on active ingredients and formulations developments
- After successful internal evaluation, the Company has initiated regulatory studies for drone-based application of Crop Protection products at agricultural universities across states
- 14 products were registered in India for the domestic/export market
- Joined hands with Garuda Aerospace, to explore the use of drone technology in agriculture

Seeds

- Received CII-Tata Communication Centre DX-2022 Award under the most innovative category for product acceleration across crops through Genomics; Received Tata InnoVista-2022 global award for Maize herbicide tolerant novel genetic discovery project
- Biosafety Research Level 1 (BRL-1) trials for Maize GM events stacked with insect resistance and herbicide tolerant traits are progressing
- BRL-1 trials for cotton insect resistance and herbicide tolerant traits will commence from 2023 Kharif season
- Rallis is developing drought-tolerant maize in collaboration with a leading Israeli biotech company funded by Global Innovation and Technology Alliance (GITA) to address climate change related challenges
- New Paddy hybrids (DR8101 and DR8375) and maize (DM9440) were commercialised during the year; Three Bt Cotton hybrids have been Gazette-notified by the Ministry of Agriculture and Farmers Welfare. In Vegetables, four hybrids in Tomato, Sponge Gourd and Bottle Gourd were commercialised

- Seed R&D research focusses on major field crops like Rice, Maize, Millet and Cotton and select vegetables
- The key focus of Biotech research is to improve traits, such as drought tolerance, insect resistance, herbicide tolerance and disease resistance in Cotton and Maize with the use of modern tools and techniques
- Advanced molecular and conventional breeding technologies adopted to accelerate product development

Augmenting Our Digital Vision Further

Rallis continued to embrace the best of digital and analytics solutions to enable agility and excellence in business operations. To bring about increased digital innovation, the Company has planned new initiatives to improve performance across the value chain.

Sales and Distribution

- SeedSay: Seeds demand forecasting
- E-Bandhan: Channel partners' support App
- E-Sparsh: Comprehensive Sales Force Automation
- Sampark: Crop Advisors management App
- Dr. Vishwas: A digital platform to manage Farmer Call Centre
- Dhaanya Edge: A digital platform to engage with seed trade channel

Research & Development (R&D)

- Accelerating R&D in projects and strengthening competitiveness through a shift towards data-driven R&D by promoting efficiency in research operations

Supply Chain Management

- Implementation of SAP with Integrated Business Planning (IBP)
- Transportation Management System (TMS)
- SeedSure: Hybrid seed production (HSP)
- DRISHTI 2.0: Planning and monitoring HSP farms to boost yields

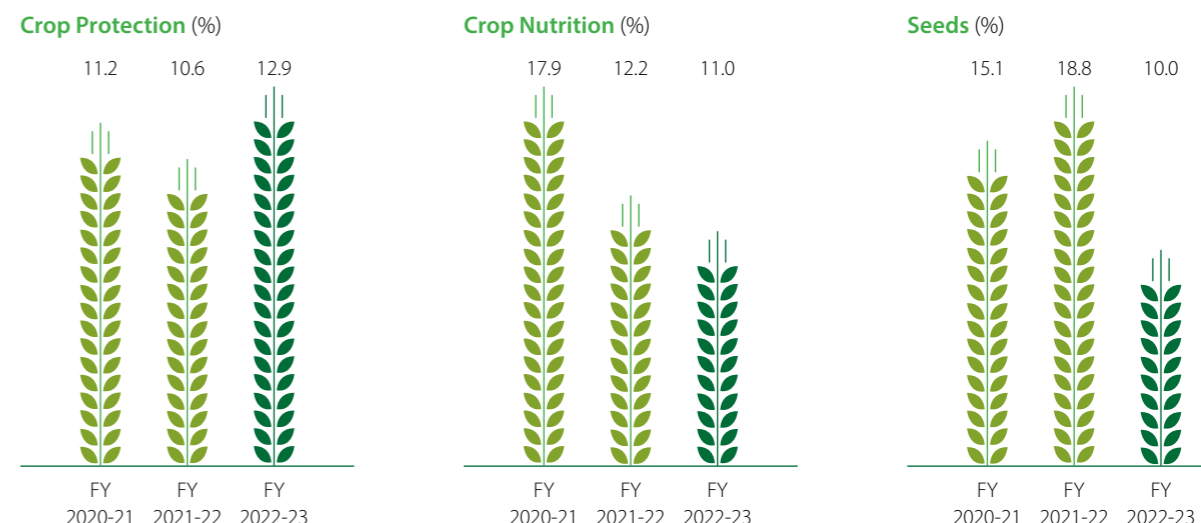
Manufacturing Plants

- New technologies implemented at manufacturing sites to pursue stable operations
- Maintaining the competitiveness of plants and boosting production capacity



Quality Assurance Lab, GP Pally

Innovation Turnover Index (ITI)



Natural Capital

Leading Sustainability Practices

We are leading the way in sustainability practices and have implemented a range of measures to make our business operations more sustainable. We have set ambitious targets for further improving sustainability performance in the future.



Sapling plantation at Ankleshwar

Our sustainability focussed operations include using safe crop protection products, organic fertilisers, organic manure and bio-pesticides, reducing water usage, water-soluble packaging material and minimising pollution. We give continuous education to various stakeholders on sustainable agriculture.

Our Sustainability Strategy and Achievements

A. Effluent Management

1,25,199 KL

Treatment of effluents generated

63,395 KL

Treated water recycled

Moving Towards a Circular Economy

Initiated several programmes of converting waste into commercial products e.g. Spent Acid to Aluminium Sulphate, Sodium Sulphate consumed in co-processing instead of land filling, waste potassium sulphate purified to potassium sulphate, recovery of Br₂ from Sodium Bromide Solution, Polyaluminium Chloride from Waste Alum.

B. Waste Management

38,991 MT

Total waste generated

20,682 MT

Waste disposed by nature of disposal method

58 %

Waste disposed intensity

C. Water Conservation

We have a water harvesting facility at Kokkonda plant for Seeds, with a capacity to store approximately 25 KL of water. We have recycled and reused 63,395 KL treated wastewater.

Recharging Groundwater

Inadequate water leads to health problems as groundwater level has drastically declined and villagers have to depend on water tankers for domestic water use. Since we have a strong connection with two major consumers of water, i.e., agriculture and industries, we play a critical role in combating emerging water shortage in India.

The Jal Dhan programme was started with this approach in mind. It is a rainwater conservation programme in Maharashtra with special focus on water-stressed regions which is working on increasing water availability for domestic and agricultural use through watershed interventions. The programme works towards reducing run-off rainwater, increasing the aquifer and constructing water storage and recharge infrastructure.

The Rallis Approach

The Company discusses the water problem with villagers and also the solution to overcome these issues. It motivates them to take ownership of the project by becoming an implementing partner. Through the system of Shramdaan, the villagers contribute a minimum of 10% of the project cost.

As per the topography, various methods are implemented such as land treatment and drainage line treatment, e.g., deepening and de-silting nala, ponds, existing water storage structures, constructing small check-dams, ponds and others. The local authorities and government authorities continue to appreciate the pioneering efforts of the Company. With locals understanding the concept of getting maximum returns with minimum investment, there has been a huge demand for Jal Dhan projects in other villages too.

Achievements of Jal Dhan Project

Since 2015, the Company has covered 90 villages under Jal Dhan project in Maharashtra and Gujarat impacting more than 2.75 lakh villagers and harvested 3.53 MCM of water in the current year

Jal Dhan Project

- Almost all farmers have seen a permanent change in cropping patterns post adoption of Jal Dhan. Every farmer is undertaking the practice of growing at least three crops and a majority of them have shifted towards cash crops such as Soybean and Sugarcane, which resulted in an increase in their income levels
- Due to the increase in crop production and year-round crops, daily wage earners i.e., agri labourers, were engaged in farm work throughout the year, which ultimately led to reducing the problem of migration to cities
- Due to increased agriculture, wage employment of women increased, as they leveraged the opportunity of earning wages throughout the year. Post Jal Dhan, this drudgery has been significantly reduced and ultimately, this has led to an improvement in their health status
- About 75% of the respondents reported that due to the Jal Dhan programme, rainwater is harvested and groundwater has been recharged, especially in downstream regions. The percolation of water in every well was also at a higher rate
- About 60% of the respondents reported that due to this project, the problem of drinking water in villages has been permanently solved and they now receive water throughout the year



Jal Dhan project

D. Product Stewardship

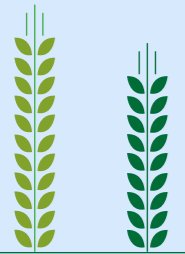
We are building a portfolio of eco-friendly and less toxic products. As per our policy, we have discontinued the production of extremely toxic red triangle products, as per the Insecticides Act. Instead, we are focussing on introducing green triangle products (slightly toxic).

E. Reducing Carbon Footprint

We have a 4.4 MW capacity Solar plant at Dahej CZ and 309 KW capacity solar rooftop at Akola. To this, we are adding 1 MW solar power at Dahej CZ and Ankleshwar. Apart from this, we are also implementing 1.1 MW capacity hybrid power at Ankleshwar. We are installing a Hybrid Thermal Solar Panel for air conditioning systems at Ankleshwar on a pilot basis.

Absolute Energy Consumption (GJ)

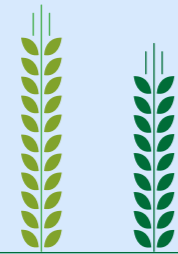
5,13,855 4,89,101



FY 2021-22 FY 2022-23

Energy Intensity (GJ/MT)

14.46 13.6



FY 2021-22 FY 2022-23

Planting more Saplings, Aiming at Afforestation

In the current year, the Company planted more than 28,000 saplings - Largest in the tribal belt. With this, more than 71 acres of waste and deforested land were converted into afforestation.

Commitment on Sustainability

1,44,658 GJ

Energy used from renewable sources

1,32,826 GJ

Generating thermal energy from biomass

0.86 GJ/MT

of Production
Reduction in energy consumption

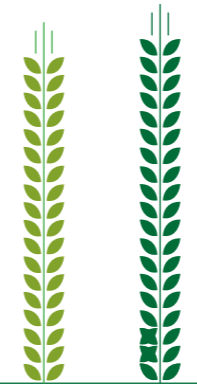
11,832 GJ

Solar energy utilised

F. Water Management

Water Withdrawal (KL)

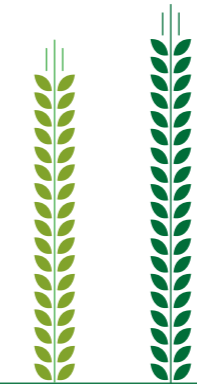
3,14,259 3,35,322



FY 2021-22 FY 2022-23

Water Consumption (KL)

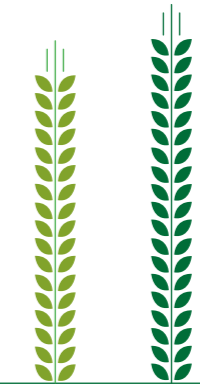
2,41,845 2,83,834



FY 2021-22 FY 2022-23

Water Intensity (KL/MT of production)

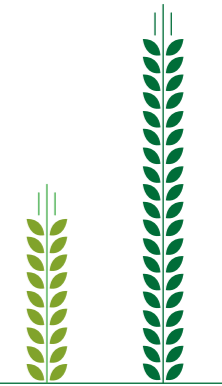
6.80 7.89



FY 2021-22 FY 2022-23

Water Recycled (KL)

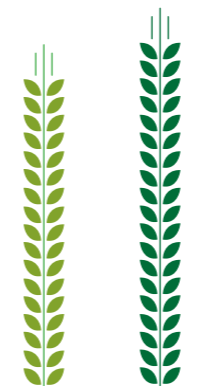
27,766 63,395



FY 2021-22 FY 2022-23

Rainwater Harvested (MCM)

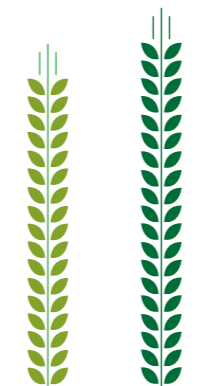
3.28 3.53



FY 2021-22 FY 2022-23

Industrial Water Consumed (MCM)

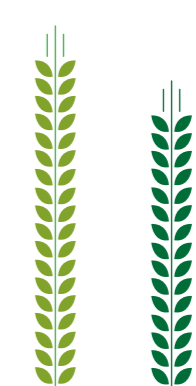
0.24 0.28



FY 2021-22 FY 2022-23

CO₂ Emission Intensity (MT/MT of production)

1.34 1.28



FY 2021-22 FY 2022-23



Rooftop solar power panel, Akola

Human Capital

Building A Culture of Excellence

Our highly engaged workforce across locations helps us create value for our stakeholders. We create an atmosphere of trust, encourage open communication, set clear expectations and provide opportunities for professional growth.

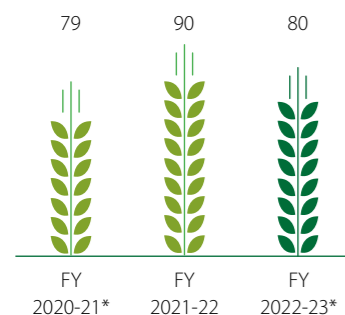


Training session

Our People Performance

Our improving employee engagement score and certification of being a "Great Place to Work" is an indication of our efforts to provide a safe, conducive, challenging and rewarding work environment.

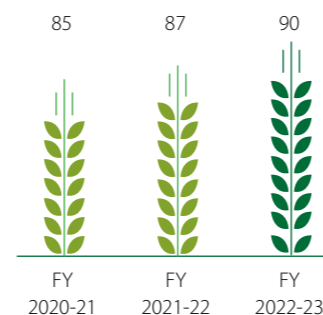
Employee Engagement Score (%)



Turnover Per Employee (₹ crore)



Training Coverage (%)



* External Survey conducted

Building Future Leadership Learning and Development

Executing Customised E-learning Modules

During the financial year under review, we successfully engaged 90% of our employees through need-based and development-oriented learning programmes to make them future-ready and engaged. We achieved 3.45 learning man-days and close to 560 employees have undergone various e-learning certification programmes to upgrade and upskill their knowledge and competency.

Employee Appraisals

Performance Management

To keep our employees motivated and engaged, we ensure a fair appraisal system based on pre-decided goals and behavioural attributes (based on Tata Leadership Practices) annually basis.

Tata Leadership Practices evaluate the individual potential of every employee on aspects such as innovation management, business acumen, risk-taking abilities and customer focus.

Defining of Key Result Areas (KRAs)

The KRAs of every individual employee are set at the beginning of the year based on the Balanced Scorecard (BSC) approach. The achievement of these KRAs is reinforced through various monthly, quarterly, half-yearly and annual reviews conducted at all levels.

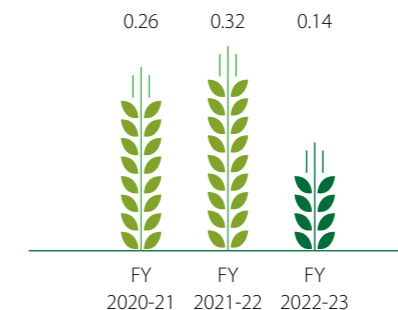
Succession Planning

At Rallis, we foster the culture of progression by promoting and encouraging the movement of employees across different locations, functions and divisions and the mobility of employees within the Tata Group companies. To ensure the unhindered growth of our company, we identify successors based on various stages of their readiness to take on higher responsibilities.

Health & Safety – A Key Priority

Our Safety Performance

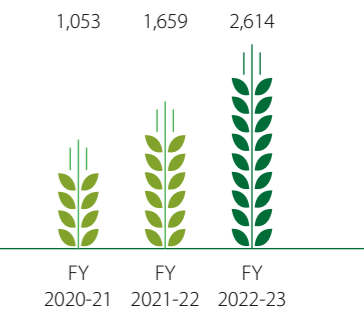
Total Recordable Injury Frequency Incident Rate (Per Million Manhours Worked) (Target <0.5)



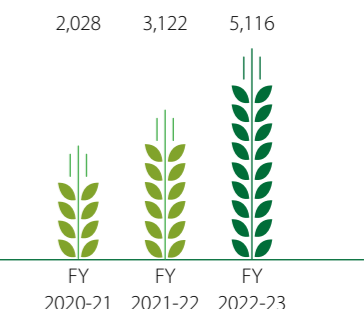
Safety and Disaster Prevention – Mock Drills Conducted



Near Misses Reported



Behavioural Safety Observations



Employee Engagement

We use several formal and informal mechanisms to assess the engagement levels of our workforce. Our Employee Engagement Score remained high in FY 2022-23* at 80%, compared to FY 2020-21* overall score of 79%. This significant milestone depicts a

strong and deep connection with the organisation. We have a structured method of analysing these scores and launching interventions in areas of improvement.

* Survey done through an external agency (undertaken alternate year) in the intervening year it is being conducted internally.

Human Rights

We aim to promote respect for human rights in everything we do at our workplace and include our value chain partners.

Our Business and Human Rights Policy underlines the Company's commitment to respecting human rights as an important part of the values and ideals that guide and govern its conduct. The policy is aligned with the principles contained in the Universal Declaration of Human Rights, ILO Declaration on Fundamental Principles and Rights at Work and the United Nations Guiding Principles on Business and Human Rights and is consistent with the Tata Code of Conduct.

A governance structure is in place to oversee human rights commitments across all the rights holders of the business and to protect human rights from adverse impacts caused by the business. Further, it is our endeavour to set up a fair, transparent and consultative remediation framework to address adverse human rights impacts.

Social and Relationship Capital

Increasing Social Consciousness

Through our initiatives inclusive of CSR, we strengthen relationships with all our stakeholders and create mutual respect and value.



Study tour under Unnat Gram

Social Capital

A three-pronged approach has been identified for CSR activities i.e. Manufacturing sites, Farmer connect sites, Aspirational districts

Our Key Focus Areas in Fostering Empathy and Inclusiveness

Rallis Ujjwal Bhavishya Yojana (RUBY)(Education)

Geographic spread in Gujarat, Maharashtra, Karnataka and Telangana

Working with 32 schools and 19 Shikshan Ranjan Kendras

Covering more than 8,300 students

Well supported by 49 teachers

Key Initiatives

- Introduced Math initiative in partnership with FIM (First in Math) organisation in Gujarat and Maharashtra
- Replicated English intervention in Gujarat and provided support for translation of English language material in Kannada
- Partnered with FALI (Future Agriculture Leaders of India) by supporting two schools from Maharashtra and providing scholarships to two girl students for studies in BSc Agriculture and BSc Horticulture
- Arranged state-level Science Exhibition among RUBY schools
- Added two new Special Children's school

Tata Rallis (TaRa) (Skill Development)

Geographic presence in Maharashtra and Gujarat

Worked with more than 1,400 trainees

We focussed on skill enhancement for improving the living standards of the identified communities, imparted skills to women and youth as per local demand and motivated them to initiate self-enterprise and become employment generators.

Key Highlights

- Promoting self-enterprise to becoming "Job Creators" for trainees from the Skill Centre
- Organised industrial visits, exposure visits and interactions with experts for trainees
- Initiated satellite batches for remote location villages
- Arranged Reward & Recognition of passed-out trainees who successfully initiated businesses

972

Number of people enrolled

537

Number of people trained

199

Number of people engaged



Computer training under TaRa

Unnat Gram - Model Tribal Villages

This initiative aims to convert a tribal village into a Model Village in a span of 3-5 years. The programme has been appreciated and well-recognised by the Tata Group and the government authorities. A key differentiator of this project is the strengthening of local livelihood resources, a pre-decided exit plan and working in collaboration with the state government.

Saksham Gram - (Integrated Village Development)

Works on the philosophy of Unnat Gram, the difference is it focusses on a general village with at least 25% Affirmative Action population. Focus is on Education, Health, Skilling and Livelihood of Children, Youth and Women.

Geographic presence in 8 villages of Telangana

Focus on children, the youth and women for enhancing the academic performance of students, skilling of youth and women, health of families and livelihood intervention

Jal Dhan - Rainwater conservation

Geographic presence in Maharashtra, Gujarat and Jharkhand

Spread across 90 villages, impacting more than 2.75 lakh villagers

Harvested 3.53 MCM rainwater in the current year

2,75,053 Number of beneficiaries

The Jal Dhan project has been appreciated by the government, Tata Group and the local influencer leaders.

Sampoorna Poshan

- Geographical presence in 4 villages of Karnataka
- Introducing the "Thali" concept, covering Preservation, Processing and Preparation of recipes
- Focus to promote positive health by addressing the issues of under-nutrition among children and anaemia among women and girls through activities like Nutri Club, screening camps and health education

Centre for Sustainable Agriculture and Farm Excellence (C-SAFE)

Geographical presence in Maharashtra and Karnataka

Working with 8 Farmer Producer Companies

This is aimed at advocating and introducing farming innovations to add value to the entire crop cycle. The objective behind this is to improve the income of small and marginal farmers by working with members of identified Farmer Producer Organisations (FPO) and Farmer Producer Companies (FPC).

Action Taken on Key Focus Areas

₹ 521.91 lakh
Total CSR Spend

3.15 lakh
Number of Village Beneficiaries

8,381
Number of Student Beneficiaries

28,475
Saplings Planted

71 Acres
Barren Land Converted into Afforested Land

Provided Teak and Bamboo saplings to Forest Department of Narmada

Our Key CSR Interventions and UNSDGs Addressed

CSR Project	SDG Addressed
Jal Dhan	
TaRa	
RUBY	
Model Tribal Village and Integrated Village Development	
C-SAFE	
Prithvi Mitra	
Rural Development, Health and Sanitation	

Our Corporate Responsibility and Sustainability Framework

- Our Objective**
- Empowered farmers
 - Better farming systems
 - Thriving communities
 - Regenerating of ecosystems

- SDGs**
- Economic opportunity (1, 2)
 - Safe and decent work (8, 1)
 - Education and skills (4)
 - Health and nutrition (2, 3)
 - Diversity and inclusion (5, 10)
 - Climate action (7, 13)
 - Healthy ecosystems (13, 15)
 - Healthy soils (2, 15)
 - Water (6)
 - Partnership for goal (17)

- Policies and Standards**
- Health and Safety
 - Quality and Food Safety
 - Labour
 - CSR Policy
 - Volunteering Policy
 - Affirmative Action Policy

Relationship Capital

Rallis is building, sustaining and growing the business and the value inherent in its relationships with stakeholders.

Delivering Value to Customers

Crop Care

Domestic Business

Farmers

Our guiding principle of engaging with farmers is through Rallis Samrudh Krishi (RSK), a crop solution-centric approach. 'Dr. Vishwas' Helpline and Rallis Krishi Samadhan Mobile App complements Advisory services. As we understand that crops grown by farmers and the likely interventions needed, we suggest appropriate solutions. During FY 2022-23, we focussed on further strengthening, planning and implementation efforts among the Field Marketing, Product Marketing and Distance Marketing teams.

Channel Partners

We are working at creating long-term relationships with our Channel Partners through Anubandh Retailer Club for select retailers and through MD Elite & COO Club for key distributors. Also, through Bhagidhari Sabha, understand the concerns of key dealers and request their inputs in business planning.

Exports Business

The Export Business team has taken a slew of initiatives to strengthen our relationships with strategic partners by exploring new geographies for existing products and evaluating opportunities for new products. It helps our customers get the new products by fast-tracking the registration process in overseas countries. The division also focusses on developing new distribution networks in Asian and African countries to maximise sales and product offerings.

Seeds

Farmers

Farmers are connected through on-ground activation in pre-season activity and off-season activities and through product differentiation activities. Key farmers are part of our Dhaanya Progressive Farmers (DPF) initiative and are also engaged in testing and promoting new products.

Channel Partners

The distributor and retailer engagement programmes are aimed at building a loyal group of retailers and distributors who contribute to achieving revenue targets. Our family-based engagement programmes for distributors help create a sense of shared ownership and responsibility and a more stable and sustainable channel network.

Delivering Value to Partners

Crop Care: We work with strategic alliance partners for the development and introduction of new active ingredients and collaborate for new formulation development. Our capabilities and those of our partnering companies assist in delivering the R&D-driven product. 'Clasto' and 'Capstone' were launched during the year as part of our strategic collaboration efforts.

Seeds: Rallis has entered into a collaborative agreement with PlantArcBio (PAB) for developing drought-tolerant maize. In partnership with state agriculture universities, we are at an advanced stage for heat-tolerant wheat.

Delivering Value to Our Employees

Trust and excellence are at the core of our value system at Rallis. We are always responsive to the needs, ideas and suggestions of the employees. Our open-door policy encourages our employees to approach seniors. We also encourage teamwork among the employees through participation in cross-functional teams to provide growth opportunities.



Pre-season activity

Strategy & Priorities

Spreading Our Wings to Enhance Yields

Rallis' strategy is focussed on strengthening core agrochemical business driven through portfolio refresh supported by investment in manufacturing, research and development to capture wider crop, geography, customer footprint in domestic and exports markets. This will be supplemented by leveraging its crop nutrients and seeds portfolio.

Rallis has been developing differentiated products to address the portfolio gaps for wider crop and geographic footprint. Some of them were successfully launched in the recent past. The refreshed portfolio will support Rallis to further strengthen

its competitive position in key crops and tap opportunities in emerging crops. Company has been collaborating for product and technology access for providing innovative solutions to the Indian farming community including biologicals and drone applications.

Currently, Rallis has a significant global share in active ingredients manufactured by the Company. The capacity expansion undertaken in the recent past and newer partnerships will support the growth of existing portfolios going forward. Significantly increasing addressable market with a wider

portfolio of active ingredients has been planned and the same is being supported by flexible manufacturing capacities and registrations in key markets. Company has been engaging with potential partners to expand the contract manufacturing customer base. Rallis is rightly placed to tap the supply diversification strategies emerging from the global agrochemical peers through leveraging its strength of manufacturing capabilities and trusted partnerships.

To sustain growth in the crop nutrition segment, the Company has been launching customised solutions and focussing on micro level marketing for demand pull across segments including the large area crops.

Seed business is expected to overcome the current challenges with promising portfolio across key crops which will be supported by calibrated marketing investments to regain profitable growth momentum in the short run for sustainable long-term growth. Company is also working on emerging opportunities in biotechnology solutions aligned with the regulatory developments in this space.



Product differentiation activity

Engaging With Our Stakeholders

We ensure an open dialogue with all stakeholders to understand and consider their needs when making strategic and operational decisions. This helps us build long-term relationships, deliver sustainable performance and create value for all.

Topics Discussed	Relevant Material Issues	Platforms of Engagement
Shareholder/Investors Growth in share price and dividends, profitability, sustainability practices, climate change risks, robust governance, financial stability, growth prospects	M1 M2 M4	Annual General Meeting (AGM) and other shareholder meets, Periodic email communications and Stock Exchange intimations, investor/analysts meet/conference calls, annual report, quarterly results, media releases, Company/Stock Exchanges website
Customers, Farmers, Retailers and Distributors Consistent quality and availability, responsiveness to needs, sustainability, responsible guidelines, climate change disclosures, responsible manufacturing, lifecycle assessment	M2 M4 M5	Website ECRM, distributor / retailer / direct customer meets, senior leaders customer meets / visits, customer plant visits, COO club, achievers meet, Key Account Management workshops, focussed group discussions, membership in trade bodies, complaints management, helpdesk, conferences, information on packaging, customer surveys, Net Promoter Score
Suppliers/Partners Quality, timely delivery and payments, sustainability performance, safety checks, compliances, ethical behaviour, ISO and OHSAS standards, collaboration opportunities, digitisation opportunities	M3 M4 M6	Supplier prequalification/vetting, communication meets, supplier plant visits, partnership meetings, MoU agreements, trade association meets/seminars, professional networks, Bhagidhari Sabha, contract management/review, product workshops/onsite presentations, framework agreements, satisfaction surveys, joint business development
Employees Responsible Care, innovation, operational efficiencies, improvement areas, employee engagements/benefits, long-term strategy plans, training, awareness, responsible marketing, brand communication, health and safety	M1 M2 M7 M11	Senior leaders' communication/talk/forum, town hall briefing, goal setting and performance appraisal meetings/review, exit interviews, arbitration/union meetings, wellness initiatives, focus on workplace safety, employee engagement survey, email updates, intranet, flat screens, websites, poster campaigns, house magazines, circulars, intranet, newsletters
Community, Society, CSR-Project Leaders Responsible care, waste management issues, self-sustainability, integrated water management plans, roadmaps for clean water initiative, community development agreement, livelihood support, disaster relief	M5 M10 M12	Community meetings/visits, local authority and town council/committee meetings, location head's meet, SWOT council meets, community projects, partnership working with local charities, volunteerism, seminars/conferences

Material Issues Impacting Value Creation

Materiality assessment plays an important role in shaping the ESG journey and enhancing the ability to create value for our stakeholders. We strive to understand and resolve the key material issues that impact our business, to achieve long-term success as a responsible and sustainable business.

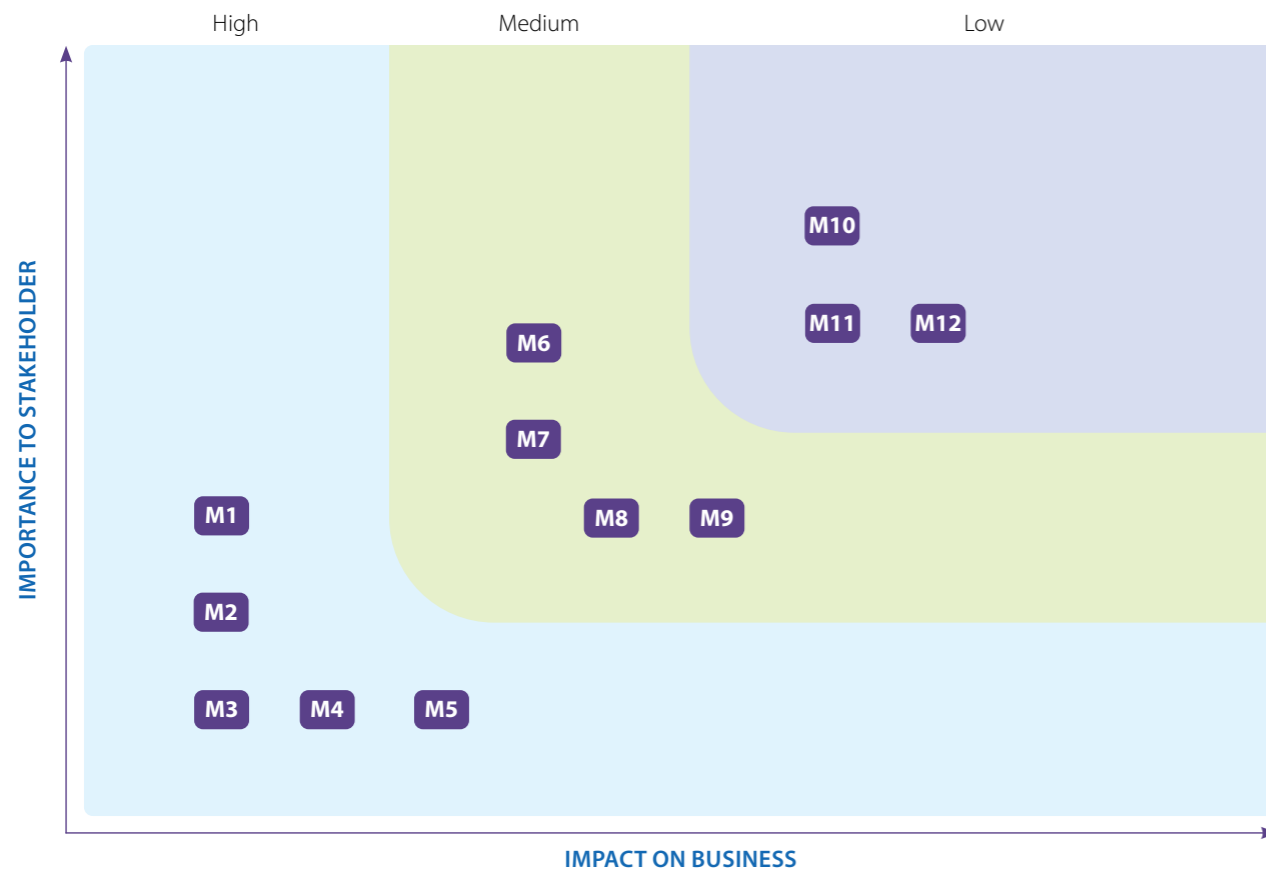
Materiality Analysis

Materiality analysis helps us identify where we can provide the most value and drive our strategy and where we should focus our efforts and allocate resources.

Identifying material issues	Identified materiality issues based on global standards stakeholder inclusion and aligning them with our goals and objectives
Evaluating current status	Study of internal and external factors, product value chain and SWOT (all group companies) analysis 1. Engaging with internal cross-functional teams 2. Evaluating the long-term strategy plan for SBTi 3. Progressing to Net Zero Carbon emission
Mapping ambitions	1. Prioritising actionable themes for now and for 2030 2. Revamping the strategy to align with all geographies
Identifying critical and key action areas	Prioritising the key areas into short, medium and long-term needs as per internal and external stakeholders' relevance

Approach to Finalise Material Matters





Material Topics Selected for FY 2022-23

Highly Critical Areas

- M1** Health & Safety
- M2** Process and Product Innovation
- M3** Supply Chain (Materials Sourcing, Strategy and Policies & Logistics)
- M4** Management of the Legal & Regulatory Environment
- M5** Climate Change Mitigation and Adaptation

Medium Critical Areas

- M6** Governance & Ethics
- M7** Human Capital Development
- M8** Pollution Prevention (Wastewater Management and Treatment of Air Emission)
- M9** Access to Technology

Low Critical Areas

- M10** Community Relation
- M11** Energy Efficiency of Operations and End Products
- M12** Diversity, Engagement, Benefits and Retention

Importance of Material Issues in Business Context and How We Address Them

M1 Occupational Health and Safety Management

Employees face risks of working with hazardous chemicals at chemical plants, occupational health and safety (OHS) and complacent individual behaviour

Impact

Adverse incidents (loss of life, lost days, damage to assets, environment) due to safety gaps may impact business operations and reputation and relationships

Mitigation

1. Continual improvement in responsible manufacturing and lead indicator tracking
2. Leadership and stakeholder engagement to promote safety culture
3. Digitalisation and data analytics
4. Safety risk assessment and audit
5. All sites are ISO 45001:2018 certified
6. Provide regular safety training for our permanent and contractual employees

M2 Process and Product Innovation

Impact

1. Strengthening the portfolio helps transform the earnings profile and diversify the risks
2. Offer more opportunities to employees

Mitigation

1. Our R&D team remained focussed on developing products to address portfolio gaps and marketing opportunities
2. We incorporate responsible practices across our product lifecycle approach and hold training programs

M3 Supply Chain

Impact

Can impact the business continuity and affect customer commitment as well as reputation loss

Mitigation

1. We invest in new capacities and maintain existing ones to manufacture quality products. These investments also help manage our environmental footprint
2. Optimising outbound logistics and modes to enhance customer service and reduce freight cost
4. Enhanced active ingredients manufacturing capacities, completed new formulation plant and progressed on construction of the multi-purpose plant
5. Enhanced reach in Crop Care through dealer network realignment

M4 Management of the Legal & Regulatory Environment

Impact

Loss of reputation and penalties and business continuity

Mitigation

1. A digitally-enabled regulatory compliance tracking is in place with periodic review of new requirements
2. Assurance on the same is provided to the Board / Committee of Board

M5 Climate Change Mitigation and Adaptation

Impact

Climate change can directly and indirectly impact the business and operations across the value chain right from operational efficiencies to logistics

Mitigation

1. Reduce absolute climate emission by 30% by 2030
2. Develop green process chemistries
3. Target waste minimisation, water recycling
4. Develop products to address abiotic and biotic stress

Our Risk Management Framework

Our operations across multiple geographies bring to the fore a multitude of risks, which are closely monitored, mapped and mitigated through our robust Enterprise Risk Management framework linked to our long-term strategic plans. This framework identifies and manages uncertainties in the operating environment through the deployment of appropriate risk-mitigation measures. The objective is to ensure sustained value creation. We always strive to remain a zero-surprise, risk-controlled organisation.

1. Unfavourable Climate Change Risks

Linkage to capitals >



Potential Impact

Our business is vulnerable to weather conditions. Droughts, natural calamities and uncertainty in timing and severity of rain across geographies tends to hinder agricultural activities which may impact demand leading to loss of revenues and potentially impact profitability.

Mitigation Strategy

- Our efforts have been towards minimising the impact of this risk. Investing in digital platforms for predictive solutions to assist in better planning
- Further, geographic spread of business and a wide portfolio helps to reduce the impact of climate-related issues
- The R&D team is also working on suitable Seeds hybrids to address stress conditions

2. Environmental, Social and Governance Risks

Linkage to capitals >



(including environmental practices, safety conditions, respect for human rights and compliance to relevant laws and regulations)

Potential Impact

ESG variables are diverse and can have a significant impact on the company's long-term sustainability and profitability apart from large financial penalties and also the potential loss of investors, customers and stakeholder support.

Mitigation Strategy

- We have adopted globally accepted best manufacturing practices with significant investments in digitalisation
- By adhering to our carbon abatement plan, we propose to achieve 30% reduction by 2030
- We focus on safety systems and processes and follow the Responsible Care, Behaviour-based safety guidelines with periodic assessment of gaps and remediation. We strive to look beyond the applicable laws/regulations
- Continuous training and awareness is disseminated on the Code of Conduct and applicable laws and regulations. Digital tools are used to maximise the reach and ensure compliance

3. Absence of Competitive Demand Generation

Linkage to capitals >



Potential Impact

Absence of competitive demand generation strategy and trade schemes will hamper the growth of business.

Mitigation Strategy

- Increased focus on digital marketing
- Investing in demand generation activities

4. Risk of Inadequate Product Portfolio

Linkage to capitals >



Potential Impact

Inadequate new product portfolio can impact market share and adversely impact business.

Mitigation Strategy

- We endeavour to access new active ingredients through alliances and partnerships and move to new age formulations with lower toxicity
- The commencement of the new Multipurpose plant at Dahej SEZ will ensure scaling up of newer products

5. Cyber Security Risk

Linkage to capitals >



Potential Impact

Our operations are increasingly dependent on IT systems and digital interactions. The cyber-attack threat of unauthorised access, or misuse or disruption to operations may impact our competitiveness and confidentiality and damage reputation.

Mitigation Strategy

- The Security Operations Centre (SOC) is outsourced to TCS as a best practice
- The Vulnerability Assessment and Penetration Testing (VAPT) is conducted bi-annually and gaps are addressed. Moreover, the Next Generation Firewall (NGFW) and threat monitoring systems are also in place. There is a continued focus on updating business continuity and disaster recovery plans
- The data leakage prevention policy (DLP) is in place. There is a continued focus on training and awareness

6. Supply Chain Disruption Risk

Linkage to capitals >



Potential Impact

Our supply chain is exposed to potential events like dependency on a few vendors for key inputs and disruptions at key suppliers. This can impact our commitments leading to increased cost of production and negatively impact business.

Mitigation Strategy

- Our contingency plans are designed to secure alternative key suppliers at short notice
- Moreover, we are progressively strengthening our procurement process by diversifying our vendor base especially in India and exploring backward integration to the extent possible

7. Talent Management Risks

Linkage to capitals >



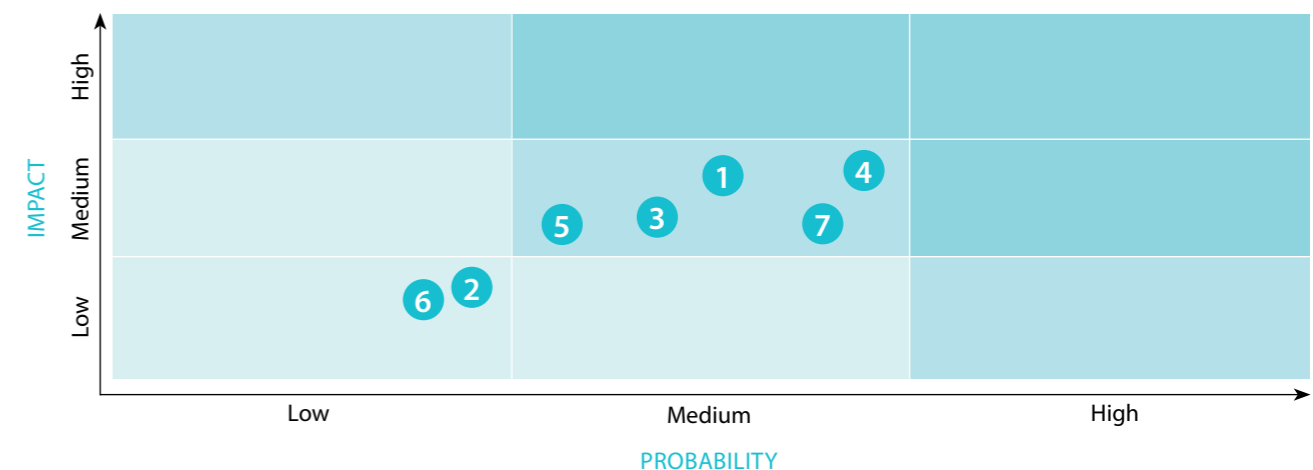
Potential Impact

A skilled workforce is essential for the continued success of our business. With the rapidly changing nature of work and skills, there is a risk that the workforce is not equipped with the skills required for the new environment. Besides this, the loss of key personnel or inability to attract or retain talent can adversely affect operations and financial performance.

Mitigation Strategy

- Our management development process includes performance reviews, backed by a common set of leadership behaviours, skills and competencies
- We have development plans to upskill and reskill employees for future roles and target programs to attract and retain top talent

Risk Mapping



Our Governance Framework

Conducting Our Business with Integrity



- | | | |
|--|--|--|
| <p>1 Mr. Bhaskar Bhat
Chairman and Non-Executive Non-Independent Director
A B E</p> | <p>2 Dr. C. V. Natraj
Non-Executive Independent Director
A B E</p> | <p>3 Ms. Padmini Khare Kaicker
Non-Executive Independent Director
A B F</p> |
| <p>4 Dr. Punita Kumar Sinha
Non-Executive Independent Director
A C D F</p> | <p>5 Mr. R. Mukundan
Non-Executive Non-Independent Director
A B C D E</p> | <p>6 Mr. Sanjiv Lal
Managing Director & CEO
C D E F</p> |



Board Committees

- Chairperson
- Member
- A Audit Committee
- B Nomination and Remuneration Committee
- C Stakeholders Relationship Committee
- D Corporate Social Responsibility Committee
- E Safety, Health, Environment and Sustainability Committee
- F Risk Management Committee

Detailed profile of our Directors is available on our website at <https://www.rallis.com/about-us>

Corporate Governance Structure

Good governance has been the foundation of conducting our business. To maintain the highest standards of governance and ensure ethical conduct, various policies, processes and procedures are in place.



Distribution of Rights and Responsibilities between Members

Rallis has been led by an active and experienced Board, along with various Committees, each having a clear mandate laid out in the Charters and Terms of Reference. Our overall governance framework, systems and processes are designed to reflect and support our mission, vision and values. Our Senior Leadership operates under the guidance of the Board and Committees and is tasked with responsibilities to ensure smooth business functioning and to keep the Board well informed.

Skills/Expertise/Competencies

The Board has also reviewed the list of core skills, expertise and competencies of the Board of Directors as required in the context of the businesses and sectors applicable to the Company which was mapped with each of the Directors on the Board. The same is disclosed in the Corporate Governance Report forming part of this Integrated Annual Report.

Organisational Code of Conduct

Our Policies and Processes

- Tata Code of Conduct (TCoC)
- Risk Management Policy
- Governance Guidelines on Board Effectiveness
- Anti-Money Laundering and Anti-Bribery and Anti-Corruption Policy
- Whistleblower Policy
- Policy on Prevention, Prohibition and Redressal of Sexual Harassment at the Work-place
- Code of Corporate Disclosure Practices
- Business & Human Rights Policy
- Code for Prevention of Insider Trading

Code of Conduct, Policies and Ethics

The value of ethics has been enshrined in the TCoC. Ethical concerns are tracked and reported to the Audit Committee of the Board periodically. The Board and Management review the compliance and effectiveness of policies and processes periodically

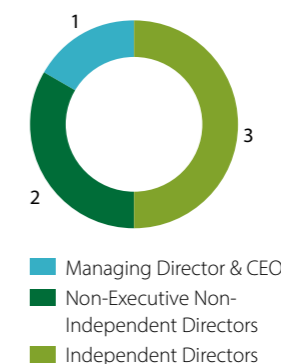
Governance and Sustainability

Addressing societal impact is a key attribute of corporate sustainability at Rallis. We have several processes and special projects to address our impact on society and anticipate and prepare for concerns proactively. We endeavour to address a majority of the 17 Sustainable Development Goals (SDGs) aimed at building economic capital, ensuring environmental integrity, enabling economic development and building social capital.

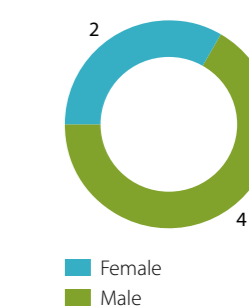
Board Diversity

The Company has adopted Governance Guidelines on Board Effectiveness that cover the composition, role, induction and development of the Board, as well as diversity. The Board periodically evaluates the need for change in its composition and size. Our Board nomination process is transparent and promotes diversity of thought, experience, knowledge, perspective, age and gender. Our Directors come from diverse backgrounds with special skills relevant to their industries. We strive to maintain diversity and independence through a mix of Non-Executive Non-Independent (NE-NID) & Independent Directors (ID) and male and female Directors.

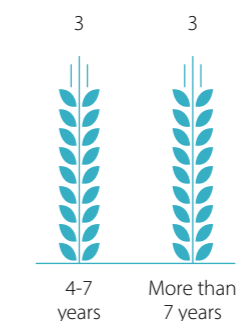
Board Composition



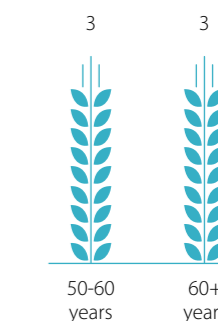
Board Gender Diversity



Board Tenure



Age





Corporate Information

Chief Financial Officer

Ms. Subhra Gourisaria

Company Secretary

Mr. Srikant Nair

Auditors

B S R & Co. LLP Chartered Accountants

Registered Office

23rd Floor, Vios Tower (Erstwhile Lodha Excelus),
New Cuffe Parade, Off Eastern Freeway,
Wadala, Mumbai - 400 037
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E-mail: investor_relations@rallis.com
Website: www.rallis.com

Bankers

State Bank of India
Axis Bank Limited
Citibank N.A.
HDFC Bank Limited
ICICI Bank Limited
Kotak Mahindra Bank Limited
Yes Bank Limited

Registrar & Transfer Agent

TSR Consultants Private Limited
C-101, 1st Floor, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai - 400 083
Tel. No.: +91 810811 8484 | +91 22 6656 8484
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75TH ANNUAL GENERAL MEETING

Thursday, June 15, 2023 at 11:00 a.m. (IST)
through Video Conference / Other Audio Visual Means





Board's Report

To the Members of Rallis India Limited

The Directors present their Seventy-Fifth (75th) Annual Report on the business and operations of Rallis India Limited ('the Company' or 'Rallis') along with the Audited Financial Statements for the Financial Year ('FY') ended March 31, 2023.

Financial Results

Particulars	₹ in crore)	
	2022-2023	2021-2022
Revenue from operations	2,966.97	2,603.93
Other income	12.71	27.44
Total Income	2,979.68	2,631.37
Profit before finance cost, depreciation and tax	231.04	301.58
Finance costs	12.24	4.79
Depreciation	91.36	74.31
Profit before exceptional items and tax	127.44	222.48
Exceptional items	0.62	-
Profit before tax	128.06	222.48
Provision for tax	45.19	62.18
Deferred tax	(9.07)	(3.97)
Profit for the year	91.94	164.27
Profit for the year attributable to:		
- Owners of the Company	91.94	164.27
- Non-controlling interests	-	-
Other comprehensive income ('OCI')	(0.20)	(0.65)
Total comprehensive income	91.74	163.62
Profit for the year	91.74	163.62
Balance of Profit brought forward from previous year	1,233.77	1,128.50
	1,325.51	1,292.12
Appropriations		
Others	-	(0.01)
Dividend on Equity Shares [#]	(58.34)	(58.34)
Transfer to Reserve for equity instruments through OCI*	0.00	0.00
Transfer to Cash flow hedge reserve	0.24	-
Balance Profit carried forward to Balance Sheet	1,267.41	1,233.77

[#] Dividend declared in the previous year and paid during the respective reporting year

* Value is less than ₹ 1 crore

Dividend

The Directors are pleased to recommend a dividend of ₹ 2.5 per share (i.e. 250%) on the Equity Shares of the Company of ₹ 1 each for the year ended March 31, 2023 (previous year ₹ 3 per share i.e. 300%). If the dividend, as recommended above, is declared at the ensuing Annual General Meeting ('AGM'), the total outflow towards dividend on Equity Shares for the year would be ₹ 48.62 crore (previous year ₹ 58.34 crore).

Dividend Distribution Policy

Pursuant to Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Board of Directors of the Company have adopted a Dividend Distribution Policy which aims to maintain a balance between profit retention and a fair, sustainable and consistent distribution of profits among its Members. The said Policy is available on the website of the Company under the 'Investors' section at <https://www.rallis.com/dividend-distribution-policy>.

Transfer to Reserves

The Board of Directors has decided to retain the entire amount of profits for FY 2022-23 in the profit and loss account.

Share Capital

The paid-up Equity Share Capital as on March 31, 2023 was ₹ 19.45 crore. During the year under review, the Company has not issued any shares.

Rooted in Values, Seeding Growth – 75 Years and Beyond

Rallis, incorporated in 1948, is known for its deep understanding of Indian agriculture, connect with farmers and quality agri-inputs. In its endeavour to be at the forefront of strategic advances centred on science and innovation, Rallis has come a long way in digital transformation over the years.

A key success attribute of over a seven-decade business journey is the consistent focus on creating value for the stakeholders and accelerating farm prosperity. With the goal of evolving as a future-ready organisation, Rallis heads towards a greener chemistry by aligning its Mission, Vision and Values with sustainable business practices and stakeholder value creation.

Driven by its core value of 'Serving Farmers through Science', Rallis shall continue to accelerate its journey and enhance value in areas of environmental sustainability, societal initiatives, digitisation and long-lasting partnerships.

Company's Performance

The Company's revenue from operations for FY 2022-23 was ₹ 2,967 crore compared to ₹ 2,604 crore in the previous year, an increase of 14% over the previous year. The Company's Profit before exceptional items was ₹ 127 crore during the year compared to ₹ 222 crore in the previous year. The Company earned a net profit after tax of ₹ 92 crore, lower by 44%, as against a net profit after tax of ₹ 164 crore in the previous year.

The Company's performance in FY 2022-23 was also impacted due to reassessment of intangible assets under development which has resulted in impairment of technical know-how of seed development technology amounting to ₹ 30.41 crore. Also, reassessment of future sales potential has resulted in the Company recognising the provision for slow moving inventory in seeds amounting to ₹ 52.81 crore.

Business Context

Agriculture sector in India continued to experience the impact of climate change which is reflected in the adverse yield impact in wheat due to the early heat wave towards the end of previous wheat growing season and the decline in the sown area in Kharif Paddy due to delayed monsoons and deficient rainfall. The 2022 rainfall over the country as whole was 108% of its long-period average ('LPA'). As second Advance Estimate for 2022-23, total foodgrains production in the country is estimated at 324.6 million tonnes which is 2.5% higher than the previous year.

Though India is one of the largest producers of agricultural output in the world, the intensity of crop protection usage is relatively low compared to other leading agriculture economies like USA, Brazil, China, etc. The Industry has taken various initiatives to promote safe use of crop protection solutions. Agriculture sector is well supported by the State and Central Government for ensuring economic prosperity to farmers, which is critical for balanced economic development of the country. Ministry of Agriculture and Farmers Welfare has brought out Standard Operation Procedures for use of drones in pesticide and nutrient application to promote drone technologies in Indian agriculture. The crop protection market in India is expected to sustain the growth trend as farmers seek solutions to protect their crops from emerging biotic and abiotic stress to ensure food security of the growing population.

India is the leading exporter of agrochemicals and the business environment is conducive for rapid export growth going forward. The Government and Industry is working together to tap the opportunities to make India a global hub for agrochemicals.

A. Crop Care

During the year under review, the Domestic Crop Care business achieved a revenue of ₹ 1,643 crore as against ₹ 1,468 crore during FY 2021-22, a growth of 12%. The Exports business achieved a revenue of ₹ 979 crore during the year under review as against ₹ 787 crore during FY 2021-22, a growth of 24.5%.

Domestic Crop Protection:

The Company registered 7.5% growth over the previous year with the help of its new product introductions, commercial interventions, supportive trade policies and by enhancing channel reach and engagement. New formulations developed through R&D efforts are Daksh Plus (Herbicide), Clasto (Insecticide), Capstone (Fungicide) & Castillo (Fungicide) for the domestic crop protection market. In a challenging environment, Industry is estimated to have sustained the recent growth trend.

Insecticides:

Insecticide growth was driven by paddy brown plant hopper and cotton sucking pest segments. In general, pest incidents were relatively low and missed sprays due to adverse weather conditions further impacted insecticide business for the industry and Rallis. During the year under review, the Company successfully launched Clasto for Cotton white fly, which is also the carrier of dreaded cotton leaf curl virus. The Paddy portfolio further strengthened with the launch of Clue for brown plant hopper menace and Dext for borer segment which can also be applied to sugarcane. The Company also launched Onto for control of sucking pests in tea and also having wider application in multiple crops.

Fungicides:

Fungicide demand was relatively low due to weather conditions in paddy and plantation crops and low disease incidence in potato. The Company achieved marginal growth in this challenging environment leveraging its strong portfolio including the scale up of recently launched Zaafu and Ayaan. Fungicide portfolio further strengthened with the introduction of Capstone to address the increasing leaf and neck blast challenges in Paddy and Castello, a broad spectrum fungicide for Fruits and Vegetables segments.

Herbicides:

Herbicide as an effective alternative to manual weeding is getting increasing acceptance in India as farmers are trying to mitigate cost and labour availability challenges. This trend is expected to continue and to tap these opportunities, the

Company has been strengthening its portfolio across crops like paddy, sugarcane, maize, wheat and soybean which is also reflected in the growth of herbicide segment during the year. In addition to successfully scaling up Prodim for weed control in soybean and paddy herbicides Pepe and Preetplus, the Company launched Daksh Plus, a highly differentiated wheat herbicide during Rabi 2022.

Exports:

Global crop protection market is estimated to have grown by around 12% representing the strongest growth rate for the market in last two decades to reach a total value of USD 74 billion during calendar year ('CY') 2022 compared to USD 66 billion during CY 2021. Total agrochemical market including no-crop usage has grown to USD 83 billion in CY 2022 from USD 73 billion reported for CY 2021. Revenue growth registered is mostly attributed to price increase undertaken to offset volatile and high input cost and relatively low volume growth. Herbicide in particular was benefited from significant price increase of major herbicides like Glyphosate and Glufosinate.

Rallis' exports have grown by 24.5% from ₹ 787 crore in FY 2021-22 to ₹ 979 crore in FY 2022-23. During the year, significant growth was recorded in Latin America (278%), Middle East (90%) and Europe (22%) compared to last year. During the year under review, the Company has gained 7 registrations in overseas markets and onboarded new customers from European territory. The significant devaluation of currency against dollar in many South East Asian and African countries has impacted the sales volume of formulation products.

Crop Nutrition:

Crop Nutrition is a critical and necessary input for ensuring production, productivity and quality of farm produce. Rallis has a range of unique and differentiated products in Organic fertilisers, Biofertiliser, Biostimulants, Secondary and Micronutrients and Water Soluble Fertilisers categories. During FY 2022-23, the Crop Nutrition business sustained the high growth trend to record 21.8% growth. Addition of three new products viz. Rallizin, Paclor and GeoGreen P plus GR strengthened the portfolio to cater to wider geographies and crop segments.

Biopesticides are an integral part of integrated pest management and play an important role in resistance management and residue management. The Company entered this segment a couple of years ago and established its presence in Biopesticides solutions which is getting increasing acceptance in India.

B. Seeds

Rallis' Seeds business is research based. Hybrid seeds of Paddy, Maize, Cotton, Bajra, Mustard & Vegetables are made available for sale across the country. The Company is one among the few Indian companies engaged in both conventional and biotechnology based research and development, supported by national and international collaborations.

The year was challenging for the Seeds business. The Company continued to leverage its strong channel engagement, customer loyalty and diversified portfolio which is reflected in the success it achieved in North Cotton Market. Rallis was able to navigate a challenging environment to maintain the revenue by adapting to changing market dynamics. Rallis will continue to focus on optimising costs to improve margins for sustained growth going forward.

Farmer Engagement

Rallis Samrudh Krishi (RSK):

RSK is a Crop solution centric approach wherein the Company understands what crop the farmer is growing, at what stage the crop is, what are the likely interventions the crop will need and accordingly suggest solutions to farmers. In FY 2022-23, the focus was on further strengthening the planning & implementation efforts among sales and marketing team. Enhancements were made in the Sampark mobile application to capture detailed inputs with respect to demand creation activities through both digital and physical means.

Samrudh Krishi (SK):

SK delivers Good Agriculture Practices with expertise in crop protection, nutrition and canopy management. SK now provides services to more than 5,000 customers. Rallis has updated SK services according to the gap needs of grape farmers. The Company has introduced Aquafert Grape Fertigation grades which is a complete solution for Nutrient management of Grapes.

Drishti:

Drishti is the Company's flagship digital initiative aimed at climate-smart agriculture. In collaboration with Tata Consultancy Services Limited, Rallis co-developed Drishti, a state-of-the-art decision intelligence and crop monitoring system that harnesses the power of space borne remote sensing and artificial intelligence (AI) to generate predictive advisories on crop conditions, soil moisture, pest outbreaks and more. Rallis has been utilising

Drishti for internal planning to improve resilience toward climate change, monitoring hybrid seed production farms and providing advisories to farmers and seed growers. During the year under review, the Company was conferred with the CII-DX award under the 'Most Innovative' category and the NASSCOM Enterprise Cloud Adoption Awards '22 for leveraging Drishti to monitor its HSP farms and for internal planning.

Financial Statements

The Company did not have any subsidiary, associate or joint venture company as on March 31, 2023 and hence is not required to consolidate its financial statements with any other company.

Credit Ratings

There were no changes in the credit ratings of the Company during the year under review. As on March 31, 2023, the Company had a short-term credit rating of A1+ and a long-term rating of AA+/ Stable by CRISIL Limited for bank loan facilities aggregating to ₹ 440 crore. The Company had a short-term credit rating of A1+ for the Commercial Papers of ₹ 75 crore issued and repaid during the year.

Particulars of Loans, Guarantees or Investments

During the year under review, the Company has not made any investment. Further, the Company has not given any loan or corporate guarantee or provided any security during the year.

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Act are given in the notes to the Financial Statements.

Related Party Transactions

The Company formulated a Policy on Related Party Transactions in accordance with the Companies Act, 2013 ('the Act') and the SEBI Listing Regulations including any amendments thereto for identifying, reviewing, approving and monitoring of Related Party Transactions ('RPTs'). The said Policy is available on the Company's website at <https://www.rallis.com/Upload/PDF/Related-Party-Transactions-Policy.pdf>. During the year under review, the Company also appointed Ernst & Young LLP (EY) as an external independent agency to review and validate the RPT processes and compliances with the applicable provisions as a measure of good governance.

All RPTs are placed before the Audit Committee for review and approval. Prior omnibus approval of the Audit Committee is obtained on an annual basis for the transactions which are planned/repetitive in nature. A statement giving details of all

RPTs entered pursuant to omnibus approval so granted is placed before the Audit Committee on a quarterly basis for its review. All the RPTs under Ind AS-24 have been disclosed in note no. 38 to the Financial Statements forming part of this Integrated Annual Report.

The RPTs entered into during the year under review were on arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act read with the rules framed thereunder and the SEBI Listing Regulations. Further, the Company did not enter into any contracts or arrangements with related parties in terms of Section 188(1) of the Act and no material related party transactions were entered into during the year under review. Accordingly, the disclosure of RPTs as required under Section 134(3)(h) of the Act in Form No. AOC-2 is not applicable to the Company for FY 2022-23 and hence does not form part of this Integrated Annual Report.

In terms of Regulation 23 of the SEBI Listing Regulations, the Company submits details of RPTs as per the prescribed format to the stock exchanges on a half-yearly basis.

Risk Management

The Company has a comprehensive Risk Management framework that seeks to minimise adverse impact on business objectives and capitalise on opportunities.

The Company has implemented a mechanism for risk management and formulated a Risk Management Policy. The said policy provides for creation of a risk register, identification of risks and formulating mitigation plans. Major risks identified by the business and functions are systematically addressed through mitigation actions on a continuing basis. The risk register is refreshed periodically to ensure that the risks remain relevant at all times and corresponding mitigation measures are timely and effective so that the risk profile is within identified tolerance levels.

The Company has set up a Risk Management Committee which is chaired by Dr. Punita Kumar Sinha, Independent Director, to monitor the risks and their mitigation actions as well as formulating strategies towards identifying new and emergent risks. Further, the Board is apprised of any actual / emergent risk that may threaten the long term plans of the Company.

The major risks forming a part of the Enterprise Risk Management process are linked to the audit universe and are also covered as part of the annual risk based audit plan.

Details of the risks identified and mitigation plans are set out on page 48 of the Integrated Report.

Internal Financial Controls

The Company's internal financial controls framework is based on the 'three lines of defence model'. The Company has laid down Standard Operating Procedures, policies, roles, responsibilities and authorities to guide the operations of the business.

Process owners are responsible to ensure compliance with the policies and procedures laid down by the Management. Robust and continuous internal monitoring mechanisms ensure timely identification of risks and issues. The Statutory and Internal Auditors undertake rigorous testing of the control environment of the Company. During the year, two external firms viz. Ernst & Young LLP and Mahajan & Aibara LLP, were engaged to perform the defined reviews. Independence of the Internal Auditor is ensured by way of direct reporting to the Audit Committee.

The Audit Committee reviews the adequacy and effectiveness of the Company's internal control environment and monitors the implementation of the audit recommendations including those relating to strengthening of the Company's risk management policies and systems. The ultimate objective being, a Zero Surprise, risk controlled organisation.

Further details of the internal control systems are provided in the Management Discussion & Analysis which forms part of this Integrated Annual Report.

Directors' Responsibility Statement

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, audit conducted by the Internal, Statutory, Cost and Secretarial Auditors, including audit of the internal financial controls over financial reporting by the Statutory Auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and operating effectively during FY 2022-23.

Accordingly, pursuant to Sections 134(3)(c) and 134(5) of the Act, the Directors, to the best of their knowledge and ability, confirm that for the year ended March 31, 2023:

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;
- (ii) 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;

- (iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) they have prepared the annual accounts on a going concern basis;
- (v) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- (vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Governance, Compliance and Ethics

The Governance, Corporate Secretarial and Legal functions of the Company ensure maintenance of good governance within the organisation. They assist the business in functioning smoothly by ensuring compliance and providing strategic business partnership in the areas including legislative expertise, corporate restructuring, regulatory changes and governance.

The Company has also adopted the governance guidelines on Board effectiveness to fulfill its responsibility towards its stakeholders. At Rallis, human rights are also an integral aspect of doing business and the Company is committed to respect and protect human rights to remediate adverse human rights impacts that may be resulting from or caused by the Company's businesses. In furtherance to this, the Company has adopted the 'Business and Human Rights Policy' which aligns with the principles contained in the Universal Declaration of Human Rights, International Labour Organisations (ILO), Declaration on Fundamental Principles and Rights at Work and the United Nations Guiding Principles on Business and Human Rights and is consistent with the Tata Code of Conduct.

The Company has in place an online compliance management system for monitoring the compliances across its various plants and offices. A compliance certificate is also placed before the Board of Directors every quarter. In compliance with the SEBI Listing Regulations, the Corporate Governance Report and the Auditor's Certificate form part of this Integrated Annual Report.

Management Discussion & Analysis

The Management Discussion & Analysis as required under the SEBI Listing Regulations forms part of this Integrated Annual Report.

Business Responsibility & Sustainability Report

The Company endeavours to cater to the needs of the communities it operates in thereby creating maximum value for the society along with conducting its business in a way that creates a positive impact and enhances stakeholder value. As per Regulation 34(2)(f) of the SEBI Listing Regulations, the Business Responsibility & Sustainability Report depicting initiatives taken by the Company from an environmental, social and governance perspective which has been assured by Ernst & Young LLP forms part of this Integrated Annual Report.

Directors and Key Managerial Personnel

Directors

Re-appointment:

In accordance with the provisions of Section 152 of the Act and in terms of Article 112(2) of the Articles of Association of the Company, Mr. Bhaskar Bhat, Non-Executive Director of the Company (Chairman), retires by rotation at the ensuing AGM and being eligible, offers himself for re-appointment and his term would be up to and inclusive of August 29, 2024 in view of the retirement age policy for Directors adopted by the Company.

Independent Directors:

Dr. Punita Kumar Sinha, Dr. C. V. Natraj and Ms. Padmini Khare Kaicker, Independent Directors of the Company, have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. The Board of Directors of the Company has taken on record the declaration and confirmation submitted by the Independent Directors after undertaking due assessment of the veracity of the same. In the opinion of the Board, they fulfill the conditions of independence as specified in the Act and the Rules made thereunder and are independent of the management. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

The Board is of the opinion that all Directors including the Independent Directors of the Company possess requisite qualifications, integrity, expertise and experience in the fields of science and technology, industry experience, strategy, finance and governance, IT and digitalisation, human resources, safety and sustainability, etc.

The Independent Directors of the Company have confirmed that they have enrolled themselves in the Independent Directors' Databank maintained with the Indian Institute of Corporate Affairs ('IICA') in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended. They are exempt from the requirement to undertake the online proficiency self-assessment test conducted by IICA.

Details of Familiarisation Programme for the Independent Directors are provided separately in the Corporate Governance Report.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board/Committees of the Board.

Key Managerial Personnel ('KMP'):

Mr. Yashaswin Sheth resigned as the Company Secretary with effect from the close of business hours on September 29, 2022 to pursue an opportunity within the Tata Group. The Board places on record its appreciation for Mr. Sheth's contribution during his association with the Company. The Board, on recommendation of the Nomination & Remuneration Committee ('NRC'), appointed Mr. Srikant Nair as the Company Secretary of the Company with effect from September 30, 2022.

In terms of the provisions of Sections 2(51) and 203 of the Act, the following are the KMP of the Company:

- Mr. Sanjiv Lal, Managing Director & CEO
- Ms. Subhra Gourisaria, Chief Financial Officer
- Mr. Srikant Nair, Company Secretary

Procedure for Nomination and Appointment of Directors:

The NRC is responsible for developing competency requirements for the Board based on the industry and strategy of the Company. The Board composition analysis reflects in-depth understanding of the Company, including its strategies, environment, operations, financial condition and compliance requirements.

The NRC is also responsible for reviewing the profile of potential candidates vis-à-vis the required competencies and meeting potential candidates, prior to making recommendations of their nomination to the Board.

At the time of appointment, specific requirements for the position including expert knowledge expected are communicated to the appointee.

The Board has also reviewed the list of core skills, expertise and competencies of the Board of Directors as are required in the context of the businesses and sectors applicable to the Company which were mapped with each of the Directors on the Board. The same is disclosed in the Corporate Governance Report forming part of this Integrated Annual Report.

Criteria for determining Qualifications, Positive Attributes and Independence of a Director:

The NRC has formulated the criteria for determining qualifications, positive attributes and independence of Directors in terms of provisions of Section 178(3) of the Act and Regulation 19 read with Part D of Schedule II to the SEBI Listing Regulations.

Independence: In accordance with the above criteria, a Director will be considered as an 'Independent Director' if he / she meets the criteria for Independence as laid down in the Act and Rules framed thereunder, as amended and Regulation 16(1)(b) of the SEBI Listing Regulations.

Qualifications: A transparent Board nomination process is in place that encourages diversity of thought, experience, knowledge, perspective, age and gender. It is also ensured that the Board has an appropriate blend of functional and industry expertise. While recommending the appointment of a Director, the NRC considers the manner in which the function and domain expertise of the individual will contribute to the overall skill-domain mix of the Board.

Positive Attributes: In addition to the duties as prescribed under the Act, the Directors on the Board of the Company are also expected to demonstrate high standards of ethical behaviour, strong interpersonal and communication skills and soundness of judgement. Independent Directors are also expected to abide by the 'Code for Independent Directors' as outlined in Schedule IV to the Act.

Annual Evaluation of Board Performance and Performance of its Committees and Directors:

Pursuant to the applicable provisions of the Act and the SEBI Listing Regulations, the Board has carried out an annual evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees. The NRC has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors.

The performance of the Board and individual Directors was evaluated by the Board after seeking inputs from all the Directors. The performance of the Committees was evaluated by the Board after seeking inputs from the Committee Members.

The criteria for performance evaluation of the Board included aspects such as Board composition and structure, effectiveness of Board processes, contribution in the long-term strategic planning, etc. The criteria for performance evaluation of the Committees included aspects such as structure and composition of Committees, effectiveness of Committee Meetings, etc. The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India.

The Chairman of the Board had one-on-one meetings with each Independent Director and the Chairman of the NRC had one-on-one meetings with the Executive and Non-Executive, Non-Independent Directors.

In a separate Meeting, the Independent Directors evaluated the performance of Non-Independent Directors and performance of the Board as a whole. They also evaluated the performance of the Chairman taking into account the views of the Managing Director and Non-Executive Directors. The NRC reviewed the performance of the Board, its Committees and the Directors. The same was discussed in the Board Meeting that followed the Meeting of the Independent Directors and the NRC, at which the feedback received from the Directors on the performance of the Board and its Committees was also discussed. The Company follows a practice of implementing each of the observations from the annual evaluation by calendarising its implementation through the Action Taken Report which is reviewed by the Board of Directors from time to time.

The Annual Performance Evaluation is conducted in a paperless manner with documents being securely uploaded and accessed

electronically. This has resulted in saving paper, reducing the cycle time of the process and increasing confidentiality of the information.

Remuneration Policy

The Company has adopted a Remuneration Policy for the Directors, KMP and other employees, pursuant to the provisions of the Act and the SEBI Listing Regulations. The Remuneration Policy is attached as **Annexure A** which forms part of this Report.

Board and Committee Meetings

Regular meetings of the Board and its Committees are conducted to discuss and approve various strategies, policies, financial matters and such other businesses. A calendar of Board and Committee Meetings to be held during the year was circulated in advance to the Directors.

a. Details of Board Meetings

During the year under review, eight (8) Board Meetings were held, details of which are provided in the Corporate Governance Report.

b. Composition of Audit Committee

As on March 31, 2023, the Audit Committee comprised four (4) Members out of which three (3) were Independent Directors and one (1) was a Non-Independent, Non-Executive Director. During the year, seven (7) Audit Committee Meetings were held, details of which are provided in the Corporate Governance Report.

There have been no instances during the year when recommendations of the Audit Committee were not accepted by the Board.

c. Composition of Corporate Social Responsibility ('CSR') Committee

During the year under review, the CSR Committee comprised three (3) Members out of which one (1) was an Independent Director. During the year under review, two (2) CSR Committee Meetings were held, details of which are provided in the Corporate Governance Report.

There have been no instances during the year when recommendations of the CSR Committee were not accepted by the Board.

Details on other committees including their composition, number of meetings held and terms of reference are included in the Corporate Governance Report.

Corporate Social Responsibility

CSR and Affirmative Action ('AA') continued to be an integral part of the business journey of the Company. The Company has aligned its CSR and AA strategy and operations with Tata Chemicals Society for Rural Development ('TCSRDR'). The CSR framework of TCSRDR as followed by the Company addresses a majority of the Sustainability goals.

Employees are one of the key stakeholders and they extend great support to the CSR and AA initiatives by their active participation through volunteering. During the year under review, the Company has achieved more than 12,600 volunteering hours through various activities in which 755 employees actively participated.

Under Natural Resource Management, the Company has focussed on water conservation through rainwater harvesting ('Jal Dhan'), recharging groundwater and soil conservation.

In Education, the Company has focussed on Science, English, Mathematics and initiatives for special children. The Company has been engaged in capacity building of school teachers and has provided necessary training to teachers. The Company has also supported schools by providing teachers, especially in the stream of Science, English and special teachers for special children. The Company has branded its educational interventions as 'RUBY' (Rallis Ujjwal Bhavishya Yojana).

Under Unnat gram initiative, the Company works to convert a backward Tribal Village into a Model Tribal Village.

Under the Integrated Village Development, the Company focusses on Education, Health and Skilling. During the year under review, the Company worked in 8 villages from Warangal and Karimnagar districts of Telangana.

The above projects are in accordance with Schedule VII to the Act. The Annual Report on CSR activities is attached as **Annexure B** which forms part of this Report.

The CSR Policy is available on the website of the Company at <https://www.rallis.com/CSRPolicy>.

Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('POSH Act') and Rules made thereunder, the Company has constituted requisite Internal Committees (ICs). The Company's POSH Policy is gender neutral, detailing the governance mechanisms for prevention and redressal of sexual harassment issues. All persons whether employed as permanent, contractual, temporary or trainees are covered under this policy. While maintaining the highest governance norms, the Company has appointed an external independent person with prior experience in the areas of women empowerment and prevention of sexual harassment as the external member on all the Internal Committees.

To build awareness in this area, the Company has been conducting related training programmes across locations in the organisation on a continuous basis. Moreover, the POSH e-learning module has also been uploaded on the Learning Management System (LMS) and is used extensively by employees including new entrants.

No complaints were pending at the beginning of the year. During the year under review, no complaints with allegations of sexual harassment were received by the Company and accordingly no complaints were pending as at the end of the year.

The said Policy is available on the website of the Company at <https://www.rallis.com/posh-policy>.

Vigil Mechanism and Whistleblower Policy

The Company has adopted a Whistleblower Policy as a part of its vigil mechanism. The purpose of this Policy is to enable any person including the directors, employees, other stakeholders, etc. to raise concerns regarding unacceptable or improper practices and / or any unethical practices, fraud or violation of any law, rule or regulation.

The Chief Ethics Counsellor's contact details have been mentioned in the Policy for easy access. Furthermore, employees are free to communicate their complaints directly to the Chairperson of the Audit Committee as stated in the Policy. The Audit Committee reviews reports made under this Policy and implements corrective actions wherever necessary.

The Company believes in the conduct of its affairs by adopting the highest standards of professional conduct, honesty, integrity

and ethical behaviour, in line with the Tata Code of Conduct. All the stakeholders are encouraged to raise their concerns or make disclosures on being aware of any potential or actual violation of the Company's Code of Conduct, policies or the law. Periodic awareness is also conducted for the same.

Additionally, the Company provides access to the third party helpline "Integrity Matters" through phone, web based, email facility for its Directors and employees across all locations.

Details of the Vigil Mechanism and Whistleblower Policy are made available on the Company's website at <https://www.rallis.com/WhistleblowerPolicy>.

Auditors

(1) Statutory Auditors:

At the 74th AGM of the Company held on June 24, 2022, pursuant to the provisions of the Act and the Rules made thereunder, B S R & Co. LLP, Chartered Accountants ('BSR') (Firm Registration No. 101248W/W-100022), were re-appointed as Statutory Auditors of the Company for a second term of five (5) consecutive years i.e. from the conclusion of the 74th AGM till the conclusion of the 79th AGM to be held in the year 2027.

The Audit Report of BSR on the Financial Statements of the Company for FY 2022-23 forms part of this Integrated Annual Report. The Report does not contain any qualification, reservation, adverse remark or disclaimer.

(2) Cost Auditors:

The Company is required to maintain cost records as specified by the Central Government as per Section 148(1) of the Act and the rules framed thereunder and accordingly, the Company has made and maintained such cost accounts and records.

In terms of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, based on the recommendations of the Audit Committee, the Board of Directors appointed D. C. Dave & Co., Cost Accountants (Firm Registration No. 000611), being eligible, to conduct Cost Audits relating to the business of the Company for the year ending March 31, 2024.

D. C. Dave & Co. have confirmed that they are free from disqualification specified under Section 141(3) and proviso to Section 148(3) read with Section 141(4) of the Act and that their appointment meets the requirements of Section

141(3)(g) of the Act. They have further confirmed their independent status and an arm's length relationship with the Company. The remuneration payable to the Cost Auditors is required to be placed before the Members in a General Meeting for their ratification. Accordingly, a resolution for seeking Members' ratification for the remuneration payable to D. C. Dave & Co. is included in the Notice of the 75th AGM forming part of this Integrated Annual Report.

(3) Secretarial Auditors:

In terms of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Parikh & Associates (Firm Registration No. P1988MH009800), a firm of Company Secretaries in Practice, has been appointed as Secretarial Auditors of the Company. The Report of the Secretarial Auditors is enclosed as **Annexure C** which forms part of this Report. There has been no qualification, reservation, adverse remark or disclaimer given by the Secretarial Auditors in their Report.

Reporting of Frauds by Auditors

During the year under review, the Statutory Auditors, Cost Auditors and Secretarial Auditors have not reported any instances of frauds committed in the Company by its officers or employees, to the Audit Committee under Section 143(12) of the Act, details of which are required to be mentioned in this Report.

Annual Return

Pursuant to Section 92(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014 read with Section 134(3)(a) of the Act, the Annual Return in Form MGT-7 as on March 31, 2023 is available on the Company's website at <https://www.rallis.com/MGT2023.htm>.

Other Disclosures

- No significant material orders have been passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations
- No applications were made or any proceedings were pending against the Company under the Insolvency and Bankruptcy Code, 2016
- No deposits have been accepted from the public during the year under review and no amount on account of principal or interest on deposits from the public was outstanding as on March 31, 2023

- There has been no change in the nature of business of the Company as on the date of this Report
- There were no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this Report

Secretarial Standards of ICSI

The Directors have devised proper systems and processes for complying with the requirements of applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems were adequate and operating effectively.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 is attached as **Annexure D** which forms part of this Report.

Particulars of Employees and Remuneration

The information required under Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as **Annexure E** which forms part of this Report.

The information required under Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report. Further, the Report and the Accounts are being sent to the Members excluding the aforesaid statement. In terms of Section 136 of the Act, the said statement

will be open for inspection upon request by the Members. Any Member interested in obtaining the same may write to the Company Secretary at investor_relations@rallis.com. None of the employees listed in the said Annexure is related to any Director/KMP of the Company.

Acknowledgements

The Directors appreciate and value the contribution, dedication, support, hard work and commitment made by all the employees towards continuous improvement in all functions and areas as well as efficient utilization of the Company's resources for sustainable and profitable growth.

The Directors would also like to place on record their appreciation for the continued co-operation and support received by the Company during the year from bankers, financial institutions, government authorities, farming community, business partners, shareholders, customers and other stakeholders. The Directors look forward to continuance of the supportive relations and assistance in the future.

On behalf of the Board of Directors

Bhaskar Bhat
Chairman
DIN: 00148778

Mumbai, April 27, 2023

Annexure A to the Board's Report

Remuneration Policy for Directors, Key Managerial Personnel and Other Employees

The philosophy for remuneration of Directors, Key Managerial Personnel ('KMP') and all other employees of Rallis India Limited ('Company') is based on the commitment of fostering a culture of Leadership with Trust. The remuneration policy is aligned to this philosophy.

This remuneration policy has been prepared pursuant to the provisions of Section 178(3) of the Companies Act, 2013 ('Act') and Regulation 19(4) read with Para A (1) of Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). In case of any inconsistency between the provisions of law and this remuneration policy, the provisions of the law shall prevail and the Company shall abide by the applicable law. While formulating this policy, the Nomination and Remuneration Committee ('NRC') has considered the factors laid down under Section 178(4) of the Act, which are as under:

- “(a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;
- (b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- (c) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.”

Key principles governing this remuneration policy are as follows:

Remuneration for Independent directors and Non-Independent Non-Executive directors

- Independent directors ('ID') and Non-Independent Non-Executive directors ('NED') may be paid sitting fees (for attending the meetings of the Board and of Committees of which they may be members) and commission within regulatory limits
- Within the parameters prescribed by law, the payment of sitting fees and commission will be recommended by the NRC and approved by the Board

- Overall remuneration (sitting fees and commission) should be reasonable and sufficient to attract, retain and motivate directors aligned to the requirements of the Company (taking into consideration the challenges faced by the Company and its future growth imperatives)
- Overall remuneration should be reflective of size of the Company, complexity of the sector/industry/Company's operations and the Company's capacity to pay the remuneration
- Overall remuneration practices should be consistent with recognised best practices
- Quantum of sitting fees may be subject to review on a periodic basis, as required
- The aggregate commission payable to all the NEDs and IDs will be recommended by the NRC to the Board based on Company performance, profits, return to investors, shareholder value creation and any other significant qualitative parameters as may be decided by the Board
- The NRC will recommend to the Board the quantum of commission for each director based upon the outcome of the evaluation process which is driven by various factors including attendance and time spent in the Board and Committee meetings, individual contributions at the meetings and contributions made by directors other than in meetings
- In addition to the sitting fees and commission, the Company may pay to any director such fair and reasonable expenditure, as may have been incurred by the director while performing his/her role as a director of the Company. This could include reasonable expenditure incurred by the director for attending Board/Board Committee meetings, general meetings, court convened meetings, meetings with shareholders/creditors/management, site visits, induction and training (organised by the Company for directors) and in obtaining professional advice from independent advisors in the furtherance of his/her duties as a director

Remuneration for Managing Director ('MD')/ Executive Directors ('ED')/KMP/rest of the employees

- The extent of overall remuneration should be sufficient to attract and retain talented and qualified individuals suitable for every role. Hence remuneration should be:
 - o Market competitive (market for every role is defined as companies from which the Company attracts talent or companies to which the Company loses talent)
 - o Driven by the role played by the individual
 - o Reflective of size of the Company, complexity of the sector/industry/Company's operations and the Company's capacity to pay
 - o Consistent with recognised best practices and
 - o Aligned to any regulatory requirements
- In terms of remuneration mix or composition:
 - o The remuneration mix for the MD/EDs is as per the contract approved by the shareholders. In case of any change, the same would require the approval of the shareholders
 - o Basic/fixed salary is provided to all employees to ensure that there is a steady income in line with their skills and experience
 - o In addition to the basic/fixed salary, the Company provides employees with certain perquisites, allowances and benefits to enable a certain level of lifestyle and to offer scope for savings and tax optimisation, where possible. The Company also provides all employees with a social security net (subject to limits) by covering medical expenses and hospitalisation through re-imburements or insurance cover and accidental death and dismemberment through personal accident insurance
 - o The Company provides retirement benefits as applicable

- o In addition to the basic/fixed salary, benefits, perquisites and allowances as provided above, the Company provides MD/EDs such remuneration by way of commission, calculated with reference to the net profits of the Company in a particular financial year, as may be determined by the Board, subject to the overall ceilings stipulated in Section 197 of the Act. The specific amount payable to the MD/EDs would be based on performance as evaluated by the Board or the NRC and approved by the Board
- o The Company provides the rest of the employees a performance linked bonus. The performance linked bonus would be driven by the outcome of the performance appraisal process and the performance of the Company

Remuneration payable to Director for services rendered in other capacity

The remuneration payable to the Directors shall be inclusive of any remuneration payable for services rendered by such director in any other capacity unless:

- a) The services rendered are of a professional nature; and
- b) The NRC is of the opinion that the director possesses requisite qualification for the practice of the profession.

Policy Implementation

The NRC is responsible for recommending the remuneration policy to the Board. The Board is responsible for approving and overseeing implementation of the remuneration policy.

On behalf of the Board of Directors

Bhaskar Bhat
Chairman
DIN: 00148778

Mumbai, April 27, 2023

Annexure B to the Board's Report

Annual Report on CSR Activities

[Pursuant to Section 135 of the Companies Act, 2013 ('the Act') & Rules made thereunder]

1. Brief outline on CSR Policy of the Company:

The Company is committed to improving the quality of lives of people in the community it serves through long term stakeholder value creation. It pledges itself to care for and serve the community by designing a sustainable development model that leads to socio-economic development and ecological development in its area of influence. The Company focuses its CSR in the areas of Natural Resource Management, Rural Development, Skill and Education Enhancement, Farmer Safety, etc. The Company also plays a significant role in promotion

of inclusive growth through empowerment of farmers, women and socially and economically weaker sections of society. Partnerships with Government development agencies, corporate bodies and NGOs are entered into for community development programmes. Active involvement of the Company's employees in volunteering towards CSR activities is always ensured.

The Company has framed a CSR Policy in compliance with the provisions of the Act, as amended, which is available on the Company's website and the web-link for the same is provided in this Report.

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. R. Mukundan (Chairman)	Non-Executive, Non-Independent Director	2	2
2.	Dr. Punita Kumar Sinha	Non-Executive, Independent Director	2	2
3.	Mr. Sanjiv Lal	Managing Director & CEO	2	2

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the Board are disclosed on the website of the Company.

<https://www.rallis.com/our-commitment/csr>

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 to the Company during the period under review.

- 5. (a) Average net profit of the Company as per sub-section (5) of section 135 - ₹ 26,000.85 lakhs
- (b) Two percent of average net profit of the Company as per sub-section (5) of section 135 - ₹ 520.02 lakhs
- (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)] - ₹ 520.02 lakhs
- 6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) - ₹ 495.91 lakhs
- (b) Amount spent in Administrative Overheads - ₹ 26 lakhs
- (c) Amount spent on Impact Assessment, if applicable - N.A.
- (d) Total amount spent for the Financial Year [(a)+(b)+(c)] - ₹ 521.91 lakhs

(e) CSR amount spent or unspent for the Financial Year:

Total Amount spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	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
₹ 521.91 lakhs	Nil				

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

Sl. No.	Particular	Amount (in ₹)
(1)	(2)	(3)
(i)	Two percent of average net profit of the Company as per sub-section (5) of section 135	520.02 lakhs
(ii)	Total amount spent for the Financial Year	521.91 lakhs
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	1.89 lakhs
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	N.A.
(v)	Amount available for set-off in succeeding Financial Years [(iii)-(iv)]	Nil*

* Excess amount not availed for set-off

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

(1)	(2)	(3)	(4)	(5)	(6)		(7)	(8)
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
				Amount (in ₹)	Date of Transfer			
N.A.								

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

If Yes, enter the number of Capital assets created/acquired – N.A.

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility - N.A.

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
N.A.							

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 - N.A.

Mumbai, April 25, 2023

Sanjiv Lal
Managing Director & CEO
DIN: 08376952

R. Mukundan
Chairman - CSR Committee
DIN: 00778253



Annexure C to the Board's Report

FORM No. MR-3

Secretarial Audit Report for the financial year ended March 31, 2023

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

To,
The Members,
Rallis India Limited

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, to the extent the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the Covid-19 pandemic, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2023 generally 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 made available to us and maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time; **(Not applicable to the Company during the audit period)**
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the audit period)**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client; **(Not applicable to the Company during the audit period)**
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the audit period)**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the audit period)**

- (vi) Other laws specifically applicable to the Company namely:
 1. The Insecticides Act, 1968 and Rules, 1971
 2. The Seeds Act, 1966 and Rules, 1968
 3. The Fertilizers (Control) Order, 1985
 4. Biological Diversity Act, 2002
 5. Essential Commodities Act, 1955

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board and General Meetings.
- (ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors

and Independent Directors. There were no changes in the composition of the Board of Directors that took place during the period under review.

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

Decisions at the Board Meetings were taken unanimously.

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

We further report that during the audit period, the Company had following events which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

1. During the year under review, the Company issued Commercial Paper aggregating to ₹ 75 crore and redeemed the same and fulfilled its payment obligations.

For Parikh & Associates
Practising Company Secretaries

Jigyasa Ved
Partner

FCS No: 6488 CP No: 6018

UDIN: F006488E000185502

PR No.: 1129/2021

Place: Mumbai
Date: April 25, 2023

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



'Annexure A'

To,
The Members,
Rallis India Limited

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

- Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.

- We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events, etc.
- The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
- 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 affairs of the Company.

For Parikh & Associates
Practising Company Secretaries

Jigyasa Ved
Partner

FCS No: 6488 **CP No:** 6018

UDIN: F006488E000185502

PR No.: 1129/2021

Place: Mumbai

Date: April 25, 2023

Annexure D to the Board's Report

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

[Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014]

(A) Conservation of Energy

(i) Steps taken or Impact on Conservation of Energy:

During the year under review, the Company continued its effort towards conservation of energy and took following steps for the said purpose:

Ankleshwar:

- Installation of energy efficient Screw Compressor for Air
- All motors under new procurement were purchased with IE-3 standard as per the new capex execution plan
- Conventional light replacement plan implemented with LED light in the area of flood light and lamp
- Installation of Solar Street light and Rooftop Solar in the Rallis Colony at Ankleshwar
- Energy bill reduction initiative was undertaken by maintaining unity power and increasing utilisation of power during the night
- Installation of energy efficient transformer with OLTC
- Atomization - Interlocks of Temperature controller with C.T. fan motor panel
- Installation of Variable Frequency Drive (VFD) at cooling tower pump to obtain constant water pressure

Lote:

- Installed capacitor bank for compressor power panel to improve the power factor
- Installation of energy efficient motor at Dryer Mixer
- Auto temperature cut off provided for cooling tower fans motors
- Reduction in kWh for idle condition (dry run) running of motors and protective relay installed for pump to no load protection

- VFD was installed for crystallise and vacuum agitator motors
- Lower efficiency reciprocating compressor was replaced with new high efficiency screw compressor

Dahej SEZ:

- Waste heat recovery system in utility air compressor is being installed
- Replacement of old motors and pumps with Energy efficient motors and pumps
- Replacement of FUNDA Filter system to sintered filter in Hydrogenerator "B" resulting in a power usage reduction of 26.4 kWh/day
- Metri plant cooling tower circulation pump operation philosophy reviewed and pump capacity changed (100 hp to 60 hp), led to power reduction of 24 kWh
- Metri plant chilled water secondary pump operation philosophy reviewed and pump capacity changed. As a result, the power usage was reduced by 227 kWh/day
- Heat recovery systems were installed at utility air compressors thereby saving 62 kw/hr units of power
- Reduced speed of Pendi PCT pump through VFD (45hz to 40hz) that led to savings of 274 kWh/day units
- Energy efficient motor - IE3 was installed in place of IE2

Dahej CZ:

- Delta temperature controller was installed at CT Fan motor
- A 24 hour timer was installed at canteen HVAC system and the operational time was set
- Process air was used instead of instrument air by installing PRV as well as line modification was carried out

Akola:

- Screw compressor and VFD were installed during the year

(ii) Steps taken by the Company for utilising alternate sources of Energy:

As part of its long-term sustainability plan, the Company has initiated various steps towards utilising alternate sources/ renewable source of energy. Some of the key initiatives implemented by the Company are:

- During the year, the Company continued to operate its 4.4 MegaWatt (MW) solar power plant at the unit in Dahej, Gujarat and the unit received a rebate of 33.01 lakhs MWh per annum at Dahej and Ankleshwar units and 2,344 MT of CO₂ emission reductions were achieved. A solar power system was also installed at the Admin Green Building at Ankleshwar
- A rooftop solar electricity generation plant with a capacity of 309 kWp was installed and commissioned at the Akola unit. A total of 3.47 lakhs kWh of electricity was generated and 246 MT of CO₂ emission reductions were achieved
- A rooftop solar electricity generation plant with a capacity of 10 kWp was installed and commissioned in the Rallis Colony at Ankleshwar whereby a total of 1,792 kWh of electricity was generated and 1.5 MT of CO₂ emission reduction was achieved
- A hybrid (wind + solar) electricity agreement with a capacity of 1.1 MW was signed off at Ankleshwar. As a result, a total of 43 lakhs kWh of electricity will be generated and 3,526 MT of CO₂ emission reduction will be achieved
- The Company continued to operate its 8 TPH Boiler at Dahej Unit, 4 TPH Boiler at Lote Unit and 1.5 TPH Boiler at Dahej CZ Unit using Biomass Briquette as fuel, which is eco-friendly and made from green waste. Additionally, a 15 TPH Biomass Briquette Boiler was installed and is under pre-commissioning at Dahej Unit for the MPP plant
- A 4 lakh kcal/hr Biomass Briquette Thermopac is procured and is under installation at Dahej Unit for the MPP plant

(iii) Capital Investment on Energy Conservation Equipments:

Renewable energy and energy efficiency are seen as the 'twin pillars' of a sustainable energy policy. The Company recognises that investment in energy conservation offers

significant economic benefits in addition to climate change benefits. In the last few years, the Company has tried to improve energy efficiency significantly by investing in energy conservation equipment.

During the year, the Company invested ₹ 153.5 lakhs at the Ankleshwar unit on solar energy, replacement of old electrical motors with energy efficient motors such as air compressor, IE-3 series energy efficient motors, LED lamps, etc. At Akola, a total of ₹ 4.8 lakhs was invested for installation of screw compressor and VFD. ₹ 150 lakhs was invested at Dahej SEZ for replacement of energy efficient motors and pumps. At Lote, a total of ₹ 100 lakhs was invested for refurbishment of screws of brine compressor and chilled water compressor. Overall, the Company invested approximately ₹ 408.30 lakhs for energy conservation equipment during the year.

The Company's energy efficiency related efforts continued to be acknowledged by the International Certification ISO-50001 on energy management for two of its units, Dahej and Ankleshwar. This remains an exceptional achievement as far as the chemical industry is concerned.

(B) Technology Absorption

(i) Efforts made towards Technology Absorption:

- Successfully transferred technology for manufacturing of five new formulations developed by way of R&D for domestic business
- Efforts were made towards advancements on digital transformation journey of the R&D for lab activities
- Successful completion of 6 CIB & RC approved formulation spray by using Drone as Regulatory Study (Phytotoxicity evaluation on 7 crops) was undertaken with the service provider at 2 locations of SAUs to get label approval from CIB & RC on spray by using Drone applicator after internal evaluation. Label expansion dossier submitted for Drone approval for Takumi on Bengal gram

(ii) Benefits derived like Product Improvement, Cost Reduction, Product Development or Import Substitution:

- Label claim expansion approval was obtained on 5 products across 9 different crops
- During the year, 98 dossiers were submitted under various categories of registration

- Successfully piloted and technology transferred to manufacturing of four crop protection formulations and one crop nutrition formulation
- Total 8 formulations were developed in-house and launched under various categories
- During FY 2022-23, following products were developed and commercialized in the domestic market:
 - Pyrifluquinazon 20% WG (Clasto):** A novel insecticide for the control of cotton whitefly introduced for the first time in India. It provides quick effect due to its new mode of action, Insect Behaviour Regulator (IBR) Technology. It acts on chordotonal organs thus quickly disrupting insect pest in their sucking, walking & flight behaviour.
 - Fenoxanil 5% + Isoprothiolane 30% EC (Capstone):** A unique solution for paddy blast. It is a new pre-mixture of two different groups of fungicides with different mode of action - Melanin Synthesis Inhibitor & Lipid Synthesis Inhibitor and is systemic in action. It is

protective and strong curative fungicide with residual action for disease control. It provides a phytotonic effect on crop gives greening effect & healthy crop.

- Pendimethalin 40% + Metribuzin 8% EC (Daksh Plus):** New Pre-emergent Herbicide for effective management of weeds in wheat. It is Superior Emulsion Technology (SET) - an advanced Emulsion technology which provides higher efficacy and broadening the spectrum of activity. Broad Spectrum herbicide, highly effective on all type of weeds. It provides superior efficacy on Phalaris minor and other weeds.
- RALLIZIN:** A suspension based crop nutrition product, rich source of zinc for foliar application was formulated through in-house research. This high efficient micronutrient fertilizer helps in reducing heavy metal load in soil, while improving zinc nutrition.

- Total 30 product registrations received from the CIB & RC. Obtained 9 registrations in 8 countries for 4 products.

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

The details of technology imported	Formulation development technology for weed management in wheat crop	Formulation development technology for weed management in wheat crop	Formulation development technology for weed management in wheat crop
The year of import	2020-21	2021-22	2022-23
Whether the technology has been fully absorbed	No	No	No
If not fully absorbed, areas where absorption has not taken place and the reasons thereof	Formulation optimisation	The stability of the formulation is currently under progress	The stability of the formulation is currently under progress

(iv) Expenditure on R & D:

	2022-23	2021-22
Capital Expenditure	5.36	2.84
Revenue Expenditure*	53.28	43.77
Total R&D Expenditure	58.64	46.61
Total R&D Expenditure as % of net Sales	1.98%	1.79%

*Includes an amount of ₹ 0.25 crore paid to an external agency in FY 2021-22

(C) Foreign Exchange Earnings and Outgo

Foreign Exchange earned in terms of actual inflows during the year and Foreign Exchange outgo during the year in terms of actual outflows:

	(₹ in crore)	
	2022-23	2021-22
Foreign Exchange Earned	856.60	747.76
Foreign Exchange Outgo	530.91	539.31

On behalf of the Board of Directors

Bhaskar Bhat
Chairman
DIN: 00148778

Mumbai, April 27, 2023

Annexure E to the Board's Report

Disclosure of Managerial Remuneration

[Pursuant to Section 197 of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

Disclosure of Managerial Remuneration

A. Ratio of remuneration of each Director to the median remuneration of the employees of the Company for FY 2022-23 as well as the percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary is as under:

Name of Director/Key Managerial Personnel	Ratio to median remuneration	% increase in remuneration over previous year
Non-Executive Directors		
Mr. Bhaskar Bhat	2.71 : 1	(0.88)
Dr. Punita Kumar Sinha	4.71 : 1	-
Dr. C. V. Natraj	4.59 : 1	0.53
Ms. Padmini Khare Kaicker	4.71 : 1	0.51
Mr. R. Mukundan	-	-
Executive Director		
Mr. Sanjiv Lal, Managing Director & CEO	41.47 : 1	(2.34)
Key Managerial Personnel		
Ms. Subhra Gourisaria, Chief Financial Officer	-	*
Mr. Yashaswin Sheth, Company Secretary (ceased w.e.f. September 29, 2022)	-	*
Mr. Srikant Nair, Company Secretary (appointed w.e.f. September 30, 2022)	-	*

* Since the remuneration is only for part of the year (current/previous), the percentage increase in remuneration is not comparable and hence not stated

Note:

1. Remuneration includes sitting fees and commission for Non-Executive Directors. Commission relates to FY 2022-23, which will be paid during FY 2023-24.
2. In line with the internal guidelines of the Company, no payment is made to Mr. R. Mukundan, Non-Executive Director of the Company, who is in full-time employment with other Tata Company and hence the above details are not applicable to him.

B. Percentage increase in the median remuneration of employees in FY 2022-23: 6.90%

C. Number of permanent employees on the rolls of the Company as on March 31, 2023: 1,716

D. Comparison of average percentile increase in salary of employees other than the managerial personnel and the percentile increase in the managerial remuneration:

Particulars	% Change in Remuneration
Average increase in salary of employees (other than managerial personnel)	6.88
Average increase / decrease in remuneration of managerial personnel	(2.34)

E. Affirmation:

It is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and other employees is as per the Remuneration Policy of the Company.

On behalf of the Board of Directors

Bhaskar Bhat
Chairman
DIN: 00148778

Mumbai, April 27, 2023

Management Discussion & Analysis

ECONOMIC OVERVIEW

Global Economy - Inflation peaking amid low growth

Global economy has experienced three major events since 2020:

- Pandemic leading to contraction of global output
- Geo-political development in Eastern Europe resulting in a worldwide surge of inflation
- Action by Central banks across economies to curb inflation through interest rate hikes

All these have impacted the global economy in the last three years and will continue in the near future as well. In its January 2023 report, IMF forecasted that against an estimated global growth of 3.4% for 2022, growth will fall to 2.9% in 2023 followed by 3.1% in 2024 - three consecutive years of growth lower than the historical average of 3.8%.

Signs are apparent that monetary policy tightening is starting to cool demand and inflation, but the full impact is unlikely to be realised before 2024. Global headline inflation appears to have peaked in the third quarter of 2022. Prices of fuel and non-fuel commodities have declined, lowering headline inflation. As the central banks are hinting at future rate hikes to further stabilise inflation, the downside risks to the global economic outlook appear elevated. Global forex exchanges were in a highly volatile environment in 2022.

Domestic Economy - India will continue as the fastest-growing major economy

The Indian economy, however, appears to have moved on after its encounter with the pandemic, staging recovery in FY 2022-23 ahead of many nations. RBI in its Monetary Policy announcement during February 2023 projected 7% GDP growth for FY 2022-23. These optimistic growth forecasts stem in part from the resilience of the Indian economy seen in the rebound of private consumption seamlessly replacing the export stimuli as the leading driver of growth. The uptick in private consumption has also given a boost to production activity resulting in an increase in capacity utilisation across sectors. The rebound in consumption was facilitated by the near-universal vaccination coverage overseen by the government that brought people back to the streets.

The growth rate reflects the strong fundamentals of our economy as it has emerged as the fastest-growing major economy in spite of the fact that India has also faced the challenge of reining in inflation as the Central Bank has taken measures on the policy fronts to manage the inflationary pressure. The RBI also projected the economic growth to slow down to 6.4% in FY 2023-24, citing risks from geo-political tension and tightening global financial conditions.

AGRICULTURE SECTOR

Transforming global agriculture

Agriculture and allied activities remain an important component of the global economy in spite of the fact that its share of the global gross domestic product has remained around 4% and the share of the global workforce employed in agriculture has come down to 27% (866 million) in the last two decades. This trend is a reflection of the transformation of economies, especially in developing countries. Agri value chain partners have been playing an important role in this transformation across the world facilitating the intensification of agriculture leveraging irrigation, inputs such as seeds, fertiliser and pesticides supported by farm mechanisation and other agriculture practices.

Agri value chain partners will continue to play a pivotal role in the further transformation of agriculture as it faces challenges and opportunities like climate change, declining soil health, increasing pest pressure, safer food, biofuels, evolving new technologies, etc. To speed up the transformation, global value chain players are collaborating with each other leveraging their respective strengths and tapping the disruptive startup ecosystem.

“Agriculture and allied activities remain an important component of the global economy in spite of the fact that its share of the global gross domestic product has remained around 4% and the share of the global workforce employed in agriculture has come down to 27% (866 million) in the last two decades.”

The year was significant for agri biotechnology as Argentina started cultivation of Genetically Modified (GM) wheat with HB4 drought tolerant technology and China started large-scale pilot trials of indigenous GM events in Maize and Soybean paving the way for full-scale commercialisation going forward. The Philippines carried out the cultivation of Golden Rice which is capable of addressing Vitamin A deficiency. Many African countries also took important steps toward embracing biotechnology solutions going forward.

Aligning agriculture with Indian economic prosperity

The Indian agri ecosystem is rich with 15 prominent Agro Climatic Zones, 20 Agro-Ecological Regions and 46 out of 60 soil types that exist on the earth. The success we achieved in the last 75 years is the testimony of the hard work of farmers, the proficiency of scientists and farmers' friendly policies supported by the whole agri value chain partners. Currently, India is the leading producer of rice, wheat, cotton, pulses, jute, sugarcane, spices, plantation crops, fruits and vegetables apart from the achievements in poultry, dairy, marine and aqua sector.

Agriculture having an 18% share of GDP engaging 42% labour force plays a critical role in providing national food security and stimulus to the Indian rural economy. Growth of other economic sectors in the last two decades reduced the GDP share of agriculture from 28% and employment share from 60% to its current level. The vision of a technology-driven and knowledge-based economy, as we march towards India@100, is expected to fuel the rapid transformation of agriculture.

Agri value chain partners will drive this transformation collectively by embracing technology like never before. These elements are reflected in the policy initiatives and in the union budget announcements.

- Regulatory guidelines on gene editing
- Deregulation of drones usage in agriculture
- Environmental release of GM Mustard
- Digital Public Infrastructure for Agriculture
- Horticulture Clean Plant Program
- Making India Global Hub of Millet
- Agriculture Accelerator Fund
- 10 million farmers to be covered under natural farming in next three years
- Establishment of 10,000 bio inputs service centres
- Public Private Partnership (PPP) approach for enhancement of productivity of extra-long staple cotton

Agricultural Inputs

The Indian agri-input industry includes a range of products and services that are used to support agricultural production, including fertilisers, seeds, pesticides, farm machinery and irrigation equipment. The industry plays a crucial role in the growth of the agriculture sector in India, which employs around half of the country's workforce. The industry has experienced significant growth in recent years, driven by increasing demand for food, rising incomes and government support for agriculture.

Indian agriculture needs to address challenges associated with climate change, monsoon-dependent farming, fragmented land holding, food wastages due to lack of storage infrastructure, soil degradation, access to credit, price volatility and low farmer income, etc. through sustained and collaborative actions among the government, private sector, farmers, trade channel and the civil society at large.

Overall, the industry is an important sector of the Indian economy and its continued growth and development will be critical for sustaining food security and promoting sustainable agriculture in the country.

Agricultural Production and Exports

The performance of the agriculture sector has been buoyant over the past several years supported by measures undertaken by the government to augment crop productivity, ensure certainty of returns to the farmers through price support, promote crop diversification, improve market infrastructure through the impetus provided for the setting up of farmer-producer organisations and promotion of investment in infrastructure facilities through the Agriculture Infrastructure Fund. The Indian agriculture sector is projected to grow by 3.5% in FY 2022-23.

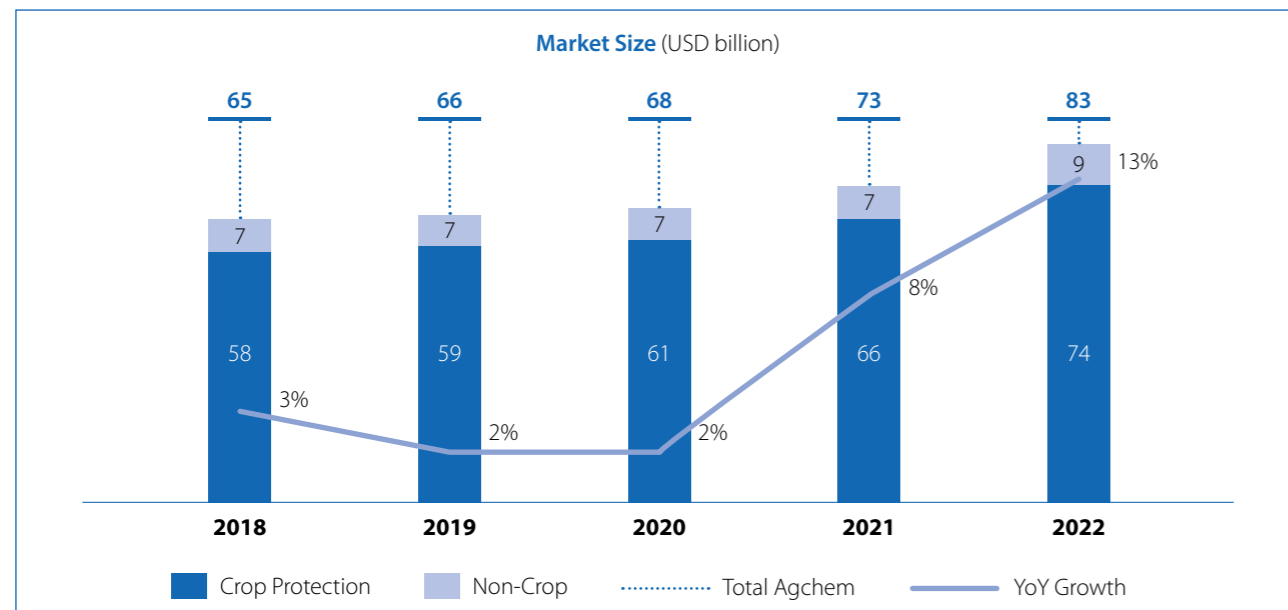
As per the second advance estimate released by the Ministry of Agriculture and Farmers Welfare, foodgrain production for 2022-23 is estimated at 324 million Tonnes, 2.5% higher than in 2021-22 which includes cereals 288 million Tonnes (up by 2.6%) and 28 million Tonnes (up by 1.9%) of pulses. The oil seeds are expected to grow by 5.4% to reach 40 million Tonnes and Sugar cane by 6.7% to reach 469 million Tonnes. Cotton at 34 million Bales to grow by 8.4%.

Agriculture exports remained buoyant in FY 2022-23 in spite of the restriction of some commodities supported by global demand and food prices. India continued to be a net exporter of agricultural products and expects the total agriculture exports to cross the USD 50 billion mark recorded in FY 2021-22.

MARKET OVERVIEW

Global agrochemical market

Amidst record growth in 2022, Industry outlook muted growth for 2023



Global agrochemical industry reported the second year of record growth. Preliminary view indicates the industry recorded 12.6% growth to reach USD 83 billion including USD 9 billion non-crop usage for the year ended December 31, 2022. The growth for the year was fuelled by demand driven by elevated agri commodity prices and the price increase to offset cost inflation. Significant growth contribution of 22% is from the South and North American regions.

The US market benefited significantly from high agrochemical prices of glyphosate and glufosinate. Continued strong agri economy in Brazil, despite the dry conditions on soybean output and recent cold conditions on maize. Significant levels of active ingredient prices led to strong value growth. The Asia Pacific region benefited from continued recovery in key markets like Australia, Thailand, Indonesia and Malaysia. However, relatively unfavourable weather limited volume growth potential in China and India. In Europe, weather supported a good performance of the agrochemical market in winter crops, whilst the summer crops, particularly in maize were adversely impacted. Extremely dry conditions impacted large parts of Africa.

Herbicide sales benefited from high prices of key non-selective herbicides, Glyphosate and Glufosinate. Herbicide, the largest segment driven by Soybean and Maize supported by large cropped areas with herbicide-tolerant GM seeds especially in North and South America. Glyphosate, the Amino Acid based

chemistry is the most cost-effective non-selective herbicide and is not only the number one herbicide but also one of the biggest agrochemicals in the world. Most herbicide-tolerant GM crops are with glyphosate-tolerant traits.

Insecticide demand was driven by insect pressure and increased crop area in Brazil. Insecticides market share is slightly above the fungicides and Asia Pacific and South America represent nearly 70% of the global market with major consumption in Fruits and Vegetables followed by soybeans and paddy. The diamide chemistry-based Chlorantraniliprole is the leading insecticide active ingredient, which has gone off-patent recently and is expected to grow in volume terms going forward.

Whereas weather adversely impacted sales of fungicides in key markets of the US and Europe, though the demand was relatively high in Asian markets. Asia Pacific, South America and Europe contribute close to 30% each. Fruits and Vegetables followed by Cereals and Soybeans are the major crops. Azoxystrobin, strobilurin fungicide, is the leading active Ingredient.

Most of the local currencies weakened against the dollar resulting in higher import costs of agricultural inputs and allied costs to farmers. There was also a severe shortage of foreign exchange in many Asian and African countries resulting in an inability to import agricultural inputs in line with the requirements.

Against the backdrop of two years of record growth, Global Agrochemical Industry is out looking at a muted performance for CY 2023 as agri commodity prices normalise, limiting markets' ability to absorb pesticide price increases.

Industry strategising to address short-term and long-term challenges

European agrochemical manufacturers are strategising to overcome the energy crisis which is expected to persist longer on top of other operational challenges of high labour costs, rigid employment rules, stringent environmental regulations, etc. Leading agrochemical majors are also looking for restructuring their operations including pruning of product and geographic portfolios to overcome the inflationary pressure, especially in advanced economies. Global majors continue to increase their focus on biologicals and digital agri through collaboration, acquisition and investments.

Indian agrochemical exports continued to grow faster than the domestic market. The cost competitiveness and the supply diversification strategy of global peers provide opportunities for further expansion of agrochemical manufacturing activities in India. The industry is closely working with the government to tap this opportunity to the fullest extent.

Agrochemical Market - India

The agrochemical market has been growing at a CAGR of 6% between 2018 and 2022 and is estimated around ₹ 22,300 crore in 2022. The market is highly competitive with participation from domestic and global agrochemical majors. It is estimated that India consumes around 400 agrochemical formulations using around 200 active ingredients compared to 600 odd active ingredients used globally. In line with global development, India is witnessing an increasing trend of combination products with two or more active ingredients. New formulation technologies are supporting this trend which not only increases the effectiveness of agrochemical applications but also addresses the resistance development challenges.

The growth of the crop protection market in India can be attributed to various factors, such as the increasing demand for food for the growing population, the need to improve crop yields and quality and the rising adoption of modern agricultural practices. Additionally, the increasing awareness of the benefits of crop protection products and the growing trend of integrated pest management practices are also driving the growth of the market. Indian Agrochemical market is projected to sustain 6-7% growth trend of the recent past.

In value terms, Paddy consumes around 28% of the agrochemicals sold in India followed by Cotton, Soybean, Chili, Sugarcane, Grapes, etc. and the top 6 crops represent just over 60% of the domestic agrochemicals market. Maharashtra (20%) and Southern states (33%) followed by Madhya Pradesh and Uttar Pradesh are the key geographies and represent 70% of the Indian agrochemical market. Insecticide with a 50% share is the major segment followed by herbicide and fungicide having almost equal shares.

The demand for insecticides is driven by the need to control the increasing incidence of pests across crops. Major crop pest segments are Paddy - stem borer and brown plant hopper; Cotton - thrips and whitefly and Vegetables - borer, thrips and sucking pests. The industry uses around 75 active ingredients for 165 formulations sold in the country. Active ingredients from Organophosphate, Diamides, Nicotinamides and Pyrethroids form the major chemicals class.

Herbicides are the fastest growing segment driven by cost and availability challenges of labour used for manual weeding. Paddy, Soybean, Sugarcane, Maize and Wheat are the major crops for the herbicide segment. Amino Acids, Triazines and Fop are the major chemical classes. There are 60 active ingredients used in 100 odd herbicide formulations sold in India.

Fungicide usage is increasing due to the higher incidence of diseases impacting crop outputs significantly caused by hot and humid weather conditions. Blast, blight, powdery and downy mildew are the major fungal diseases found in paddy, fruits and vegetable crops in India. Active ingredients from Strobilurins, Triazoles and EBDC are the most popular chemistries in India. There are 65 active ingredients used in 135 odd fungicide formulations sold in India.

Like the global trend Chlorantraniliprole, Azoxystrobin and Glyphosate are the leading active ingredients in insecticides, fungicides and herbicides segments respectively in India.

Crop Nutrition Market – India

Indian Crop Nutrition market can be characterised mainly into two, bulk fertilisers and non-bulk fertilisers businesses. The Crop nutrition business of non-bulk fertiliser comprises different categories within it like Organic, Biofertiliser, Biostimulants, Secondary and Micronutrients and Water Soluble Fertilisers being operated by most of the small players having regional/national level presence in few categories or all the categories. Most of the agrochemical companies are exploring and strengthening the product basket.



The Crop Nutrition (non-bulk fertilisers) market is growing at a faster pace by unfolding the immense hidden potential across crop segments and geographies. Growth is seen in all the categories including Organic category. Business growth is attributed to increased awareness of soil health management, stressed productivity, the increased area under micro irrigation, focus on export-oriented high-value fruits and vegetable crops and new production technology/new age products. Overall Crop Nutrition business in the mentioned categories is expected to grow at 11%. The growth in this category is boosting the industry businesses of existing players and also attracting new players across the globe with innovative technology and products.

Biopesticides is a promising and futuristic business. Biopesticides are an integral part of integrated pest management and play an important role in resistance management and residue management.

Seeds Market – India

The organised Indian seed industry is estimated around ₹16,000 crore and will continue to grow in the range of 5-6%.

Cotton, maize, paddy, mustard, millet and vegetable are the major crops where hybridisation has picked up though it varies from crop to crop. It is almost 100% in cotton compared to around 5% penetration in paddy. Other large-area crops like wheat, soybean pulses and other oil seeds are cultivated with open-pollinated varieties wherein private sector players have limited scope for value capturing of the innovation.

Within cotton, the only bio-technology-aided crop approved for cultivation, the technology adoption is limited to two insect-resistant traits. The industry also witnessed a proliferation of illegal cotton which is not only posing a significant risk to farmers but also to the industry players who have been investing in the development of newer biotech solutions awaiting regulatory support for commercialisation. As a country, we have to adopt a science-based approach in developing and adopting modern technologies which need significant investment in resources and time.

Some of the recent actions such as guidelines on gene editing, Environmental release of GM Mustard are positive and seed industry players are looking forward to further regulatory support in developing an ecosystem that promotes innovation for the benefit of our farming community and the nation at large.

COMPANY OVERVIEW

About Rallis

Rallis India Limited, a Tata Enterprise, has been engaged with Indian farmers for decades and is a pioneer in the agricultural inputs industry. The Company has created a distinct identity for itself with its extensive research and development capabilities, delivering innovative products that positively impact the livelihood of millions of farmers in India. Moreover, the sales are spread across 80% of districts in India and products recognised in over 61 countries.

The Company has expanded from being a pesticide manufacturer to a more diversified player with a relevant presence in the agricultural value chain. It has widened its product portfolio and caters to critical agri-inputs like Soil conditioners, Hybrid seeds, Plant growth nutrients and Plant protection chemicals. It has established five state-of-the-art manufacturing facilities at Ankleshwar and Dahej (two units) in Gujarat and Lote and Akola in Maharashtra. The Company has also built adequate Seed processing and packaging facilities through its own capacity as well as exclusive partnerships in Telangana.

It has also set up the Rallis Innovation Chemistry Hub (RICH) facility in Bengaluru. Additionally, the Company has intensified its drive toward digitalisation in the manufacturing process, sales and marketing.

BUSINESS OVERVIEW

Domestic Crop Care

The domestic business portfolio of Rallis is crafted to empower farmers through sustainable solutions in its core area of crop care solutions. These include insecticides, herbicides, fungicides, organic fertilisers and plant growth nutrients. The offerings are designed to ensure optimal farm productivity and enrich Indian farmers. Field force spread across the country, works closely with the farmers supported by an extensive distribution network consisting of distributors and retailers spanning 80% of India's districts.

Exports

Rallis serves select global farming communities directly, besides reaching out to them through global agrochemicals peers by engaging in exports of technical grade agrochemicals, as well bulk and small pack formulations. Rallis also partners with multiple customers to offer them contract manufacturing services.

Manufacturing and R&D

The Rallis Innovation and Chemical Hub at Bengaluru carries out research activities related to its crop care business supported by the field-level R&D team for trials and product development

activities. The five state-of-the-art manufacturing facilities of Rallis enable the production of technical-grade agrochemicals and formulations.

Seeds

Research Stations spread across diverse agro-climatic geographies and Agri Bio-Technology Lab at Bengaluru drive innovation in seeds. The Seed business is well supported by processing facilities based at Hyderabad and seed production activities in multiple states of India. The front-line sales team carries out product differentiation and pre-season activities to steer demand generation for key crops like paddy, maize, millet, cotton, mustard and select vegetable crops.

BUSINESS PERFORMANCE

The revenue of Crop Care business stood at ₹ 2,622 crore in FY 2022-23, compared with ₹ 2,255 crore recorded in FY 2021-22

Domestic Agrochemicals

Segment	FY 2022-23 Revenue (₹ crore)	Growth over previous year (%)
Insecticide	611	8.8
Fungicide	407	-3.0
Herbicide	292	23.2
Total	1,310	7.5

Domestic agro chemical business continued to grow in a challenging business environment with wider crop and geographic footprint supported by enhanced portfolio, dynamic pricing and liquidation focus.

Insecticides:

Insecticide achieved 8.8% growth driven by paddy brown plant hopper and cotton-sucking pest segments. In general, pest, incidents were relatively low and missed sprays due to adverse weather conditions further impacted the insecticide business for the industry and Rallis. During the year, the Company successfully launched Clasto for Cotton white fly, which is also the carrier of the dreaded cotton leaf curl virus. The Paddy portfolio was further strengthened with the launch of Clue for brown plant hopper menace and Dext for the borer segment which can also be applied to sugarcane. The Company also launched Onto for control of sucking pests in tea and also has wider application in multiple crops.

Fungicides:

Fungicide demand was relatively low in paddy and plantation crops due to weather conditions and low disease incidence in

potatoes. The Company recorded de-growth in this challenging environment leveraging its strong portfolio including the scale-up of recently launched Zaafu and Ayaan. The fungicide portfolio was further strengthened with the introduction of Capstone to address the increasing leaf and neck blast challenges in Paddy and Castello, a broad-spectrum fungicide for Fruits and Vegetable segments.

Herbicides

Herbicide as an effective alternative to manual weeding is getting increasing acceptance in India as farmers are trying to mitigate the cost and labour availability challenges. This trend is expected to continue and to tap the opportunity, Rallis has been strengthening its portfolio across crops like paddy, sugarcane, maize, wheat and soybean which has supported 23.2% growth of the herbicide segment during the year. Apart from successfully scaling up Prodim for weed control in soybean and Pepe and Preetplus in paddy, the Company launched Daksh Plus, a highly differentiated wheat herbicide during Rabi 2022.

Exports

Overall Exports registered a record growth of 24.5% to reach ₹ 979 crore driven by price as well as volume growth. Significant growth was recorded in Latin America, the Middle East and Europe followed by Africa. Low demand due to inventory overhang in the global market and pricing pressure impacted export momentum, especially during the second half of the year. The weakening of local currencies against the US dollar in many South East Asian and African countries has resulted in higher costs of treatment for the farmers adversely impacting the demand. Normalisation of demand for key contract manufacturing products also contributed to the growth of exports. The Company continued its efforts to enhance its portfolio, international registration and customer base for both supply and contract manufacturing services which is expected to drive export growth going forward.

Crop Nutrition

Company continued to leverage the strength of its portfolios like Ralli Gold, Surplus, Tata Bahaar and Geo Green apart from newly launched customised and crop-specific water soluble fertilisers. Company strategy of portfolio and micro-level marketing has driven crop and geographic penetration supported the sustained growth of 21.8% reported during the year. The Company was also successful in establishing its bio-pesticide sub-segment which is categorised under the overall umbrella of the crop nutrition business apart from the water-soluble fertilisers, micronutrients, biostimulants, biofertiliser and organic soil conditioner segments. During the year, the company launched Rallizin, a micronutrient and Paclor, a biostimulant. A differentiated approach for tapping large-area crops is expected to drive further growth of the crop nutrition business going forward.

Seeds

The Seed business established a strong presence with a well-accepted portfolio in the northern cotton segment. Despite market headwinds, the Company was able to sustain the revenue of the previous year. Company has recognised provisions on inventory and impairment of intangible assets. A greater focus on liquidation and spending aligned with revenue is expected to bring back the business into profitability in the short term and stable growth in the long run.

FARMER AND CHANNEL ENGAGEMENT

Farmer Engagement

The Company has a strong farmer connection and strives for a customer-centric approach by providing them with necessary advisory services for enhancing farm prosperity. During the year under review, through its Farmer Engagement Programme in both Crop Care as well as Seeds, the Company undertook the following initiatives:

Crop Care

- **Rallis Samrudh Krishi® (RSK):** The Company continued to follow a refreshed approach to RSK. A bottom-up planning was done to align the Company's Customer Connect activities with the season's progress. During the year, we focussed on further strengthening the Planning and Implementation efforts in synchronisation among the Field Marketing, Product Marketing & Distance Marketing teams. Campaign planning is made one month ahead and is fine-tuned at the Crop x Geography x Brand level.
- This initiative is complemented by Dr. Vishwas, (Company's farmer advisory helpline), Rallis Krishi Samadhan (a mobile app) and various digital interventions such as social media presence through Facebook, YouTube and Instagram. Progress on field-level activities was monitored through Sampark and E-Sparsh digital platforms.
- Enhancements were made in the Sampark mobile application to capture detailed inputs with respect to demand creation activities. Leads received through this were re-targeted through distance marketing activities to improve brand recall.
- For a deeper understanding of farmers' needs every year, Rallis conducts Focussed Group Discussions (FGDs) and also conducts need-based farmer surveys.
- Rallis crossed the milestone of 50k Facebook followers and 5k Instagram followers. By end of March 2023, registered 51k+ Facebook followers, 6.7k Instagram followers and 9.7k YouTube Subscribers.

- Successfully launched 13 New Products including 3 Crop Nutrition products. Launched 3 Crop protection products under 9(3) sections viz. Daksh Plus: Wheat Herbicide; Clasto: Cotton white fly Insecticide; Capstone: Paddy Blast Fungicide. Rallizin (FCO), Paclor, GeoGreen P Plus GR are launched under Crop Nutrition portfolio.

Seeds

- Farmer engagement for Seeds business is done broadly in two means viz. i) Pre-season activity, mainly through farmer meetings and campaign-based farmer interactions to convert the efforts into sales, and ii) Product differentiation activity, wherein standing crop performance are showcased to the farmers.
- Key farmers are part of our Dhaanya Progressive Farmers (DPF) initiative and are also engaged in testing and promoting new products.
- **Seeds Production Programme:** As part of the hybrid seed production programme, the Company is engaged with about 14,000 growers from more than 1,300 villages. During the hybrid seed production cycle, the field team regularly guides the farmers in various regions of Andhra Pradesh, Telangana, Gujarat, Odisha, Maharashtra and Karnataka with better agronomic practices as well as effective and efficient use of agricultural input for better profitability. The seed production programme is carried out in many tribal areas as well, which helps the community to improve and uplift their skills and income.
- Launched 5 hybrid seeds in the year. Paddy DR8101, DR8375 and vegetables Revathi (Ridge gourd), Anvita (Sponge gourd) and Shambhu (Tomato).

CHANNEL ENGAGEMENT

The Company has a strong loyal Channel partner base. We are working to create long-term relationships, mutual growth and sustainable success in the marketplace through various engagement programmes. The Company undertook the following initiatives under Crop Care and Seeds businesses:

Crop Care

Many of the Channel partners are associated with Rallis for a very long time, helping to reach our products to the final customers. Rallis has various engagement activities viz.

i) MD Elite & COO Club for key distributors, ii) Anubandh Retailer club is for select retailers.

Also, we conduct Focussed Group Discussions (FGDs) and Bhagidhari Sabha on annual basis to understand the concerns of key channel partners

Seeds

Engagement activities to encourage business support and infuse product knowledge.

i) Regal for Elite Distributors for specific business targets, ii) Milap for Key distributors meet, iii) Milan for Retailers. Also, we conduct Crop tours for Key Retailers and Distributors on annual basis to demonstrate our product performance.

DIGITAL INTEGRATION

Rallis, one of the leading ecosystem players, continued to embrace digital technologies as one of the enablers to accelerate its growth sustainably and improve the livelihood of farmers.

Enhancing the efficiency of existing digital Customer Relationship Management (CRM) platforms such as e-Bandhan, e-Sparsh, Sampark and advanced analytics platforms such as DRISHTI, SeedSure and SeedSay were the key focus areas to drive excellence in operations.

The implementation of the supply chains solutions like Integrated Business Planning (IBP) and Transportation Management System (TMS) at Rallis is leading to improved supply chain resilience and efficiency with respect to planning and execution with better visibility and transparency in the operations.

Rallis' flagship customer care initiative Dr. Vishwas is a digital platform that enables farmers to connect with Rallis' call centre and get advice on crop management and other related issues. With Dr. Vishwas, Rallis could improve its engagement with farmers and provide them with timely advice and support.

Key digital projects in FY 2022-23:

In the heart of India's agricultural belt, Rallis, has been innovating with technology to optimise its operations and help its customers. Rallis' digital team has developed several digital platforms to improve their sales operations, increase demand forecasting accuracy and reduce sales returns.

To strengthen sales operations further, Rallis has implemented a CRM platform called e-Sparsh, which provided our domestic sales teams with actionable insights and improved data visibility. With e-Sparsh, Rallis' sales teams could make quick decisions and take action to improve sales performance. Another key product is e-Bandhan, a digitally-enabled distributor management system that allows Rallis to manage its vast network of distributors effectively.

Rallis had also partnered with TCS to develop DRISHTI 2.0, a state-of-the-art decision intelligence system that utilised spaceborne remote sensing and AI to monitor farms and optimise crop

management. This system had won Rallis the prestigious CII-DX award for innovation and had been featured in the AWS Sustainability Partner Innovator Stories.

To improve the engagement with retailers in the Seeds Division, Rallis developed Dhaanya Edge, a digital platform that enabled retailers to interact with Rallis' sales teams and place orders. Additionally, Rallis had developed SAMPARK, a mobility solution that help them monitor and manage the day-to-day operations of crop advisors.

Overall, Rallis' digital initiatives have been instrumental in driving innovation and improving efficiency across the Company's operations. With its suite of digital platforms and innovative solutions, Rallis is well-positioned to continue leading the way in India's agrochemical industry.

FINANCIAL OVERVIEW

Performance for the year ended March 31, 2023

Analysis of Performance – Statement of Profit & Loss

Particulars	FY 2022-23	FY 2021-22	Change
	₹ in crore	₹ in crore	in %
Revenue from operations (Net)	2,967	2,604	13.9%
Other income	13	27	-53.7%
Cost of materials consumed	1,943	1,624	19.7%
Power and fuel	95	71	34.3%
Freight, handling and packing	98	113	-12.9%
Employee benefits expenses	256	239	6.9%
Depreciation and amortisation expenses	91	74	22.9%
Finance costs	12	5	155.6%
EBITDA	218	274	-20.4%
Profit after tax	92	164	-44.0%

Note: Figures are rounded off to the nearest crore

Income

During FY 2022-23, total income of the Company increased 13.2% from ₹ 2,631 crore in FY 2021-22 to ₹ 2,980 crore in FY 2022-23. This comprises revenue from operations and other income.

Revenue from operations increased by 13.9% during the year, from ₹ 2,604 crore in FY 2021-22 to ₹ 2,967 crore in FY 2022-23, driven by growth across business. Other income decreased by

53.7% from ₹ 27 crore in FY 2021-22 to ₹ 13 crore in FY 2022-23, which was due to lower yield from current investments and lower export benefits.

Expenses

The Company's total expenses increased by 18.4% from ₹ 2,409 crore in FY 2021-22 to ₹ 2,852 crore in FY 2022-23. Major expense items comprise the cost of materials consumed, purchase of stock-in-trade, power and fuel, freight, handling and packing, employee benefits, finance costs, depreciation and amortisation expenses.

Cost of materials consumed (including stock adjustments and purchases) increased by 19.7% from ₹ 1,624 crore in FY 2021-22 to ₹ 1,943 crore in FY 2022-23, due to steep cost inflation in key raw material prices and provision for inventory.

Power and fuel expenses increased 34.3% from ₹ 71 crore in FY 2021-22 to ₹ 95 crore in FY 2022-23, mainly due to the higher production coupled with increase in the prices of natural gas.

Freight, handling and packing expenses decreased 12.9% from ₹ 113 crore in FY 2021-22 to ₹ 98 crore in FY 2022-23 due to stabilisation of global supply chain during FY 2023.

Employee benefit expenses increased 6.9% from ₹ 239 crore in FY 2021-22 to ₹ 256 crore in FY 2022-23. This increase was on account of regular increments.

Depreciation and amortisation expenses increased by 22.9% from ₹ 74 crore in FY 2021-22 to ₹ 91 crore in FY 2022-23. This is on account of commercialisation of projects in line with the capacity expansion strategy.

Profitability

EBITDA margins decreased by 317 basis points (bps) from 10.5% in FY 2021-22 to 7.4% during the year under review. The decrease in EBITDA margin was on account of price increases not fully absorbing input cost inflation. The increase in other expenses was mainly due to higher power & fuel.

The Company's performance in FY 2022-23 was also impacted due to the reassessment of intangible assets under development which has resulted in impairment of technical know-how of seed development technology amounting to ₹ 30.41 crore. Also, reassessment of future sales potential has resulted in the Company recognising the provision for slow-moving inventory in seeds amounting to ₹ 52.81 crore.

Profit After Tax (PAT) decreased 44% from ₹ 164 crore in FY 2021-22 to ₹ 92 crore in FY 2022-23. PAT was reflective of the EBITDA trend. It was also impacted by higher cost of goods sold and lower other income due to reasons stated earlier.

Analysis of Performance – Balance Sheet

Non-Current Assets

Particulars	FY 2022-23	FY 2021-22	Change in %
	₹ in crore	₹ in crore	
Property, plant and equipment	520	531	-2.2%
Right-of-use asset	30	32	-6.1%
Capital work-in-progress	179	56	221.9%
Investment property*	-	-	-
Goodwill on amalgamation	196	196	-
Other intangible assets	12	11	7.3%
Intangible assets under development	57	74	-22.9%
Financial assets			
I. Investments	3	3	-
II. Other financial assets	20	19	4.3%
Income tax assets (net)	98	93	5.1%
Other non-current assets	38	48	-21.1%
	1153	1064	8.4%

Note: Figures are rounded off to the nearest crore

*Value is less than ₹ 1 crore

The decrease of 2.2% in property, plant and equipment was on account of higher depreciation as against capitalisation done during the year. Capital work in progress has increased by 221.9% due to capital expenditure incurred towards setting up of the new Multi-Purpose Plant (MPP) at Dahej.

Decrease in IAUD by 22.9% was on account of impairment of technical know-how of seed development technology amounting to ₹ 30.41 crore during the year.

Working Capital

Particulars	FY 2022-23	FY 2021-22	Change in %
	₹ in crore	₹ in crore	
Current assets			
Inventories	793	938	-15.5%
Financial assets			
I. Investments	219	209	5.1%
II. Trade receivables	499	446	11.8%
III. Cash and cash equivalents	44	11	314.6%
IV. Bank balances other than (iii) above	2	53	-96.4%
V. Other financial assets	6	7	-20.9%
Other current assets	78	127	-38.7%
Assets classified as held for sale	4	4	-1.9%
Total current assets	1,644	1,794	-8.3%
Current liabilities			
Financial liabilities			
I. Borrowings	101	54	86.7%
II. Trade payables	588	753	-21.8%
III. Other financial liabilities	156	106	47.9%
IV. Lease liabilities	12	13	-9.4%
Provisions	7	8	-6.4%
Income tax liabilities (net)	3	3	14.8%
Other current liabilities	121	140	-14.2%
Total current liabilities	989	1,077	-8.2%
Working capital (Net Current Assets)	656	717	-8.6%

Note: Figures are rounded off to the nearest crore

Working capital (net current assets) of the Company decreased by 8.6% from ₹ 717 crore as on March 31, 2022 to ₹ 656 crore as on March 31, 2023. The working capital cycle improved to 84 days this year as against 102 days in the previous year. The current ratio was at a comfortable level of 1.66.

Key elements of current assets comprise investment, inventory, trade receivables, cash and cash equivalents and bank balances. Current investments stood at ₹ 219 crore as on March 31, 2023, compared to ₹ 209 crore as on March 31, 2022.

Inventory

Inventory decreased by 15.5% from ₹ 938 crore as on March 31, 2022 to ₹ 793 crore as on March 31, 2023. Inventory cycle was at 163 days vis-à-vis 191 days in the previous year.

Trade Receivables

Trade receivables increased by 11.8% compared to the previous year and debtor turnover improved from 60 days as on March 31, 2022 to 58 days on March 31, 2023. Increase in debtors was mainly reported in Domestic Crop Care business on account of an increased turnover.

Trade Payables

Creditors decreased by 21.8% during the year mainly due to increased share of purchase from domestic markets having lower credit period and lower purchases at the end of the year. Creditor turnover ratio decreased from 152 days to 126 days.

Net Cash flows

Net cash flows from operating activities in FY 2022-23 were ₹ 217 crore against ₹ 166 crore in FY 2021-22.



Revenue from operations increased by 13.9% during the year, from ₹ 2,604 crore in FY 2021-22 to ₹ 2,967 crore in FY 2022-23, driven by growth across business



Working capital (net current assets) of the Company decreased by 8.6% from ₹ 717 crore as on March 31, 2022 to ₹ 656 crore as on March 31, 2023. The working capital cycle improved to 84 days this year as against 102 days in the previous year. The current ratio was at a comfortable level of 1.66.



Capital Employed

Particulars	FY 2022-23	FY 2021-22	Change in %
	₹ in crore	₹ in crore	
Equity			
Equity share capital	19	19	
Other equity	1,711	1,677	2.0%
Total equity	1,730	1,697	2.0%
Financial liabilities			
I. Non-Current Borrowings	3	4	-29.8%
II. Non-Current Lease Liabilities	21	22	-3.0%
III. Current Borrowings	101	54	86.7%
IV. Current Lease Liabilities	12	13	-9.4%
Total Debt	137	93	47.4%
Deferred Tax Liabilities	12	21	-42.4%
Total	1,879	1,811	3.8%

Capital employed increased by 3.8% to ₹ 1,879 crore as on March 31, 2023. Return on Capital Employed (ROCE) stood at 7.5% as on March 31, 2023 as against 12.6% as on March 31, 2022. Capital employed comprises net worth and non-current liabilities.

Net worth increased by 2% from ₹ 1,697 crore as on March 31, 2022 to ₹ 1,730 crore as on March 31, 2023. It comprises equity share capital divided into 19,44,68,890 equity shares of ₹ 1 each and reserves and surplus of ₹ 1,711 crore. Return on Equity as on March 31, 2023 decreased to 5.4% from 10% as on March 31, 2022 due to drop in profitability during the year.

The Company's debt increased by 47.4% as on March 31, 2023. This includes non-current borrowings, current borrowing, non-current lease liabilities and current lease liabilities. The Company's Debt-Equity ratio as on March 31, 2023 stood at 0.08 as compared to 0.05 as on March 31, 2022.

Key Financial Ratios

Type of Ratio	FY 2022-23	FY 2021-22	% Variance	Reason for variance greater than 25%
Current ratio	1.66	1.7	-0.2%	NA
Debt Equity Ratio	0.08	0.05	44.5%	Variance on account of increase in current borrowings to meet short term working capital requirement.
Debt Service Coverage Ratio	0.61	8.44	-92.7%	Variance on account of increase in current borrowings to meet short term working capital requirement & repayment of the same during the year.
Return on Equity (%)	5.4%	10.0%	-46.3%	Decline due to drop in profitability during the current year
Inventory Turnover	2.25	1.9	17.6%	NA
Debtors Turnover	6.26	6.1	2.9%	NA
Trade Payables Turnover	2.90	2.4	20.4%	NA
Net capital turnover ratio	4.30	3.6	21.0%	NA
Interest Coverage ratio	11.41	47.46	-76.0%	Decrease due to interest on borrowings and lower profitability
Operating Profit Margin (%)	7.4%	10.5%	-30.1%	Decline due to steep cost inflation in key raw material prices and on account of impairment of technical know-how of seed development technology and provision for slow-moving inventory in seeds
Net Profit Margin (%)	3.1%	6.3%	-50.6%	Decline due to steep cost inflation in key raw material prices and on account of impairment of technical know-how of seed development technology and provision for slow-moving inventory in seeds
Return on Capital employed (%)	7.5%	12.6%	-40.7%	Decline due to drop in profitability during the current year as mentioned above
Return on investment (%)	5.4%	10.0%	-46.3%	Decline due to drop in profitability during the current year as mentioned above

OPPORTUNITIES AND OUTLOOK

Vision of technology-driven and knowledge-based economy as we march towards India@100 is expected to fuel rapid transformation of agriculture. Cotton, Soybean, Maize and Sugarcane are emerging as major export opportunities and also important input to the industries to support India's economic prosperity. India needs to sustain the production of foodgrains, fruits and vegetables which can also be leveraged for exports. Self reliance in highly import-dependent oil seeds and pulses will be critical as we move forward. Fast-emerging climate change and sustainability challenges are expected to make agriculture more vulnerable and may cause severe hardship to the fragmented farmer base of India and the rural economy.

Leveraging technology across the agri value chain is critical for the sustainability of agriculture to support India's march to further economic prosperity. Government policies are focussed on transforming the agriculture value chain for increasing farmer income to balance the growth and also address the emerging challenges in agriculture. Agri value chain partners like Rallis have an important role to play in this transformation and Rallis will be focussing on strengthening its core in the near term to tap the longer-term opportunities.

India is the leading exporter of agrochemicals and has the potential to emerge as the global agrochemical supply chain hub as global peers are faced with multiple supply chain challenges and are strategising for supply chain diversification including India. Government is keen to support this emerging manufacturing opportunity with appropriate policy support. Rallis with its proven track record in manufacturing, research & development is rightly placed to tap this opportunity.

Domestic Agrochemicals

Rallis will continue to leverage its strong presence in paddy, cotton, fruits and vegetable crops with new launches and scaling up recently launched products. The Company has also launched and plans to launch new products in crops like soy, sugarcane, maize, wheat, pulses and oil seeds. The recently launched and pipeline consists of patented and highly differentiated combination products aligned with the emerging needs of the farmers.

Portfolio enhancement will be further supported by the market penetration strategy through increasing its distribution and retail network. Digitalisation initiatives such as e-Bandhan, e-Sparsh, Sampark and advanced analytics platforms such as DRISHTI to support the efficiency and effectiveness of the field force who closely work with the farmers across the country to drive demand generation. The overall plan is to sustain double-digit growth and improve the market share in the medium term.

Crop Nutrition

Sustained high growth of the crop nutrition segment was achieved through crop-specific and differentiated products supported by grassroot level farmer engagement for demand generation. The Company's strategy is to increase its revenue from large area crops, which are underpenetrated through a crop life cycle management approach and affordability. The Company will continue to leverage its strong presence in fruit and vegetable crops. In the soil conditioner segment, the Company will be launching new variants of the Geo Green portfolio to tap the niche crop segments.

Exports

Rallis has a leadership position in four of its existing products and this will be further leveraged through capacity expansion and registration in key markets to increase the share of wallet from its existing partners and build new partnerships.

The research and development teams have been working on adding new active ingredients for a multi-fold increase of the addressable market. This initiative will be supported by investment in registration in key markets of Europe, South and North America. The Company has also engaged with existing and new partners for scaling up the active ingredients pipeline.

To tap supply diversification strategies emerging from global agrochemical peers, the Company has engaged with multiple partners for contract manufacturing services, leveraging its proven manufacturing capabilities, EHS assurance and ethical business practices. The Research & Development team is undertaking process trials for some of the contract manufacturing pipeline projects which are expected to be commercialised and scaled up in a phased manner in the coming years. The existing and planned multi-purpose plant capacity will be fully leveraged for providing contract manufacturing services and committed for further manufacturing investments based on emerging customer needs.

Manufacturing

Company will continue to focus on its EHS philosophy aligned with the ambitious "30 by 30" initiative, targeting a 30% absolute reduction of carbon emissions by the year 2030. The focus will be on backward integration for cost leadership in its existing and pipeline active ingredients. The capacity expansion of existing products and multi-purpose plants will be fully leveraged to drive growth from in-house active ingredients. The state-of-the-art formulation facility will be fully utilised to serve its domestic and export customers including formulation contract manufacturing services. The Company will further undertake calibrated manufacturing investments to support the growth plan of domestic as well as export business leveraging its surplus land available in the chemical industrial hubs of Gujarat.

Seeds

Near term priority of the seed business will be stabilising revenue growth for profitable growth with calibrated fixed costs and operational efficiency. The focus will be on increasing the efficiency of market spending by focussing on high-potential geographies and products and de-focussing on value drainers.

Scaling up the promising and well-accepted North Cotton portfolio is the key priority. The Company will continue to leverage its differentiated products in other geography and crop segments including recently launched products with market-relevant traits. Aligning and scaling of hybrid seed production will be supported by digital initiatives such as SeedSure and SeedSay by leveraging the rolled-out DRISHTI platform.

Promising biotechnology events which are undergoing regulatory and internal trials are expected to provide value-capturing opportunities and the Company will work with industry peers in addressing the regulatory challenges for commercialising these technologies in the medium to long term.

RISKS AND CONCERNS

A robust risk management policy and framework is in place. The major risks and concerns are periodically reviewed and mitigation strategies are formulated along with the identification of opportunities. Our risk assessment process considers the impact and likelihood of risks and the time horizon over which a risk could occur. Mitigation plans are periodically tracked with key monitoring elements like measures and milestones to assess the progress and measure if the residual risks are within defined risk appetite/tolerances.

We consider both current and emerging risks that could affect our ability to achieve our objectives.

RESEARCH & DEVELOPMENT

In line with its mission of "Serving Farmers through Science", the Company leverages science in its R&D activities with the set system of identifying farmer needs. Both Crop Care and Seeds business has DSIR-recognised state-of-the-art R&D facilities and a NABL accreditation laboratory.

R&D

Company is increasing its investments in R&D and will be constructing a larger facility for an Integrated Sciences and Technology centre to house synthesis, analytical, formulation, crop nutrition and biotechnology labs in Bengaluru. The Company has commissioned a modern pilot plant facility at Dahej to support the scale-up of products.

Crop Care

By bringing and implementing recent and cutting-edge technologies, RICH provides potential solutions across domestic and exports, including contract manufacturing. It caters to the needs of farmers through Innovative solutions in Crop Protection and Crop Nutrition segments.

The Company's Research and Development efforts, through its New Solution Development and Introduction (NSDI) process, helps the Company to launch new products. R&D is focussed on developing and improving efficient and robust processes for molecules in the areas of crop protection segment having relevant market potential.

R&D has a strong and sustainable portfolio for the next 5-10 years for various crop care segments like insecticides, fungicides, herbicides and nutrition. The products are identified based on the need gap and market attractiveness for various geographies in India and overseas. R&D has a robust process for the evaluation and screening of products passing through different stage gates considering various criteria. We have collaborated with external expertise for novel formulation development and strengthened our strategic alliance partnerships new product developments.

Seeds

Rallis leverages its strength in conventional breeding as well as the modern biotechnological tools to bring out products suitable for Indian farmers. Conventional breeding work is spread in various locations across the country, Biotechnology activities are carried out at the Bengaluru R&D facility. GM traits such as insect resistance as well as herbicide tolerance in maize have been demonstrated for their efficacy at field conditions during the BRL-1 trial. Similar trials for cotton will be laid out during 2023 Kharif season. The major focus is through conventional breeding approaches for the crops such as Paddy, Maize, Cotton, Millet, Mustard and select Vegetables crops. Extensive application of

In line with its mission of "Serving Farmers through Science", the Company leverages science in its R&D activities with the set system of identifying farmer needs. Both Crop Care and Seeds business has DSIR-recognised state-of-the-art R&D facilities and a NABL accreditation laboratory.

molecular breeding complementing conventional breeding programs from marker-assisted breeding to genomic selection will continue.

SAFETY, HEALTH AND ENVIRONMENT

Rallis is committed to achieving Zero harm in all operations and processes. The Safety Management System is built on the foundations of leadership commitment and continuously improved processes. The Company has implemented various measures to ensure that its products are safe for use, including regulatory compliance, product development, labelling and packaging, training and education and handling, storage and disposal. The Company has adopted a risk-based Process Safety & Risk Management (PSRM) covering manufacturing sites that handle hazardous chemicals, its implementation has strengthened our EHS system and is enabling better operational safety. The Company has a Board-level Safety, Health, Environment and Sustainability Committee, chaired by an Independent Director. The Committee reviews and monitors the sustainability, safety, health and environmental policies and activities of Rallis India Limited on behalf of the Board to ensure that the Company is in compliance with appropriate laws and legislation.

Rallis is leading the way in promoting sustainable practices and minimising its environmental impact. The Company is committed to reducing hazardous waste and effluents, as well as reducing fresh water consumption in order to promote a circular economy. Our green energy initiatives like biomass-based boilers and harnessing solar energy help us achieve our goals of conserving resources. The Company is promoting biodiversity through the development of green belts and the conservation of natural habitats.

Rallis has been recognised for their excellence in safety and sustainability practices. Rallis won the prestigious National Safety Council of India (NSCI) for its safety record in Lote and Akola sites. The Company was recognised under Category 1A – Integrated Reporting - Manufacturing Sector of "ICAI Sustainability Reporting Awards 2021-22".

HUMAN RESOURCES

Rallis is known by its people who are the biggest assets. Their collective knowledge and skills combined with the right attitude to win, sets us apart. We continue to evolve as an organisation with a conducive workplace environment and people-oriented policies having a relentless focus on health and safety.

Our people strategy is guided by our core values, high performance, collaboration, continuous improvement and passion to win. To ensure that our people have a rewarding

experience, we focus on areas like talent acquisition, workplace culture and honing the skills & competencies in line with our business needs. We ensure that we have a talent pool who have been nurtured to tackle the challenges of tomorrow while helping deliver on organisational goals today. Adding to this is our diversity policy, which ensures that our workforce is balanced on various measures of diversity.

The Company has established robust people processes and initiatives that nurture a high-performing, conducive and inclusive work culture.

The Company believes in people-friendly workplace policies and constantly updates and refines them based on feedback received from employees. The Company has well-documented employee-friendly policies to enhance transparency, create a sense of teamwork, oneness and trust among employees and align employees' interests with the organisation's strategic goals. All the policies, benefits and guidelines are disseminated periodically. These policies assist in providing a holistic workplace environment and play a key role in the right talent onboarding, talent retention and leadership development.

As part of the Tata Group, the Company has also developed well-designed and documented corporate policies such as the Whistleblower Policy and POSH ("Prevention of Sexual Harassment") Policy, Guidelines on Human Rights, to prevent discrimination and harassment and to discourage wrong practices. The Company ensures equal access to opportunities in the areas of recruitment, learning & development, career progression and advancement. This is regardless of gender, age, racial/ethnic background, religion, or social status.

The Company believes in the TATA credo of doing business ethically and excellently. Adherence to the Tata Code of Conduct helps nurture the value of ethical business across the stakeholders. Rallis has adopted the Business & Human Rights Policy. It has charted the people's approach to the diversity and inclusion agenda.

In recent years, Rallis has stepped up the Learning and Development (L&D) programs to enhance the competencies and skills relevant for today and the future. In the current year, the flagship programs like "Arjun", Leadership Development Programme (LDP), Assessment & Development Centre (ADC), Management Development Program (MDP) for First Time Managers, Achievement Motivation Training (AMT), Practicing Business Excellence (BE) Training continued with more refinement in the course content. These programmes were designed and executed to sharpen and enhance the functional, techno-commercial and leadership capabilities of the workforce.

Along with classroom learning, we have successfully created a Digital Learning ecosystem for self-paced learning applications through Oracle Learning Management System (MyDarpan) and Massive Open Online Courses (MOOCs) like LinkedIn Learning and Global Gyan. The digital learning adoption rate has increased significantly in the current year.

Results of Employee Engagement Survey 2023 **80%**
(79% in 2021, external agency)

Total employee strength **1,716** | **1,796**
FY 2022-23 | FY 2021-22

CORPORATE SOCIAL RESPONSIBILITY

Recently, Rallis prepared its strategy of Corporate Social Responsibility (CSR) and Affirmative Action (AA) for the next 5 years. It aspires to improve the quality of life of the community (30% AA) it serves by enhancing socio-economic conditions by 25%. Rallis has adopted 3 approaches - CSR at Manufacturing sites, CSR at Farmer connect sites and CSR in aspirational districts. The CSR programmes will be relevant to the local, national and global context and address the majority of the Sustainable Development Goal (SDG) and Core principles of CSR of Tata Group.

- **Jal Dhan:** Scarcity of Water is a serious issue in rural life. Jal Dhan is implemented in water-stress regions to increase water availability for domestic and Agri use. Rallis motivates villagers to take ownership of the project by becoming the implementing partner. Villagers contribute a minimum of 10% of the Project cost via "Shramdaan". As per the topography, various methods are implemented like land treatment, drainage line treatment e.g., deepening and de-silting canal, pond, existing water storage structures, constructing small check-dams, ponds and so on and so forth. Rallis India Limited has covered 90 (82 villages in the previous year) villages so far under its Jal Dhan project from Maharashtra and Gujarat.
- **RUBY:** The status of government schools particularly those in remote and rural areas suffer from the lack of infrastructure, poor quality of teaching and poor governance. Against this backdrop, Rallis decided to support the creation of Ujjwal Bhavishya for the next generation. It was decided to initiate various educational programmes focussing on the Learn with Fun concept. Rallis has branded its educational intervention as – RUBY (Rallis Ujjwal Bhavishya Yojana).

Highlights of the year:

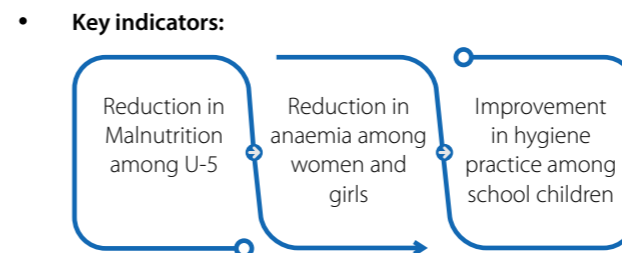
- o Piloted Math initiative in partnership with FIM - First in math organisation in Gujarat and Maharashtra with 708 students. Till Feb end solved more than 15,38,000 math problems. Currently, 8.4% of students covered under FIM are awarded Mathematician (solved more than 9,000 problems) and 0.8% are awarded Grand Champions (solved more than 30,000 problems)
- o Replicated English intervention in Gujarat and supported for translation of English material into the Kannada language
- o In the current year, Partnered with FALI (Future Agriculture Leaders of India) to support 2 schools from Maharashtra and provided scholarships to 2 girl students for BSc - Agri and BSc Horti studies
- o Arranged State-level Science exhibition among RUBY schools recognised the top 3 experiments. A team of girls representing ZP Shivar School, Akola was declared Winner
- o Added 2 new Special children schools. A total of 4 special children schools are supported by Rallis

- **Unnat Gram:** Model Tribal Villages - Converting a Tribal village into a Model village in 3-5 years. The focus is on Basic infrastructure, Education, Health, Capacity building and Economic development
- **Rallis' Approach to the model village:** Participatory and Collaborative Model, wherein the Company, NGO and Tribal from the respective village will work together for development and follow scientific way to identify needs and priorities of the tribal. Developing a model which can be replicated in other locations and a program designed in a manner that addresses the majority of Sustainable Development Goals
- Saksham gram is developed on a similar line with the Unnat gram philosophy with the difference of engaging children, women and youths from all communities. Focus is on enhancing the academic performance of students, the skilling of youth and women, the health of families and livelihood interventions.

Highlights of the year:

- o Partnered with Government department for skill training of women and youth
- o Developed 2,800 + kitchen gardens to address health issues. Kitchen gardens have produced more than 106 tonnes of vegetables during the Kharif season, which if sold outside 100% would have earned more than ₹ 51.32 lakhs rupees. Approximately, 60% of produced was consumed at home and 40% was sold in the market thus kitchen garden acted as a secondary income source for all these families

- Rallis has branded its skill intervention as TaRa, an acronym for Tata Rallis, secondly, Tara is a Star in Indian local language which emits bright light and can brighten the environment surrounding them. In similar ways, a skilled person especially a woman has the potential to brighten and empower her family and the society she comes from.
- Rallis has initiated skill training centres near Mumbai and Akola in partnership with Light of Life Trust (LOLT). This centre imparts various skills to students and women in Tailoring, Beautician, Backyard poultry, Goat rearing, Bike repairing, Mobile repairing, Computer, Business planning and Bamboo art.
- **Sampoorna Poshan:** Focus to promote positive health by addressing the issue of undernutrition among children and anaemia among women and girls through various activities like Nutri club, screening camps and health education.



- **C-Safe:** Centre for Sustainable Agriculture and Farm excellence: To advocate & introduce innovations for farmers which will add value in the entire crop cycle and improving the income of small and marginal farmers by working with the members of identified Farmer Producer Organisation (FPO) / Farmer Producer Company (FPC). Projects are underway with 8 FPCs in Maharashtra and Karnataka.

INFORMATION TECHNOLOGY

During the year, we have enhanced the functionalities in applications such as Laboratory Information and Management System (LIMS), Sales Force, Transport Management System (TMS) which are integrated with core ERP of SAP, leading to enriched data across the systems. Insightful reports are made available across the organisation which is leading to better operational control and enhanced user experience in the downstream systems.

The manufacturing plant at Dahej is now equipped with safety alerts, historical datasets for advanced diagnostic analytics and DWM (Daily Work Management) Reporting. These reports are enabling the plant to have safer and smoother operations.

There was a renewed focus on IT infrastructure where all major applications migrated to the cloud. Reduced carbon footprint by reducing rack in Internet Data Center (IDC).

Cyber security was one of the key focus areas where Operation technology (OT) network segregation was done at Dahej SEZ leading to a safer environment. Further, cybersecurity is outsourced to TCS including the setup of the Security operations center (SOC) to monitor, prevent, detect, investigate and respond to cyber threats around the clock.

All the critical servers have been integrated and networking devices under Security Information and Event Management (SIEM) are helping Rallis to recognise potential security threats and vulnerabilities before they have a chance to disrupt the operations.

INTERNAL CONTROL SYSTEMS AND ADEQUACY

The Company has established robust internal control systems by instituting adequate policies and procedures covering all financial and operating functions. These controls have been developed and designed in a manner consistent with the maintenance of accounting records for ensuring the reliability of financial information, monitoring of operations, protecting assets from unauthorised use or losses and compliance with regulatory requirements. The Company has digitised key process controls through the ERP systems to maximise automation, enable expeditious management reporting and reduce the risk of fraudulent transactions.

The Internal audit team reviews these controls through a risk-based approach. The Company has an Audit Committee Charter which defines the internal audit plan and methodology for executing

the reviews. The plan is aligned with the major risks identified by the business and is approved by the Audit Committee of the Board. The scope of audits comprises review and reporting on key process risks, adherence to operating guidelines and statutory compliances. The progress of the audit plan along with the findings and recommendations of the reviews are placed before the Audit Committee. The Committee monitors the adequacy and reliability of financial reporting, internal controls and risk management systems.

BUSINESS EXCELLENCE

Rallis has been relentlessly pursuing the journey of excellence while focussing on its sustainable profitable growth agenda. It has embraced the Tata Business Excellence Model (TBEM) which has helped immensely to inculcate a culture of continuous improvement and excellence. The TBEM assesses the Company on its processes and results parameters to identify its level of maturity and improvement. The journey has helped build capabilities amongst the young leaders who engage with various teams to improve operational efficiency and effectiveness. Ralliites on Continuous Karma (ROCK) is one such impactful initiative that takes the excellence journey to every nook and corner of Rallis. The campaign for excellence is being done in multiple ways like "Practicing Business Excellence" and other capability-building programmes. The Company has been consistently recognised by various professional bodies. It has won several coveted awards like the prestigious Tata Group JRD QV Award, CII Exim Bank BE

Award, CII HR Excellence Award, Tata InnoVista and National Safety awards. Rallis has been part of Tata Chemicals Integrated TBEM Assessment also. In the recent past assessment, we got the Industry Leader recognition (as TCL enterprise). Rallis has charted its growth agenda through Data Excellence, Social Excellence and Safety Excellence as well. Under Data Excellence, it has embraced Data Excellence using TCS Data maturity assessment (DATOM) to understand the maturity on data centricity. Rallis has been part of Social Excellence journey using Tata Affirmative Action Programme (TAAP) framework. In the recently concluded TAAP assessment, we are in the score band of 526-550 band which marks the significant jump from the earlier assessment. We are very much on the path of Safety & Health Excellence as well using Tata Safety standards.

CAUTIONARY STATEMENT

Statements in the Management Discussion & Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward-looking statements' within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include among others, climatic conditions, economic conditions affecting demand-supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the Government regulations, tax laws and other statutes and other incidental factors.

Corporate Governance Report

Productivity and efficiency can be achieved only step by step with sustained hard work, relentless attention to details and insistence on the highest standards of quality and performance.

-JRD Tata

1. Company's Philosophy on Corporate Governance

At Rallis India Limited ('Rallis' / 'the Company'), Corporate Governance primarily hinges on the cardinal principles of accountability, transparency and fairness in all its transactions in the widest sense to meet stakeholder aspirations. It is not mere compliance of laws, rules and regulations but a commitment to its values, best management practices and adherence of the highest ethical principles in all its dealings to achieve the objectives of the Company, enhance stakeholder value and discharge its social responsibility.

The Corporate Governance framework and philosophy is a reflection of the Company's corporate culture, policies, values and relationship with stakeholders which is driven relentlessly across the organisation. The governance philosophy embraces the tenets of transparency, independence, accountability, fair and timely disclosures and ethical corporate citizenship as means for implementing its corporate governance framework in letter and spirit which is further integrated into the Company's growth strategy and shall continue to remain a guiding force for the years to come.

The Company believes that ensuring the highest standards of Corporate Governance is a key driver of sustainable corporate growth and long-term value creation for its stakeholders. The Company is continuously evolving its performance goals and optimising sustainable yield for its stakeholders to integrate ethical analysis into defining its corporate culture with an aim to social responsibility and return.

At Rallis, good Corporate Governance is indispensable to resilient and vibrant capital markets and is, therefore, an important instrument of investor protection. The Company's Corporate Governance structure ensures timely implementations of plans and adequate disclosures

as well as fair dealings with stakeholders' interests thereby ensuring highest standards of business ethics and integrity. The Company always endeavors to leverage its resources to translate opportunities, create awareness of corporate vision and spark dynamism at all levels.

The Company is committed to the Tata Code of Conduct ('TCoC') which articulates values and ideals that guide and govern the conduct of the Tata companies. The same is available on the website of the Company at <https://www.rallis.com/TCOC>.

The Company's Corporate Governance philosophy is also reinforced through adoption of the Code of Conduct for Prevention of Insider Trading, Code of Corporate Disclosure Practices, Anti-Bribery & Anti-Corruption and Anti-Money Laundering Policies, Business and Human Rights Policy and the Tata Business Excellence Model as a means to drive excellence towards its long-term strategic objectives. The Company has also adopted the governance guidelines on Board effectiveness to fulfill its responsibilities towards its stakeholders. Strong leadership and effective corporate governance practices have been the Company's hallmark inherited from the Tata culture and ethos.

The Company has adhered to the requirements stipulated under Regulations 17 to 27 read with Para C and D of Schedule V and clauses (b) to (i) and (t) of Regulation 46(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') as applicable with regard to Corporate Governance.

2. Board of Directors Composition of the Board

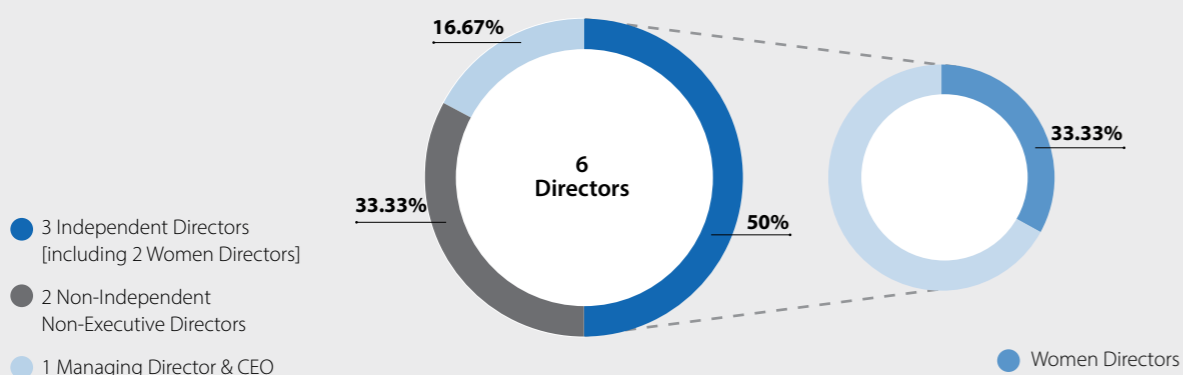
The Board of Directors ('the Board') of the Company, being the highest governance authority within the Management structure of the Company, is at the core of our Corporate

Governance practices. Driven by the values of ethical standards and robust governance framework of the Company, the Board strives to work in the best interest of the Company and its stakeholders. The Company has established processes and policies in place to ensure that the Board is well informed and well equipped to discharge its overall responsibilities and provide the Management

with strategic direction catering to exigency of long-term stakeholders' value.

The Board, along with its Committees, fosters sound standards of Corporate Governance and provides independence, leadership and guidance to the Management. The Board has a fiduciary duty in ensuring that the rights of all stakeholders are protected.

The Board composition is in conformity with Regulation 17 of the SEBI Listing Regulations read with Sections 149 and 152 of the Companies Act, 2013 ('the Act').

Board Composition as on March 31, 2023


None of the Directors is related to each other and there are no *inter se* relationships between the Directors.

Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act, along with the rules framed thereunder, including any amendments thereto. In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors of the Company have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence. Based on the declarations received from the Independent Directors, the Board has confirmed that they meet the criteria of independence as mentioned under Section 149 of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the Management. Further, the Independent Directors have, in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014, confirmed that they have enrolled themselves in the Independent Directors' Databank

maintained with the Indian Institute of Corporate Affairs ('IICA') and are exempt from the requirement to undertake the online proficiency self-assessment test conducted by IICA.

The strength of the Board is accentuated by diversity in terms of the collective skill sets, gender and experience of the Directors. The Company currently has an optimum mix of Directors on the Board who possess the requisite qualifications and experience in general corporate management, finance, strategy, operations and other allied fields which enable them to contribute effectively to the Company in their capacity as Directors of the Company. Detailed profiles of the Directors are available on the Company's website at <https://www.rallis.com/POBD>.

None of the Directors on the Board is a Member of more than 10 Committees and Chairperson of more than 5 Committees [Committees being Audit Committee and Stakeholders Relationship Committee as per Regulation 26(1) of the SEBI Listing Regulations] across all public companies in which he/she is a Director. The necessary disclosures regarding committee positions have been made by all the Directors.

None of the Directors hold office in more than 10 public companies as prescribed under Section 165(1) of the Act. No Director holds directorships in more than 7 listed companies. Further, none of the Non-Executive Directors serve as Independent Director in more than 7 listed companies as required under the SEBI Listing Regulations. Further, the Managing Director & CEO does not serve as an Independent Director in any listed company.

During the year under review, eight (8) Board Meetings were held on the following dates:

- April 21, 2022
- July 19, 2022
- August 25, 2022
- October 19, 2022
- December 7, 2022
- January 18, 2023
- January 20, 2023
- March 21, 2023

The gap between two Meetings did not exceed 120 days and the Meetings were conducted in compliance with all applicable laws. The necessary quorum was present for all the Board Meetings.

Category and Attendance of Directors

The category and attendance of Directors at the Board Meetings held during the financial year under review, the number of Directorships/Chairpersonships and Committee positions held by them in other public limited companies and the names of the listed entities where they hold Directorship and the category of such Directorship as on March 31, 2023 are given below:

Sr. No.	Name of the Director	No. of Board Meetings attended during the year (Total 8 Meetings)	No. of Directorships in other public limited companies*		No. of committee positions in other public limited companies**		Directorships in other listed entities	
			Chairperson	Member	Chairperson	Member	Name of listed entity (including debt listed)	Category of Directorship
Non-Independent, Non-Executive Directors								
1.	Mr. Bhaskar Bhat (Chairman) DIN: 00148778	8	-	5	-	5	Trent Limited Titan Company Limited Bosch Limited Kansai Nerolac Paints Limited	NINED NINED ID ID
2.	Mr. R. Mukundan DIN: 00778253	8	-	2	-	2	Tata Chemicals Limited Tata International Limited^	MD & CEO NINED
Independent, Non-Executive Directors								
3.	Dr. Punita Kumar Sinha DIN: 05229262	8	-	5	2	4	Lupin Limited JSW Steel Limited	ID ID
4.	Dr. C.V. Natraj DIN: 07132764	8	-	2	-	-	Tata Chemicals Limited	ID
5.	Ms. Padmini Khare Kaicker DIN: 00296388	8	-	5	3	2	Kotak Mahindra Investments Limited^ Tata Chemicals Limited JB Chemicals and Pharmaceuticals Limited Blue Dart Express Limited Bosch Limited	ID ID ID ID ID
Executive Director (MD & CEO)								
6.	Mr. Sanjiv Lal DIN: 08376952	8	-	-	-	-	-	-

MD & CEO – Managing Director & Chief Executive Officer; ID – Independent Director; NINED – Non-Independent, Non-Executive Director

^ Debt listed company

* Excludes Directorships/Chairpersonships in Private Limited Companies, Foreign Companies, Government Bodies, Companies registered under Section 8 of the Act and Alternate Directorships

** Represents Chairpersonships/Memberships of Audit and Stakeholders Relationship Committees in all public limited companies as required under Regulation 26(1)(b) of the SEBI Listing Regulations

The Seventy-Fourth (74th) Annual General Meeting ('e-AGM') of the Company for the Financial Year ('FY') 2021-22 was held on June 24, 2022 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') in accordance with the relevant circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI'). All the Directors of the Company were present at the 74th e-AGM.

Shareholding of Directors as on March 31, 2023

Dr. C. V. Natraj, Independent Director, holds 4,835 Equity Shares (0.002%) of the Company. No other Director holds any shares in the Company. During the year under review, the Company has not issued any convertible instruments.

Board Procedure

For seamless scheduling of Meetings, the annual calendar of the Board and Committee Meetings is agreed upon at the beginning of the year. The agenda is circulated well in advance to the Board/Committee Members along with comprehensive background information forming part of the agenda to enable the Board/Committees to arrive at appropriate decisions. The Company Secretary tracks and monitors the Board and Committee proceedings to ensure that the Terms of Reference/Charters are adhered to, decisions are properly recorded in the minutes and actions on the decisions are tracked thereby enriching the effectiveness of the Meetings. The Terms of Reference/Charters are amended and updated from time to time in order to keep the functions and role of the Board and its Committees at par with the changing statutes.

The agenda and related information is circulated through a secure application, which can be accessed electronically. This has reduced paper consumption, thus enhancing the sustainability efforts of the Company and maintaining confidentiality of information. Video conferencing facility is provided to facilitate Directors who are unable to attend the Meeting in person.

At the Board Meetings, the Managing Director & CEO appraises the Board on the overall performance of the Company to enable the Board to discharge its responsibilities effectively and take informed decisions. The Board also, *inter alia*, reviews the strategy, annual business plan and capital expenditure budgets, adoption of quarterly/half-yearly/annual financial results, compliance reports on all laws applicable to the Company, EHS (Environment, Health and Safety) performance, people process matters and minutes of the Meetings of Committees of the Board. The Chairperson of all the Committees briefs the Board at

its Meetings about the significant discussions at each of the Committee Meetings. Additionally, the Board is kept informed of all major events, including information listed under Regulation 17(7) read with Part A of Schedule II to the SEBI Listing Regulations. Basis the business requirements, members of the Senior Leadership are invited to attend the Board and Committee Meetings, which brings in requisite accountability and provides developmental inputs.

Code of Conduct

The Code of Conduct reflects the Company's core values, identifies corporate responsibilities towards its stakeholders and obliges the Management to comply with the fundamental guidelines when exercising their authority, both within and outside the organisation.

The Company has adopted the TCoC applicable to all its employees, including the Managing Director & CEO which is available on the website of the Company at <https://www.rallis.com/TCOC>.

The Board has also adopted a Code of Conduct for the Non-Executive Directors of the Company, which incorporates the duties of Independent Directors as laid down in Schedule IV to the Act and Regulation 17(5) of the SEBI Listing Regulations which is available on the website of the Company at <https://www.rallis.com/COCNED>.

As on March 31, 2023, all the Board Members and Senior Management of the Company have affirmed compliance with their respective Codes of Conduct. A declaration to this effect duly signed by the Managing Director & CEO forms part of this Report. The Company has also received a confirmation from the Non-Executive Directors and Independent Directors regarding compliance of the Code for the year under review.

Apart from receiving remuneration that they are entitled to under the Act as Non-Executive Directors and reimbursement of expenses incurred in the discharge of their duties, none of the Non-Executive Directors had any other material pecuniary relationship or transactions with the Company, its Holding, Subsidiary(ies), Promoters, Directors, Senior Management during the three immediately preceding financial years or during the current financial year.

Senior Management of the Company have made disclosures to the Board confirming that there are no material financial and/or commercial transactions between them and the Company that could have potential conflict of interest with the Company at large.

Independent Directors

Independent Directors play a vital role in the governance processes of the Board by creating a conducive environment for insightful deliberations and informed decision-making thus enhancing corporate credibility and governance standards. Their increased presence in the boardroom has been hailed as a harbinger for striking a right balance between individual, economic and social interests. The Company currently has three Non-Executive, Independent Directors which comprises 50% of the total strength of the Board of Directors. The maximum tenure of the Independent Directors is in accordance with the Act and the SEBI Listing Regulations.

All Independent Directors of the Company have been appointed as per the provisions of the Act and the SEBI Listing Regulations. Formal letters of appointment have been issued to Independent Directors. As required by Regulation 46 of the SEBI Listing Regulations, the terms and conditions of their appointment are disclosed on the Company's website at <https://www.rallis.com/TCAID>.

In the opinion of the Board, the Independent Directors fulfill the conditions of independence specified in the Act and the SEBI Listing Regulations and are independent of the Management.

The appointment/re-appointment of Independent Directors is carried out in a structured manner in accordance with the provisions of the Act and the SEBI Listing Regulations. The Charter of the Nomination and Remuneration Committee ('NRC') provides for identification of candidates based on certain laid down criteria and takes into consideration the need for diversity of the Board and accordingly makes its recommendations to the Board.

Meeting of Independent Directors

During the year under review, a separate Meeting of the Independent Directors of the Company was held on March 21, 2023 as required under Schedule IV to the Act (Code for Independent Directors) and Regulation 25(3) of the SEBI Listing Regulations. At the Meeting, the Independent Directors:

- Reviewed the performance of Non-Independent Directors and the Board as a whole;
- Reviewed the performance of the Chairman of the Company, taking into account the views of the Managing Director & CEO and Non-Executive Directors; and

- Assessed the quality, quantity and timeliness of flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Meeting was attended by all the Independent Directors as on that date and Dr. C. V. Natraj chaired the said Meeting.

Familiarisation Programme for Independent Directors

The Company has an orientation programme upon induction of new Directors as well as other initiatives to update the existing Directors on a continuous basis.

Pursuant to Regulation 25(7) of the SEBI Listing Regulations, the Company also has an ongoing familiarisation programme for its Independent Directors with the objective of familiarising them with the Company, its operations, strategies and business model, nature of the industry and environment in which it operates, functions, policies and procedures of the Company, the regulatory environment applicable to it, etc. The Board is provided with all the documents required and/or sought by them to have a good understanding of the Company, its business model and various operations and the industry of which it is a part.

The Board is also regularly informed about significant developments in the industry, geopolitical issues, regulatory changes and other developments that impact the Company.

Pursuant to Regulation 46 of the SEBI Listing Regulations, details of familiarisation programmes imparted to the Independent Directors are available on the Company's website at <https://www.rallis.com/DFPID>.

During the year under review, an offsite strategy Board Meeting was organised which provided the Board an opportunity to comprehend the Company's footprint in the industry and provide a good perspective of the future opportunities/challenges. The Meeting focussed on the Company's future strategy and covered various areas of business functions.

Re-appointment of Director

As required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2, particulars of the Director seeking re-appointment are given in the Explanatory Statement to the Notice of the Annual General Meeting ('AGM') forming part of this Integrated Annual Report.

Key Skills, Expertise and Competencies of the Board

The Company aims to cultivate a broad spectrum of demographic attributes and characteristics in the boardroom that elevates the Board's effectiveness to provide foresight and add value to the decision-making process. The Board of the Company comprises leaders and experts in their respective fields for achieving the objectives of the Company while operating effectively, responsibly and sustainably.

The Members bring in the required skills, competence and expertise to the Board. The Directors are appointed based on well-defined selection criteria. The NRC considers, *inter alia*, key skills, qualifications, expertise and competencies, whilst recommending to the Board the candidature for appointment of Director. The Board of Directors, based on the recommendations of the NRC, identified the following core key skills/expertise/competencies of Directors as required in the context of business of the Company for its effective functioning which are currently possessed by the Board Members of the Company and mapped against each of the Directors:

Sr. No.	Skills & Expertise	Mr. Bhaskar Bhat	Dr. Punita Kumar Sinha	Dr. C. V. Natraj	Ms. Padmini Khare Kaicker	Mr. R. Mukundan	Mr. Sanjiv Lal
1.	Leadership	✓	✓	✓	✓	✓	✓
2.	Industry experience	✓		✓		✓	✓
3.	Science and Technology			✓		✓	✓
4.	IT and Digitalisation		✓		✓		✓
5.	Strategy	✓			✓	✓	✓
6.	Finance and Governance		✓		✓	✓	
7.	HR and Communication	✓		✓	✓	✓	
8.	Safety and Sustainability	✓	✓	✓		✓	✓
9.	Multiple geography experience	✓	✓	✓		✓	✓

Board and Director Evaluation and Criteria for Evaluation

Criteria for evaluation of individual Directors include aspects such as attendance and contribution at the Board/Committee Meetings. Criteria for evaluation of the Committees of the Board are broadly based on the Guidance Note on Board Evaluation issued by SEBI which *inter alia*, included a questionnaire on the structure of Board, Meetings of the Board and the functions of Board and Management after considering aspects of the Board's composition, functioning, obligations and governance.

The Company follows a practice of implementing each of the observations from the annual evaluation by calendarising its implementation through the Action Taken Report that is reviewed by the Board of Directors from time to time.

The action areas identified in the process are being implemented to ensure a better interface at the Board/Management level.

In terms of the requirement of the Act and the SEBI Listing Regulations, during the year under review, the Board has carried out an annual performance evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees. The exercise

was led by the Chairman of the NRC along with the Chairman of the Board.

The overall functioning of the evaluation process reflected a high degree of engagement amongst the Board members and their freedom to express views on matters transacted at the Meetings.

The procedure followed for the performance evaluation of the Board, its Committees and Individual Directors is detailed in the Board's Report.

3. Audit Committee

Terms of Reference

The Audit Committee is constituted and functions in accordance with Section 177 of the Act, Regulation 18 of the SEBI Listing Regulations and its Charter adopted by the Board. The terms of reference of the Audit Committee, *inter alia*, include:

- Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible
- Discuss and review with the Management, the annual/half-yearly/quarterly financial statements and

the limited review report/auditor's report thereon, before submission to the Board for approval

- Review of the Company's accounting policies, internal accounting and financial controls, risk management policies and such other matters
- Discuss with the statutory auditors, before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern
- Hold timely discussions with the statutory auditors regarding critical accounting policies and practices and significant financial reporting issues and judgements made
- Recommend to the Board the appointment, re-appointment and if required, the replacement or removal of statutory auditors, remuneration and terms of appointment of auditors, fixation of audit fees and to approve payment for any other services rendered by the statutory auditors
- Review and monitor the auditor's independence, qualification and performance and effectiveness of audit process
- Review with the management, performance of the statutory and internal auditors
- Review the adequacy of the internal audit function and the adequacy and efficacy of the internal control systems
- Evaluate internal financial controls and risk management systems
- Review the related party transactions including any subsequent modification to the related party transactions and review the functioning of the Whistleblower Mechanism
- Review the effectiveness of the system for monitoring compliance with laws and regulations and oversee compliance with legal and regulatory requirements, including the Tata Code of Conduct for the Company and its subsidiaries
- Approve the appointment of the Chief Financial Officer after assessing the qualifications, experience and background of the candidate
- Consider and comment on the rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders

All the items listed in Section 177 of the Act and Regulation 18(3) read with Part C of Schedule II to the SEBI Listing Regulations are covered in the terms of reference of the Audit Committee.

Further, pursuant to Regulation 18(2)(c) of the SEBI Listing Regulations, the Audit Committee is empowered to investigate any activity within its terms of reference, seek information it requires from any employee, obtain outside legal or other independent professional advice and secure attendance of outsiders with relevant expertise, if considered necessary. Apart from the above, the Audit Committee also exercises the role and powers entrusted upon by the Board of Directors from time to time and as mandated under the applicable rules / regulations / laws.

Meetings Held

During the year under review, seven (7) Meetings of the Audit Committee were held on the following dates:

- April 21, 2022
- July 19, 2022
- August 25, 2022
- October 19, 2022
- January 18, 2023
- January 20, 2023
- March 2, 2023

Composition and Attendance

The composition of the Audit Committee and the details of Meetings attended by the Members during the year under review are given below:

Name of the Member	Category	No. of Meetings held	No. of Meetings attended
Ms. Padmini Khare Kaicker, Chairperson	ID	7	7
Dr. C. V. Natraj	ID	7	7
Dr. Punita Kumar Sinha	ID	7	7
Mr. R. Mukundan	NINED	7	7

ID – Independent Director; NINED – Non-Independent, Non-Executive Director

The gap between two Audit Committee Meetings did not exceed 120 days. The necessary quorum was present at the above Meetings.

During the year under review, the Independent Directors on the Audit Committee also held a separate one-on-one meeting with the Statutory Auditors to obtain their inputs

on significant matters, controls, concerns and opinions, if any, relating to their respective areas of audit.

The Audit Committee reviewed the key audit findings covering operational, financial and compliance areas, internal financial controls and financial reporting systems, related party transactions, functioning of the whistleblower mechanism. The minutes of each Audit Committee Meeting are placed at the next Meeting of the Board after they are confirmed by the Committee. Actions arising from the previous meetings are reviewed at subsequent meetings of the Audit Committee.

The Meetings of the Audit Committee are usually attended by the Chairman of the Board, Managing Director & CEO, Chief Financial Officer, Chief Operating Officer, Head - Internal Audit and representatives of the Statutory Auditors. The Company Secretary acts as the Secretary to the Committee. The Chairperson of the Audit Committee has one-on-one meetings both with the Internal Auditors and the Statutory Auditors on a periodic basis to obtain their inputs on significant matters relating to the respective areas of audit and discuss key concerns, if any. The Audit Committee acts as a link between the Management, Statutory Auditors, Internal Auditors and the Board of Directors and oversees the financial reporting process.

Ms. Padmini Khare Kaicker, Chairperson of the Audit Committee, was present at the e-AGM of the Company held on June 24, 2022.

4. Nomination and Remuneration Committee

Terms of Reference

The Nomination and Remuneration Committee ('NRC') is constituted and functions in accordance with Section 178 of the Act, Regulation 19 of the SEBI Listing Regulations and its Charter, as adopted by the Board. The NRC is responsible for evaluating the balance of skills, experience, independence, diversity and knowledge on the Board and for drawing up selection criteria, ongoing succession planning and appointment procedures for both internal and external appointments. Further, the Committee is also responsible for formulating policies with respect to remuneration, performance evaluation, Board diversity, etc. in line with the Act and the SEBI Listing Regulations. The terms of reference of the NRC, *inter alia*, include:

- Recommend to the Board the setup and composition of the Board, including formulation of the criteria for determining qualifications, positive attributes and independence of a Director

- Evaluate the balance of skills, knowledge and experience on the Board and prepare a description of the role and capabilities required of an independent director
- Recommend to the Board the appointment or re-appointment of Directors, KMPs and executive team and support the Board for review and refresh of the Committees
- Carry out the evaluation of every Director's performance and support the Board and Independent Directors in the evaluation of the performance of the Board, its Committees and individual Directors
- Oversee the performance review process for the KMP and executive team with the view that there is an appropriate cascading of goals and targets across the Company
- On an annual basis, recommend to the Board the remuneration payable to Directors, KMP and executive team of the Company
- Review HR and People strategy and its alignment with the business strategy periodically or when a change is made to either and review the efficacy of HR practices

Meetings Held

During the year under review, three (3) Meetings of the NRC were held on the following dates:

- April 21, 2022
- March 21, 2023
- August 25, 2022

Composition and Attendance

The composition of the NRC and the details of Meetings attended by the Members during the year are given below:

Name of the Member	Category	No. of Meetings held	No. of Meetings attended
Dr. C. V. Natraj, Chairman	ID	3	3
Ms. Padmini Khare Kaicker	ID	3	3
Mr. R. Mukundan	NINED	3	3

ID – Independent Director; NINED – Non-Independent, Non-Executive Director

The necessary quorum was present at the above Meetings. Dr. C. V. Natraj, Chairman of the NRC, was present at the e-AGM of the Company held on June 24, 2022.

5. Stakeholders Relationship Committee

Terms of Reference

The Stakeholders Relationship Committee ('SRC') looks into various aspects of interest of shareholders. The Committee ensures in servicing and protecting the interests of shareholders, maintaining cordial investor relations and overseeing the mechanism to review and redress investors' grievances.

The terms of reference of the SRC, *inter alia*, include:

- Review statutory compliance relating to all security holders
- Review measures taken for effective exercise of voting rights by shareholders
- Oversee compliances in respect of dividend payments and transfer of unclaimed amounts to the Investor Education and Protection Fund
- Oversee compliances in respect of transfer of shares to the Investor Education and Protection Fund in accordance with the provisions of the Act and Rules made thereunder, as applicable from time to time
- Review the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company
- Review movements in shareholding and ownership structures of the Company
- Ensure setting of proper controls, review adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agents and oversee performance of the Registrar and Share Transfer Agents
- Recommend measures for overall improvement of the quality of investor services

Meetings Held

During the year under review, two (2) Meetings of the SRC were held on the following dates:

- August 25, 2022
- March 2, 2023

Composition and Attendance

The composition of the SRC and the details of the Meetings attended by the Members during the year under review are given below:

Name of the Member	Category	No. of Meetings held	No. of Meetings attended
Dr. Punita Kumar Sinha, Chairperson	ID	2	2
Mr. R. Mukundan	NINED	2	2
Mr. Sanjiv Lal	MD & CEO	2	2

MD & CEO – Managing Director & Chief Executive Officer; ID – Independent Director; NINED – Non-Independent, Non- Executive Director

The necessary quorum was present at the above Meetings. Dr. Punita Kumar Sinha, Chairperson of the SRC, was present at the e-AGM held on June 24, 2022.

Name, Designation and Address of Compliance Officer

Mr. Srikant Nair

Company Secretary
Rallis India Limited
23rd Floor, Vios Tower,
New Cuffe Parade, Off Eastern Freeway, Wadala,
Mumbai - 400 037
Tel: + 91 22 6232 7400
Email: investor_relations@rallis.com

Status of Investor Complaints

Status of Investor Complaints as on March 31, 2023 as reported under Regulation 13(3) of the SEBI Listing Regulations is as under:

Pending as on April 1, 2022	Nil
Received during the year	1
Resolved during the year	1
Pending as on March 31, 2023	Nil

The investor complaint has been appropriately addressed and resolved to the satisfaction of the shareholder.

Trend of Complaints and Number of Shareholders during the last 5 years:

Financial Year	2022-23	2021-22	2020-21	2019-20	2018-19
Total No. of Complaints received and resolved	1	2	4	4	4
No. of Shareholders as on March 31	1,31,424	1,26,299	90,508	56,945	64,559

The Company has taken various investor-friendly activities viz. encouraging investors to register their email ids, option for registration of email address for the limited purpose of receiving the Integrated Annual Report and e-Voting credentials for the e-AGM in view of the restrictions imposed by the Covid-19 pandemic, activities and initiatives during the e-AGM and preparation of the Digital Annual Report for FY 2021-22 to enable a live feel of the Annual Report.

A communication has also been sent for updating bank account details and other details for payment of dividend and tax deducted at source related activity and communication of quarterly and half-yearly financial results to the shareholders via email as some of the other investor-friendly initiatives undertaken by the Company.

Pursuant to the SEBI Circular dated March 16, 2023 issued for common and simplified norms for processing investor's service request and norms for furnishing PAN, KYC details and Nomination details, the Company has sent individual letters to its shareholders holding shares in physical form for furnishing the KYC details to comply with the KYC requirements.

6. Risk Management Committee

Regulation 21 of the SEBI Listing Regulations mandates top 1000 listed entities, determined on the basis of market capitalisation as at the end of the immediate previous financial year, to constitute a Risk Management Committee ('RMC'). The primary role of the RMC is that of assisting the Board of Directors in overseeing the Company's risk management processes and controls. The RMC, through Enterprise Risk Management in the Company, seeks to minimise adverse impact on the business objectives and enhance stakeholder value. The Risk Management Policy and the Terms of Reference of the RMC adopted were in line with the SEBI Listing Regulations for the functioning of the RMC.

Terms of Reference

The terms of reference of the RMC, as amended, *inter alia*, include:

- Formulate, review and recommend the Risk Management Policy or any amendments thereof for the approval of the Board at least once in two years, monitor and oversee its implementation including evaluating the adequacy of risk management systems and plan integration through training and awareness programmes
- Review and recommend to the Board periodically the process for risk identification

- To review measures for risk mitigation including systems and processes for internal control of identified risks
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company
- Set up risk strategy policies, including agreeing on risk tolerance and appetite levels, recognising contingent, inherent and residual, internal & external, financial, operational, sectoral, sustainability (particularly ESG related risks), information, cyber security risks, etc.
- To develop and review the Business Continuity Plan
- Monitor the Company's compliance with the risk structure. Assess whether current exposure to the risks it faces, including for cyber security, is acceptable and that there is an effective remediation of non-compliance on an ongoing basis
- To review and recommend to the Board major decisions affecting the risk profile or exposure and give appropriate directions
- To consider the effectiveness of the decision making process in crisis and emergency situations
- Balance risks and opportunities
- Generally, assist the Board in the execution of its responsibility for the governance of risk and to keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken
- Coordinate its activities with other committees in instances where there is any overlap with activities of such committees
- Attend to such other matters and functions as may be prescribed from time to time

Meetings Held

During the year under review, two (2) Meetings of the RMC were held on the following dates:

- July 19, 2022
- December 7, 2022

Composition and Attendance

The composition of the RMC and the details of the Meetings attended by the Members during the year under review are given below:

Name of the Member	Category	No. of Meetings held	No. of Meetings attended
Dr. Punita Kumar Sinha, Chairperson	ID	2	2
Ms. Padmini Khare Kaicker	ID	2	2
Mr. Sanjiv Lal	MD & CEO	2	2

MD & CEO – Managing Director & Chief Executive Officer; ID – Independent Director

The gap between two RMC Meetings did not exceed 180 days. The necessary quorum was present for the above Meetings.

The Chief Operating Officer, the Chief Financial Officer and Head - Internal Audit and Risk are permanent invitees to the Meetings of the RMC. The Company Secretary acts as the Secretary to the Committee.

The Company has a well-defined risk management framework in place. Further, details on risk management are given in the Management Discussion & Analysis which forms part of this Integrated Annual Report.

7. Corporate Social Responsibility Committee

The Corporate Social Responsibility ('CSR') Committee of the Company is constituted in accordance with the provisions of Section 135 of the Act. In line with the amended Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has in place a CSR Policy and Charter of the CSR Committee.

Terms of Reference

The terms of reference of the CSR Committee, *inter alia*, are as follows:

- Formulate and recommend to the Board the CSR policy containing guiding principles for selection, implementation and monitoring of CSR activities as specified under Schedule VII of the Act
- Recommend the amount to be spent on the CSR activities
- Oversee the Company's conduct with regard to its corporate and societal obligations and its reputation as a responsible corporate citizen
- Oversee activities impacting the quality of life of various stakeholders
- Formulate and recommend to the Board (including any revisions thereto), an annual action plan in pursuance of the CSR policy and have an oversight over its implementation

- Review the impact assessment carried out for the projects of the Company as per the requirements of the law
- Attend to such other matters and functions as may be prescribed from time to time

The CSR Policy is displayed on the website of the Company at <https://www.rallis.com/csr-policy>. The Annual Report on CSR activities for FY 2022-23 forms part of the Board's Report as an Annexure.

Meetings Held

During the year under review, two (2) Meetings of the CSR Committee were held on the following dates:

- July 19, 2022
- March 21, 2023

Composition and Attendance

The composition of the CSR Committee and the details of the Meetings attended by the Members during the year under review are given below:

Name of the Member	Category	No. of Meetings held	No. of Meetings attended
Mr. R. Mukundan, Chairman	NINED	2	2
Dr. Punita Kumar Sinha	ID	2	2
Mr. Sanjiv Lal	MD & CEO	2	2

MD & CEO – Managing Director & Chief Executive Officer; NINED – Non-Independent, Non-Executive Director; ID – Independent Director

The Chief Financial Officer, Head - HR & Business Excellence and Head – CSR & AA were invitees to the Meetings of the CSR Committee. The Company Secretary also attended the Meetings.

The necessary quorum was present at the above Meetings. Mr. R. Mukundan, Chairman of the CSR Committee was present at the e-AGM held on June 24, 2022.

8. Safety, Health, Environment and Sustainability Committee

The Safety, Health, Environment and Sustainability ('SHES') Committee of the Company is entrusted with the responsibility to oversee and review the measures undertaken by the Company towards the safety and sustainability of its stakeholders and the environment it operates in.

Terms of Reference

The terms of reference of SHES Committee are, *inter alia*, as under:

- Review and monitor the sustainability, safety, health and environmental policies and activities of the Company on behalf of the Board to ensure that the Company is in compliance with appropriate laws and legislation
- Encourage, assist, support and counsel management in developing short and long-term policies and standards to ensure that the principles set out in the sustainability, safety, health and environmental policies are being adhered to and achieved
- Review periodic report by management on safety, sustainable development, environmental, sustainability and health issues and long-term goals
- Investigate or cause to be investigated any extraordinary negative sustainability, environment, health and safety performance or issues of asset integrity which can impact safety, health, environment and sustainability where appropriate
- Ensure integration of Safety, Health and Environment considerations into business planning and decision making without compromise in pursuit of commercial advantage

Meetings Held

During the year under review, two (2) Meetings of the SHES Committee were held on the following dates:

- July 18, 2022
- December 7, 2022

Composition and Attendance

The composition of the SHES Committee and the details of the Meetings attended by the Members during the year under review are given below:

Name of the Member	Category	No. of Meetings held	No. of Meetings attended
Dr. C.V. Natraj, Chairman	ID	2	2
Mr. R. Mukundan	NINED	2	2
Mr. Sanjiv Lal	MD & CEO	2	2

MD & CEO – Managing Director & Chief Executive Officer; ID – Independent Director; NINED – Non-Independent, Non-Executive Director

The necessary quorum was present at the above Meetings.

The Chief Operating Officer, Head- Environment, Health and Safety and Vice President – Manufacturing are permanent invitees to the Meetings of the Committee. The Company Secretary also attended the Meetings.

9. Remuneration of Directors

The Company's Remuneration Policy is aligned with its philosophy for payment of remuneration to Directors, KMPs and all other employees based on the commitment of fostering a culture of leadership with trust.

The principles governing the Company's Remuneration Policy is provided in the Board's Report and the Policy is also uploaded on the website of the Company at <https://www.rallis.com/remuneration-policy>.

Details of Remuneration for FY 2022-23
Managing Director & CEO:

The Company pays remuneration by way of salary, benefits, perquisites and allowances (fixed component) and commission (variable component) to its Managing Director & CEO. Annual increments are recommended by the NRC within the salary scale approved by the Members and are effective April 1 each year. The NRC recommends commission payable to the Managing Director & CEO out of the profits for the financial year within the overall ceilings stipulated in the Act. Specific amount payable as commission is based on the performance criteria laid down by the Board which broadly takes into account the profits earned by the Company for the year and performance of the individual.

Mr. Sanjiv Lal

The aggregate value of salary, perquisites and commission of Mr. Sanjiv Lal, Managing Director & CEO, for FY 2022-23 is ₹ 3,45,22,008 comprising:

Salary	₹ 78,00,000
Perquisites and allowances	₹ 1,27,22,008
Commission for FY 2022-23 (payable in FY 2023-24)	₹ 1,40,00,000
Period of Agreement	April 1, 2019 to March 31, 2024 (5 years)
Notice Period	The Agreement may be terminated by either party giving the other party six months' notice or the Company paying six months' remuneration in lieu thereof
Severance Fees	There is no separate provision for payment of severance fees

Non-Executive Directors

The Company paid sitting fees of ₹ 20,000 per Meeting to the Non-Executive Directors for attending Meetings of the Board, Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Safety, Health, Environment and Sustainability Committee, Risk Management Committee, Meeting of Independent Directors and ₹ 10,000 per Meeting for attending the Meetings of the Stakeholders Relationship Committee.

In terms of the Members' approval obtained at the AGM of the Company held on July 2, 2018, commission is paid to Non-Executive Directors, as applicable, at a rate not exceeding 1% per annum of the profits of the Company, computed in accordance with the provisions of the Act. The distribution of commission among the Non-Executive Directors is recommended by the NRC and approved by the Board. The commission is distributed on the basis of their attendance, number of Committee Chairpersonships and contribution at the Board and Committee Meetings and is

paid after the Annual Financial Statements are adopted by the Members at the AGM. The Company also reimburses any expenses incurred by the Directors for attending Meetings.

Details of commission and sitting fees paid to the Non-Executive Directors are given below:

Name of the Director	Sitting Fees paid during FY 2022-23	Commission for FY 2022-23, payable during FY 2023-24
Mr. Bhaskar Bhat	1,60,000	21,00,000
Dr. Punita Kumar Sinha	4,20,000	35,00,000
Dr. C. V. Natraj	4,20,000	34,00,000
Ms. Padmini Khare Kaicker	4,20,000	35,00,000
Mr. R. Mukundan	**	**
Total	14,20,000	1,25,00,000

** In line with the internal guidelines of the Company, no payment is made to Mr. R. Mukundan, Non-Executive Director of the Company, who is in full-time employment with other Tata Company.

Details of Remuneration to Key Managerial Personnel other than Managing Director / Manager / Whole Time Director for FY 2022-23

Name of Key Managerial Personnel	Gross Salary	Commission	Others	Total Remuneration
Ms. Subhra Gourisaria – Chief Financial Officer	1,80,71,615	0.00	12,08,880	1,92,80,495
Mr. Yashaswin Sheth - Company Secretary (ceased w.e.f. September 29, 2022)	74,54,920	0	0	74,54,920
Mr. Srikant Nair – Company Secretary (appointed w.e.f. September 30, 2022)	12,74,561	0	47,372	13,21,933

Succession Plan

The Company believes that sound succession planning for the senior leadership is critical for developing bench strength to ensure growth, stability and a robust future for the Company. The NRC works along with the Human Resources team for a structured leadership succession plan.

Retirement Policy for Directors

As per the adopted Policy, the Managing and Executive Directors retire at the age of 65 years, Non-Independent Non-Executive Directors retire at the age of 70 years and the retirement age for Independent Directors is 75 years.

10. Subsidiary Company

Regulation 16 of the SEBI Listing Regulations defines a 'material subsidiary' to mean a subsidiary, whose income or net worth exceeds 10% of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year.

In addition to the above, Regulation 24 of the SEBI Listing Regulations requires that at least one Independent Director on the Board of Directors of the listed entity shall be a Director on the Board of Directors of an unlisted material subsidiary, whether incorporated in India or not.

The Company did not have any material subsidiary during the year as defined in the SEBI Listing Regulations. Further, the Company did not have any subsidiary as on March 31, 2023. Accordingly, the requirement of appointing an Independent Director of the Company on the Board of Directors of the material unlisted subsidiary company as per Regulation 24 of the SEBI Listing Regulations does not apply to the Company.

The Company has in place a Policy for determining Material Subsidiaries in terms of Regulation 16(1)(c) of the SEBI Listing Regulations. The Policy, as approved by the Board, is uploaded on the website of the Company at <https://www.rallis.com/PolicyonMaterialSubsidiaries>.

11. General Body Meetings

Location, day, date and time of AGMs held during the last three years and special resolutions passed:

FY	Day, Date and Time	Location	Special Resolutions
2021-22	Friday, June 24, 2022 at 11:00 a.m.	VC/OAVM (Deemed Venue: 23rd Floor, Vios Tower (Erstwhile Lodha Excelus), New Cuffe Parade, Off Eastern Freeway, Wadala, Mumbai – 400 037)	Change in place of keeping Registers and Records
2020-21	Thursday, June 24, 2021 at 3:00 p.m.	VC/OAVM (Deemed Venue: 23rd Floor, Vios Tower (Erstwhile Lodha Excelus), New Cuffe Parade, Off Eastern Freeway, Wadala, Mumbai – 400 037)	<ul style="list-style-type: none"> Re-appointment of Dr. C. V. Natraj (DIN: 07132764) as an Independent Director of the Company for a second term of five years effective July 22, 2021 upto July 21, 2026 Re-appointment of Ms. Padmini Khare Kaicker (DIN: 00296388) as an Independent Director of the Company for a second term of five years effective July 22, 2021 upto July 21, 2026
2019-20	Friday, July 3, 2020 at 3:00 p.m.	VC/OAVM (Deemed Venue: Bombay House, 24 Homi Mody Street, Fort, Mumbai - 400 001)	There was no matter that required passing of Special Resolution

All resolutions moved at the last AGM were passed by the requisite majority of Members. No Extraordinary General Meeting of the Members was held during the year. During the year under review, no resolution was put to vote through Postal Ballot. Further, no special resolution is being proposed to be passed through Postal Ballot. None of the businesses proposed to be transacted at the ensuing AGM requires passing of a special resolution through Postal Ballot.

12. Other Disclosures

Related Party Transactions: During the year under review, there were no material significant related party transactions entered into by the Company with Promoters, Directors, KMPs, Senior Management or other designated persons which may have a potential conflict with the interest of the Company at large. Declarations have been received from the Senior Management to this effect.

All related party transactions entered into during the year were on arms' length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act and SEBI Listing Regulations. The Related Party Transactions Policy is available on the website of the Company at <https://www.rallis.com/RPTPolicy>.

Policy on Archival is available on the website of the Company at <https://rallis.com/archivalpolicy>.

Policy on Preservation of Documents as required under Regulation 9 of the SEBI Listing Regulations is available on the website of the Company at <https://www.rallis.com/POPOD>.

Policy on Determination of Materiality for disclosure of events or information as per Regulation 30 of the SEBI Listing Regulations is available on the website of the Company at <https://www.rallis.com/PODM>.

Dividend Distribution Policy as per Regulation 43A of the SEBI Listing Regulations is available on the website of the Company at <https://www.rallis.com/dividend-distribution-policy>.

Statutory Compliance, Penalties and Strictures: The Company is in compliance with the requirements of the Stock Exchanges, SEBI and Statutory Authorities on all matters related to the capital markets. No penalty or strictures were imposed on the Company by these authorities during the last three years.

CEO/CFO Certification: The Managing Director & CEO and the Chief Financial Officer have certified to the Board in accordance with Regulation 17(8) read with Part B of Schedule II to the SEBI Listing Regulations pertaining to CEO/CFO certification for the financial year ended March 31, 2023. The Certificate forms part of this Report.

Whistleblower Policy and Vigil Mechanism: The Company has a Whistleblower Policy and Vigil Mechanism in place to enable its Directors, employees and stakeholders to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy. The Policy provides for adequate safeguards against victimisation of employees who avail of the mechanism and also provides for direct access to the Chairperson of the Audit Committee. It is affirmed that no personnel of the Company has been denied access to the Audit Committee. The Policy is available on the website of the Company at <https://www.rallis.com/WhistleblowerPolicy>.

A dedicated Ethics Helpline has been set up which is managed by an independent professional organisation for confidentially raising any ethical concerns or practices that violate the Tata Code of Conduct. The Ethics Helpline can be contacted to report any suspected or confirmed incident of fraud/misconduct on:

Email: reportmyconcern@integritymatters.in

Address: C/o Integrity Matters, Unit 1211, CENTRUM, Plot No. C-3, S G Barve Road, Wagle Estate, Thane West - 400 604, Maharashtra, India.

Code of Conduct for Prevention of Insider Trading: The Company has adopted the Tata Code of Conduct for Prevention of Insider Trading under the SEBI (Prohibition of Insider Trading) Regulations, 2015 ('the Code'). The Code lays down guidelines for procedures to be followed and disclosures to be made by insiders while trading in the securities of the Company.

Mr. Srikant Nair, Company Secretary is the Compliance Officer for ensuring compliance with and for the effective implementation of the Regulations and the Code across the Company.

The Company has also adopted a Code of Corporate Disclosure Practices for ensuring timely and adequate disclosure of Unpublished Price Sensitive Information ('UPSI') by the Company to enable the investor community to take informed investment decisions with regard to the Company's shares. Ms. Subhra Gourisaria, Chief Financial Officer has been designated as the Chief Investor Relations Officer to ensure timely, adequate, uniform and universal dissemination of information and disclosure of UPSI.

As per the Code, the Company has also adopted a Policy on inquiry in case of leak or suspected leak of UPSI and Policy for

Determination of Legitimate Purposes. The Code of Corporate Disclosure Practices along with the Policy for Determination of Legitimate Purposes is also available on the website of the Company at <https://www.rallis.com/COCDP>.

With a view to simplify and improvise the compliances under the SEBI Listing Regulations, read with the Code, the Company has in place an 'Employee Self Service Compliance Module', a digital platform for carrying out all the compliances under the Regulations and the Code.

The Company also conducted a virtual awareness session during the year and sent mailers periodically to educate the employees on the Insider Trading laws.

Anti-Bribery & Anti-Corruption Policy and Anti-Money Laundering Policy

The Company has, from time to time, taken important steps for establishing and reinforcing a culture of business ethics and in this pursuit, the Board has adopted the Anti-Bribery and Anti-Corruption Policy along with the Anti-Money Laundering Policy.

The above Policies require the Company to appoint a senior official as the Compliance Officer who shall be responsible for implementation of the Policies. Head - Internal Audit is the Compliance Officer under the said Policies with a functional reporting about any violation of the Policies to the Chairperson of the Audit Committee. Aggravated cases of breach of the said Policies shall be escalated to the Board of Directors of the Company.

Business and Human Rights Policy: With a view to uphold human rights as an integral aspect of doing business, being committed to respect and protect human rights as well as remediate adverse human rights impacts resulting from or caused by its businesses, the Company has adopted the Business and Human Rights Policy. The Company believes that sustainability, human rights and related commitments are integral to the Company as a whole.

Policy on interaction with Investors / Analysts and Silent Period: The Company is committed to provide timely, adequate, uniform, and universal disclosure of Unpublished Price Sensitive Information to the investor community. In order to further strengthen the Company's Corporate Governance practices, the Company formally adopted a policy on interaction with investors / analysts and silent period during the year.

Accounting treatment in preparation of Financial Statements: The Financial Statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 and other relevant provisions of the Act.

Details of utilisation of funds: The Company has not raised any funds through Preferential Allotment or Qualified Institutional Placement as specified under Regulation 32 (7A) of the SEBI Listing Regulations during the year under review.

Loans and advances in the nature of loans to firms/companies in which Directors are interested: The Company has not given any loans or advances to any firm / company in which its Directors are interested.

Acceptance of recommendations of all Committees: In terms of the SEBI Listing Regulations, there have been no instances during the year when recommendations of any of the Committees were not accepted by the Board.

Fees paid to Statutory Auditors: A total fee of ₹ 106 lakhs (plus applicable taxes and out-of-pocket expenses) was paid by the Company for all services to B S R & Co. LLP, Statutory Auditors for FY 2022-23 and all entities in the network firm/entity of which they are part.

Prevention, Prohibition and Redressal of Sexual Harassment at Workplace: As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made thereunder, the Company has constituted Internal Committee at all its locations to redress complaints received regarding sexual harassment and recommend appropriate action. The objective being to provide a safe working environment to all employees (permanent, contractual, temporary and trainees) covered under this Policy. During the year, e-learning workshops were conducted to create awareness regarding sexual harassment among employees as well as training to the Internal Committee members.

No complaints were pending at the beginning of the year. Further, the Company did not receive any complaints of sexual harassment during the year and accordingly, there were no complaints pending as at the end of the financial year.

Legal Compliance Management Tool: The Company has in place an online legal compliance management tool, which has been devised to ensure and monitor compliance with all applicable laws that impact the Company's business. System-based alerts are generated until the user successfully submits the compliances, with provision for escalation to the higher-ups in the hierarchy. The Board periodically reviews the compliance reports of all laws applicable to the Company. Any non-compliance is seriously taken up by the Board, with measures to be taken for rectification of non-compliance, if any.

Green Initiative: As a responsible corporate citizen, the Company welcomes and supports the 'Green Initiative' undertaken by MCA enabling electronic delivery of documents including the Annual Report, quarterly/half-yearly results, amongst others, to the Members at their email addresses previously registered with the Depository Participants ('DPs') and Registrar and Transfer Agent ('RTA'). Members who have not registered their email addresses so far are requested to do the same. Those holding shares in demat form can register their email address with their concerned DPs. Members who hold shares in physical form are requested to register their email addresses with the RTA.

Discretionary Requirements of SEBI Listing Regulations: All mandatory requirements of the SEBI Listing Regulations have been complied with by the Company during the year under review. The status of compliance with the discretionary requirements as stated under Part E of Schedule II to the SEBI Listing Regulations are as under:

- **The Board:** The Non-Executive Chairman maintains a separate office for which the Company is not required to reimburse expenses
- **Shareholder Rights:** The quarterly/half-yearly/annual financial performance of the Company is sent to all the Members whose email IDs are registered with the Company/Depositories. The results are also available on the Company's website at <https://www.rallis.com/Financial-Performance>
- **Modified opinion(s) in Audit Report:** During the year under review, there was no audit qualification in the Company's Financial Statements. The Company continues to adopt best practices to ensure a regime of unmodified audit opinion
- **Reporting of Internal Auditor:** The Head - Internal Audit reports directly to the Audit Committee

13. Means of Communication

The Company follows a robust process to seamlessly communicate with its stakeholders and investors thereby honouring their commitment towards the Company's vision. Prompt and efficient communication with the investor community/external constituencies enables them to be aware of the Company's business activities, strategy and future prospects. For this purpose, the Company provides multiple channels of communications through the following ways:

Stock Exchange Intimations

All price-sensitive information and matters that are material to shareholders are disclosed to the respective Stock Exchanges where the securities of the Company are listed. All submissions to the Exchanges including Shareholding Pattern and Corporate Governance Report are made through the respective electronic filing systems. Material events or information as detailed in Regulation 30 of the SEBI Listing Regulations are disseminated on the Stock Exchanges by filing them with the National Stock Exchange of India Limited ('NSE') through NEAPS/Digital Portal and with BSE Limited ('BSE') through BSE Listing centre. They are also displayed on the website of the Company at www.rallis.com.

Financial Results

The quarterly/half-yearly/annual financial results are published within the timeline stipulated under SEBI Listing Regulations. The results are also uploaded on NSE and BSE through their respective portals. The financial results are published within the time stipulated under the SEBI Listing Regulations in newspapers viz. Business Standard (in English), the Free Press Journal (in English) and Navshakti (in Marathi). They are also published on the website of the Company at <https://www.rallis.com/Financial-Performance>.

Analyst/Investor Meets

The Managing Director & CEO, Chief Financial Officer, Chief Operating Officer and Head – Investor Relations Officer periodically meet or have conference calls with institutional investors and analysts. Official news releases, presentations made to institutional investors and analysts, audio/video recording and transcript of the calls with analysts for quarterly/half-yearly/annual results are uploaded on NSE and BSE through their respective portals and also made available on the website of the Company at www.rallis.com.

Company's Website

In order to make the corporate website user-friendly with a great communication mix and enable ease of navigation

and better accessibility to the information, the Company has redesigned its corporate website wherein comprehensive information such as the Company's business and operations, policies, stock exchange intimations, press releases, etc. can be accessed. The 'Investors' tab on the website provides information relating to financial performance, annual reports, corporate governance reports, policies, general meetings, credit rating, details of unclaimed dividend and shares transferred to IEPF, frequently asked questions and presentations made to analysts at the AGM. The proceedings of the 74th AGM held on June 24, 2022 are also available on the website of the Company at www.rallis.com.

Additionally, various downloadable forms required to be executed by the shareholders have also been provided on the Company's website.

Members also have the facility of raising their queries/complaints through the Shareholder Query Form available in the 'Investor Information' section under the 'Investors' tab of the website.

Letters and Reminders to Shareholders for Unclaimed Shares/Dividends

The Company sends an annual reminder to shareholders who have not claimed their dividends. Reminder letters are also sent to those shareholders whose Unclaimed Dividends/Shares are liable to be transferred to the IEPF account.

In addition to the statutory requirement, a voluntary reminder for unclaimed shares and unpaid dividend is also sent to the shareholders as per records every year. The Company has uploaded the names of the Members and the details of the unclaimed dividend by the Members on its website. The Members may log in to find out details of shares / dividends outstanding for any of the previous years.

Pursuant to SEBI Circular dated March 16, 2023, outstanding payments will be credited directly to the bank account of the shareholder, only if the folio is KYC compliant.

Other Communication to Shareholders during the year

Furnishing of PAN, KYC details and Nomination details by physical shareholders: Pursuant to SEBI Circular dated March 16, 2023, the Company has sent a communication to its physical shareholders for furnishing details of PAN, email address, mobile number, bank account details and nomination details.

Folios wherein any of the above cited details/documents are not available, on or after October 1, 2023, or any such date as may be prescribed, shall be frozen as per the aforesaid Circular.

Steps to capture email address of the shareholders:

In order to capture email address of a larger shareholder base and send all intimations electronically, the Company appointed National Securities Depository Limited ('NSDL') to send SMS alerts to those shareholders whose email addresses were not registered with the Company.

Registration of email address for the limited purpose of receiving the credentials for remote e-Voting along with the Integrated Annual Report 2022-23 at the AGM:

Members whose email addresses are not registered and who wish to receive the credentials for remote e-Voting and the Notice of the 75th AGM along with the Integrated

Annual Report 2022-23 can send their requests to the Company at investor_relations@rallis.com.

Updation of bank account and other details for dividend payment and TDS:

In line with the green initiative introduced by MCA and in order to provide a smooth and convenient process for updating shareholders' bank details, the Company appointed NSDL to send SMS and email alerts to shareholders for updating their bank details in NSDL's demat account. The Company also voluntarily sent a communication to all those shareholders whose email addresses were registered with the Company regarding tax on dividend requesting them to update their bank account details and other detailed process.

14. General Shareholder Information

The Company is registered with the Registrar of Companies, Mumbai, Maharashtra. The Corporate Identity Number (CIN) allotted to the Company by the MCA is L36992MH1948PLC014083.

Annual General Meeting

- Day, date and time** : Thursday, June 15, 2023 at 11.00 a.m. (IST)
- Venue** : In accordance with the General Circulars issued by the MCA, the AGM will be held through VC/OAVM only
- Financial Calendar** : April 1 to March 31
- Date of book closure** : Wednesday, May 31, 2023 to Monday, June 5, 2023 (both days inclusive) for the purpose of AGM and dividend
- Dividend payment date** : On or after Tuesday, June 20, 2023
- Last date for receipt of Proxy Forms** : In terms of the relaxations granted by the MCA, the facility for appointment of proxies by Members will not be available for the ensuing AGM
- Listing on Stock Exchanges** : The Company's Equity Shares are listed on the following Stock Exchanges:

BSE Limited ('BSE')

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001

National Stock Exchange of India Limited ('NSE')

Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051

The Company has paid the listing fees to these Stock Exchanges for FY 2022-23 and FY 2023-24.

- Stock Code on BSE** : 500355
- Stock Code on NSE** : RALLIS
- International Security Identification Number ('ISIN') in NSDL and CDSL for Equity Shares** : INE613A01020

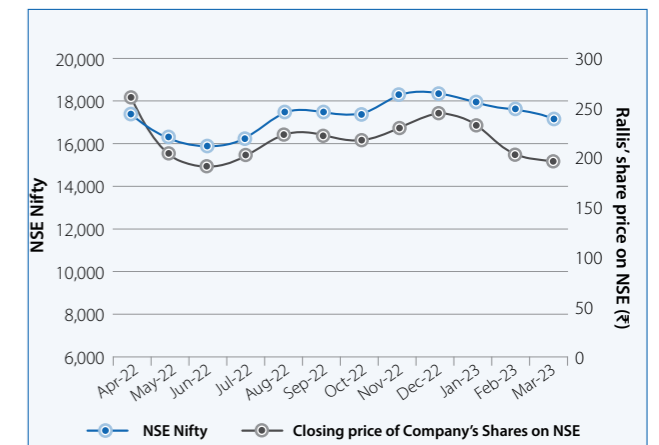
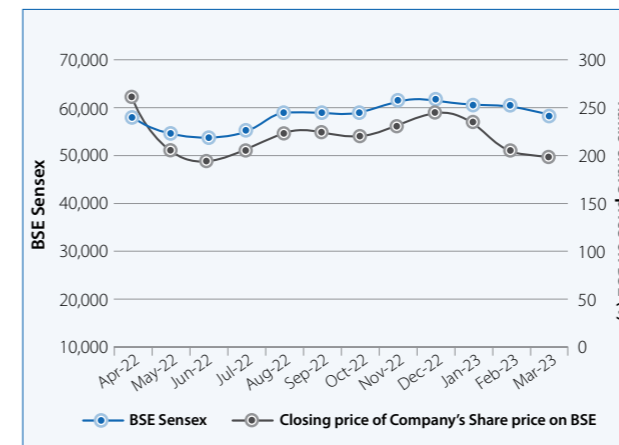
Market Information:

Market price data: High/low and number of trades during each month of FY 2022-23:

Month	BSE				NSE			
	High (₹)	Low (₹)	No. of Shares traded	No. of trades	High (₹)	Low (₹)	No. of Shares traded	No. of trades
April-22	289.15	233.90	12,26,940	39,357	289.35	233.75	1,69,50,244	2,95,803
May-22	238.20	194.15	9,63,416	34,212	236.40	194.00	98,90,715	1,85,640
June-22	207.50	182.55	4,74,445	20,200	205.40	182.50	39,24,556	1,06,573
July-22	219.00	185.00	11,93,880	29,337	219.05	186.35	1,08,25,703	1,73,946
August-22	234.10	212.25	6,00,616	17,613	234.00	212.15	70,69,057	1,45,269
September-22	244.55	208.20	19,03,528	24,027	244.95	208.30	81,58,445	1,90,224
October-22	238.65	204.50	4,74,963	16,979	238.80	204.50	80,19,874	1,71,430
November-22	250.00	221.25	5,45,452	19,186	250.00	221.05	1,07,40,278	1,98,034
December-22	270.50	216.55	7,69,979	27,329	270.90	217.05	1,57,43,932	2,90,386
January-23	261.00	205.50	7,48,758	31,067	261.10	205.35	1,16,19,541	2,39,294
February-23	215.00	195.55	8,63,150	20,226	214.70	195.50	39,57,228	1,18,042
March-23	206.80	187.15	4,53,635	14,877	207.00	187.05	45,25,059	1,11,159

[Source: This information is compiled from the data available on the website of BSE and NSE]

The performance of the Company's average monthly share price data in comparison to broad-based indices like BSE Sensex and NSE Nifty in FY 2022-23 are given below:



[Source: This information is compiled from the data available on the website of BSE and NSE]

Registrar and Transfer Agent:

Members may correspond with the Company's Registrar and Transfer Agent, TSR Consultants Private Limited ('TSR' or 'Registrar' or 'RTA'), quoting their folio numbers / DP ID and Client ID at the following addresses:

TSR Consultants Private Limited

Unit: Rallis India Limited
 C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083
 Tel. No.: +91 810811 8484
 Fax No.: +91 22 6656 8494
 Email: csg-unit@tcplindia.co.in Website: www.tcplindia.co.in
 Business Hours: 10:00 a.m. to 5:00 p.m. (Monday to Friday)

Branches of TSR:

For the convenience of shareholders based in the following cities, documents and letters will also be accepted at the following Branch Offices of TSR:

Mumbai:

TSR Consultants Private Limited
 Building 17/19, Office No. 415 Rex Chambers, Ballard Estate, Walchand Hirachand Marg, Fort, Mumbai - 400 001
 Tel: +91-7304874606

Bengaluru:

TSR Consultants Private Limited
C/o. Mr. D. Nagendra Rao
"Vaghdevi" 543/A, 7th Main, 3rd Cross, Hanumanthnagar,
Bengaluru – 560 019
Tel: +91-80-26509004
Email: csg-unit@tcplindia.co.in

Kolkata:

TSR Consultants Private Limited
C/o Link Intime India Private Limited
Vaishno Chamber, Flat No. 502 & 503, 5th Floor,
6, Brabourne Road,
Kolkata – 700 001
Tel: +91-33-4008 1986
Email: csg-unit@tcplindia.co.in

New Delhi:

TSR Consultants Private Limited
C/o Link Intime India Private Limited
Noble Heights, 1st Floor, Plot No. NH-2, C-1 Block, LSC,
Near Savitri Market,
Janakpuri, New Delhi – 110 058
Tel: +91-11-49411000
Email: csg-unit@tcplindia.co.in

Jamshedpur:

TSR Consultants Private Limited
Qtr. No. L-4/5, Main Road, Bistupur
(Beside Chappan - Bhog Sweet Shop)
Jamshedpur - 831 001
Tel: +91-657-242 6937
Email: csg-unit@tcplindia.co.in

Ahmedabad:

TSR Consultants Private Limited
C/o Link India Intime Private Limited
Amarnath Business Centre-1 (ABC-1),
Beside Gala Business Centre, Nr. St. Xavier's College Corner,
Off C.G. Road, Ellisbridge, Ahmedabad – 380 006
Tel: +91-79-2646 5179
Email: csg-unit@tcplindia.co.in

Share Transfer System & Dematerialisation:

In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, the Company has stopped accepting any fresh transfer requests for securities held in physical form. Accordingly, securities of listed companies can be transferred only in dematerialised form.

Dematerialisation of holdings will curb fraud in physical transfer of securities by unscrupulous entities and improve ease, convenience and safety of transactions for investors.

Further, SEBI has, vide its circular dated January 25, 2022, mandated companies to issue its securities in demat form only while processing various service requests such as issue of duplicate share certificates, sub-division, consolidation, transmission, etc. to enhance ease of dealing in securities markets by investors. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of the Company at <https://rallis.com/form-isr-4>.

In view of the aforesaid, Members who are holding shares in physical form are hereby requested to convert their holdings in electronic mode to avail various benefits of dematerialisation.

Secretarial Audit and Other Certificates:

- M/s. Parikh & Associates, Practising Company Secretaries, have conducted the Secretarial Audit of the Company for FY 2022-23. Their Audit Report confirms that the Company has complied with its Memorandum and Articles of Association, the applicable provisions of the Act and the Rules made thereunder, SEBI Listing Regulations, applicable SEBI Regulations and other laws applicable to the Company. The Secretarial Audit Report forms part of the Board's Report as an Annexure
- Pursuant to Regulation 40(9) of the SEBI Listing Regulations, a yearly certificate has been issued as on March 31, 2023 by Ms. Sonali V. Bhuta, Company Secretary in Practice, certifying due compliance of share transfer formalities by the Company
- Ms. Sonali V. Bhuta, Company Secretary in Practice, carries out a quarterly Reconciliation of Share Capital Audit, to reconcile the total admitted capital with NSDL and Central Depository Services (India) Limited ('CDSL') and the total issued and listed capital. The audit confirms that the total issued/paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialised form (held with NSDL and CDSL)
- In accordance with the SEBI Circular dated February 8, 2019 and additional affirmations required under Circulars issued

by NSE and BSE read with Regulation 24A of the SEBI Listing Regulations, the Company has obtained an Annual Secretarial Compliance Report from M/s. Parikh & Associates, Practising Company Secretaries, confirming compliances with all applicable SEBI Regulations, Circulars and Guidelines for the year ended March 31, 2023

- M/s. Parikh & Associates, Practising Company Secretaries has issued a certificate confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by SEBI/MCA or any such statutory authority. The said Certificate is annexed to this Report

Distribution of Shareholding as on March 31, 2023:

Holding of Nominal Value: ₹ 1

Sr. No.	No. of Shares	Holding	Amount (₹)	% to Capital	No. of Holders	% to Total Holders
1.	1 to 500	94,79,528	94,79,528	4.88	1,22,674	93.34
2.	501 to 1000	35,61,269	35,61,269	1.83	4,558	3.47
3.	1001 to 2000	32,34,702	32,34,702	1.66	2,156	1.64
4.	2001 to 3000	18,68,066	18,68,066	0.96	725	0.55
5.	3001 to 4000	10,95,071	10,95,071	0.56	305	0.23
6.	4001 to 5000	12,02,489	12,02,489	0.62	255	0.19
7.	5001 to 10000	30,23,941	30,23,941	1.56	416	0.32
8.	Greater than 10000	17,10,03,824	17,10,03,824	87.93	335	0.26
	Total	19,44,68,890	19,44,68,890	100.00	1,31,424	100.00

Shareholding Pattern as on March 31, 2023:

Sr. No.	Category of Shareholder	Total Holding	Percentage (%)
1.	Promoter & Promoter Group	9,74,16,610	50.09
2.	Government/Other Public, Financial Institutions and Insurance Companies	36,62,981	1.88
3.	Foreign Institutional Investors and Foreign Companies	1,37,95,210	7.09
4.	Non Resident Individuals	16,89,110	0.87
5.	Other Bodies Corporate & Trust	26,52,684	1.36
6.	Nationalised Banks and Mutual Funds	2,52,86,245	13.00
7.	Foreign and Other Banks	2,029	0.00
8.	Alternative Investment Funds	10	0.00
9.	IEPF	8,83,061	0.45
10.	Individuals	4,90,80,950	25.24
	Total	19,44,68,890	100.00

Dematerialisation of Shares and Liquidity:

The Company's shares are compulsorily traded in dematerialised form.

Shares held in	As on March 31, 2023	As on March 31, 2022	As on March 31, 2021
Physical form	0.72	0.74	0.80
Electronic form with NSDL	92.24	91.25	91.67
Electronic form with CDSL	7.04	8.01	7.53

The Company's shares are regularly traded on BSE and NSE.

Outstanding ADRs/GDRs/Warrants or any Convertible Instruments, Conversion date and likely impact on Equity:

The Company does not have any outstanding ADRs/GDRs/Warrants or any Convertible Instruments.

Commodity Price Risk or Foreign Exchange Risk and Hedging Activities: The Company purchases a variety of commodities related to raw materials and finished products and the associated commodity price risks is managed through commercial negotiation with customers and suppliers. The Company does not have any exposure hedged through Commodity derivatives.

Foreign Exchange Risk and Hedging Activities: During the year under review, the Company has managed foreign exchange risk and hedged to the extent considered necessary as per the Forex Risk Management Policy. Gross open exposures are reviewed regularly and covered through forward contracts. The details of foreign currency exposure are disclosed in Note No. 37 to the Financial Statements.

Credit Rating:

During the year under review, there were no changes in the credit ratings of the Company.

As on March 31, 2023, the Company had a short-term credit rating of A1+ (Reaffirmed) and a long-term rating of AA+/Stable (Reaffirmed) by CRISIL Limited for bank loan facilities aggregating to ₹ 440 crore. Further, the Company had a short-term credit rating of A1+ for the Commercial Papers of ₹ 75 crore.

Transfer to Investor Education and Protection Fund:
(a) Transfer of unclaimed dividend

Members are hereby informed that under the Act, the Company is required to transfer the dividend which remains unpaid or unclaimed for a period of seven consecutive years or more, to the Investor Education and Protection Fund (‘IEPF’). Accordingly, a Final Dividend of ₹ 15,23,561 for FY 2014-15 which remained unpaid or unclaimed was transferred to the IEPF Authority in FY 2022-23.

Members are requested to note the following due date(s) for claiming the unpaid or unclaimed dividend declared by the Company for FY 2015-16 and thereafter –

Financial Year	Date of Declaration	Dividend per share (₹)	Last date for claiming unpaid dividend(s)
2015-16	24-06-2016	2.50	22-07-2023
2016-17	23-06-2017	3.75 (including 1.25 special dividend)	22-07-2024
2017-18	02-07-2018	2.50	01-08-2025
2018-19	28-06-2019	2.50	26-07-2026
2019-20	03-07-2020	2.50	31-07-2027
2020-21	24-06-2021	3.00	20-07-2028
2021-22	24-06-2022	3.00	20-07-2029

Members who have not encashed the dividend warrants so far in respect of the aforesaid period(s) are requested to make their claim to TSR Consultants Private Limited (RTA), well in advance of the above due dates.

As per the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended (‘IEPF Rules’), the Company has uploaded the information in respect of unclaimed dividends as on the date of the previous AGM i.e. June 24, 2022 (74th AGM) on the website of IEPF at www.iepf.gov.in and on the website of the Company at <https://rilapps.rallis.com/unclaimeddividend>.

(b) Transfer of shares to IEPF

Pursuant to the provisions of Sections 124 and 125 of the Act read with the IEPF Rules, all the shares on which dividends remain unpaid or unclaimed for a period of seven consecutive years or more shall be transferred to the demat account of the IEPF Authority as notified by the MCA. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares. Accordingly, the Company has transferred 12,222 Equity Shares of face value of ₹ 1 each to the demat account of the IEPF Authority during FY 2022-23.

The Company had sent individual notice to all the Members whose shares were due to be transferred to the IEPF Authority and had also published newspaper advertisements in this regard. The details of such dividends/shares transferred to IEPF are uploaded on the website of the Company at <https://rilapps.rallis.com/UnclaimedDividend.htm>.

(c) Claim from IEPF Authority

Members/Claimants whose shares and unpaid/unclaimed dividends, sale proceeds of fractional shares, etc. have been transferred to the IEPF Authority can claim the same by making an application to the IEPF Authority in e-Form IEPF-5 (available at www.iepf.gov.in) and sending duly signed physical copy of the same to the Company along with requisite documents as prescribed in the instruction kit of e-Form IEPF-5. Link to e-Form IEPF-5 is also available on the website of the Company at <https://www.rallis.com/UnclaimedShares>. No claims shall lie against the Company in respect of the dividends/shares so transferred.

Plant Locations:

- GIDC Estate, Plot No. 3301/2808/3000, Ankleshwar - 393 002, Dist. Bharuch, Gujarat
- Plot Nos. Z/110 and Z/112, Dahej SEZ Part - II, P.O. Lakhigam, Taluka Vagra, Dist. Bharuch - 392 130, Gujarat
- Plot No. C44, Chemical Zone, Old Port Road, Near BSNL Exchange, Dahej, Dist. Bharuch - 392 130, Gujarat
- Plot No. C 5/6, MIDC Industrial Area, Phase III, Shivani, Akola - 444 104, Maharashtra
- Plot No. D-26, Lote Parashuram, MIDC, Near Hotel Vakratunda, Taluka Khed, Dist. Ratnagiri - 415 722, Maharashtra

Weblinks for the matters referred in the Corporate Governance Report are as under:

Sr. No.	Particulars	Weblink
1	Tata Code of Conduct (‘TCOC’)	https://www.rallis.com/TCOC
2	Code of Conduct for Non-Executive Directors	https://www.rallis.com/COCNEDS
3	Detailed profiles of the Directors	https://www.rallis.com/POBD
4	Terms and Conditions of appointment of Independent Directors	https://www.rallis.com/TCAID
5	Familiarisation programmes for Independent Directors	https://www.rallis.com/DFPID
6	Remuneration Policy for Directors, KMP & other employees	https://www.rallis.com/remuneration-policy
7	CSR Policy and the Charter of the CSR Committee	https://www.rallis.com/our-commitment/csr
8	Policy on Material Subsidiaries	https://www.rallis.com/PolicyonMaterialSubsidiaries
9	Related Party Transactions Policy	https://www.rallis.com/RPTPolicy
10	Policy on Archival	https://www.rallis.com/archivalpolicy
11	Policy on Preservation of Documents	https://www.rallis.com/POPOD
12	Policy on Determination of Materiality	https://www.rallis.com/PODM
13	Dividend Distribution Policy	https://www.rallis.com/dividend-distribution-policy
14	Whistleblower Policy and Vigil Mechanism	https://www.rallis.com/WhistleblowerPolicy
15	Policy on interaction with Investors / Analysts and Silent Period	https://www.rallis.com/Upload/PDF/Policy-on-interaction-with-Investors-Analysts-and-Silent-Period.pdf
16	Investor Service Request forms	https://www.rallis.com/investors/investor-information
17	Details of unclaimed dividends	https://rilapps.rallis.com/unclaimeddividend
18	Details of Transfer of shares to IEPF	https://rilapps.rallis.com/sharestoIEPF
19	Shareholder Query Form	https://rallis.com/investors/shareholder-information
20	Quarterly / Half-yearly / Annual Results	https://rallis.com/investors/Financial-Performance
21	Policy on Prevention of Sexual Harassment at Workplace	https://www.rallis.com/posh-policy
22	Code of Corporate Disclosure Practices	https://www.rallis.com/CoCDP
23	Stock Exchange Intimations	https://www.rallis.com/SEIntimations

Processing, drying and packaging facilities:

- Survey No. 318, 321, 322, Kokkonda Village, Mulugu Mandal, Siddipet Dist. 502336, Telangana
- Prasad Seeds Private Limited, Survey No. 854, Medchal Village, Medchal Mandal, Medchal Dist. 501401, Telangana
- Jam Jam Agritech Survey No. 25/1, Gundlapochampally, Medchal Mandal & Medchal Dist. 500100, Telangana

Investor Correspondence Address:
Rallis India Limited

Secretarial Department
23rd Floor, Vios Tower, New Cuffe Parade
Off Eastern Freeway, Wadala, Mumbai - 400 037
Tel. No.: +91 22 6232 7400
Email: investor_relations@rallis.com
Website: www.rallis.com

OR

TSR Consultants Private Limited

Unit: Rallis India Limited
C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg,
Vikhroli West, Mumbai – 400 083
Tel. No.: +91 810811 8484
Fax No.: +91 22 6656 8494
Email: csg-unit@tcplindia.co.in Website: www.tcplindia.co.in
Business Hours: 10.00 a.m. to 5:00 p.m. (Monday to Friday)



Declaration by the Managing Director & CEO

To,
The Members of Rallis India Limited

I, Sanjiv Lal, Managing Director & CEO of Rallis India Limited hereby declare that all the members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended March 31, 2023.

Sanjiv Lal
Managing Director & CEO
DIN: 08376952

Mumbai, April 25, 2023

CEO/CFO CERTIFICATION

IN RESPECT OF FINANCIAL STATEMENTS AND CASH FLOW STATEMENT (PURSUANT TO REGULATION 17(8) OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

We have reviewed the Financial Statements and the Cash Flow Statement for the year ended March 31, 2023 and we hereby certify and confirm the following to the best of our knowledge and belief:

- The Financial Statements and Cash Flow Statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
- The Financial Statements and the Cash Flow Statement together present a true and fair view of the affairs of the Company and are in compliance with existing accounting standards, applicable laws and regulations.
- There are no transactions entered into by the Company during the year ended March 31, 2023 which are fraudulent, illegal or violative of Company's Code of Conduct.
- We accept responsibility for establishing and maintaining internal controls for Financial Reporting and we have evaluated the effectiveness of these internal control systems of the Company pertaining to financial reporting. Deficiencies noted, if any, are discussed with the Auditors and Audit Committee, as appropriate, and suitable actions are taken to rectify the same.
- There have been no significant changes in the above-mentioned internal controls over financial reporting during the relevant period.
- That there have been no significant changes in the accounting policies during the relevant period.
- We have not noticed any significant fraud particularly those involving the management or an employee having a significant role in the Company's internal control system over Financial Reporting.

Subhra Gourisaria
Chief Financial Officer

Sanjiv Lal
Managing Director & CEO
DIN: 08376952

Mumbai, April 25, 2023

Practising Company Secretaries' Certificate on Corporate Governance

To,
The Members of Rallis India Limited

We have examined the compliance of the conditions of Corporate Governance by Rallis India Limited ("the Company") for the year ended on March 31, 2023, as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of 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, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2023.

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

For Parikh & Associates
Practising Company Secretaries

Jigyasa N. Ved
Partner
FCS: 6488 CP: 6018
UDIN: F006488E000185568
PR No.: 1129/2021

Mumbai, April 25, 2023



Practising Company Secretaries' Certificate on non-disqualification of Directors

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

To,
The Members
RALLIS INDIA LIMITED
23rd Floor, Vios Tower,
New Cuffe Parade,
Off Eastern Freeway,
Wadala, Mumbai 400 037

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **RALLIS INDIA LIMITED** having CIN **L36992MH1948PLC014083** and having registered office at 23rd Floor Vios Tower, New Cuffe Parade, Off Eastern Freeway, Wadala, Mumbai 400 037 (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications [including Directors Identification Number (DIN) status at the portal www.mca.gov.in] as considered necessary and explanations furnished to us by the Company & its officers and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company*
1.	Mr. Bhaskar Bhat	00148778	08/10/2015
2.	Dr. Punita Kumar Sinha	05229262	26/03/2014
3.	Dr. C. V. Natraj	07132764	22/07/2016
4.	Ms. Padmini Khare Kaicker	00296388	22/07/2016
5.	Mr. R. Mukundan	00778253	03/12/2009
6.	Mr. Sanjiv Lal	08376952	01/04/2019

*the date of appointment is as per the MCA Portal.

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

For Parikh & Associates
Practising Company Secretaries

Jigyasa N. Ved
Partner
FCS: 6488 **CP:** 6018
UDIN: F006488E000185581
PR No.: 1129/2021

Mumbai, April 25, 2023

Business Responsibility & Sustainability Report

Section A: General Disclosures

I DETAILS OF THE LISTED ENTITY

- Corporate Identity Number (CIN) of the Listed Entity** : L36992MH1948PLC014083
- Name of the Listed Entity** : Rallis India Limited
- Year of incorporation** : 1948
- Registered office address** : 23rd Floor, Vios Tower (Erstwhile Lodha Excelus), New Cuffe Parade, Off Eastern Freeway, Wadala, Mumbai - 400 037
- Corporate address** : -
- E-mail** : investor_relations@rallis.com
- Telephone** : +91 22 6232 7400
- Website** : www.rallis.com
- Financial year for which reporting is being done** : April 1, 2022 to March 31, 2023
- Name of the Stock Exchange(s) where shares are listed** : 1. BSE Limited (BSE)
2. National Stock Exchange of India Limited (NSE)
- Paid-up Capital** : ₹ 19.45 crore
- Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report** : Name: Mr. Amol Jadhav
Telephone: +91 22 6232 7400
E-mail ID: amol.jadhav@rallis.com
- Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)** : The disclosures under this report are made on Standalone basis

II PRODUCTS / SERVICES

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

	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Crop Care and Seeds	Manufacturing, Distribution, Sales & Marketing of Crop Protection and Crop Nutrition Products and a variety of field crop and vegetable seeds	100

15. Products/Services sold by the entity (accounting for 90% of the entity's turnover)

S. No.	Product/Service	NIC Code (National Industrial Classification Code)	% of total Turnover contributed
1	Agri-Inputs	3808	100

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

Location	Number of plants	Number of offices	Total
National	8	16	24
International	-	-	-

17. Markets served by the entity:

a. Number of locations	Number
National (No. of States)	26
International (No. of Countries)	35

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

33.01%

c. A brief on types of customers

The Company serves various customers including farmers, retailers, distributors through its domestic business and multinational agrochemical companies and other distributors through the export business. The Company's products are consumed within India as well as across the globe.

IV EMPLOYEES
18. Details as at the end of Financial Year:
a) Employees and Workers (including differently abled):

S. Particulars No.	Total (A)	Male		Female	
		No. (B)	% (B/A)	No. (C)	% (C/A)
Employees					
1 Permanent (D)	1,669	1,605	96	64	4
2 Other than Permanent (E)	-	-	-	-	-
3 Total employees (D + E)	1,669	1,605	96	64	4
Workers					
4 Permanent (F)	47	47	100	-	-
5 Other than Permanent (G)	3,774	3,502	93	272	7
6 Total workers (F + G)	3,821	3,549	93	272	7

b) Differently abled Employees & Workers:

S. Particulars No.	Total (A)	Male		Female	
		No. (B)	% (B/A)	No. (C)	% (C/A)
Differently abled employees					
1 Permanent (D)	3	3	100	-	-
2 Other than Permanent (E)	-	-	-	-	-
3 Total employees (D + E)	3	3	100	-	-
Differently abled workers					
4 Permanent (F)	Nil	Nil	Nil	Nil	Nil
5 Other than Permanent (G)	Nil	Nil	Nil	Nil	Nil
6 Total workers (F + G)	Nil	Nil	Nil	Nil	Nil

19. Participation/Inclusion/Representation of Women

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	6*	2	33
Key Management Personnel	3*	1	33

* Includes MD & CEO

20. Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

Particulars	FY 2022-23			FY 2021-22			FY 2020-21		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	22%	20%	22%	17%	8%	17%	14%	10%	13%
Permanent Workers	-	-	-	-	-	-	-	-	-

V HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)
21. (a) Names of holding/subsidiary/associate companies/joint ventures

S. No.	Name of the holding/subsidiary/associate companies/joint ventures (A)	Indicate whether holding/subsidiary/associate/joint venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Tata Chemicals Limited	Holding	50.06	Yes

VI CSR DETAILS

22. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)	Yes
(ii) Turnover (in ₹)	₹ 2,967 crore
(iii) Net worth (in ₹)	₹ 1,730 crore

VII TRANSPARENCY AND DISCLOSURE COMPLIANCES

23. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct (NGRBC):

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in place (Yes/No) (If Yes, then provide web-link for Grievance Redressal Mechanism policy)	FY 2022-23			FY 2021-22		
		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. A focussed group comprising the Senior Leadership/the CSR Head interacts with the community leaders to understand and address their concerns. Further, a register is also maintained at the plant sites where grievances can be lodged by the community members.	Nil	Nil	-	Nil	Nil	-
Investors (other than shareholders)	No	Nil	Nil	-	Nil	Nil	-
Shareholders	Yes. https://scores.gov.in/scores/Welcome.html	1	Nil	-	2	Nil	-
Employees and Workers	Yes. http://www.rallis.com/TCOC.htm	6	Nil	-	2	Nil	-
Customers	Yes. Details including contact no., address and email id for lodging complaints have been specified on products. These complaints are addressed as per the process laid down.	63	Nil	-	59	Nil	-
Value Chain Partners	Yes. http://www.rallis.com/TCOC.htm	7	Nil	-	4	Nil	-
Other (Including contract workers, anonymous, trainees, etc.)	Yes. http://www.rallis.com/TCOC.htm	11	Nil	-	4	Nil	-

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

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Health & Safety	R	It has direct impact on people and community and has potential to disrupt the operations	<ol style="list-style-type: none"> Continual improvement in responsible manufacturing and lead indicator tracking Felt leadership and stakeholder engagement to promote safety culture Digitalisation and data analytics Safety risk assessment and audit Implementation of Process Safety and Risk Management (PSRM) and Behaviour based Safety (BBS) 	Negative
2	Process and Product Innovation	O	Innovative product and process meet changing customers and other stakeholders needs and allows us to stay relevant and drive growth	<ol style="list-style-type: none"> R&D centre and Pilot plant facility Dedicated team for technology transfer Process & Product studies dominates in the early stages Development of new product process continues throughout the year 	Positive
3	Supply Chain	R	To account for unprecedented, fast-developing market disruptions	<ol style="list-style-type: none"> We invest in new capacities and maintain existing ones to manufacture quality products and build inbound/outbound logistics to ensure efficient supply chain Optimising outbound logistics and modes to enhance customer service and reduce freight cost 	Negative
4	Management of the Legal & Regulatory Environment	R	Non compliance may impact the brand image and customer trust and engagement	<ol style="list-style-type: none"> Regulatory Software LCM monthly tracking system Review of new requirements Periodical assurance to top management 	Negative
5	Climate Change Mitigation and Adaptation	O	Mitigates the effects of global climate change, improves energy efficiency, improves climate change impacts	<ol style="list-style-type: none"> Committed SBTi to reduce absolute carbon emission by 30% by 2030 Progressing towards Net Zero Carbon emission Climate adaptation study for organisation 	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. No.	Disclosure Questions (Details of P1 to P9 are provided in Section C)	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes										
1.	a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
	b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
	c. Web Link of the Policies, if available	The Tata Code of Conduct: https://www.rallis.com/TCOC Environment, Health & Safety Policy: https://www.rallis.com/EHSPolicy CSR Policy: https://www.rallis.com/CSRPolicy Whistleblower Policy: https://www.rallis.com/WhistleblowerPolicy Affirmative Action Policy: https://www.rallis.com/AApolicy Quality Policy: https://www.rallis.com/QualityPolicy Climate Change Policy: https://www.rallis.com/climatechange policy Business and Human Rights Policy: https://www.rallis.com/BHRP								
2.	Whether the entity has translated the policy into procedures. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3.	Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
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 entity and mapped to each principle.#	Y (1,2,3,4)	Y (1,2,3,4)	Y (1,2,3,4)	Y (1,4)	Y (1,3,4)	Y (1,2,4)	Y (1,2,3,4)	Y (1,4)	Y (1,2,3,4)
5.	Specific commitments, goals and targets set by the entity with defined timelines, if any.	Y	Y	Y	Y	Y	Y	Y	Y	Y
6.	Performance of the entity against the specific commitments, goals and targets along with reasons in case the same are not met.	Long-Term Sustainability Goals/Targets have been identified and the action plan for achieving the same is tracked on a year-on-year basis. Performance of such principles is also reviewed periodically by the Senior Management								

Responsible Care (1), ISO 14001 (2), OHSAS 18001 (3) and NABL (4)

Governance, leadership and oversight

7. Statement by director responsible for the business responsibility report, highlighting ESG-related challenges, targets and achievements:

Rallis India Limited ('Rallis' or 'the Company'), has been undertaking efforts to align and integrate its goals with the Environmental, Social and Governance (ESG) aspects of business and to build innovative business models. The Company endeavours to address a majority of the 17 Sustainable Development Goals (SDGs) aimed at building economic capital, ensuring environmental integrity, enabling economic development and building social capital. The Company has also undertaken an ambitious initiative '30 by 30', targeting 30% absolute reduction of carbon emission by the year 2030.

Further, as a part of its social focus area, the Company undertakes various CSR projects around its manufacturing units with specific focus on education, skill development and employability/entrepreneurship. The Company works with underprivileged, persons with disability and affirmative population to improve livelihood and overall development of the communities it serves. To deliver these commitments, the Company has a CSR Policy, Affirmative Action Policy, Diversity & Inclusion Policy and Business & Human Rights Policy in place.

The Company has also adopted the Tata Code of Conduct (TCoC) which guides its interactions with all key stakeholders including Employees, Customers, Value Chain Partners, Communities, Investors, Environment, Society, etc. and has well-defined governance practices in line with the TCoC. For more information about the targets and achievements on the ESG, please refer to the details on Natural and Social Capital at Page Nos. 32-35 and 38-40 of this Integrated Report.

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies):

Mr. Sanjiv Lal, Managing Director & CEO (DIN: 08376952) under the guidance of the Board of Directors and its Committees is responsible for implementation and oversight of the Business Responsibility policies.

9. Does the entity have a specified Committee of the Board/Director responsible for decision-making on sustainability related issues? (Yes/No). If yes, provide details:

Yes, the Company has a Board-level Safety, Health, Environment and Sustainability Committee. This Committee provides valuable direction and guidance to the Management to ensure that Safety and Sustainability implications are duly addressed in all-new strategic initiatives, budgets, audit actions and improvement plans.

Members of SHES Committee	Designation	DIN
Dr. C. V. Natraj, Chairman	Non-Executive, Independent Director	07132764
Mr. R. Mukundan, Member	Non-Executive, Non-Independent Director	00778253
Mr. Sanjiv Lal, Member	Managing Director & CEO	08376952

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director/Committee of the Board/Any other Committee									Frequency (Annually/ Half-yearly/Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	As a practice, policies on Business Responsibility of the Company are reviewed periodically or on a need basis by the Senior Leadership Team including the MD & CEO. During this assessment, the efficacy of the policies is reviewed and necessary changes to policies & procedures are Implemented																	
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	The Company is in compliance with the existing regulations as applicable and a Statutory Compliance Certificate on applicable laws is provided Quarterly by the MD & CEO/CFO to the Board of Directors																	

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.

Principles	P1	P2	P3	P4	P5	P6	P7	P8	P9	
Yes, EY conducts assurance of sustainability and BRSR, Det Norske Veritas (DNV) conducts management certification (ISO 14001). Indian Chemical Council conducts Responsible Care Logo audits	Yes, EY conducts assurance of sustainability and BRSR, Det Norske Veritas (DNV) conducts management certification (ISO 14001). Indian Chemical Council conducts Responsible Care Logo audits	Yes, EY conducts assurance of sustainability and BRSR, Det Norske Veritas (DNV) conducts management certification (ISO 14001). Indian Chemical Council conducts Responsible Care Logo audits	Yes, EY conducts assurance of sustainability and BRSR, Det Norske Veritas (DNV) conducts management certification (ISO 14001). Indian Chemical Council conducts Responsible Care Logo audits	Yes, Indian Chemical Council conducts Responsible Care Logo audits	Yes, EY conducts assurance of sustainability and BRSR, Det Norske Veritas (DNV) conducts management certification (ISO 14001). Indian Chemical Council conducts Responsible Care Logo audits	Yes, EY conducts assurance of sustainability and BRSR, Det Norske Veritas (DNV) conducts management certification (ISO 14001). Indian Chemical Council conducts Responsible Care Logo audits	Yes, EY conducts assurance of sustainability and BRSR, Det Norske Veritas (DNV) conducts management certification (ISO 14001). Indian Chemical Council conducts Responsible Care Logo audits	Yes, Indian Chemical Council conducts Responsible Care Logo audits	Yes, EY conducts assurance of sustainability and BRSR, Det Norske Veritas (DNV) conducts management certification (ISO 14001). Indian Chemical Council conducts Responsible Care Logo audits	Yes, EY conducts assurance of sustainability and BRSR, Det Norske Veritas (DNV) conducts management certification (ISO 14001). Indian Chemical Council conducts Responsible Care Logo audits

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

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	All Principles are covered by the Policies								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	All Principles are covered by the Policies								
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	All Principles are covered by the Policies								
It is planned to be done in the next financial year (Yes/No)	All Principles are covered by the Policies								
Any other reason (please specify)	All Principles are covered by the Policies								

Section C: Principle-Wise Performance Disclosure

PRINCIPLE 1 - Businesses should conduct and govern themselves with integrity and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

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

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors (BoD)	7	During the year, the Board of Directors of the Company invested their time on various updates pertaining to the business, regulations, environmental, social, governance matters, etc. These topics comprise insights on the said Principles.	100
Key Managerial Personnel (KMP)	3	1. Tata Code of Conduct 2. Anti Bribery Anti Corruption 3. Whistle Blower Policy 4. Prevention of Sexual Harassment at the Workplace	100
Employees other than BoD and KMPs	86	1. Tata Code of Conduct 2. Anti Bribery Anti Corruption 3. Whistle Blower Policy 4. Prevention of Sexual Harassment at the Workplace	70
Workers	3	1. Tata Code of Conduct 2. Prevention of Sexual Harassment at the Workplace	89

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

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

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

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
	NA

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

Yes, the Company has an Anti-Bribery and Anti-Corruption (ABAC) Policy in place. The policy has been developed in alignment with the Tata Code of Conduct (TCoC).

The ABAC policy covers gifts/entertainment and hospitality, procurement process, third party due diligence, training and awareness as well as the process of raising concerns. Various training and awareness sessions on the ABAC and related policies were conducted on a continuous basis through classroom as well as e-modules.

Employees, Customers, Suppliers and other Stakeholders of the Company are encouraged to raise concerns on becoming aware of any actual or potential violation of any TCoC policies or applicable laws/regulations.

One of the core principles being the commitment to operating businesses conforming to the highest moral and ethical standards. The Company does not tolerate bribery or corruption in any form. It is illegal and immoral to, directly or indirectly, offer or receive a bribe and this commitment underpins everything it does.

The Company, having adopted the TCoC, is therefore committed to acting professionally, fairly and with integrity in all its business dealings and relationships wherever it operates and to implement and enforce effective systems to counter bribery. This includes compliance with all laws, domestic and foreign, prohibiting improper payments, gifts or inducements of any kind to or from any person, including officials in the private or public sector, customers and suppliers. The Company is equally committed to the prevention, deterrence and detection of bribery and other corrupt business practices. The TCoC can be accessed at: <https://www.rallis.com/TCOC>

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 2022-23	FY 2021-22
Directors	Nil	Nil
KMPs		
Employees		
Workers		

6. Details of complaints with regard to conflict of interest

	FY 2022-23		FY 2021-22	
	Number	Remarks	Number	Remarks
Number of Complaints received in relation to issues of Conflict of Interest of the Directors	Nil	NA	Nil	NA
Number of Complaints received in relation to issues of Conflict of Interest of the 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 and conflicts of interest

Not Applicable

Leadership Indicators

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

Total number of awareness programmes held	Topics/principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes
75	Awareness on Ethics and POSH	-

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

Yes, every Director of the Company discloses his/her concern or interest in the Company or companies or bodies corporate, firms, or other association of individuals and any change therein, annually or upon any change, which includes the shareholding.

Further, a declaration is also taken annually from the Directors under the Code of Conduct confirming that they will always act in the interest of the Company and ensure that any other business or personal association which they may have, does not involve any conflict of interest with the operations of the Company and the role therein.

In the Meetings of the Board, the Directors abstain from participating in the items in which they are concerned or interested.

For identifying and tracking conflict of interests involving the Directors/KMPs of the Company, the Corporate Secretarial team maintains a database of the Directors and the entities in which they are interested. This list is shared with the Finance department for monitoring and tracking transaction(s) entered by the Company with such parties.

Additionally, the Senior Management also affirms annually that they have not entered into any material, financial and commercial transactions, which may have a potential conflict with the interest of the Company at large.

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

Essential Indicators

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

	2022-23	2021-22	Details of improvements in environmental and social impacts
R&D	4%	8%	A. Solvent recovery and recycling across all projects B. Formulation development (Ex. Water based, vegetable oil based, non-solvent based, etc. & Development of green and blue triangle pesticide category formulations) C. Development for sustainable crop nutrition products
Capex	5%	4%	A. Equipment purchase (Rota evaporator) to develop the technology for solvent recovery & recycling B. Sustainable formulation development

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

The Company has developed a process for selection of suppliers and third parties which includes various parameters such as sustainable procurement policy sourcing guidelines on Environment, Health & Safety Policy, Legal Compliance, Adherence to TCoC, ISO Certification, etc.

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

The Company plans to carry out a sustainability assessment of key suppliers from April 2023 onwards.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for
(a) **Plastics (including packaging)**

For damaged product packaging, the product is reclaimed at the depots and is returned to the respective factories for repacking. Further, the expired products are sent for incineration to an authorised agency in accordance with the Hazardous Waste Management Rules, 2016 ('the Rules').

(b) **E-waste**

A pan-India-based agency authorised by the Pollution Control Board is selected for ensuring safe disposal of e-waste with minimal environmental impact.

(c) **Hazardous waste**

Hazardous waste is categorised as per the Rules and is sent to the authorised end users for utilising the same and converting it into useful products. The remaining hazardous waste is sent for proper disposal at Pollution Control Board's authorised facilities.

(d) **Other waste**

Not Applicable

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 Agency? If not, provide steps taken to address the same.

Yes. Plastic waste generated from end products is disposed of under EPR with the help of an agency authorised by the Central Pollution Control Board (CPCB). They collect plastic waste under two categories, namely multi layer and non-multi layer. The multi layer waste is disposed of at CPCB approved cement industries as co-processing and non-multi layer waste disposal is done at a certified plastic recycler. The Company files annual returns for plastic waste disposal at CPCB.

Leadership Indicators

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

NIC Code (National Industrial Classification Code)	Name of Product/Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective/Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link
3808	Hexaconazole	4	Gate to Gate	Yes	No
	Acetamiprid	1	Gate to Gate	Yes	No
	Kresoxim Methyl	2	Gate to Gate	Yes	No
	Trizole	-	Gate to Gate	Yes	No

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

Name of Product/Service	Description of the Risk/Concern	Action Taken
NA		

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

Indicate input material	Recycled or re-used input material to total material	
	FY 2022-23	FY 2021-22
Nil		

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

	FY 2022-23			FY 2021-22		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	-	1,166.00	-	-	1,013.24	-
E-waste	-	-	-	-	-	-
Hazardous waste	-	-	39.57	-	-	49.65
Other waste	-	-	-	-	-	-

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

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Nil	

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

Essential Indicators

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

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	1,605	1,605	100	1,605	100	NA	NA	-	-	-	-
Female	64	64	100	64	100	64	100	NA	NA	-	-
Total	1,669	1,669	100	1,669	100	64	-	-	-	-	-
Other than Permanent Employees											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-	-	-	-	-

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

Category	% of workers covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Workers											
Male	47	47	100	47	100	NA	NA	-	-	-	-
Female	-	-	-	-	-	NA	NA	NA	NA	NA	NA
Total	47	47	100	47	100	NA	NA	-	-	-	-
Other than Permanent Workers											
Male	3,502	3,502	100	Nil	Nil	NA	NA	Nil	Nil	Nil	Nil
Female	272	272	100	Nil	Nil	Nil	Nil	NA	NA	Nil	Nil
Total	3,774	3,774	100	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

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

Benefits	FY 2022-23			FY 2021-22		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100	100	Y	100	100	Y
Gratuity	100	100	Y	100	100	Y
ESI	2.50	-	Y	4.18	-	Y
Others – please specify	-	-	-	-	-	-

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

Most of our working locations are accessible to differently abled persons. The Company is working towards further improvement on the same.

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

The Company is governed by the TCoC whereby all the employees and those eligible are provided with equal opportunities. The Company is committed by an inclusive work culture without any discrimination on the grounds of race, caste, religion, colour, marital status, gender, sex, age, nationality, ethnic origin, disability and such other grounds as prescribed and protected by the applicable laws.

The TCoC can be accessed at: <https://www.rallis.com/TCOC>

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

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	NA	NA	NA	NA
Female	100%	100%	NA	NA
Total	100%	100%	NA	NA

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

Permanent Workers	Yes-Employees/Other than Permanent Employees and Workers are encouraged to share their concerns with their reporting managers, the HR department and members of the Senior Leadership Team. Apart from this, an Ethics and POSH escalation mechanism is also available including a third party helpline.
Other than Permanent Workers	The Company, on a regular basis, sensitises its employees on the same as well. It is mandatory for new employees to read, understand and affirm to the TCoC document as part of the induction program.
Permanent Employees	Employees can raise their concerns to - i. ethics@rallis.com , posh@rallis.com
Other than Permanent Employees	ii. Independent Third Party Helpline - Integrity Matters at reportmyconcern@integritymatters.in iii. Ethics Counsellors, POSH Committee Members iv. The Whistleblower channel The concerns received, are investigated by the authorised persons by gathering, validating and analysing the data. The observations and findings/recommendations are shared with the PEO (Principal Ethics Officer). Periodically, these concerns are reviewed by the Audit Committee Members. The lessons learnt are also shared during the quarterly Employee Communication meetings.

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

Category	FY 2022-23			FY 2021-22		
	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	1,669	-	-	1,745	-	-
Male	1,605	-	-	1,681	-	-
Female	64	-	-	64	-	-
Total Permanent Workers	47	47	100	51	51	100%
Male	47	47	100	51	51	100%
Female	-	-	-	-	-	-

8. Details of training given to employees and workers:

Category	FY 2022-23					FY 2021-22				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	1,605	1,605	100	1,454	91	1,681	1,681	100	1,396	83
Female	64	64	100	53	83	64	64	100	53	83
Total	1,669	1,669	100	1,507	90	1,745	1,745	100	1,449	83
Workers										
Male	47	47	100	47	100	51	51	100	51	100
Female	-	-	-	-	-	-	-	-	-	-
Total	47	47	100	47	100	51	51	100	51	100

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

Category	FY 2022-23			FY 2021-22		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	1,605	1,605	100	1,681	1,681	100
Female	64	64	100	64	64	100
Total	1,669	1,669	100	1,745	1,745	100
Workers						
Male	47	47	100	51	51	100
Female	-	-	NA	-	-	-
Total	47	47	100	51	51	100

10. Health and safety management system:

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

Yes. The Safety & Health Management system covers activities across all manufacturing locations, offices, research laboratories and supply chain partners and ensures the protection of environment, health & safety of its employees, contractors, visitors and all other relevant stakeholders.

The Company has also adopted Environment, Health & Safety Policy which can be accessed on its website at: <https://www.rallis.com/EHSPolicy>

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

The Company has a process for Risk Management which is essential for preventing incidents, injuries, occupational diseases, emergency preparedness and business continuity. There is a structured Risk Assessment & Management process which is regularly reviewed and mitigation plans are put in place to reduce the risk.

For all activities including routine or non-routine, hazards are identified by a trained cross-functional team and risk assessment is done through Hazard Identification and Risk Assessment (HIRA)/Job Safety Analysis (JSA)/Standard Operating Procedures (SOP) which is referred before starting any activity. Identified hazards and associated risks are addressed through operational control measures using a hierarchy of control approach. Techniques like Process Hazard Analysis (PHA), what-if-analysis, Failure Mode Effect Analysis (FMEA) are carried out on a case-to-case basis.

Storage and handling of toxic chemicals like Ammonia, Bromine, Solvents, flammable materials like fuel, etc. are identified as the major process hazards at the site for which the Company has carried out Quantitative Risk Assessment; HAZOP study & engineering control as appropriate.

Considering the level of process hazards, Ankleshwar and Dahej, Gujarat (manufacturing units of the Company) have been working on Process Safety and Risk Management (PSRM) for the last two years.

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

Yes. Work-related hazards are being identified and addressed through a daily plant round and cross-functional Behaviour Safety Observation rounds. Analysis of observations are being done through Master Data Online (MDO) safety e-portal and controls are identified during studies like HIRA, HAZOP, JSA etc.

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

Yes. All employees are covered under the Medclaim Insurance Policy and Group Personal Accident Policy

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

Safety Incident/Number	Category	FY 2022-23	FY 2021-22
Lost Time Injury Frequency Rate (LTIFR) (per one million - person hours worked)	Employees	0	0
	Workers	0.09	0.19
Total recordable work-related injuries	Employees	1	1
	Workers	2	4
No. of fatalities	Employees	-	-
	Workers	-	-
High consequence work-related injury or ill-health (excluding fatalities)	Employees	-	-
	Workers	-	-

12. Describe the measures taken by the entity to ensure a safe and healthy workplace

At Rallis, a culture of safety is encouraged across hierarchies by promoting behaviour-based safety, process safety and road safety as key focus areas among its workforce, PSRM implementation started at the Dahej and Ankleshwar sites after a gap assessment with the help of an external competent agency. Rallis is taking various measures to further strengthen its process safety through enhancing automation in chemical processes and unit operations. Safety Audit conducted at all manufacturing sites by corporate safety to identify and rectify the gaps in workplace safety. TFS (Together for Sustainability) audit process was carried out to verify Rallis' sustainability performance against a defined set of audit criteria on environment, health & employee wellbeing. Both Ankleshwar and Dahej where the assessment was carried out, fared very well in TFS Audit with high scores. Tata Group safety standards are implemented at sites to align the site procedure with the group guidelines. MDO - the e-portal has also been implemented to record safety performance and take timely action on deviations. The Company also has a Board-level Safety, Health, Environment and Sustainability ('SHES') Committee, chaired by a Non-Executive Director. The Committee reviews and monitors the safety, health, environmental and sustainability practices, processes, standards and activities of the Company to ensure compliance with appropriate laws and legislation. This Committee also provides valuable direction and guidance to the Management to ensure that Safety and Sustainability implications are duly and timely addressed. All the incidents are reported to the Committee and are investigated and analysed to avoid any recurrence.

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

	FY 2022-23			FY 2021-22		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	Nil			Nil		
Health & Safety	Nil			Nil		

14. Assessments for the year:

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

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions.

All safety-related accidents are being investigated and learnings from investigation reports are shared across organisation for deployment of corrective actions to stop recurrence of such incidents. Effectiveness of corrective actions deployment being checked during safety audits. Significant risks/concerns arising from assessment of Health and Safety Practices are addressed through hierarchy of risk controls.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N), (B) Workers (Y/N)

Yes. Rallis has a scheme in place to provide Financial Assistance to the legal dependents of the permanent employees/workers in case of death while in service.

In addition to this, the employees/workers are covered under the Group Personal Accident (GPA) Policy. The GPA Policy is also being extended to the contract employees working in manufacturing units and offices.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

The Company monitors and tracks the compliance related to statutory dues by contractors supplying third party resources as a part of regular checks while processing the invoices. Periodic audits are also conducted to ensure compliance.

3. Provide the number of employees/workers having suffered high consequence work-related injury/ill-health/fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment

	Total no. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22
Employees	Nil	Nil	Nil	Nil
Workers	Nil	Nil	Nil	Nil

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/No)

No

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and Safety Practices	100%
Working Conditions	

(We identified 18 critical value chain partners and all are assessed for Health and Safety Practices and Working Conditions during the current year)

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

The Company conducts EHS, system & regulatory audits of the third parties, their warehouses at regular intervals to ensure compliance of various processes. Regular follow-ups are being done to ensure implementation of suggested corrective/preventive actions.

PRINCIPLE 4 - Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

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

The Company identifies and engages with various stakeholders with the intention of understanding and addressing their expectations and developing short, medium and long-term strategies of the Company. The internal and external groups of key stakeholders identified on the basis of their immediate impact on the operations and working of the Company include Employees, Shareholders, Customers, Communities, Suppliers, Government Authorities, Partners and Vendors.

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

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/Half yearly/Quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholder	NO	Annual General Meeting, Shareholder meets, email, Stock Exchange (SE) intimations, investor/analysts meet/conference calls, annual report, quarterly results, media releases and Company/SE website	As per need meetings are conducted. Generally Annual meetings takes place.	Share price appreciation, dividends, profitability and financial stability, robust ESG practices, climate change risks, cyber risks, growth prospects
Employee	NO	Senior leaders' communication/talk/forum, Employee Communication (CEO Online), goal setting and performance appraisal meetings/review, arbitration/union meetings, wellness initiatives, engagement survey, email, intranet, websites, poster campaigns, circulars, quarterly publication and newsletters	Ongoing	Responsible Care (RC), innovation, operational efficiencies, improvement areas, long-term strategy plans, training and awareness, responsible marketing, brand communication, health, safety and engagement initiatives
Customer	NO	Website, distributor/retailer/direct customer/MD, senior leader-customer meets/visits, customer plant visits, MD/COO club, Dealer's meet, focus group discussion, trade body membership, complaints management, helpdesk, conferences, customer surveys and NPS	Ongoing	Product quality and availability, responsiveness to needs, after sales service, responsible guidelines/manufacturing, climate change disclosures, safety awareness and safe use of agrochemicals
Suppliers/ Partners	NO	Prequalification/vetting, communication and partnership meets, plant visits, MoU and framework agreements, professional networks, contract management/review, on site presentations, satisfaction surveys	Ongoing	Quality, timely delivery and payments, ESG consideration (sustainability, safety checks, compliances, ethical behaviour), ISO and OHSAS standards, collaboration and digitalisation opportunities
Government	NO	Advocacy meetings with local/state/national government and ministries, seminars, media releases, conferences, membership in local enterprise partnership and industry bodies	Ongoing	Strong ESG practices (climate change roadmap, frameworks for sustainability and beyond compliance and RC, changes in regulatory frameworks, skill and capacity building, employment, environmental measures), policy advocacy, timely contribution to exchequer/local infrastructure, proactive engagement
Communities	YES	Focussed Group Discussions with Communities/ local authorities/location heads, community visits and projects, partnership with NGOs, volunteerism	Ongoing	Integrated water management, clean water, Natural Resource Management, community development, livelihood support, disaster relief, support of the UN SDGs, Education, Skill Development, Farmer Safety etc.

Leadership Indicators

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

The Company's management regularly interacts with key stakeholders i.e. investors, customers, suppliers, employees etc. The Company has a Safety, Health, Environment & Sustainability Committee and CSR Committee that updates the progress of actions to the Board and takes inputs on a quarterly basis.

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

Yes, through materiality assessment, we engage with our stakeholders in terms of identifying and prioritising the issues pertaining to economic, environmental and social topics. (For further details, please refer to the section on Stakeholder Engagement on Page 44 of the Integrated Report)

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

In the current year, Collector of Narmada invited Rallis to implement its Unnat gram (model Tribal Village) initiative in 5 villages from Narmada district (Aspirational district). Rallis CSR head, HR head and concerned team members along with District development officer have conducted 4 meetings to understand the needs and priorities of communities and how Rallis can support them for their development. Based on the meetings, 5-year strategy and plan for developing the identified villages as Model villages has been developed and implemented.

PRINCIPLE 5 - Businesses should respect and promote human rights

Essential Indicators

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

Category	FY 2022-23			FY 2021-22		
	Total (A)	No. of employees/workers covered (B)	% (B/A)	Total (C)	No. of employees/workers covered (D)	% (D/C)
Employees						
Permanent	1,669	730	44	1,745	1,745	100
Other than permanent	-	-	-	-	-	-
Total Employees	1,669	730	44	1,745	1,745	100
Workers						
Permanent	47	47	100	51	51	100
Other than permanent	3,774	2,000	53	3,924	3,924	100
Total Workers	3,821	2,047	54	3,975	3,975	100

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

Category	FY 2022-23					FY 2021-22				
	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	1,605	-	-	1,605	100	1,681	-	-	1,681	100
Female	64	-	-	64	100	64	-	-	64	100
Other than Permanent										
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-
Workers										
Permanent										
Male	47	-	-	47	100	51	-	-	51	100
Female	-	-	-	-	-	-	-	-	-	-
Other than Permanent										
Male	3,502	-	-	3,502	100	3,560	-	-	3,560	100
Female	272	-	-	272	100	364	-	-	364	100

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

	Male		Female	
	Number	Median remuneration/salary/wages of respective category (₹ lakhs)	Number	Median remuneration/salary/wages of respective category (₹ lakhs)
Board of Directors (BoD)	4*	33.15#	2	42.70#
Key Managerial Personnel (KMP)	2*	183.45	1	192.80
Employees other than BoD and KMP	1,547	8.49	60	9.30
Workers	47	7.96	-	-

* includes MD & CEO
includes sitting fees

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

Yes. Business & Human Rights Policy has been adopted by the Company and driven by the Ethics team. The Audit Committee of the Board has an oversight on the progress.

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

The Company has a policy in place for Business & Human Rights. The Company is committed to maintain a safe and harmonious business environment and workplace for everyone and believes that every workplace shall be free from harassment and/or any other unsafe or disruptive conditions.

Accordingly, the Company has in place an ethics framework comprising a team of ethics counsellors for redressal of grievances related to ethics/human rights as well as a team of POSH committee members for redressal of such related issues. Additionally, a third party helpline is also in place.

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

	FY 2022-23			FY 2021-22		
	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						
Discrimination at Workplace						
Child Labour						
Forced Labour/Involuntary Labour						
Wages						
Other Human Rights-related Issues						

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

- An independent Internal Committee (IC) drawn from cross-functional/location employees, follows the process/guidelines as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
- The Whistleblower Policy ensures that no unfair treatment will be meted out to a Whistleblower by virtue of his/her having reported a Protected Disclosure under the policy. The Company, as a policy, condemns any kind of discrimination, harassment, victimisation or any other unfair employment practice being adopted against Whistleblowers. Complete protection will, therefore, be given to Whistleblowers against any unfair practices like retaliation, threat or intimidation of termination/suspension of service, disciplinary action, transfer, demotion, refusal of promotion, or the like including any direct or indirect use of authority to obstruct the Whistleblower's right to continue to perform his/her duties/functions including making further Protected Disclosure.

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

Yes, the Company has specific clauses as part of the TCoC included in the business agreements and contracts and purchase orders. Human rights form part of the TCoC.

9. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	
Forced/involuntary labour	
Sexual harassment	100
Discrimination at workplace	
Wages	
Others – please specify	NA

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

Not Applicable

Leadership Indicators

- Details of a business process being modified/introduced as a result of addressing human rights grievances/complaints.
Business and Human Rights Policy was adopted in FY 2021-22. So far there have been NIL grievances
- Details of the scope and coverage of any Human rights due-diligence conducted.
None
- Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?
Yes, Most of our working locations are accessible to differently abled persons.

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual harassment	
Discrimination at workplace	
Child labour	Nil
Forced/involuntary labour	
Wages	
Others human rights related issues – please specify	NA

5. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 4 above

Not Applicable

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

Essential Indicators

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

Parameter	Unit	FY 2022-23	FY 2021-22
Total electricity consumption (A)	GJ	1,27,113	1,30,908
Total fuel consumption (B)	GJ	3,50,156	3,70,409
Energy consumption through other sources (C)	GJ	11,832	12,538
Total energy consumption (A+B+C)	GJ	4,89,101	5,13,855
Energy intensity per rupee of turnover (Total energy consumption/turnover in rupees)	GJ/Cr	164.84	197.33
Energy intensity (optional) – the relevant metric may be selected by the entity	GJ/MT	13.60	14.46

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

Yes, Ernst & Young, LLP has conducted an independent assurance.

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

Not Applicable

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

Parameter	FY 2022-23	FY 2021-22
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Ground water	-	-
(iii) Third Party water	3,35,322	3,14,259
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i+ii+iii+iv+v)	3,35,322	3,14,259
Total volume of water consumption (in kilolitres)	2,83,834	2,41,845
Water intensity per rupee of turnover (water consumed / turnover) KL / Crore	95.66	92.87
Water intensity (optional) – the relevant metric may be selected by the entity - KL/MT of Production	7.98	6.80

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

Yes, Ernst & Young, LLP has conducted an independent assurance.

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

The Company is working towards making its all manufacturing units as Zero liquid discharge units. So far, Ankleshwar and Akola have developed the capability for 100% recycle of the treated water.

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

Parameter	Unit	FY 2022-23	FY 2021-22
NOx	KG	14,686	15,264
SOx	KG	16,787	18,497
Particulate matter (PM)	KG	25,313	26,361
Persistent organic pollutants (POP)	NA	NA	NA
Volatile organic compounds (VOC)	NA	NA	NA
Hazardous air pollutants (HAP)	NA	NA	NA
Others – please specify	NA	NA	NA

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

Yes, Ernst & Young, LLP has conducted an independent assurance.

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

Parameter	Unit	FY 2022-23	FY 2021-22
Total scope 1 emissions (Break up of the GHG into CO ₂ , CH ₄ , HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	20,933	17,890
Total scope 2 emissions (Break up of the GHG into CO ₂ , CH ₄ , HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	25,070	29,818
Total scope 1 and 2 emissions per rupee of turnover	MT / Crore	15.50	18.32
Total scope 1 and 2 emissions intensity (optional) the relevant metric may be selected by the entity	Metric tonnes of CO ₂ / Metric tonnes of production	1.28	1.34

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

Yes, Ernst & Young, LLP has conducted an independent assurance.

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

Yes. Carbon abatement project done with Pricewaterhouse Coopers (PWC) in FY 2021-22 to identify and evaluate various CO₂ reduction projects to meet Company's overall objective of reducing 30% absolute carbon emission by 2030.

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

Parameter	Unit	FY 2022-23	FY 2021-22
Plastic waste (A)	MT	1,166	1,013.24
E-waste (B)	MT	1.54	3.62
Bio-medical waste (C)	MT	0.0092	0.004155
Construction and demolition waste (D)	MT	-	-
Battery waste (E)	MT	-	-
Radioactive waste (F)	MT	-	-
Other Hazardous waste (G)	MT	34,867	30,911
Other non-hazardous waste generated (H) if any (Break-up by composition i.e. by materials relevant to the sector)	MT	2,956	2,281.38
Total (A+ B+C+D+E+F+G+H)	MT	38,991	34,209

For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations

Category of waste	Unit	FY 2022-23	FY 2021-22
(i) Recycled	MT	18,308	17,850
(ii) Re-used	MT	-	-
(iii) Other recovery operations	MT	-	-
Total	MT	18,308	17,850

For each category of waste generated, total waste disposed by nature of disposal method

Category of waste	Unit	FY 2022-23	FY 2021-22
(i) Incineration	MT	14,342.24	10,427.49
(ii) Landfilling	MT	6,340	5,932
(iii) Other disposal operations	MT	-	-
Total	MT	20,682.24	16,359.49

Note: Indicate if any independent assessment / evaluation / assurance has been carried out by an external agency? If yes, name the external agency -

Yes, Ernst & Young, LLP has conducted an independent assurance.

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

Non-toxic waste water from process, canteen, amenities, cooling towers, boiler blow-down, etc. is treated in Effluent Treatment Plant (ETP). ETP is equipped with primary, secondary, tertiary treatment followed by an RO system. Tertiary treated effluent is either recycled through RO or discharged to the common effluent system.

The Aqueous effluent generated from processes having low Chemical Oxygen Demand (COD) and high Total Dissolved Solvents (TDS) is fed to the Multiple Effect Evaporator and condensate of the evaporator is sent for treatment in the Effluent treatment plant or recycled/reused.

The sludge generated from the evaporator/ETP is sent to an authorised secured landfill site. High calorific and high TDS value hazardous waste is sent for processing to authorised co-processors and further to cement industry.

Spent acids are sent for recycling to authorised end user to make useful products. Aqueous/Organic waste is sent to the authorised common incinerator system.

As per our policy, we have discontinued production of the highly toxic red triangle products as per the Insecticides Act.. Thus, the product portfolio and waste generated remains relatively less toxic.

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

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

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

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

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

S.No.	Specify the law/regulation/ guidelines which was not complied with	Provide details of the non-compliance	Any fines/penalties/action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
1		Yes. The Company is in compliance with applicable environment regulations.		

Leadership Indicators

1. Provide Break-up of the total energy consumed (in Joules or multiples) from renewable and non-renewable sources, in the following format:

Parameter	Unit	FY 2022-23	FY 2021-22
From renewable sources			
Total electricity consumption (A)	GJ	11,832	12,537.8
Total fuel consumption (B)	GJ	1,32,826	1,18,691
Energy consumption through other sources (C)	GJ	-	-
Total energy consumption (A+B+C)	GJ	1,44,658	1,31,228.8
From non-renewable sources			
Total electricity consumption (D)	GJ	1,27,113	1,30,908.3
Total fuel consumption (E)	GJ	2,17,329.7	2,51,718
Energy consumption through other sources (F)	GJ	-	-
Total energy consumption (D+E+F)	GJ	3,44,442.7	3,82,626.3

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

Yes, Ernst & Young, LLP has conducted an independent assurance.

2. Provide the following details related to water discharged:

Parameter	Unit	FY 2022-23	FY 2021-22
Water discharge by destination and level of treatment			
(i) To Surface water			
- No treatment	KL	-	-
- With treatment – please specify level of treatment	KL	-	-
(ii) To Groundwater			
- No treatment	KL	-	-
- With treatment – please specify level of treatment	KL	-	-
(iii) To Seawater			
- No treatment	KL	-	-
- With treatment – please specify level of treatment	KL	-	-
(iv) Sent to third-parties			
- No treatment	KL	-	-
- With treatment – please specify level of treatment	KL	51,488	72,414
(v) Others			
- No treatment	KL	-	-
- With treatment – please specify level of treatment	KL	-	-
Total water discharged	KL	51,488	72,414

Note: Indicate if any independent assessment / evaluation / assurance has been carried out by an external agency? If yes, name the external agency -

Yes, Ernst & Young, LLP has conducted an independent assurance.

3. Water withdrawal, consumption and discharge in areas of water stress:

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

- (i) Name of the area - Maharashtra and Gujarat Industrial area
- (ii) Nature of operations - Agrochemicals Manufacturing
- (iii) Water withdrawal, consumption and discharge in the following format:

Parameter	Unit	FY 2022-23	FY 2021-22
Withdrawal from			
(i) Surface water	KL	-	-
(ii) Groundwater	KL	-	-
(iii) Third party water	KL	3,35,322	3,14,259
(iv) Seawater/desalinated water	KL	-	-
(v) Others	KL	-	-
Total volume of water withdrawal (i + ii + iii + iv + v)	KL	3,35,322	3,14,259
Total volume of water consumption	KL	2,83,834	2,41,845
Water intensity per rupee of turnover (Water consumed/turnover)	KL/Cr	96	93
Water intensity (optional) – the relevant metric may be selected by the entity	KL/MT	7.89	6.8
Water discharge by destination and level of treatment			
(i) To Surface water			
- No treatment	KL	-	-
- With treatment – please specify level of treatment	KL	-	-
(ii) To Groundwater			
- No treatment	KL	-	-
- With treatment – please specify level of treatment	KL	-	-
(iii) To Seawater			
- No treatment	KL	-	-
- With treatment – please specify level of treatment	KL	-	-
(iv) Sent to third-parties			
- No treatment	KL	-	-
- With treatment – please specify level of treatment*	KL	51,488	72,414
(v) Others			
- No treatment	KL	-	-
- With treatment – please specify level of treatment	KL	-	-
Total water discharged	KL	51,488	72,414

* Level of treatment to meet state norms

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

Yes, Ernst & Young, LLP has conducted an independent assurance.

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

Parameter	Unit	FY 2022-23	FY 2021-22
Total Scope 3 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	9,970	9,921
Total Scope 3 emissions per rupee of turnover	MT/Crore	3.36	3.81
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	MT/MT of Prod.	0.28	0.27

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

Yes, Ernst & Young, LLP has conducted an independent assurance.

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

Not Applicable

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

S.No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along with summary)	Outcome of the initiative
1	Integrated Waste Management	<p>Converting Hazardous waste like Spent Sulphuric Acid, Sodium Sulphate into useful product with partnership with authorised end users</p> <p>Disposal of Hazardous waste to Cement industry for co-processing (as a alternate fuel / raw material)</p>	Conservation of Natural resources

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

Yes. Business Continuity Plans (BCP) are designed to help the Company to recover from a disruption in production activity. Specifically, BCP provides guidance to ensure that the Manufacturing units can respond effectively to a disruption and restore production operations as quickly as possible.

The objectives of BCP for Manufacturing plants are to identify various threats that can disrupt the business operations. Identify advanced arrangements and procedures that will enable the team to respond quickly to an emergency event and ensure continuous operations of critical business functions. Reduce employee injury or loss of life and minimise damage and losses. Protect essential facilities, equipment, vital records, and other assets. Identify teams which would need to respond to a crisis and describe specific responsibilities. Facilitate effective decision-making to ensure that operations are restored in a timely manner. Identify alternative course of action to minimise and/or mitigate the effects of the crisis and shorten the response time. Quantify the impact of any kind of event in terms of money, time, business and workforce. Recover quickly from an emergency event and resume to full-scale manufacturing of products in a timely manner. Maintain the quality of manufactured goods and products, protect our customer base and brand during an emergency event.

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

No such incident has occurred. We provide awareness and training to the farmers to ensure proper handling and uses of Agro chemical products.

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

Critical value chain partners identified 18 for manufacturing units. 100% covered awareness programmes

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

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/associations. - 6
- b. List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/affiliated to.

S.No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/associations (State/National)
1	Crop Life India (CLI)	National
2	Confederation of Indian Industry (CII)	
3	Bombay Chambers of Commerce and Industry (BCCI)	
4	Federation of Seeds Industries of India (FSII)	
5	IMC Chamber of Commerce and Industry	
6	Indian Chemical Council (ICC)	

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

Name of authority	Brief of the case	Corrective action taken
NA		

Leadership Indicators

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

S. No.	Public policy advocated	Method resorted for such advocacy	Whether Information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/Half yearly/Quarterly/Others - please specify)	Web Link, if available
1	Use of drone in agriculture	Through Industry bodies	-	-	-
2	Recycling of plastic containers	Through Industry bodies	Yes	-	-
3	Safe use of agrochemicals by farmers	Through Industry bodies	-	-	-

PRINCIPLE 8 - Businesses should promote inclusive growth and equitable development

Essential Indicators

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

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

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

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 FY (In INR)
NA					

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

The Company has a process to receive and redress concerns/grievances received from the community. A site-level committee consisting of members from various departments viz. administration, security, CSR, etc. is formed which receives the concerns (written/verbal) and works towards its redressal. A joint field visit/investigation is done and the concern is addressed appropriately in a timely manner. The concerns are recorded and tracked for closure.

In addition, the Company proactively engages with the community as a part of the development work. Throughout the year, a number of informal and formal sessions are conducted which help interactions with the community apart from programme-specific meetings to facilitate working together. There is a targeted approach for engaging with various sections viz. youth, women and community leaders. Senior leadership interacts with the community regularly.

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

Parameter	FY 2022-23	FY 2021-22
Directly sourced from MSMEs/small producers	10.51%	12.80%
Sourced directly from within the district and neighbouring districts	18.54%	14.98%

Leadership Indicators

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

Details of negative social impact identified	Corrective action taken
NA	

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

S.No.	State	Aspirational District	Amount spent (In INR)
1	Gujarat	Narmada	67,45,000
2	Telangana	Warangal	90,00,000
3	Maharashtra	Osmanabad	25,50,000
4	Jharkhand	Ramgadh	25,00,000

3 (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised / vulnerable groups? (Yes/No)
No, Procurement is done based on competitiveness. However, as per the Affirmative Action Policy, we encourage marginalised/vulnerable groups.

(b) From which marginalised / vulnerable groups do you procure?
Scheduled Caste/Scheduled Tribe category, if available and competitive.

(c) What percentage of total procurement (by value) does it constitute?
0.76%

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

S.No.	Intellectual Property based on traditional knowledge	Owned/Acquired (Yes/No)	Benefit shared (Yes/No)	Basis of calculating benefit share
NA				

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

S.No.	Name of authority	Brief of the case	Corrective action taken
NA			

6. Details of beneficiaries of CSR Projects:

S.No.	CSR Project	No. of persons benefited from CSR Projects	% of beneficiaries from vulnerable and marginalised group
1	RUBY - Educational initiative	8,381	47
2	TaRa - Skilling initiative	1,361	28
3	Rural development	36,413	31
4	Jal dhan - Water harvesting and conservation	2,68,797	27
5	Sampoorna poshan - Malnutrition and Anaemia initiative	700	44
6	C-Safe	1,786	10

PRINCIPLE 9 - Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

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

We print the customer care contact number and email ID on each pack label to receive customer queries and complaints. The Marketing Team handles the customer care cell and responds to complaints received through the contact number and email ID. We also receive customer complaints from customers related to application, product and packaging quality through the sales team, which are registered in e-Sparsh (Digital App) and responded. Product quality and packaging related complaints escalated to Quality Assurance and for investigation and resolution. Quality assurance team investigates the complaint and shares the report with root cause analysis and corrective actions with the respective sales team.

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

	As a percentage to total turnover
Environmental and social parameters relevant to the product	-
Safe and responsible usage	100
Recycling and/or safe disposal	-

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

	FY 2022-23			FY 2021-22		
	Received during the year	Pending resolution at the end of the year	Remarks	Received during the year	Pending resolution at the end of the year	Remarks
Data Privacy	Nil	Nil		Nil	Nil	
Advertising						
Cyber-Security						
Delivery of Essential Services						
Restrictive Trade Practices						
Unfair Trade Practices						
Other						

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

	Number	Reasons for recall
Voluntary recalls	Nil	NA
Forced recalls		

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

Yes. The Company has detailed framework on cyber security and risks related to data privacy.

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.

The cyber security for the Company has been outsourced and managed by a leading IT services company. The regular reviews are conducted, and corrective actions are taken to improve the cyber security posture.

Data privacy requirements are being evaluated with respect to proposed personal data privacy law. The actions will be taken as per data privacy law.

Leadership Indicators

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

Information relating to all products of the Company are available on the website at www.rallis.com. Additionally, it is also available on the 'Rallis Krishi Samadhan' - an App and various social media platforms such as Facebook, YouTube and Instagram.

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

The Company conducts meetings with the consumers including farmers on field days whereby they are educated about the correct dosage, time of application as well as correct methods to use the Company's products. Further, product leaflets are also provided in various languages with each package.

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

NA

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

Yes, the Company specifies products information as per regulations and carries out a survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation.

5. Provide the following information relating to data breaches:

a. Number of instances of data breaches along with impact:

Nil

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

Not Applicable

Independent Auditor's Report To the Members of Rallis India Limited

Report on the Audit of the Financial Statements Opinion

We have audited the financial statements of Rallis India Limited (the "Company") which comprise the balance sheet as at March 31, 2023, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Key audit matter 1

Revenue recognition (adjustment for sales return, rebates, discounts and incentives) (Refer note 3.16 and 43)

The key audit matter	How the matter was addressed in our audit
As disclosed in Note 3.16 and 43 to the financial statements, revenue is measured based on transaction price, which is the consideration, after deduction of estimated sales returns, rebates, discounts and incentives.	Our audit procedures included following: <ul style="list-style-type: none"> Understanding the process followed by the Company to determine the amount of accrual of sales returns, rebates, discounts and incentives;
Estimation of sales returns involves significant judgement and estimates. The estimation is dependent on various internal and external factors. These factors include, for example, climatic conditions, the length of time when a sale is made and when the sales return takes place, some of which are beyond the control of the Company.	<ul style="list-style-type: none"> Assessing the accounting policies of the Company regarding accounting for sales returns, rebates, discounts and incentives as against the criteria given in the accounting standards; Testing the Company's key internal controls related to the development of assumption of expected returns based on experience, of level of customer wise claims for rebates, discounts, incentives and related accruals;
The recognition and measurement of rebates, discounts and incentives involves significant judgement and estimates, particularly the expected level of claims of each of the customers. Assumption of level of customer wise claims for rebates, discounts and incentives relates to estimating which of the Company's customers will ultimately be subject to a related rebate, discount and / or incentive.	<ul style="list-style-type: none"> Testing the Company's process and key internal controls over the accrual of sales returns, rebates, discounts and incentives. Selecting samples of revenue transactions and marketing circulars. Rechecking accrual for rebates, discounts and incentives calculated in accordance with the eligibility criteria mentioned in the marketing circular;

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matter(s)

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 period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter	How the matter was addressed in our audit
Evaluating the assumption of expected returns based on experience and level of customer wise claims for rebates, discounts and incentives underlying the estimate of accrual involves challenging auditor judgment. We identified the evaluation of accrual for sales returns, rebates, discounts and incentives as a key audit matter.	<ul style="list-style-type: none"> Checking completeness and accuracy of the data used by the Company for accrual of sales returns, rebates, discounts and incentives and also checking the accrual for a selected sample of sales; Examining historical trend of claims to assess the assumptions and judgements used by the Company in accrual of sales returns, rebates, discounts and incentives. Evaluating the Company's ability to accurately estimate the accrual for sales returns, rebates, discounts and incentives. Comparing historically recorded accruals to the actual amount of sales returns, rebates, discounts and incentives.

Key audit matter 2

Impairment testing of other intangible assets and intangible assets under development (Refer note 3.7, 3.14 and 6(b))

The key audit matter	How the matter was addressed in our audit
The carrying amount of the other intangible assets and intangible assets under development represents 2.42% of the Company's total assets.	Our audit procedures in respect of impairment testing of other intangible assets and intangible assets under development included the following: <ul style="list-style-type: none"> Obtaining an understanding of the Company's process of determining likelihood of obtaining product registration and technical feasibility of hybrid seeds under development, future benefits expected from each product registration and hybrid seeds including intangibles under development using discounted future cash flows; Comparing the Company's assessment with the past trends; Assessing the discounted cash flow model; Evaluating the assumptions and methodologies used by the Company; and Focusing on the adequacy of the Company's disclosures on key assumptions used for impairment testing of other intangible assets and intangible assets under development.
Other intangible assets and intangible assets under development	
As disclosed in Note 3.7, 3.14 and 6(b) to the financial statements, the Company capitalizes costs incurred to apply for product registrations and cost incurred for developing hybrid seeds once technical feasibility is established.	
Impairment assessment is done for each product based on value in use.	
Measurement of value of other intangible assets involves significant judgments and estimates in the Company's annual impairment assessment. The significance and magnitude is in relation to the costs capitalised and likelihood of obtaining product registration/ developing new hybrid seeds. We identified the measurement of value of other intangible assets as a key audit matter.	

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and auditor's report(s) 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.

Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are 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 state of affairs, profit and other comprehensive loss, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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, the Management and Board of Directors are 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement 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 the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements 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 period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. 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 specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 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 B".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - a. The Company has disclosed the impact of pending litigations as at March 31, 2023 on its financial position in its financial statements - Refer Note 39 to the financial statements.
 - b. The Company did not have any long-term contracts for which there were any material foreseeable losses. The Company has made provision for foreseeable losses on derivative contracts - Refer Note 21 to the financial statements;
 - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - d. (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 8 to the financial statements, 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 directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 17 to the financial statements, 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 directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- e. The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 51 to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend

declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

- f. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only with effect from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable.
- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Tarun Kinger
Partner
Place: Mumbai
Date: April 25, 2023
Membership No.: 105003
ICAI UDIN:23105003BGYDKF3099

Annexure A to the Independent Auditor's Report on the Financial Statements of Rallis India Limited for the year ended March 31, 2023

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (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.
- (i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant

and equipment are verified annually. In accordance with this programme, all the property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company, except for the following which are not held in the name of the Company:

Description of property	Gross carrying value (₹ in lakhs)	Held in the name of	Whether promoter, director or their relative or employee	Period held- indicate range, where appropriate	Reason for not being held in the name of the Company. Also indicate if in dispute
Building	2.83	Tata Fison Industries Limited	Yes	Since 1972	The agreement is in the name of Tata Fison Industries Limited (amalgamated with Rallis India Limited in 1972)
Building	57.35	NA	No	Since 1985	The Company has filed a suit with regards to the title and is awaiting a decree. The certificate for shares held in the Cooperative Housing Society have been verified.
Leasehold Land	1,623.45	Gujarat Industrial Development Corporation	No	Since 2008	The plot has been allotted and is in the possession of the Company. The lease deed has not yet been executed by lessor.

- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments in other parties in respect of which the requisite information is provided in clause (b) as below to the extent applicable. The Company has not made any investments in companies, firms or limited liability partnership during the year. Accordingly, provisions of clauses 3(iii)(a) and 3(iii)(c) to 3(iii)(f) of the Order are not applicable to the Company.
- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year are, prima facie, not prejudicial to the interest of the Company.

- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective July 1, 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, considering the principles of materiality outlined in Standards on Auditing, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or other statutory dues have been regularly deposited by the Company with the appropriate authorities. The Company does not have liability in respect of Cess.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, considering the principles of materiality outlined in Standards on Auditing, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or other statutory dues were in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, considering the principles of materiality outlined in Standards on Auditing, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount not deposited (₹ in lakhs)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Sales Tax and Value Added Tax	Tax, Interest and Penalty	486.88	2000-01, 2005-06 to 2010-11, 2012-13, 2013-14	Joint Commissioner/ Joint Commissioner (Appeals)	
Sales Tax and Value Added Tax	Tax, Interest and Penalty	145.94	1996-97, 2006-07, 2007-08, 2009-10, 2010-11, 2012-13, 2014-15 to 2016-17	Additional Commissioner	
Sales Tax and Value Added Tax	Tax, Interest and Penalty	93.25	1992-93, 1999-00, 2003-04, 2008-09, 2009-10, 2011-12, 2012-13, 2013-14, 2016-17, 2017-18	Deputy Commissioner	
Sales Tax and Value Added Tax	Tax, Interest and Penalty	9.63	2003-04, 2014-15	Assistant Commissioner	
Sales Tax and Value Added Tax	Tax, Interest and Penalty	90.35	1992-93, 2001-02, 2010-11 to 2012-13	Tribunal	
Sales Tax and Value Added Tax	Tax, Interest and Penalty	18.79	2002-03, 2012-13	Commercial Tax Officer	
The Central Excise Act, 1944	Tax, Interest and Penalty	29.61	1999-00, 2001-02	Deputy Commissioner	
The Central Excise Act, 1944	Tax, Interest and Penalty	0.50	1996-97, 1998-99	Tribunal	
The Finance Act, 1994	Tax, Interest and Penalty	6.74	2006-08, 2010-11	Assistant Commissioner	
The Finance Act, 1994	Tax, Interest and Penalty	3,265.99	2010-11, 2013-14, 2016-17, 2017-18	Supintendent of Excise and Customs	
The Finance Act, 1994	Tax, Interest and Penalty	10.23	2005-10	Joint Commissioner	
Goods and Services Tax	Tax, Interest and Penalty	1.88	2017-18	Supintendent of Excise and Customs	
Goods and Services Tax	Tax, Interest and Penalty	78.91	2017-18, 2019-20	Assistant Commissioner	
Customs Act, 1962	Tax, Interest and Penalty	144.10	1999-00	Tribunal	
Customs Act, 1962	Tax, Interest and Penalty	655.61	2014-15	High Court	
Customs Act, 1962	Tax, Interest and Penalty	14.99	1999-2000	Commissioner of Customs	
Income Tax Act, 1961	Income Tax	958.00	1992-93	High Court	
Income Tax Act, 1961	Income Tax	8,870.31	2012-13 to 2018-19 and 2021-22	Commissioner of Income Tax (Appeals)	



- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended March 31, 2023. Accordingly, clause 3(ix)(e) is not applicable.
- (f) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended March 31, 2023. Accordingly, clause 3(ix)(f) is not applicable.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, 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) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors 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. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.
- Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanation given to us by the management, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has five CICs which are registered with the Reserve Bank of India and 1 CIC which is not required to be Registered with the Reserve Bank of India.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination
- of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Tarun Kinger
Partner

Place: Mumbai
Date: April 25, 2023

Membership No.: 105003
ICAI UDIN:23105003BGYDKF3099

Annexure B to the Independent Auditor's Report on the Financial Statements of Rallis India Limited for the year ended March 31, 2023

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Rallis India Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at March 31, 2023, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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.

Auditor's 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, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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 control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Tarun Kinger
Partner

Place: Mumbai
Date: April 25, 2023

Membership No.: 105003
ICAI UDIN:23105003BGYDKF3099



Balance Sheet as at March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

	Notes	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-current assets			
a) Property, plant and equipment	4(a) & 4(a)(i)	51,970.74	53,138.33
b) Capital work-in-progress	4(a) & 4(a)(ii)	17,939.93	5,572.96
c) Investment property	5	11.57	11.99
d) Right-of-use asset	4 (b)	3,045.88	3,245.49
e) Goodwill on amalgamation	6 (a)	19,582.31	19,582.31
f) Other intangible assets	6(b) & 6(b)(i)	1,176.26	1,096.20
g) Intangible assets under development	6(b) & 6(b)(ii)	5,732.39	7,432.73
h) Financial assets			
i) Investments	7	318.11	317.89
ii) Other financial assets	8	2,005.77	1,924.00
i) Non-current tax assets (net)	9.1	9,779.76	9,303.16
j) Other non-current assets	13	3,773.17	4,783.54
Total non-current assets		115,335.89	106,408.60
Current assets			
a) Inventories	10	79,288.86	93,799.19
b) Financial assets			
i) Investments	7	21,943.88	20,871.84
ii) Trade receivables	11 & 11.1	49,857.81	44,593.70
iii) Cash and cash equivalents	12.1	4,415.98	1,065.29
iv) Bank balances other than (iii) above	12.2	188.60	5,254.78
v) Other financial assets	8	550.93	696.66
c) Other current assets	13	7,782.72	12,699.70
d) Assets classified as held for sale	14	405.56	413.82
Total current assets		164,434.34	179,394.98
Total assets		279,770.23	285,803.58
EQUITY AND LIABILITIES			
Equity			
a) Equity share capital	15 & 15.1	1,944.71	1,944.71
b) Other equity	16	171,060.56	167,720.66
Total equity		173,005.27	169,665.37
Liabilities			
Non-current liabilities			
a) Financial liabilities			
i) Borrowings	17.1	266.16	379.28
ii) Lease liabilities	17.2	2,099.83	2,165.12
b) Provisions	22	4,151.43	3,787.06
c) Deferred tax liabilities (net)	19	1,228.64	2,133.49
d) Other non-current liabilities	23	140.14	6.79
Total non-current liabilities		7,886.20	8,471.74
Current liabilities			
a) Financial liabilities			
i) Borrowings	18	10,113.11	5,415.63
ii) Lease liabilities	17.2	1,190.52	1,314.17
iii) Trade payables	20		
-total outstanding dues of micro enterprises and small enterprises		1,748.25	1,266.52
-total outstanding dues of creditors other than micro enterprises and small enterprises		57,076.56	73,986.63
iv) Other financial liabilities	21	15,631.85	10,566.82
b) Other current liabilities	23	12,049.54	14,038.92
c) Provisions	22	743.34	793.72
d) Current tax liabilities (net)	9.1	325.59	284.06
Total current liabilities		98,878.76	107,666.47
Total liabilities		106,764.96	116,138.21
Total equity and liabilities		279,770.23	285,803.58
See accompanying notes to the financial statements	1 to 52		

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
Firm's Registration No. 101248W/W-100022

For and on behalf of the Board of Directors of Rallis India Limited

Sanjiv Lal
(DIN: 08376952) *Managing Director & CEO*

Padmini Khare Kaicker
(DIN: 00296388) *Director*

R. Mukundan
(DIN: 00778253) *Director*

Subhra Gourisaria
(M. No. 062955) *Chief Financial Officer*

Srikant Nair
(M. No. A30208) *Company Secretary*

Mumbai, April 25, 2023

Tarun Kinger
Partner

Membership No. 105003

Mumbai, April 25, 2023

Statement of Profit and Loss for the year ended March 31, 2023

All amounts are in ₹ lakhs except for earning per equity share information

	Notes	For the year ended March 31, 2023	For the year ended March 31, 2022
I Revenue from operations	24	296,697.47	260,393.37
II Other income	25	1,270.53	2,744.06
III Total Income (I+II)		297,968.00	263,137.43
IV Expenses			
Cost of materials consumed	26	170,104.27	156,156.90
Purchases of stock-in-trade	27	15,772.00	11,990.09
Changes in inventories of finished goods, stock-in-trade and work-in-progress	28	8,456.74	(5,790.11)
Employee benefits expense	29	25,574.92	23,914.23
Finance costs	30	1,224.06	478.86
Depreciation and amortisation expense	31	9,135.90	7,431.17
Other expenses	32	54,955.57	46,708.22
Total expenses (IV)		285,223.46	240,889.36
V Profit before exceptional items and tax (III - IV)		12,744.54	22,248.07
VI Exceptional items	50	62.41	-
VII Profit before tax (V+VI)		12,806.95	22,248.07
VIII Tax expense			
(1) Current tax	9.2	4,519.44	5,941.12
(2) Deferred tax	9.2	(906.85)	(396.87)
(3) Tax for earlier years	9.2	-	276.40
Total tax expense (VIII)		3,612.59	5,820.65
IX Profit for the year (VII-VIII)		9,194.36	16,427.42
X Other comprehensive income			
Item that will be reclassified to profit or loss :			
Cash Flow Hedge - Gain/(loss)	9.3	(32.98)	-
Income tax relating to items that will be reclassified to profit or loss	9.3	9.30	-
Item that will not be reclassified to profit or loss :			
a) Remeasurement of the employee defined benefit plans	9.3	4.58	(87.12)
b) Equity instruments through other comprehensive income	9.3	0.09	0.34
Income tax relating to items that will not be reclassified to profit or loss	9.3	(1.38)	21.55
Total other comprehensive income (net of taxes)		(20.39)	(65.23)
XI Total comprehensive income for the year (IX+X)		9,173.97	16,362.19
Earnings per equity share (of ₹ 1 each)			
(1) Basic (In ₹)	33	4.73	8.45
(2) Diluted (In ₹)		4.73	8.45
See accompanying notes to the financial statements	1 to 52		

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
Firm's Registration No. 101248W/W-100022

For and on behalf of the Board of Directors of Rallis India Limited

Sanjiv Lal
(DIN: 08376952) *Managing Director & CEO*

Padmini Khare Kaicker
(DIN: 00296388) *Director*

R. Mukundan
(DIN: 00778253) *Director*

Subhra Gourisaria
(M. No. 062955) *Chief Financial Officer*

Srikant Nair
(M. No. A30208) *Company Secretary*

Mumbai, April 25, 2023

Tarun Kinger
Partner

Membership No. 105003

Mumbai, April 25, 2023

Statement of Changes in Equity for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

A. Equity Share Capital

As at March 31, 2023

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance as at April 1, 2022	Changes in equity share capital during the current year	Balance as at March 31, 2023
1,944.71	-	-	-	1,944.71

As at March 31, 2022

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance as at April 1, 2021	Changes in equity share capital during the current year	Balance as at March 31, 2022
1,944.71	-	-	-	1,944.71

B. Other Equity

Particulars	Other equity							Total other equity
	Reserves & Surplus					Other Comprehensive Income		
	Capital reserve	Securities premium reserve	Capital redemption reserve	General reserve	Retained earnings	Effective portion of Cash Flow Hedges	Equity instrument through OCI	
Balance at April 1, 2022	1,243.10	17,295.93	8,151.77	17,649.93	123,377.46	-	2.47	167,720.66
Profit for the year	-	-	-	-	9,194.36	-	-	9,194.36
Other Comprehensive Income (net of taxes)	-	-	-	-	3.20	(23.68)	0.09	(20.39)
Total Comprehensive Income for the year ended March 31, 2023	-	-	-	-	9,197.56	(23.68)	0.09	9,173.97
Transactions with owners of the Company								
Payment of dividends	-	-	-	-	(5,834.07)	-	-	(5,834.07)
Balance at March 31, 2023	1,243.10	17,295.93	8,151.77	17,649.93	126,740.95	(23.68)	2.56	171,060.56

Particulars	Other equity							Total other equity
	Reserves & Surplus					Other Comprehensive Income		
	Capital reserve	Securities premium reserve	Capital redemption reserve	General reserve	Retained earnings	Effective portion of Cash Flow Hedges	Equity instrument through OCI	
Balance at April 1, 2021	1,243.10	17,295.93	8,151.77	17,649.93	112,849.68	-	2.13	157,192.54
Profit for the year	-	-	-	-	16,427.42	-	-	16,427.42
Other Comprehensive Income (net of taxes)	-	-	-	-	(65.57)	-	0.34	(65.23)
Total Comprehensive Income for the year ended March 31, 2022	-	-	-	-	16,361.85	-	0.34	16,362.19
Transactions with owners of the Company								
Payment of dividends	-	-	-	-	(5,834.07)	-	-	(5,834.07)
Balance at March 31, 2022	1,243.10	17,295.93	8,151.77	17,649.93	123,377.46	-	2.47	167,720.66

As per our report of even date attached
For B S R & Co. LLP
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Srikant Nair
(M. No. A30208) *Company Secretary*

Mumbai, April 25, 2023

Tarun Kinger
Partner
Membership No. 105003

Mumbai, April 25, 2023

Statement of Cash Flows for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

	For the year ended March 31, 2023	For the year ended March 31, 2022
A CASH FLOW FROM OPERATING ACTIVITIES:		
Profit before tax	12,806.95	22,248.07
Adjustments for:		
Finance costs	1,224.06	478.86
Depreciation and amortisation expense	9,135.90	7,431.17
Interest income	(258.37)	(305.52)
Dividend income	(6.76)	(5.24)
Fair valuation (gain)/ loss on investment in Mutual fund	(82.89)	211.12
Gain on redemption of current investments	(214.46)	(1,383.61)
Credit balances written back	(68.10)	(173.48)
Allowance for doubtful debts (net)	796.48	716.62
Tangible assets written off	73.11	-
Advances written off	63.37	29.07
Deposits written off	17.36	-
Impairment of Intangible assets and intangible assets under development	3,040.96	793.40
Provision for Directors pension liability (net)	112.53	(30.86)
Provision for supplemental pay	(49.58)	88.00
Provision/(Reversal) of gratuity	53.61	157.83
Provision for compensated absences	185.51	165.70
Provision for Indirect Taxes	16.50	-
Mark-to-market loss on forward contract	64.69	54.45
Net unrealised foreign exchange loss	288.84	235.85
Provision for Impairment of intangible assets written back	(21.75)	-
Loss/ (Gain) on disposal of property, plant and equipment	15.61	248.63
Provision for Impairment on Investment in subsidiary written back	-	(336.74)
Loss on liquidation of subsidiary	-	275.93
Operating profit before working capital changes	27,193.57	30,899.25
Movements in working capital:		
(Increase) in trade receivables	(6,091.65)	(4,624.65)
Decrease/ (Increase) in inventories	14,513.80	(17,469.09)
Decrease/ (Increase) in other financial assets	171.29	(628.26)
Decrease in other assets	5,062.66	486.78
(Decrease)/ Increase in trade payables	(16,767.24)	15,517.82
Increase/ (Decrease) in other financial liabilities	4,400.64	(3,539.68)
(Decrease)/ Increase in other liabilities	(1,856.05)	2,763.50
CASH GENERATED FROM OPERATIONS	26,627.02	23,405.67
Income taxes paid (Net of refunds)	(4,944.59)	(6,820.49)
NET CASH FLOWS GENERATED FROM OPERATING ACTIVITIES (A)	21,682.43	16,585.18
B CASH FLOW FROM INVESTING ACTIVITIES:		
Interest received	374.76	320.20
Dividend received	6.76	5.24
Purchase of current investments	(111,416.36)	(66,500.74)
Proceeds from liquidation of Investment in subsidiary	-	60.81
Proceeds from sale of current investments	110,641.67	74,830.86
Payments for purchase of property, plant and equipment (including adjustments on account of capital work-in-progress, capital creditors and capital advances)	(16,939.81)	(15,614.85)
Payments for intangible assets	(1,850.08)	(2,886.96)
Proceeds from disposal of property, plant and equipment	190.45	444.94
Investments in bank deposits	4,781.70	(951.79)
NET CASH FLOWS (USED IN) INVESTING ACTIVITIES (B)	(14,210.91)	(10,292.29)



Statement of Cash Flows for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

	For the year ended March 31, 2023	For the year ended March 31, 2022
C CASH FLOW FROM FINANCING ACTIVITIES:		
Repayment of long-term borrowings (including current maturities)	(399.07)	(378.00)
Proceeds from short-term borrowings	38,597.14	2,465.60
Repayment of short-term borrowings	(33,597.14)	(465.60)
Repayment of finance lease obligations	(1,930.24)	(1,747.27)
Dividend paid on equity shares	(5,840.97)	(5,850.74)
Interest paid	(940.88)	(184.99)
Bank balances in dividend account	6.90	16.67
NET CASH FLOWS (USED IN) FINANCING ACTIVITIES (C)	(4,104.26)	(6,144.33)
NET (DECREASE) / INCREASE IN CASH AND CASH EQUIVALENTS (A) + (B) + (C)	3,367.26	148.56
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR		
Cash in hand	1.60	1.91
Balances with banks in current account and deposit account	1,063.69	903.02
Bank overdrafts and cash credit facility (secured)*	(16.57)	(4.77)
CASH AND CASH EQUIVALENTS AS PER NOTE 12.1	1,048.72	900.16
Net Cash and cash equivalents as per Statement of Cash flows	4,415.98	1,048.72
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR		
Cash in hand	1.56	1.60
Balances with banks in current account and deposit account	4,414.42	1,063.69
Bank overdrafts and cash credit facility (secured)*	-	(16.57)
CASH AND CASH EQUIVALENTS AS PER NOTE 12.1	4,415.98	1,048.72
Debt reconciliation statement in accordance with Ind AS 7		
Opening balances		
Long-term borrowings (including current maturities)	778.34	1,156.34
Short-term borrowings (excluding bank overdrafts and cash credit facility)	5,000.00	3,000.00
Movements		
Long-term borrowings (including current maturities)	(399.07)	(378.00)
Short-term borrowings (excluding bank overdrafts and cash credit facility)	5,000.00	2,000.00
Closing balances		
Long-term borrowings (including current maturities)	379.27	778.34
Short-term borrowings (excluding bank overdrafts and cash credit facility)	10,000.00	5,000.00

*Bank overdrafts and cash credit facility are part of cash management system of the Company. Hence, considered as part of cash and cash equivalents. See accompanying notes to the financial statements

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As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
Firm's Registration No. 101248W/W-100022

Tarun Kinger
Partner
Membership No. 105003
Mumbai, April 25, 2023

For and on behalf of the Board of Directors of Rallis India Limited

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Subhra Gourisaria
(M. No. 062955) *Chief Financial Officer*

Srikant Nair
(M. No. A30208) *Company Secretary*

Mumbai, April 25, 2023

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

1. Corporate Information

Rallis India Limited (the "Company") is a public limited company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The Company's shares are listed on National Stock Exchange and Bombay Stock Exchange. It has been engaged primarily in the business of manufacture and marketing of Agri Inputs. The Company has its manufacturing facilities in India and sells both in India and across the globe. The Company's registered office is at 23rd Floor, Vios Tower, New Cuffe Parade, off Eastern Freeway, Wadala, Mumbai 400037.

Tata Chemicals Limited ("Tata Chemicals") owns 50.06% of the Company's equity share capital as at March 31, 2023.

The financial statements for the year ended March 31, 2023 were approved by the Board of Directors and authorised for issue on April 25, 2023.

During the previous year, PT Metahelix received a certificate for cancellation of its Tax Identification Number and consequentially ceased to be a subsidiary of the Company with effect from March 23, 2022.

2. Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

Ind AS 1 – Presentation of Financial Statements

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

Ind AS 12 – Income Taxes

The amendments clarify how companies account for deferred tax on transactions such as leases and

decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company is evaluating the impact, if any, in its financial statements.

Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements.

3. Significant accounting policies

3.1 Statement of compliance

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

3.2 Basis of preparation and measurement

The financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period. Historical cost is based on the fair value of the consideration given in exchange for goods and services.

Current/ Non-current classification

The Company classifies an asset as current asset when:

- it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- it holds the asset primarily for the purpose of trading;
- it expects to realise the asset within twelve months after the reporting period; or

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

- the asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used
- To settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

Liability is classified as current when

- It expect to settle the liability in its normal operating cycle;
- It holds the liability primarily for the purpose of trading;
- The liability is due to be settled within twelve months after the reporting period; or
- It does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company's normal operating cycle is twelve months.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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.

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

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

3.3 Functional and presentation currency

The financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest ₹ lakhs, unless otherwise indicated.

3.4 Foreign currency translation

On initial recognition, all foreign currency transactions are translated into the functional currency using the exchange rates prevailing on the date of the transaction. As at the reporting date, foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the Balance Sheet date and the exchange gains or losses are recognised in the Statement of Profit and Loss.

3.5 Property plant and equipment (PPE)

(a) Recognition and measurement

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

On adoption of Ind AS, the Company retained the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind ASs, measured as per the previous GAAP and used that as its deemed cost as permitted by Ind AS 101 'First-time Adoption of Indian Accounting Standards'.

PPE including capital work-in-progress are initially recognised at cost. The initial cost of PPE comprises its purchase price, including non-refundable duties and taxes net of any trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of PPE includes interest on borrowings (borrowing cost) directly attributable to acquisition, construction or production of qualifying assets. Subsequent to initial recognition, PPE are stated at cost less accumulated depreciation (other than freehold land, which are stated at cost) and impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

The residual values, useful life and depreciation method are reviewed at each financial year-end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and the carrying amount of the asset and is recognised in profit or loss. Fully depreciated assets still in use are retained in the financial statements.

(b) Depreciation

Depreciation is recognised so as to write off the cost of assets (other than freehold land and capital work in progress) less their residual values over the useful lives, using the straight-line method ("SLM"). Management believes based on a technical evaluation (which is based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.) that the useful lives of the assets reflect the periods over which these assets are expected to be used, which are as follows:

Type/Category of Asset	Useful Lives (in years) – as per Companies Act, 2013	Useful Lives (in years) – as estimated by the Company
Buildings including factory buildings	3-60	3-60
General Plant and Machinery	8	1-36
Electrical Installations and Equipments	10	2-32
Furniture and Fixtures	10	3-28
Office Equipments	5	2-13
Vehicles	8	8-13
Computer and Data Processing Units	3-6	1-10
Laboratory Equipments	10	1-19
Leasehold improvements	NA	shorter of lease period or above estimated useful life

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

Useful lives are reviewed at annually reporting date and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions/ (disposals) is provided on pro rata basis i.e. from/ (upto) the date on which assets is ready for use/ (disposed of).

(c) Gain or Loss on Disposal

Any gain or loss on disposal of property, plant and equipment is recognised in the Statement of Profit and Loss.

3.6 Investment Property

(a) Recognition and Measurement

Land or building held to earn rentals or for capital appreciation or both rather than for use in the production or supply of goods or services or for administrative purposes; or sale in the ordinary course of business is recognised as Investment Property. Land held for undetermined future use is also recognised as Investment Property.

An investment property is measured initially at its cost. The cost of an investment property comprises its purchase price and any directly attributable expenditure. After initial recognition, the Company carries the investment property at the cost less accumulated depreciation and accumulated impairment, if any.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

Transfers to (or from) investment property are made only when there is a change in use. Transfers between investment property, owner-occupied property and inventories do not change the carrying amount of the property transferred and they do not change the cost of that property for measurement or disclosure purposes.

The residual value and the useful life of an asset is reviewed at least at each financial year-end and, if expectations differ from previous estimates, the change(s) is accounted for as a change in an accounting estimate in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors.

Investment property is derecognised either when it has been disposed of or when it is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on disposal of investment property (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognised in profit or loss.

(b) Depreciation

After initial recognition, the Company measures all of its investment property in accordance with Ind AS 16 – Property, Plant and Equipment requirements for cost model. The depreciable amount of an item of investment property is allocated on a systematic basis over its useful life. The Company provides depreciation on the straight line method. The Company believes that straight line method reflects the pattern in which the asset's future economic benefits are expected to be consumed by the Company. Based on internal technical evaluation, the management believes useful lives of the assets are appropriate. The depreciation method is reviewed at least at each financial year-end and, if there has been a significant change in the expected pattern of consumption of the future economic benefits embodied in the asset, the method is changed to reflect the changed pattern. Such a change is accounted for as a change in an accounting estimate in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors.

The depreciation charge for each period is recognised in the Statement of Profit and Loss.

The estimated useful lives for the current and comparative periods are as follows:

Type/Category of Asset	Useful Lives (in years) – as per Companies Act, 2013	Useful Lives (in years) –as estimated by the Company
Buildings including factory buildings	60	60

(c) Fair Value

Fair value of investment property is based on a valuation by an independent valuer who holds a recognised and relevant professional qualification and has recent experience in the location and category of the investment property being valued. The fair value of investment property is disclosed in the Note 5.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

(d) Gain or Loss on Disposal

Any gain or loss on disposal of an Investment Property is recognised in the Statement of Profit and Loss.

3.7 Other intangible assets

Other intangible assets are measured on initial recognition at cost and subsequently are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

Research and development:

Expenditure on research activities is recognised in profit or loss as incurred.

Development expenditure is capitalised as part of the cost of the resulting intangible asset only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Company intends to and has sufficient resources to complete development and to use or sell the asset. Otherwise, it is recognised in profit or loss as incurred. Subsequent to initial recognition, development expenditure is measured at cost less accumulated amortisation and any accumulated impairment losses.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses on derecognition are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/ (losses).

The Company amortises intangible assets with a finite useful life using the straight-line method over the following range of useful lives:

Type/Category of Asset	Useful Lives (in years) –as estimated by the Company
Product registrations	4
Technical Know how	3
Licenses and commercial rights	4
Computer software	2-9

The estimated useful life is reviewed annually by the management.

Goodwill

Goodwill arising on amalgamation of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any. For the purposes of impairment testing, goodwill is allocated to cash-generating units that are expected to benefit from the synergies of the combination. A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods. On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

3.8 Leases

As a lessee

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified assets, the Company assesses whether: (i) the contact involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

As a lessee, the Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the fixed payments, including in-substance fixed payments;

The Company determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

The lease liability is measured at amortised cost using the effective interest method.

The Company has used number of practical expedients when applying Ind AS 116: - Short-term leases, leases of low-value assets and single discount rate.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term. The Company applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.

The Company's leases mainly comprise land and buildings and Plant and equipment. The Company leases land and buildings for warehouse facilities. The Company also has leases for equipment.

3.9 Non-current assets held for sale

Non-current assets and disposal Company are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal Company) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal Company) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

When the Company is committed to a sale plan involving disposal of an investment, the investment that will be disposed of is classified as held for sale when the criteria described above are met.

Non-current assets (and disposal Company) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

3.10 Capital work-in-progress and intangible assets under development

Capital work-in-progress/intangible assets under development are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost, less impairment losses if any.

3.11 Non-derivative financial instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash

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equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets at amortised cost

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

Financial assets at fair value through other comprehensive income (FVTOCI)

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

The Company has made an irrevocable election to present subsequent changes in the fair value of equity investments not held for trading in Other Comprehensive Income.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

Financial liabilities

Financial liabilities are measured at amortised cost using the effective interest method.

Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments recognised by the Company are measured at the proceeds received net of direct issue cost.

Offsetting of financial instruments

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

3.12 Investments in subsidiaries

A subsidiary is an entity that is controlled by the Company.

The Company accounts for the investments in equity shares of subsidiaries at cost in accordance with Ind AS 27-Separate Financial Statements.

3.13 Derivative financial instruments

In the ordinary course of business, the Company uses certain derivative financial instruments to reduce business risks which arise from its exposure to foreign exchange associated with imports and exports (cash flow hedges).

When the Company opts to undertake hedge accounting, the Company documents, at the inception of the hedging transaction, the economic relationship between hedging instruments and hedged items including whether the hedging instrument is expected to offset changes in Cash Flows or fair values of hedged items. The Company documents its undertaking various hedge transactions at the inception of each hedge relationship.

Derivatives are initially recognised at fair value on the date the derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged and the type of hedge relationship designated.

Cash flow hedges that qualify for hedge accounting The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges, is recognised through OCI and as cash flow hedging reserve within equity, limited to the cumulative change in fair value of the hedged item on a present value basis from the inception of the hedge. The gain or loss relating to the ineffective portion is recognised immediately in the Statement of Profit and Loss. Amounts accumulated in

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equity are reclassified to the Statement of Profit and Loss on settlement. When the hedged forecast transaction results in the recognition of a non-financial asset, the amounts accumulated in equity with respect to gain or loss relating to the effective portion of the spot component of forward contracts, both the deferred hedging gains and losses and the deferred aligned forward points are included within the initial cost of the asset. The deferred amounts are ultimately recognised in the Statement of Profit and Loss as the hedged item affects profit or loss.

When a hedging instrument expires, is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively and any cumulative deferred gain or loss and deferred costs of hedging in equity at that time remains in equity until the forecast transaction occurs.

When the forecast transaction is no longer expected to occur, the cumulative gain or loss and deferred costs of hedging that were reported in equity are immediately transferred to the Statement of Profit and Loss.

3.14 Impairment

Financial assets (other than at fair value)

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVTOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

PPE and intangibles assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. 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 (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the Statement of Profit and Loss.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognised.

All Technological Knowhow project falling under Intangible Assets under Development for more than 5 years will be fully provided and written off.

3.15 Inventories

Inventories are measured at lower of cost (on weighted average basis) and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all production or conversion costs and other costs incurred in bringing the goods to their present location and condition, including relevant taxes and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads.

In the case of raw materials and stock-in-trade, cost comprises of cost of purchase. In the case of work-in-progress and finished goods and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity.

For seeds, remnant/substandard stocks are not valued and are accounted as revenue in the year of sale of such stock. Cost associated with hybrid seed production in leased land for which produce is yet to be received will be accounted as work-in-progress.

Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases when a decline in the price of materials indicates that the cost of the finished products shall exceed the net realisable value.

The comparison of cost and net realisable value is made on an item-by-Item basis.

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Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

3.16 Revenue from contracts with customers

Revenue is recognised upon transfer of control of promised goods to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those goods.

3.16.1 Sale of goods

Revenue from the sale of goods is recognised at the point in time when control is transferred to the customer which is usually on dispatch / delivery.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, rebates, scheme allowances, price concessions, incentives, and returns, if any, as specified in the contracts with the customers. Revenue excludes taxes collected from customers on behalf of the government. Accruals for discounts/ incentives and returns are estimated (using the most likely method) based on accumulated experience and underlying schemes and agreements with customers. Due to the short nature of credit period given to customers, there is no financing component in the contract.

For contracts that permit the customer to return an item, revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur.

Therefore, the amount of revenue recognised is adjusted for expected returns. In these circumstances, a refund liability and a right to recover returned goods asset are recognised.

The right to recover returned goods asset is measured at the former carrying amount of the inventory. The refund liability is included in other current liabilities and the right to recover returned goods is included in current assets.

The Company had adopted Ind AS 115 using the cumulative effect method whereby the effect of applying this standard is recognized at the date of initial application (i.e. April 1, 2018). Impact on adoption of Ind AS 115 was not material.

3.16.2 Rendering of services

Income recognition for services takes place as and when the services are performed in accordance with IND AS 115.

3.16.3 Interest Income

Interest income from financial assets is recognised when it is probable that economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets to that asset's net carrying amount on initial recognition.

3.16.4 Dividend

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

3.16.5 Insurance claims

Insurance claims are accounted for on the basis of claims admitted and to the extent that there is no uncertainty in receiving the claims.

3.17 Government Grants

Government grants and subsidies are recognized when there is reasonable assurance that the Company will comply with the conditions attached to them and the grants / subsidy will be received. Government grants whose primary condition is that the Company should purchase, construct or otherwise acquire capital assets are presented by deducting them from the carrying value of the assets. The grant is recognized as income over the life of a depreciable asset by

Notes to the Financial Statements for the year ended March 31, 2023

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way of a reduced depreciation charge. Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

Government grants in the nature of promoters' contribution like investment subsidy, where no repayment is ordinarily expected in respect thereof, are treated as capital reserve. Government grants in the form of non-monetary assets, given at a concessional rate, are recorded on the basis of their acquisition cost. In case the non-monetary asset is given free of cost, the grant is recorded at a nominal value.

Other government grants and subsidies are recognised as income over the periods necessary to match them with the costs for which they are intended to compensate, on a systematic basis.

3.18 Employee benefit expenses

Employee benefits consist of contribution to provident fund, superannuation fund, gratuity fund, compensated absences, supplemental pay and director pension liability.

3.18.1.1 Post-employment benefit plans

Defined Contribution plans

Payments to defined contribution retirement benefit scheme for eligible employees in the form of superannuation fund are charged as an expense as they fall due. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made.

Defined benefit plans

The Company operates various defined benefit plans- gratuity fund, supplemental pay and ex-director pension liability.

The Company also makes contribution towards provident fund, in substance a defined contribution retirement benefit plan. The provident fund is administered by the Trustees of the Rallis India Limited Provident Fund. The rules of the Company's provident fund administered by the Trust, require that if the Board of Trustees are unable to pay interest at the rate declared by the Employees' Provident Fund by the Government under para 60

of the Employees' Provident Fund Scheme, 1952 for the reason that the return on investment is less or for any other reason, then the deficiency shall be made good by the Company. Having regard to the assets of the fund and the return on the investments, the Company does not expect any deficiency as at the year end.

The liability or asset recognised in the balance sheet in respect of its defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the said obligation is determined by discounting the estimated future cash outflows, using market yields of government bonds that have tenure approximating the tenures of the related liability.

The interest income / (expense) are calculated by applying the discount rate to the net defined benefit liability or asset. The net interest income / (expense) on the net defined benefit liability or asset is recognised in the Statement of Profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

3.18.2 Short term employee benefit

Compensated absences which accrue to employees and which can be carried to future periods but are expected to be encashed or availed in twelve months immediately following the year end are reported as expenses during the year in which the employees perform the services that the benefit covers and the liabilities are reported at the undiscounted amount of the benefits after deducting amounts already paid.

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Where there are restrictions on availment of encashment of such accrued benefit or where the availment or encashment is otherwise not expected to wholly occur in the next twelve months, the liability on account of the benefit is actuarially determined using the projected unit credit method.

3.19 Borrowing cost

Borrowing costs are interest and ancillary costs incurred in connection with the arrangement of borrowings. General and specific borrowing costs attributable to acquisition and construction of any qualifying asset (one that takes a substantial period of time to get ready for its designated use or sale) are capitalised until such time as the assets are substantially ready for their intended use or sale, and included as part of the cost of that asset. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All the other borrowing costs are recognised in the Statement of Profit and Loss within Finance costs of the period in which they are incurred.

3.20 Segment reporting

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. The Company's chief operating decision maker is the Managing Director & CEO of the Company.

Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on a reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

3.21 Income tax

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during

the year. Current and deferred taxes are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

On March 30, 2019, MCA had issued amendment regarding the income tax Uncertainty over Income Tax Treatments. The notification clarifies the recognition and measurement requirements when there is uncertainty over income tax treatments. In assessing the uncertainty, an entity shall consider whether it is probable that a taxation authority will accept the uncertain tax treatment. This notification is effective for annual reporting periods beginning on or after April 1, 2019. As per the Company's assessment, there are no material income tax uncertainties over income tax treatments.

Current tax

Current tax is measured at the amount of tax expected to be payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax

Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Notes to the Financial Statements for the year ended March 31, 2023

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Temporary differences in relation to a right-of-use asset and a lease liability for a specific lease are regarded as a net package (the lease) for the purpose of recognising deferred tax.

Deferred tax assets are recognised only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of a deferred tax asset shall be reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

3.22 Accounting of Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised, when there is a present legal or constructive obligation as a result of past events, where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. Where the effect is material, the provision is discounted to net present value using an appropriate current market-based pre-tax discount rate and the unwinding of the discount is included in finance costs.

Contingent liabilities are recognised only when there is a possible obligation arising from past events, due to occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company,

or where any present obligation cannot be measured in terms of future outflow of resources, or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date

Contingent assets are not disclosed in the financial statements unless an inflow of economic benefits is probable.

3.23 Dividend to Equity shareholders

Dividend to equity shareholders is recognised as a liability and deducted from Shareholders' Equity, in the period in which the dividends are approved by the equity shareholders in the general meeting.

3.24 Earnings per share (EPS)

Basic EPS is computed by dividing the Profit or loss attributable to the equity shareholders of the Company by the weighted average number of Ordinary shares outstanding during the year. Diluted EPS is computed by adjusting the profit or loss attributable to the ordinary equity shareholders and the weighted average number of ordinary equity shares, for the effects of all dilutive potential Ordinary shares.

3.25 Business combinations

Business combinations arising from transfers or interests in entities that are under the control of the shareholders that controls the Company are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established; for this purpose comparatives are revised. The assets and liabilities acquired are recognised at their carrying amounts. The identity of the reserves is preserved and they appear in the financial statements of the Company in the same form in which they appeared in the financial statements of the acquired entity.

The difference, if any, between the net assets acquired and cancellation of share capital of the acquired entity is transferred to other equity.

Notes to the Financial Statements for the year ended March 31, 2023

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3 A. Critical accounting judgments and key sources of estimation uncertainty

The preparation of the financial statements in conformity with the Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities and disclosures as at date of the financial statements and the reported amounts of the revenues and expenses for the years presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates under different assumptions and conditions.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

(i) Critical Judgments

In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognised in the financial statements:

Discount rate used to determine the carrying amount of the Company's employee defined benefit obligation

In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

Contingences and commitments

In the normal course of business, contingent liabilities may arise from litigations and other claims against the Company. Where the potential liabilities have a low probability of crystallising or are very difficult to quantify reliably, we treat them as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. Although there can be no assurance regarding the

final outcome of the legal proceedings, we do not expect them to have a materially adverse impact on our financial position or profitability.

(ii) Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Useful lives of property, plant and equipment

As described in Note 3.5, the Company reviews the estimated useful lives and residual values of property, plant and equipment at the end of each reporting period. During the current financial year, the management has reassessed the useful lives of certain property, plant and equipment and the impact of the change is not material for the year. There were no changes in residual values of the property, plant and equipment.

Allowances for doubtful debts

The Company makes allowances for doubtful debts based on an assessment of the recoverability of trade and other receivables. The identification of doubtful debts requires use of judgments and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.

Allowances for inventories

Management reviews the inventory age listing on a periodic basis. This review involves comparison of the carrying value of the aged inventory items with the respective net realizable value. The purpose is to ascertain whether an allowance is required to be made in the financial statements for any obsolete and slow-moving items. Management is satisfied that adequate allowance for obsolete and slow-moving inventories has been made in the financial statements.

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Liability for sales return

In making judgment for liability for sales return, the management considered the detailed criteria for the recognition of revenue from the sale of goods set out in Ind AS 115 and in particular, whether the Company had transferred to the buyer the significant risk and rewards of ownership of the goods. Following the detailed quantification of the Company's liability towards sales return, the management is satisfied that significant risk and rewards have been transferred and that recognition of the revenue in the current year is appropriate, in conjunction with the recognition of an appropriate liability for sales return.

Accruals for estimated product returns, which are based on historical experience of actual sales returns and adjustment on account of current market scenario is considered by Company to be reliable estimate of future sales returns.

Employee benefit obligations

Employee benefit obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments. These include the estimation of the appropriate discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, the employee benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Provisions and contingencies

From time to time, the Company is subject to legal proceedings, the ultimate outcome of each being subject to uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a payment will be made and the amount can be reasonably estimated. Significant judgement is required when evaluating the provision including, the probability of an unfavorable outcome and the ability to make a reasonable estimate of the amount of potential loss. Litigation provisions are reviewed at each accounting period and revisions made for the changes in

facts and circumstances. Contingent liabilities are disclosed in the notes forming part of the financial statements. Contingent assets are not disclosed in the financial statements unless an inflow of economic benefits is probable.

Impairment of investment in subsidiaries and goodwill

The Company reviews its carrying value of investment in subsidiaries and goodwill carried at cost (net of impairment, if any) annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for in the statement of profit and loss.

Deferred income tax assets and liabilities

Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

The amount of total deferred tax assets could change if management estimates of projected future taxable income or if tax regulations undergo a change.

Impairment of Financial assets (other than at fair value)

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and debt instruments carried at FVTOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk. In respect of trade receivables the Company applies the simplified approach permitted by Ind AS 109 - Financial Instruments, which requires expected lifetime losses to be recognised upon initial recognition of the receivables. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

The Company reviews its carrying value of investment in subsidiaries and goodwill carried at

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cost (net of impairment, if any) annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for in the statement of profit and loss.

Impairment of PPE, CWIP and intangible assets

The carrying values of assets / cash generating units ('CGU') at each balance sheet date are reviewed to determine whether there is any indication that an asset may be impaired. If any indication of such impairment exists, the recoverable amount of such assets / CGU is estimated and in case the carrying amount of these assets exceeds their recoverable amount, an impairment loss is recognised in the Statement of Profit and Loss. The recoverable amount is the higher of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. Assessment is also done at each balance sheet date as to whether there is indication that an impairment loss recognised for an asset in prior accounting periods no longer exists or may have decreased, consequent to which such reversal of impairment loss is recognised in the Statement of Profit and Loss.

Impairment of Inventories

Inventories are valued at lower of cost (on weighted average basis) and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to their present location and condition, including other levies, transit insurance

and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, taxes and duties. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

Goodwill impairment

Goodwill is tested for impairment on an annual basis and whenever there is an indication that the recoverable amount of a cash generating unit is less than its carrying amount based on a number of factors including operating results, business plans, future cash flows and economic conditions.

The recoverable amount of cash generating units is determined based on higher of value-in-use and fair value less cost to sell. The goodwill impairment test is performed at the level of the cash-generating unit or Company of cash-generating units which are benefitting from the synergies of the acquisition and which represent the lowest level at which goodwill is monitored for internal management purposes.

Market related information and estimates are used to determine the recoverable amount. Key assumptions on which management has based its determination of recoverable amount include estimated long term growth rates, weighted average cost of capital and estimated operating margins. Cash flow projections take into account past experience and represent management's best estimate about future developments.

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4 (a) : Property, plant and equipment and capital work-in-progress

	As at March 31, 2023	As at March 31, 2022
Carrying amounts of:		
Freehold land	1,761.22	1,761.22
Leasehold land	1,830.51	1,887.15
Leasehold improvements	870.30	918.79
Buildings	15,075.87	15,169.34
Plant and equipment	31,747.13	32,667.27
Furniture and fixtures	412.15	381.27
Vehicles	57.04	73.45
Office equipments	216.52	279.84
	51,970.74	53,138.33
Capital work-in-progress* (Refer note 4(a)(ii))	17,939.93	5,572.96
*₹6,084.37 lakhs has been capitalised and transferred to Property, plant and equipment during the year ended March 31, 2023 (March 31, 2022 : ₹20,013.61 Lakhs).		
	69,910.67	58,711.29

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4 (a)(i) : Property, plant and equipment (continued)

Description	Gross block				Accumulated depreciation				Carrying amount
	Balance as at April 1, 2022	Additions	Deductions/Reclassification	Balance as at March 31, 2023	Balance as at April 1, 2022	Charge for the year	Deductions/Reclassification	Balance as at March 31, 2023	Balance as at March 31, 2023
Freehold land	1,761.22	-	-	1,761.22	-	-	-	-	1,761.22
	1,751.58	9.64	-	1,761.22	-	-	-	-	1,761.22
Leasehold land	2,275.75	-	32.52	2,243.23	388.60	24.12	-	412.72	1,830.51
	2,275.75	-	-	2,275.75	364.48	24.12	-	388.60	1,887.15
Leasehold improvements	1,038.50	85.95	-	1,124.45	119.71	134.44	-	254.15	870.30
	422.62	636.83	20.95	1,038.50	55.34	80.85	16.48	119.71	918.79
Buildings	20,420.75	1,171.84	67.04	21,525.55	5,251.41	1,215.28	17.01	6,449.68	15,075.87
	15,393.15	5,343.44	315.84	20,420.75	4,311.00	1,005.70	65.29	5,251.41	15,169.34
Plant and equipment	51,159.57	4,660.48	1,657.60	54,162.45	18,492.30	5,331.50	1,408.48	22,415.32	31,747.13
	40,126.71	13,544.47	2,511.61	51,159.57	16,422.18	4,163.55	2,093.43	18,492.30	32,667.27
Furniture and fixtures	732.22	119.52	27.98	823.76	350.95	76.21	15.55	411.61	412.15
	583.52	245.74	97.04	732.22	373.32	56.66	79.03	350.95	381.27
Vehicles	101.51	0.39	-	101.90	28.06	16.80	-	44.86	57.04
	55.37	52.28	6.14	101.51	21.09	13.11	6.14	28.06	73.45
Office equipments	622.17	46.19	66.70	601.66	342.33	106.35	63.54	385.14	216.52
	487.04	181.21	46.08	622.17	302.27	83.79	43.73	342.33	279.84
Total	78,111.69	6,084.37	1,851.84	82,344.22	24,973.36	6,904.70	1,504.58	30,373.48	51,970.74
	61,095.74	20,013.61	2,997.66	78,111.69	21,849.68	5,427.78	2,304.10	24,973.36	53,138.33

Footnotes:

- Cost of buildings includes cost of 10 shares (March 31, 2022 - 10 shares) of ₹ 50 each fully paid in respect of ownership flats in 2 (March 31, 2022 - 2 flats) Co-operative Societies.
- Buildings include assets carried at ₹ 0.57 lakhs (March 31, 2022 ₹ 0.63 lakhs) where the conveyance in favor of the Company has not been completed.
- Plant and equipment includes general plant and machinery, electrical installations and equipments, laboratory equipments and computers and data processing units.
- Leasehold land include assets carried at ₹ 1,384.43 lakhs (as at March 31, 2022 ₹ 1,401.14 lakhs) for which the Company is in process of obtaining an extension for the fulfilment of pre-conditions of lease upon expiry of timeline.
- Plant and equipment includes a unit having carrying cost of ₹ Nil (March 31, 2022 ₹ 1,002.63 lakhs) and land and building with a carrying cost of ₹ Nil (March 31, 2022 ₹ 715.71 lakhs) are subject to first charge to secure two of the Company's bank loans and other corporate body.
- The Company has not capitalised any borrowing cost during the current year (March 31, 2022 - Nil).
- The Company has recognised an impairment loss of ₹ Nil during the current year (March 31, 2022 - ₹ Nil).
- The figures in italics are for the previous year.
- Also refer Note no.44 for Title Deeds of Immovable Properties not held in the name of the Company, under the head Plant, Property and Equipment.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

4 (a) (ii) : Capital work-in-progress (CWIP) ageing

(a) Ageing for capital work-in-progress balance as at March 31, 2023 is as follows :

Particulars	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	14,622.32	2,917.97	262.04	137.60	17,939.93

Ageing for capital work-in-progress balance as at March 31, 2022 is as follows :

Particulars	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	4,867.81	536.75	55.09	113.31	5,572.96

(b) Following table represents CWIP projects which have exceeded their original budgeted cost and/or expected time of completion :

As at March 31, 2023

Particulars	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project 3	15,025.90	-	-	-	15,025.90
Other Projects*	2,440.32	-	-	318.55	2,758.87

As at March 31, 2022

Particulars	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project 1	885.14	-	-	-	885.14
Project 2	13.55	-	-	-	13.55
Project 3	2,919.99	-	-	-	2,919.99
Other Projects*	1,275.77	-	-	113.31	1,389.08

*Other projects consists of projects which have been grouped together as the individual project value is less than 10% of the total amount of CWIP.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

4 (b) : Right-of-use asset

	As at March 31, 2023	As at March 31, 2022
Carrying amounts of:		
Vehicles	18.06	150.50
Plant and equipment	54.63	63.80
Buildings	2,789.85	2,785.80
Leasehold land	171.63	245.39
Office Equipments	11.71	-
	3,045.88	3,245.49

Description	Gross block				Accumulated depreciation				Carrying amount	
	As at April 1, 2022	Additions	Deductions/ Reclassification	As at March 31, 2023	As at April 1, 2022	Charge for the year	Deductions/ Reclassification	IND AS 38 capitalization	As at March 31, 2023	As at March 31, 2023
Vehicles	1,015.30	106.94	874.57	247.67	864.79	176.06	811.24	-	229.61	18.06
	1,306.33	-	291.03	1,015.30	862.84	288.74	286.79	-	864.79	150.51
Plant and Equipment	168.46	12.13	15.77	164.82	104.66	21.30	15.77	-	110.19	54.63
	168.46	-	-	168.46	84.55	20.11	-	-	104.66	63.80
Buildings	4,527.75	2,303.39	2,110.65	4,720.49	1,741.96	1,344.28	1,155.60	-	1,930.64	2,789.85
	3,837.32	1,885.26	1,194.83	4,527.75	1,498.40	1,120.61	877.05	-	1,741.96	2,785.79
Leasehold land	515.93	141.86	253.63	404.16	270.54	86.52	128.92	4.39	232.53	171.63
	547.52	106.28	137.87	515.93	246.84	41.47	62.94	45.17	270.54	245.39
Office Equipments	-	17.56	-	17.56	-	5.85	-	-	5.85	11.71
	40.96	-	40.96	-	34.03	6.93	40.96	-	-	-
Total	6,227.44	2,581.88	3,254.62	5,554.70	2,981.95	1,634.01	2,111.53	4.39	2,508.82	3,045.88
	5,900.59	1,991.54	1,664.69	6,227.44	2,726.66	1,477.86	1,267.74	45.17	2,981.95	3,245.49

Footnotes :

- The aggregate depreciation expense on Right-of-use asset is included under depreciation and amortisation expense in the Statement of Profit and Loss Note 31.
- Refer Note no. 35 "Leases" for Right-of-use Assets movement.
- The figures in italics are for the previous year.
- Refer Note no. 44 for Title deeds of Immovable Property not held in the name of the Company, under the head Right-of-use asset for the previous year.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

5: Investment property

	As at March 31, 2023	As at March 31, 2022
Carrying amounts of:		
Buildings	11.57	11.99
Total	11.57	11.99

Description	Gross block				Accumulated depreciation				Carrying amount	
	Balance as at April 1, 2022	Additions	Deductions	Balance as at March 31, 2023	Balance as at April 1, 2022	Charge for the year	Deductions	Balance as at March 31, 2023	Balance as at March 31, 2023	Balance as at March 31, 2022
Buildings	14.90	-	-	14.90	2.91	0.42	-	3.33	11.57	11.99
	<i>14.90</i>	<i>-</i>	<i>-</i>	<i>14.90</i>	<i>2.50</i>	<i>0.41</i>	<i>-</i>	<i>2.91</i>	<i>11.99</i>	
Total	14.90	-	-	14.90	2.91	0.42	-	3.33	11.57	11.99
	<i>14.90</i>	<i>-</i>	<i>-</i>	<i>14.90</i>	<i>2.50</i>	<i>0.41</i>	<i>-</i>	<i>2.91</i>	<i>11.99</i>	

Footnotes :

- Buildings include 2 flats (March 31, 2022 - 2 flats) which are classified as Investment Property by the Company in accordance with IND AS-40 "Investment Property".
- Cost of buildings includes cost of 2 shares (March 31, 2022- 2 shares) of ₹ 100 each fully paid in respect of ownership flats in 2 (March 31, 2022- 2 flats) Co-operative Societies.
- Rental income recognised by the Company during the year ended March 31, 2023 was ₹ 14.30 lakhs (March 31, 2022: ₹ 21.00 lakhs) and was included in 'Other income' (refer Note 25).
- The Company has not capitalised any borrowing cost during the current year (March 31, 2022 - Nil).
- Total fair value of Investment Property is ₹ 724.39 lakhs (March 31, 2022 ₹ 664.03 lakhs). Refer footnote (a) and (b).
- The Company has not recognised any impairment loss during the year (March 31, 2022 Nil).
- The figures in italics are for the previous year.

(a) Fair Value Hierarchy

The fair value of investment property has been determined by external independent property valuers as defined under Rule(2) of Companies (Registered Valuers and Valuation) Rules 2017, having appropriate recognised professional qualification and recent experience in the location and category of the property being valued.

The fair value measurement for all of the investment property has been categorised as a level 3 fair value based on the inputs to the valuation techniques used.

(b) Description of Valuation Technique used:

The Company obtains Independent Valuations of its investment property as per requirement of Ind AS 40. The fair value of the investment property have been derived using the Direct Comparison Method. The direct comparison approach involves a comparison of the investment property to similar properties that have actually been sold in arms-length distance from investment property or are offered for sale in the same region. This approach demonstrates what buyers have historically been willing to pay (and sellers willing to accept) for similar properties in an open and competitive market, and is particularly useful in estimating the value of the land and properties that are typically traded on a unit basis. This approach leads to a reasonable estimation of the prevailing price. Given that the comparable instances are located in close proximity to the investment property; these instances have been assessed for their locational comparative advantages and disadvantages while arriving at the indicative price assessment for investment property.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

6 (a) : Intangible assets

	As at March 31, 2023	As at March 31, 2022
Carrying amount of:		
Goodwill on Amalgamation	19,582.31	19,582.31
Total	19,582.31	19,582.31

Goodwill includes amount of ₹ 16,522.26 lakhs (March 31, 2022 ₹ 16,522.26 lakhs) allocated to Seeds business of Rallis India Limited (earlier named as Metahelix Life Sciences Ltd). The estimated value-in-use of this Cash Generating Unit "CGU" is based on the future cash flows using a 2.00 % (March 31, 2022 3.00%) annual growth rate for periods subsequent to the forecast period of 5 years and discount rate of 12.2 % (March 31, 2022 8.7%).

Goodwill of ₹ 3,060.05 lakhs (March 31, 2022 ₹ 3,060.05 lakhs) has been allocated to Geogreen business of Rallis India Limited (earlier named as Zero Waste Agro Organics Ltd). The estimated value-in-use of this Cash Generating Unit "CGU" is based on the future cash flows using a 5.00 % (March 31, 2022 5.00%) annual growth rate for periods subsequent to the forecast period of 5 years and discount rate of 12.2% (March 31, 2022 8.7%).

An analysis of the sensitivity of the computation to a combined change in key parameters (operating margin, discount rates and long term average growth rate), based on reasonably probable assumptions, did not identify any probable scenario in which the recoverable amount of the CGU would decrease below its carrying amount.

6 (b) : Other Intangible assets

	As at March 31, 2023	As at March 31, 2022
Carrying amount of:		
Product registrations	502.75	386.93
Computer software	284.46	332.39
Technical Knowhow	463.01	425.51
Total	1,250.22	1,144.83
Less : Provision for Impairment for Technical Knowhow*	(73.96)	(48.63)
Total	1,176.26	1,096.20
Intangible assets under development (Refer Note 6 (b)(ii))	5,873.78	8,122.99
Less : Provision for Impairment of Intangible assets under development**	(141.39)	(690.26)
₹ 702.17 lakhs has been capitalised and transferred to Other Intangible assets during the year ended March 31, 2023.		
	5,732.39	7,432.73

*Movement in provision for impairment of Technical Knowhow

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at the beginning of the year	(48.63)	-
Add: provision made during the year	(25.33)	(48.63)
Less: Write off during the year	-	-
Balance at the end of the year	(73.96)	(48.63)

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

**Movement in provision for impairment of intangible assets under development

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at the beginning of the year	(690.26)	-
Add: provision made during the year	(3,015.63)	(690.26)
Less: Write off during the year	3,564.50	-
Balance at the end of the year	(141.39)	(690.26)

Also refer Note 32 : Other Expenses

6(b)(i) : Other intangible assets

Description	Gross block				Accumulated depreciation				Carrying amount
	Balance as at April 1, 2022	Additions	Deductions	Balance as at March 31, 2023	Balance as at April 1, 2022	Charge for the year	Deductions	Balance as at March 31, 2023	Balance as at March 31, 2023
Product registrations	1,612.04	345.33	-	1,957.37	1,225.10	229.52	-	1,454.62	502.75
	<i>1,554.13</i>	<i>64.16</i>	<i>6.25</i>	<i>1,612.04</i>	<i>1,045.96</i>	<i>184.48</i>	<i>5.34</i>	<i>1,225.10</i>	<i>386.94</i>
Licences and commercial rights	609.70	-	-	609.70	609.70	-	-	609.70	-
	<i>609.70</i>	-	-	<i>609.70</i>	<i>609.70</i>	-	-	<i>609.70</i>	-
Computer software	567.19	0.05	-	567.24	234.80	47.98	-	282.78	284.46
	<i>474.03</i>	<i>93.16</i>	-	<i>567.19</i>	<i>195.41</i>	<i>39.39</i>	-	<i>234.80</i>	<i>332.39</i>
Technical Knowhow	3,013.26	356.79	-	3,370.05	2,587.76	319.28	-	2,907.04	463.01
	<i>2,589.96</i>	<i>450.50</i>	<i>27.20</i>	<i>3,013.26</i>	<i>2,293.34</i>	<i>301.25</i>	<i>6.83</i>	<i>2,587.76</i>	<i>425.50</i>
Total	5,802.19	702.17	-	6,504.36	4,657.36	596.78	-	5,254.14	1,250.22
	<i>5,227.82</i>	<i>607.82</i>	<i>33.45</i>	<i>5,802.19</i>	<i>4,144.41</i>	<i>525.12</i>	<i>12.17</i>	<i>4,657.36</i>	<i>1,144.83</i>

Footnotes :

- The Company has not capitalised any borrowing cost during the current year (March 31, 2022- Nil).
- The Company has recognised impairment loss during the current year ₹ NIL (March 31, 2022 - ₹ 20.37 lakhs).
- The Company has internally developed Seed development technology for producing hybrid seeds, which is Technical Knowhow. The Carrying amount of Seed development technology of ₹ 463.01 lakhs (March 31, 2022 ₹ 425.50 lakhs) will be fully amortized in next 3 years.
- The figures in italics are for the previous year.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

6 (b)(ii) : Intangible assets under development

(a) Ageing for intangible asset under development balance as at March 31, 2023 is as follows :

Particulars	Amount in Intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	1,563.78	1,254.53	1,546.37	1,509.10	5,873.78
Less : Provision for impairment	(3.72)	(14.12)	(19.49)	(104.06)	(141.39)
Project in progress	1,560.06	1,240.41	1,526.88	1,405.04	5,732.39

Note :-

During the year ended March 31, 2023, the company reviewed the carrying value of individual Intangible Assets under Development (IAUD) and determined their future economic benefits in accordance with IND AS 36 "Impairment of Assets" and the Company's Accounting Policy. As a result of which the Company has determined that the carrying value of technical know-how related to seed development technology for some of the IAUDs was impaired. The impairment was primarily driven by changes in market conditions and significant changes in market segmental requirements. As a result of the impairment, the Company has recognized an expense of ₹ 3,040.96 lakhs for the year ended March 31, 2023.

(a) Ageing for intangible asset under development balance as at March 31, 2022 is as follows :

Particulars	Amount in Intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	2,401.19	2,311.18	1,572.34	1,838.28	8,122.99
Less : Provision for impairment	-	(96.24)	(98.21)	(495.82)	(690.26)
Project in progress	2,401.19	2,214.94	1,474.13	1,342.46	7,432.73

(b) Following table represents intangible asset under development projects which have exceeded their original budgeted cost

As at March 31, 2023

Particulars	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Other Projects*	125.71	18.79	-	-	144.50

As at March 31, 2022

Particulars	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Other Projects*	172.02	69.90	-	-	241.93

Footnotes :

Technical Knowhow project plans are assessed on annual basis and all the projects are executed as per rolling annual plan.

*Other projects consists of projects which have been grouped together as the individual project value is less than 10% of the total amount of intangible asset under development.

Also refer Note 32 : Other Expenses

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

7: Investments

	Nominal value (in ₹)	No. of shares	As at March 31, 2023	No. of shares	As at March 31, 2022
Non-current					
A) Quoted equity instruments (all fully paid)					
Investments carried at fair value through other comprehensive income (FVTOCI)					
Spartek Ceramics India Ltd.#	10	7,226	-	7,226	-
Nagarjuna Finance Ltd.#	10	400	-	400	-
Pharmaceuticals Products of India Limited#	10	10,000	-	10,000	-
Balasore Alloys Ltd.	5	504	0.03	504	0.03
J.K.Cement Ltd.	10	44	1.29	44	1.07
Total aggregate quoted investments		A	1.32	A	1.10
B) Unquoted equity instruments (all fully paid)					
Investments carried at fair value through other comprehensive income (FVTOCI)					
Gk Chemicals and Fertilizers Limited (formerly known as Aich Aar Chemicals Pvt. Ltd.)#	10	124,002	-	124,002	-
Biotech Consortium India Ltd.	10	50,000	5.00	50,000	5.00
Indian Potash Ltd.	10	108,000	1.80	108,000	1.80
Bharuch Enviro Infrastructure Ltd.	10	36,750	3.68	36,750	3.68
Narmada Clean Tech Ltd. (formerly known as Bharuch Eco-Aqua Infrastructure Ltd.)	10	300,364	30.04	300,364	30.04
Cuddalore SIPCOT Industries Common Utilities Ltd.#	100	113	-	113	-
Patancheru Enviro-Tech Ltd.	10	10,822	1.08	10,822	1.08
Impetis Biosciences Ltd	10	463,271	275.19	463,271	275.19
Amba Trading & Manufacturing Company Private Ltd#	10	130,000	-	130,000	-
Associated Inds. (Assam) Ltd.#	10	30,000	-	30,000	-
Uniscans & Sonics Ltd.#	10	96	-	96	-
Caps Rallis (Private) Ltd. (Nominal value of Zim. \$ 2 each)#		2,100,000	-	2,100,000	-
Total aggregate unquoted investments		B	316.79	B	316.79
Total non-current investments		(A+B)	318.11	(A+B)	317.89

Footnotes :

Amount is less than ₹ 0.01 lakh.

		As at March 31, 2023		As at March 31, 2022
Current				
C) Investment in mutual funds - unquoted				
Investments carried at fair value through profit and loss (FVTPL)				
Investment in mutual funds		21,943.88		20,871.84
Total current investments	C	21,943.88	C	20,871.84
Aggregate book value of quoted investments		1.32		1.10
Aggregate market value of quoted investments		1.32		1.10
Aggregate carrying value of unquoted investments	(B+C)	22,260.67	(B+C)	21,188.63

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

8: Other financial assets (Refer Note 1)

(Unsecured, considered good, unless otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022
(i) Non-current		
In other deposit accounts - original maturity more than 12 months	514.10	236.52
Interest accrued on fixed deposits with bank	34.44	20.11
Security deposits	1,457.23	1,667.37
Total	2,005.77	1,924.00
(ii) Current		
a) Unbilled revenue	33.64	49.84
b) Advances/deposits considered doubtful of recovery	3,949.00	3,949.00
Less: Provision for doubtful loans and advances	(3,949.00)	(3,949.00)
c) Interest accrued on fixed deposits with bank	3.95	134.67
d) Derivative assets : Forward exchange contracts for hedging	26.87	-
e) Others (Facilitation fees and solar power income receivable)	486.47	512.15
Total	550.93	696.66

Note 1:

- There is no amount due from director, other officer of the Company or firms in which any director is a partner or private companies in which any director is a director or member at anytime during the reporting period.
- The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

9: Income Taxes

Particulars	As at March 31, 2023	As at March 31, 2022
9.1: Income-tax assets and liabilities		
Income-tax assets		
Advance tax (Net of provisions for tax ₹ 10,525.75 lakhs (March 31, 2022 ₹ 9,435.48 lakhs))	9,779.76	9,303.16
	9,779.76	9,303.16
Income-tax liabilities		
Provision for current tax (Net of advance tax ₹ 160.98 lakhs (March 31, 2022 ₹ 156.45 lakhs))	325.59	284.06
	325.59	284.06

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
9.2: Income tax recognised in profit or loss		
Current tax:		
Current income tax charge	4,519.44	5,941.12
Total (A)	4,519.44	5,941.12
Deferred tax:		
In respect of current year	(906.85)	(396.87)
Total (B)	(906.85)	(396.87)
Tax for earlier years		
Adjustments in respect of current income tax of prior years	-	276.40
Total (C)	-	276.40
Income tax expense recognised in the Statement of Profit and Loss (A+B+C)	3,612.59	5,820.65
Income tax recognised in Other Comprehensive Income		
Income tax expenses on remeasurements of employee defined benefit plans	1.62	20.01
Deferred tax expense on remeasurements of employee defined benefit plans	(0.25)	1.54
Income tax expenses on Cash Flow Hedge - gain/(loss)	(11.64)	-
Deferred tax expenses on Cash Flow Hedge - gain/(loss)	2.34	-
Income tax expenses on Equity instruments through Other Comprehensive Income	0.03	-
Deferred tax expenses on Equity instruments through Other Comprehensive Income	(0.01)	-
Total tax expense recognised in Other Comprehensive Income	(7.92)	21.55

Reconciliation of the tax expense and the accounting profit for the year is as follows:-

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit before tax	12,806.95	22,248.07
Income tax expense calculated @25.17% (PY @ 25.17%)	3,223.51	5,599.84
Effect of income that is exempt from taxation	(16.93)	185.81
Effect of expenses that are not deductible in determining taxable profit	131.36	129.83
Effect of expenses that are deductible in determining taxable profit	0.08	-
Effect of concessions (research & developments and others allowances)	(374.55)	(445.49)
Effect of Intangible asset write of	891.71	-
Effect of provision for impairment of Intangible asset	-	191.11
Effect of gratuity and LTA	31.65	-
Effect of Provision for doubtful debts	12.10	-
Effect of ICDS	65.44	-
Effect of lower tax rates for the long term capital gain	18.65	(84.50)
Others	(370.44)	(32.35)
	3,612.59	5,544.25
Adjustments recognised in the current year in relation to the current tax of prior years	-	276.40
Income tax expense recognised in the Statement of Profit and Loss	3,612.59	5,820.65

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

9.3: Other comprehensive income (OCI) and income tax expense recognised in OCI

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Cash Flow Hedges		
Before tax amount	(32.98)	-
Tax benefit / (expense)	(9.30)	-
Net of tax (A)	(23.68)	-
Remeasurement of employee defined benefit liability/(asset)		
Before tax amount	4.58	(87.12)
Tax benefit / (expense)	1.36	21.55
Net of tax (B)	3.22	(65.57)
Fair value of equity instruments through other comprehensive income	0.09	0.34
Tax (expense) benefit	0.03	-
Net of tax (C)	0.06	0.34
Total other comprehensive income (net of taxes) A+B+C	(20.39)	(65.23)

10: Inventories (at lower of cost and net realisable value)

Particulars	As at March 31, 2023	As at March 31, 2022
a. Raw materials (Including goods-in-transit of ₹ 3,653.49 lakhs; (March 31, 2022 ₹ 1,885.33 lakhs))	23,079.71	28,724.90
b. Work-in-progress (including intermediate goods)	2,899.66	3,948.35
c. Finished goods	48,673.24	55,611.43
d. Stock in trade (in respect of goods acquired for trading)	1,633.08	1,771.35
e. Stores and spares	1,116.51	1,590.13
f. Packing materials	1,886.66	2,153.03
Total	79,288.86	93,799.19

Footnotes :

- The cost of inventories recognised as an expense during the year was ₹ 1,94,001.42 lakhs (March 31, 2022 ₹ 1,62,487.22 lakhs).
- The cost of inventories recognised as an expense includes ₹ 5,699.26 lakhs (March 31, 2022 ₹ 2,763.13 lakhs) in respect of adjustment of inventories to net realisable value/slow moving, and has been reduced by ₹ 121.57 lakhs (March 31, 2022 ₹ 419.27 lakhs) in respect of reversal of such write-downs. Out of the total expense of ₹ 5,699.26 lakhs, the company has recognised ₹ 5,281.43 lakhs as provision for slow-moving seeds inventory arising due to re-assessment of future sales potential and changing market conditions.
- The mode of valuation of inventories has been stated in note 3.15
- Bank overdrafts, cash credit facility are secured by first paripassu charge on inventories (including raw material, finished goods and work-in-progress) and book debts (refer note 11 and 18).

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

11: Trade receivables

Particulars	As at March 31, 2023	As at March 31, 2022
Current		
Secured, considered good	925.72	949.46
Unsecured, considered good	48,932.09	43,644.24
Credit impaired	3,717.29	2,920.81
Loss allowance	(3,717.29)	(2,920.81)
Total	49,857.81	44,593.70

Footnotes :

- (i) The credit period ranges from 7 days to 180 days.
- (ii) Before accepting any new customer, the Company assesses the potential customer's credit quality and defines credit limits by customer. Limits attributed to customers are reviewed periodically. Of the trade receivable balance as at March 31, 2023, Customers with outstanding receivables greater than 5% amount to ₹ Nil (as at March 31, 2022 ₹ 6,312.57 lakhs are due from two customers for which the credit risk is mitigated by export credit guarantee). There are no other customer who represent more than 5% of the total balance of trade receivable.
- (iii) Neither trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person nor any trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.
- (iv) Movement in the expected credit loss allowance:

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at the beginning of the year	2,920.81	3,082.92
Less: Provision written back and bad debts written off during the year	430.04	878.73
Add: Provision made during the year	1,226.52	716.62
Balance at the end of the year	3,717.29	2,920.81

- (v) Bank overdrafts, cash credit facility one secured by first paripassu charge on inventories (including raw material, finished goods and work-in-progress) and trade receivables (refer note 10 and 18).

11.1 Trade Receivable

Ageing for Trade Receivables outstanding as at March 31, 2023 is as follows :

Particulars	Outstanding for following periods from due date of payment							
	Unbilled Receivable	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	-	35,529.02	13,075.18	1,253.61	-	-	-	49,857.81
(ii) Undisputed Trade Receivables –which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables –credit impaired	-	1.33	192.75	339.67	141.38	73.41	1,225.45	1,973.99
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	7.68	1.02	99.77	190.65	380.26	1,063.92	1,743.30
Less : Loss Allowance	-	(9.01)	(193.77)	(439.44)	(332.03)	(453.67)	(2,289.37)	(3,717.29)
Total	-	35,529.02	13,075.18	1,253.61	-	-	-	49,857.81

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Ageing for Trade Receivables outstanding as at March 31, 2022 is as follows :

Particulars	Outstanding for following periods from due date of payment							Total
	Unbilled Receivable	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	-	30,545.78	13,390.07	110.56	273.28	192.11	81.90	44,593.70
(ii) Undisputed Trade Receivables –which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables –credit impaired	-	-	-	-	78.04	80.51	1,201.86	1,360.41
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	22.39	62.55	102.28	308.07	345.32	719.79	1,560.40
Less : Loss Allowance	-	(22.39)	(62.55)	(102.28)	(386.11)	(425.83)	(1,921.65)	(2,920.81)
Total	-	30,545.78	13,390.07	110.56	273.28	192.11	81.90	44,593.70

12: Cash and bank balances

Particulars	As at March 31, 2023	As at March 31, 2022
12.1: Cash and cash equivalents		
a. Balances with banks in current accounts	914.42	1,063.69
b. Cash on hand	1.56	1.60
c. Term deposits with original maturity of less than 3 months	3,500.00	-
Total cash and cash equivalents as per Balance Sheet	4,415.98	1,065.29
Bank overdrafts and cash credit facility (secured)	-	(16.57)
Total cash and cash equivalents as per Statement of Cash Flows	4,415.98	1,048.72

12.2: Other bank balances

a. In other deposit accounts - original maturity more than 3 months and less than 12 months	9.20	4,807.37
b. In earmarked accounts:		
i. Balances held for unpaid / unclaimed dividend accounts	122.55	129.45
ii. Bank deposits as margin money against bank guarantees - original maturity more than 3 months and less than 12 months	56.85	317.96
Total other bank balances	188.60	5,254.78

Footnotes :

The Company has not entered into non cash investing and financing activities.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

13: Other assets

(Unsecured, considered good)

Particulars	As at March 31, 2023	As at March 31, 2022
Non-current		
Capital advances	386.45	1,251.14
Deposit with public bodies	301.67	217.51
Claims receivable from public bodies	441.82	549.98
Prepaid lease rental	2,530.80	2,650.69
Prepaid expenses	112.43	114.22
Total	3,773.17	4,783.54
Current		
Statutory dues receivable from government authorities		
Goods and Services Tax receivable	737.28	4,383.69
Custom duty	36.17	74.40
Export benefit receivable	80.18	412.72
Inventory recoverable	3,795.78	4,127.38
Advances to suppliers	1,443.91	937.84
Advances to employees	73.45	268.29
Others (Receivable from Govt and gas distribution company etc.)	1,022.45	943.27
Prepaid lease rental	123.98	95.56
Prepaid expenses	469.52	1,456.55
Total	7,782.72	12,699.70

Footnotes :

Loans to employees includes ₹ Nil (2022: ₹ Nil) due from officer of the Company. Maximum balance outstanding during the year is ₹ Nil (2022 : ₹ Nil).

14: Assets classified as held for sale

Particulars	As at March 31, 2023	As at March 31, 2022
Freehold land	236.66	244.91
Buildings	168.90	168.91
Total	405.56	413.82

Footnotes :

The Company intends to dispose of freehold land and buildings which it no longer utilises in the next 12 months. The Company is currently in negotiation with some potential buyers. Neither impairment loss was recognised when reclassification of the assets as held for sale was done nor as at reporting date as the management of the Company expect that the fair value (estimated based on the recent market prices of similar assets in similar locations) less costs to sell is higher than the carrying amount.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

15: Share capital

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised share capital :		
500,000,000 (March 31, 2022 500,000,000) equity shares of ₹ 1 each with voting rights	5,000.00	5,000.00
150,000,000 (March 31, 2022 150,000,000) preference shares of ₹ 10 each	15,000.00	15,000.00
28,887,800 (March 31, 2022 28,887,800) equity shares of ₹ 10 each with voting rights	2,888.78	2,888.78
Issued, subscribed and paid up capital comprises:		
Issued shares		
194,470,890 (March 31, 2022 194,470,890) equity shares of ₹ 1 each	1,944.71	1,944.71
Subscribed and fully paid up		
194,468,890 (March 31, 2022 194,468,890) equity shares of ₹ 1 each	1,944.69	1,944.69
Forfeited shares		
2,000 (March 31, 2022 2,000) equity shares of ₹ 1 each	0.02	0.02
	1,944.71	1,944.71

Footnotes :

a. Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year:

Fully paid equity shares	Number of shares	Amount of share capital
Balance at March 31, 2022	194,468,890	1,944.69
Movements during the year	-	-
Balance at March 31, 2023	194,468,890	1,944.69

b. The Company has issued one class of equity shares having a par value of ₹1 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

c. Details of shares held by the Holding Company

Fully paid equity shares	Number of fully paid equity shares	Amount of share capital
Tata Chemicals Limited		
As at March 31, 2022	97,341,610	973.42
As at March 31, 2023	97,341,610	973.42

d. Details of shares held by each shareholder holding more than 5% shares in the Company:

Fully paid equity shares	Number of fully paid equity shares	% holding of equity shares
Tata Chemicals Limited		
As at March 31, 2022	97,341,610	50.06%
As at March 31, 2023	97,341,610	50.06%
Late Rakesh Jhunjhunwala		
As at March 31, 2022	2,00,18,320	10.29%
Late Rakesh Jhunjhunwala/Rekha Jhunjhunwala & their Partnership firm		
As at March 31, 2023	2,00,18,320	10.29%

e. As per records of the Company as at March 31, 2023, no calls remain unpaid by the directors and officers of the Company.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

15.1: Share capital

Disclosure of shareholding of Promoters as at March 31, 2023 is as follows :

S. No	Promoter name	Class of shares	Shares held by promoters as at March 31, 2023		Shares held by promoters as at March 31, 2022		% Change during the year
			No. of Shares	% of total shares	No. of Shares	% of total shares	
1	Tata Chemicals Limited	Equity Shares	97,341,610	50.06%	97,341,610	50.06%	NIL

Disclosure of shareholding of Promoter group as at March 31, 2023 is as follows :

S. No	Promoter group name	Class of shares	Shares held by promoter group as at March 31, 2023		Shares held by promoter group as at March 31, 2022		% Change during the year
			No. of Shares	% of total shares	No. of Shares	% of total shares	
1	Ewart Investments Limited	Equity Shares	75,000	0.04%	75,000	0.04%	NIL

Disclosure of shareholding of Promoters as at March 31, 2022 is as follows :

S. No	Promoter name	Class of shares	Shares held by promoters as at March 31, 2022		Shares held by promoters as at March 31, 2021		% Change during the year
			No. of Shares	% of total shares	No. of Shares	% of total shares	
1	Tata Chemicals Limited	Equity Shares	97,341,610	50.06%	97,341,610	50.06%	NIL

Disclosure of shareholding of Promoter group as at March 31, 2022 is as follows :

S. No	Promoter name	Class of shares	Shares held by promoter group as at March 31, 2022		Shares held by promoter group as at March 31, 2021		% Change during the year
			No. of Shares	% of total shares	No. of Shares	% of total shares	
1	Ewart Investments Limited	Equity Shares	75,000	0.04%	75,000	0.04%	NIL

16: Other equity

Particulars	As at March 31, 2023	As at March 31, 2022
General reserve	17,649.93	17,649.93
Securities premium	17,295.93	17,295.93
Retained earnings	126,740.95	123,377.46
Capital redemption reserve	8,151.77	8,151.77
Capital reserve	1,243.10	1,243.10
Reserve for equity instruments through Other Comprehensive Income	2.56	2.47
Cash Flow Hedge Reserve	(23.68)	-
	171,060.56	167,720.66

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

16.1: General reserve

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at beginning of year	17,649.93	17,649.93
Balance at the end of year	17,649.93	17,649.93

General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss.

16.2: Securities premium

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at beginning of year	17,295.93	17,295.93
Balance at the end of year	17,295.93	17,295.93

Amount received on issue of shares in excess of the par value has been classified as security share premium.

16.3: Retained earnings

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at beginning of year	123,377.46	112,849.68
Other Comprehensive Income arising from remeasurement of employee defined benefit obligation (Net of taxes)	3.20	(65.57)
Profit for the year	9,194.36	16,427.42
Payment of dividend on equity shares- Final	(5,834.07)	(5,834.07)
Balance at the end of year	126,740.95	123,377.46

Retained Earnings represents net profit after distributions. It also includes balance of remeasurement of net defined benefit obligation (net of taxes).

16.4: Capital redemption reserve

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at beginning of year	8,151.77	8,151.77
Balance at the end of year	8,151.77	8,151.77

Capital redemption reserve is created out of profits on redemption of capital.

16.5: Capital reserve

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at beginning of year	1,243.10	1,243.10
Balance at the end of year	1,243.10	1,243.10

Capital reserve includes profit on amalgamation of entities.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

16.6: Reserve for equity instruments through Other Comprehensive Income

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at beginning of year	2.47	2.13
Additions during the year	0.09	0.34
Balance at the end of year	2.56	2.47

The Company has elected to recognise changes in the fair value of investments in equity instruments in other comprehensive income. These changes are accumulated within the Fair Value Through Other Comprehensive Income (FVTOCI) equity investments within equity. The balance in Other Comprehensive Income is transferred to retained earnings on disposal of the investment.

16.7: Cash Flow Hedge Reserve

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at beginning of year	-	-
Additions during the year	(23.68)	-
Balance at the end of year	(23.68)	-

Cash Flow Hedge Reserve represents the effective portion of the fair value of forward contracts, designated as cash flow hedge.

17.1 : Non-current borrowings

Particulars	As at March 31, 2023	As at March 31, 2022
Unsecured - at amortised cost		
Term loan from bank (refer note (ii))	-	-
Sales tax deferral under a state government scheme (refer note(i))	266.16	379.28
Total	266.16	379.28

Summary of borrowing arrangements

(i) Sales tax deferral scheme:

The loan is repayable in annual installments which ranges from a maximum of ₹ 113.11 lakhs to a minimum of ₹ 24.12 lakhs over the period stretching from April 1, 2023 to March 31, 2027. The amount outstanding is free of interest.

The balance outstanding as at March 31, 2023 is ₹379.28 lakhs (March 31, 2022 ₹ 478.34 lakhs) of which ₹ 113.11 lakhs (March 31, 2022 ₹ 89.06 lakhs) has been grouped under note 18 Current Borrowings which are payable in next 12 months.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

(ii) The terms of repayment of term loans and other loans are stated below

As at March 31, 2023

Particulars	Amount outstanding	Terms of Repayment	Rate of interest
Secured loan from other corporate bodies	-	Term loan from Biotechnology Industry Partnership Project is secured by hypothecation of all equipment, apparatus machineries, machinery spares, tools and other accessories, goods and/or the other movable property, present and future to a value equivalent to the amount of loan and interest thereon and the royalty payable on grant-in-aid till the full and final settlement of all dues. During the current financial year, Term Loan from Biotechnology Industry Partnership Project has been repaid hence outstanding balance as on March 31, 2023 is ₹ NIL.	NA
Unsecured term loan from bank	-	During the current financial year, Unsecured loan from Bank has been repaid hence outstanding balance as on March 31, 2023 is ₹ NIL.	

As at March 31, 2022

Particulars	Amount outstanding	Terms of Repayment	Rate of interest
Secured loan from other corporate bodies	9.99	Term loan from Biotechnology Industry Partnership Project is secured by hypothecation of all equipment, apparatus machineries, machinery spares, tools and other accessories, goods and/or the other movable property, present and future to a value equivalent to the amount of loan and interest thereon and the royalty payable on grant-in-aid till the full and final settlement of all dues. The Balance outstanding as at March 31, 2022 is ₹ 9.99 lakhs which is repayable along with interest in remaining 2 equal half yearly installments for project ended on July 2017 (Maize), is shown under Note 18 Current Borrowings.	2.00%
Unsecured term loan from bank	300.00	The loan is repayable in 20 quarterly installments. The repayment begins after a moratorium of 24 months from February 2018. The first repayment of ₹ 75.00 lakhs falls due in May 2018. The balance outstanding as at March 31, 2022 is ₹ 300 lakhs has been grouped under note 18 Current Borrowings, which are payable in next 12 months.	7.20% to 7.90%

(iii) Utilisation of borrowed funds and share premium

The Company has not received any funds from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

17.2 : Lease liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Non-current		
Lease liabilities (refer note 35)	2,099.83	2,165.12
Total	2,099.83	2,165.12

Particulars	As at March 31, 2023	As at March 31, 2022
Current		
Lease liabilities (refer note 35)	1,190.52	1,314.17
Total	1,190.52	1,314.17

18: Current borrowings

Particulars	As at March 31, 2023	As at March 31, 2022
Secured		
Loans repayable on demand from banks		
Bank overdrafts and cash credit facility (refer note (i) and (ii))	-	16.57
Unsecured		
Short-term loan from bank (refer note (iii) & (v))	10,000.00	5,000.00
Current maturity of long-term borrowings (refer note 17.1)		
Term loan from bank	-	300.00
Others	113.11	99.06
Total	10,113.11	5,415.63

Footnotes :

- These bank overdrafts and cash credit facility are secured by first paripassu charge on inventories (including raw material, finished goods and work-in-progress) and trade receivables (refer note 10 and 11).
- The weighted average effective interest rate on the bank loans is 8.06% p.a.(for March 31, 2022 7.15 % p.a.).
- Total amount of working capital credit limits is ₹ 23,550 lakhs (March 31, 2022: ₹ 23,550 lakhs) from Consortium of Banks led by State Bank of India. These facilities are secured against trade receivables and inventories. As on March 31, 2023, amount utilised by the Company is ₹ 15,824.00 lakhs (As at March 31, 2022 : ₹ 10,260.37 lakhs).
- Total amount of Unsecured working capital credit limits is ₹ 47,550 lakhs (March 31, 2022: ₹ 44,150 lakhs) from multiple banks. As on March 31, 2023, amount utilised by the Company is ₹ 12,451.70 lakhs (As at March 31, 2022 : ₹ 29,430.13 lakhs).
- During the year, the Company raised & repaid ₹ 7,500.00 lakhs commercial papers borrowed for 85 days @ 7.05% p.a

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

(vi) The terms of short-term loan is stated below

As at March 31, 2023

Particulars	Amount outstanding	Terms of Repayment	Rate of Interest
Unsecured short-term loan from bank	5,000.00	The loan is repayable in 365 days from the date of availment	6.92%
Unsecured short-term loan from bank	2,500.00	The loan is repayable in 180 days from the date of availment	6.92%
Unsecured short-term loan from bank	2,500.00	The loan is repayable in 360 days from the date of availment	7.37%

As at March 31, 2022

Particulars	Amount outstanding	Terms of Repayment	Rate of Interest
Unsecured short-term loan from bank	3,000.00	The loan is repayable in 360 days from the date of availment	4.37%
Unsecured short-term loan from bank	2,000.00	The loan is repayable in 357 days from the date of availment	4.34%

19: Deferred tax balances

The following is the analysis of deferred tax liabilities/(assets) presented in the Balance sheet :

Particulars	As at March 31, 2023	As at March 31, 2022
Deferred tax liabilities	3,896.95	5,040.59
Deferred tax assets	(2,668.31)	(2,907.10)
Total	1,228.64	2,133.49

2022-23-Deferred tax liabilities/(assets) in relation to:	Opening Balance	Recognised in Statement of Profit and Loss	Recognised in Statement of OCI	Other Adjustments	Closing Balance
Allowance for doubtful debts and advances	(1,134.66)	(188.39)	-	-	(1,323.05)
Creation of Deferred tax assets on account of IND AS 116 "Leases"	(40.08)	(3.69)	-	-	(43.77)
Impact of 43B Disallowances	(101.69)	21.13	-	(0.01)	(80.57)
Defined benefit obligation	(417.05)	(51.68)	(0.33)	-	(469.06)
Investment/Intangibles - Provisions	(193.30)	173.97	-	-	(19.33)
Tax adjustment on account of indexation of land	(198.52)	(3.47)	-	-	(201.99)
Long-term capital loss on sale of equity instrument	(543.47)	22.12	-	-	(521.35)
Difference between WDV as per books and income tax	3,771.00	(876.84)	-	-	2,894.16
On intangible assets	991.26	-	-	-	991.26
On Cash Flow Hedge	-	-	2.34	-	2.34
Total	2,133.49	(906.85)	2.01	(0.01)	1,228.64

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

2021-22-Deferred tax liabilities/(assets) in relation to:	Opening Balance	Recognised in Statement of Profit and Loss	Recognised in Statement of OCI	Other Adjustments	Closing Balance
Allowance for doubtful debts and advances	(1,168.17)	33.51	-	-	(1,134.66)
Creation of Deferred tax assets on account of IND AS 116 "Leases"	(38.00)	(2.08)	-	-	(40.08)
Impact of 43B Disallowances	(101.68)	-	-	(0.01)	(101.69)
Defined benefit obligation	(376.86)	(41.73)	1.54	-	(417.05)
Impairment of subsidiary	(72.97)	72.97	-	-	-
Investment/Intangibles - Provisions	-	(193.30)	-	-	(193.30)
Tax adjustment on account of indexation of land	(114.02)	(84.50)	-	-	(198.52)
Long-term capital loss on sale of equity instrument	(543.47)	-	-	-	(543.47)
Difference between WDV as per books and income tax	3,952.74	(181.74)	-	-	3,771.00
On intangible assets	991.26	-	-	-	991.26
Total	2,528.83	(396.87)	1.54	(0.01)	2,133.49

Footnotes :

There are no material deferred tax expense on unrecognised tax losses.

20: Trade payables

Particulars	As at March 31, 2023	As at March 31, 2022
(i) Total outstanding dues of micro enterprises and small enterprises (refer note 47)	1,748.25	1,266.52
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	47,322.27	64,628.65
(iii) Other payables	9,754.29	9,357.98
Total	58,824.81	75,253.15

Trade Payables Ageing Schedule

Ageing for Trade Payables outstanding as at March 31, 2023 is as follows :

Particulars	Not Due	Outstanding for following periods from				Unbilled Payable	Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years		
(i) Micro Small and Medium Enterprise (MSME)	1,476.27	271.98	-	-	-	-	1,748.25
(ii) Creditors other than micro enterprises and small enterprises	25,404.10	21,605.31	75.23	91.22	146.41	-	47,322.27
(iii) Other Payables	9,754.29	-	-	-	-	-	9,754.29
(iv) Disputed dues -MSME	-	-	-	-	-	-	-
(v) Disputed dues -Others	-	-	-	-	-	-	-
Total	36,634.66	21,877.29	75.23	91.22	146.41	-	58,824.81

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Ageing for Trade Payables outstanding as at March 31, 2022 is as follows :

Particulars	Not Due	Outstanding for following periods from				Unbilled Payable	Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years		
(i) Micro Small and Medium Enterprise (MSME)	1,000.86	265.66	-	-	-	-	1,266.52
(ii) Creditors other than micro enterprises and small enterprises	41,091.93	23,303.05	168.23	51.94	13.50	-	64,628.65
(iii) Other Payables	9,357.98	-	-	-	-	-	9,357.98
(iv) Disputed dues -MSME	-	-	-	-	-	-	-
(v) Disputed dues -Others	-	-	-	-	-	-	-
Total	51,450.77	23,568.71	168.23	51.94	13.50	-	75,253.15

21: Other financial liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Current		
(a) Interest accrued but not due on non-current borrowings	1.93	25.65
(b) Unclaimed dividends (refer footnote)	122.87	129.77
(c) Derivative liabilities		
Forward exchange contracts for hedging	178.99	54.45
(d) Others		
Creditors for capital purchases	1,384.89	814.42
Customer deposits	2,432.38	2,315.05
Amounts due to customers	11,491.84	7,227.48
Security Deposits	18.95	-
Total	15,631.85	10,566.82

Footnotes :

All amounts required to be transferred to the Investor Education and Protection Fund by the Company have been transferred within the time prescribed for the same, except in cases of disputes relating to the ownership of the underlying shares that have remained unresolved amounting to ₹ 0.08 lakhs (as at March 31, 2022 ₹ 0.13 lakhs).

22: Provisions

Particulars	As at March 31, 2023	As at March 31, 2022
Non-current		
Supplemental pay (refer note 2)	1,548.03	1,602.32
Ex-Directors pension liability (refer note 2)	828.11	725.95
Gratuity (refer note 2)	153.82	-
Compensated absences (refer note 2)	1,621.47	1,458.79
Total	4,151.43	3,787.06
Current		
Supplemental pay (refer note 2)	207.79	203.08
Ex-Directors pension liability (refer note 2)	69.85	59.48
Gratuity (refer note 2)	166.45	271.24
Compensated absences (refer note 2)	240.80	217.97
Provisions for indirect taxes (refer note 1)	58.45	41.95
Total	743.34	793.72

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Note 1: Provision held in respect of indirect tax matters in dispute

On an evaluation of each of its disputed claims, the Company holds an overall provision in respect of certain indirect tax matters in dispute which, as at the year-end, aggregates ₹ 58.45 lakhs (as at March 31, 2022 ₹ 41.95 lakhs). The movement during the year is as under:

Particulars	As at March 31, 2023	As at March 31, 2022
Opening Balance as at April 1	41.95	41.95
Additional provisions made during the year	16.50	-
Total	58.45	41.95
Utilization during the year	-	-
Closing Balance as at March 31	58.45	41.95

Due to the numerous uncertainties and variables associated with certain assumptions and judgments, and the effects of changes in the regulatory and legal environment, both the precision and reliability of the resulting estimates of the related contingencies are subject to substantial uncertainties. The Company regularly monitors its estimated exposure to such loss contingencies and, as additional information becomes known, may change its estimates significantly. However, no estimate of the range of any such change can be made at this time.

Note 2:

The provision for employee benefits includes gratuity, supplemental pay on retirement for certain employees, ex-director pension liability and compensated absences. The increase/decrease in the carrying amount of the provision for the current year is mainly on account of net impact of incremental charge for current year and benefits paid in the current year due to retirement and resignation of employees. For other disclosures, refer note 36.

23 : Other liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Non-current		
Deferred revenue	140.14	6.79
Total	140.14	6.79
Current		
Provident fund and other employee deductions	309.34	271.91
Goods and Services Tax payable	405.11	384.26
Other taxes (other than income tax payable)	14.79	14.07
Tax deducted at source	433.92	352.18
Advance received from customers	10,669.29	12,702.03
Payable to employees	84.07	181.45
Other liabilities (payable towards past acquisition etc.)	133.02	133.02
Total	12,049.54	14,038.92

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

24: Revenue from operations

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Sale of products (refer note 34 and 43)	295,491.95	259,062.62
Sale of services	-	50.09
Other operating income	1,205.52	1,280.66
Total	296,697.47	260,393.37

25: Other income

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
a) Interest income		
Interest Income on bank deposits carried at amortised cost	106.65	210.31
Interest income on security deposits carried at amortised cost	151.72	95.21
b) Dividend income		
Dividend from equity instruments measured at FVTOCI	6.76	5.24
c) Fair value of investment		
Fair value of investment - realized	214.46	1,383.61
Fair value of investment - unrealized	82.89	(211.12)
d) Other non-operating income		
Insurance claim	152.55	271.74
Rental income	32.25	14.48
Export benefits	134.94	412.22
Miscellaneous income	366.56	225.63
e) Others		
Provision for Impairment on Investment in subsidiary written back	-	336.74
Provision for intangible assets and impairment of intangible assets under development written back	21.75	-
Total	1,270.53	2,744.06

26: Cost of materials consumed

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Raw materials at the beginning of the year	28,724.90	17,868.58
Add: Purchases	153,595.10	155,644.52
	182,320.00	173,513.10
Less: Raw materials at end of the year	23,079.71	28,724.90
Cost of raw materials consumed	159,240.29	144,788.20
Packing materials consumed	10,863.98	11,368.70
Total	170,104.27	156,156.90

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

27: Purchases of stock-in-trade

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Agri Inputs	15,772.00	11,990.09
Total	15,772.00	11,990.09

28: Changes in inventories of finished goods, stock-in-trade and work in-progress

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Opening stock (A)		
Finished goods - own manufactured	55,611.43	46,218.35
Stock-in-trade	1,771.35	4,350.91
Work in-progress (including intermediate goods)	3,948.35	5,102.10
	61,331.13	55,671.36
Closing stock (B)		
Finished goods - own manufactured	48,673.24	55,611.43
Stock-in-trade	1,633.08	1,771.35
Work in-progress (including intermediate goods)	2,899.66	3,948.35
	53,205.98	61,331.13
Movement in inventory recoverable (C)	331.59	(130.34)
Net (Increase) (A-B+C)	8,456.74	(5,790.11)

29: Employee benefits expense

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries, wages and bonus		
Wages and salaries	16,962.42	16,014.31
Allowances	5,703.57	5,373.15
Compensated absences	410.15	323.72
Contribution to provident and other funds (refer note 36)	1,026.87	979.90
Staff welfare expenses	1,471.91	1,223.15
Total	25,574.92	23,914.23

30: Finance costs

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest on long-term loan from bank	11.28	33.26
Interest on bank overdrafts, cash credit facility and short-term loan from bank	581.43	168.42
Discounting charges	203.30	-
Interest on Commercial Paper	121.15	-
Interest on lease liabilities	306.90	277.18
Total	1,224.06	478.86

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

31: Depreciation and amortisation expense

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Depreciation of property, plant and equipment (refer note 4 (a)(i))	6,904.70	5,427.78
Depreciation of right-of-use asset (refer note 4 (b))	1,634.01	1,477.85
Depreciation of investment property (refer note 5)	0.41	0.42
Amortisation of intangible assets (refer note 6 (b)(i))	596.78	525.12
Total	9,135.90	7,431.17

32: Other expenses

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Freight, handling and packing	9,809.04	11,266.72
Travelling and conveyance	2,818.99	1,897.11
Power and fuel	9,510.53	7,082.80
Brand equity contribution	414.89	359.37
Repairs and maintenance		
Plant and equipment	1,387.57	1,343.62
Property	198.18	220.53
Others	658.01	650.88
Stores and spares consumed	1,039.54	625.42
Rates and taxes	768.72	576.76
Commission	100.47	64.64
Insurance charges	1,006.91	1,098.71
Rent (refer note 35)	2,004.05	1,297.81
Bank charges	155.60	188.41
Director fees and commission	279.46	294.00
Allowance for doubtful debts (Net)	796.48	716.62
Advances written off	63.37	29.07
Deposits written off	17.36	-
Impairment of Intangible assets and intangible assets under development**	3,040.96	793.40
Loss on liquidation of subsidiary*	-	275.93
Loss on sale of property, plant and equipment (Net)	78.02	248.63
Tangible assets written off	73.11	-
Selling expenses	6,026.18	5,285.92
Legal and professional fees	2,188.64	1,538.42
Net loss on foreign currency transactions and translation	1,531.80	663.34
Other expenses (refer note 42 and 48)	10,987.69	10,190.11
Total	54,955.57	46,708.22

*loss on liquidation of erstwhile subsidiary, PT Metahelix Lifesciences Indonesia which received approval for the cancellation of its Company Registration Number and revocation of its business license in March 2021 and further, on March 23, 2022, received a certificate for cancellation of its Tax Identification Number and consequentially ceased to be a subsidiary of the Company effective the said date.

**Also Refer Note 6(b) & 6(b)(ii)(a).

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

33: Earnings per share

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit for the year	9,194.36	16,427.42
Weighted average number of equity shares	194,468,890	194,468,890
Basic and diluted earnings per share	4.73	8.45

34: Segment information

Products and services from which reportable segments derive their revenue

Information reported to the chief operating decision maker (CODM) for the purpose of resources allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. No operating segments have been aggregated in arriving at the reportable segments of the Company.

The Company has determined its business segment as "Agri-Inputs" comprising of Pesticides, Plant Growth Nutrients, Organic Compost and Seeds. The other segment includes "Polymer" and other non reportable elements.

Segment revenue and results

The following is an analysis of the Company's revenue and results from operations by reportable segment:

Segment	Segment revenue		Segment results	
	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2023	For the year ended March 31, 2022
Agri Inputs	296,029.53	260,393.37	13,263.34	20,649.03
Others	667.94	-	208.13	-
Total	296,697.47	260,393.37	13,471.47	20,649.03
Other income			1,270.53	2,744.06
Central administration cost, director remuneration, director fees and commission			(710.99)	(666.16)
Finance costs			(1,224.06)	(478.86)
Profit before tax			12,806.95	22,248.07

Notes:

- Segment revenue reported above represents revenue generated from external customers. There were no inter-segment sales in the current year (March 31, 2022 ₹Nil). The accounting policies of the reportable segments are the same as described in note 3.21.
- Segment profit represents the profit before tax earned by each segment without allocation of central administration, director remuneration, director fees and commission, other income, as well as finance costs. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Segment assets and liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Segment assets		
Agri Inputs	243,413.69	246,877.08
Others	1,968.37	1,133.32
Total segment assets	245,382.06	248,010.40
Assets classified as held for sale	405.56	413.82
Unallocated	33,982.60	37,379.36
Total assets	279,770.23	285,803.58

Particulars	As at March 31, 2023	As at March 31, 2022
Segment liabilities		
Agri Inputs	91,951.51	105,179.50
Others	101.28	-
Total segment liabilities	92,052.79	105,179.50
Unallocated	14,712.08	10,958.71
Total liabilities	106,764.87	116,138.21

Details of capital expenditure incurred

Particulars	As at March 31, 2023	As at March 31, 2022
Agri Inputs	6,622.40	20,621.43
Others	164.16	-
Total	6,786.56	20,621.43

For the purpose of monitoring segment performance and allocation resources between segments:

- All assets are allocated to reportable segments other than investments, other financial assets, non current tax assets, fixed deposits and interest accrued thereon.
- All liabilities are allocated to reportable segments other than borrowings, other financial liabilities, interest accrued on loans, provision for supplemental pay, ex-director pension scheme, unpaid dividend, current and deferred tax liabilities.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Geographical information

The Company operates in two principal geographical areas - India and outside India.

The Company's revenue from continuing operations from external customers by location of operations and information about its non-current assets* by location of assets are detailed below:

Particulars	Revenue from external customers		Non-current assets*	
	For the year ended March 31, 2023	For the year ended March 31, 2022	As at March 31, 2023	As at March 31, 2022
India	208,132.96	189,289.01	113,012.01	104,166.71
Asia (Other than India)	32,383.87	25,300.33	-	-
North America	21,109.00	30,247.96	-	-
South America	18,148.21	5,964.06	-	-
Africa	4,281.54	4,347.82	-	-
Europe	11,060.15	4,816.73	-	-
Australia	1,581.74	427.46	-	-
	296,697.47	260,393.37	113,012.01	104,166.71

* Non-current assets exclude those relating to financial assets and deferred tax assets.

Information about major customers

No single customer contributed more than 10% to the Company's revenue in FY 2022-23 and 2021-22.

35: Leases

The Company incurred ₹ 1,893.32 lakhs for the year ended March 31, 2023 (March 31, 2022 ₹ 1,183.22 lakhs) towards expenses relating to short-term leases. Lease rent incurred and recoverable from employees and not falling under the scope of IND AS 116 amounted to ₹ 110.73 lakhs (March 31, 2022 ₹ 114.59 lakhs), refer Note 32. The total cash outflow for leases is ₹ 3,934.29 lakhs for the year ended March 31, 2023 (March 31, 2022 ₹ 3,045.08 lakhs), including cash outflow of short-term leases and lease rent recoverable from employees.

Maturity analysis

Particulars	Total	Less than 1 year	Between 1 and 2 years	2 and 5 years	Over 5 years	Weighted average effective interest rate %
March 31, 2023						
Lease liabilities	3,290.35	1,190.52	1,163.52	744.92	191.39	8.75%
	3,290.35	1,190.52	1,163.52	744.92	191.39	8.75%
March 31, 2022						
Lease liabilities	3,479.29	1,314.17	1,083.00	936.27	145.85	7.25%
	3,479.29	1,314.17	1,083.00	936.27	145.85	7.25%

Future lease commitments

All leases other than included above are of either low value or cancellable at the option of lessee.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

36: Employee benefit plans

Defined contribution plans

Contribution to provident fund and Employees' State Insurance Corporation (ESIC)

The Company makes provident fund contributions to defined contribution retirement benefit plans for eligible employees. Under the scheme, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to government authorities (PF commissioner) at factories.

Amount recognised as expense and included in the Note 29 — in the head "Contribution to Provident and other funds" for March 31, 2023: ₹932.42 lakhs (March 31, 2022: ₹882.28 lakhs).

Defined benefit plans

The Company offers its employees, defined-benefit plans in the form of a gratuity scheme (a lump sum amount), a supplemental pay scheme (a life long pension) and ex-Director pension liability. The gratuity scheme covers substantially all regular employees, Director pension liability covers ex-Director and supplemental pay plan covers certain former executives. In the case of the gratuity scheme, the Company contributes funds to Gratuity Trust, which is irrevocable. Ex-director pension liability and supplemental pay scheme are not funded. Commitments are actuarially determined at year-end. The actuarial valuation is done based on "Projected Unit Credit" method.

These plans typically expose the Company to actuarial risk such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment risk:

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create plan deficit.

Interest risk:

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the plan assets.

Longevity risk:

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Defined contribution plans

The Company makes provident fund contributions to defined contribution retirement benefit plans for eligible employees. Under the scheme, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the provident fund set up as a trust by the Company in case of certain locations. The Company is liable for contributions and any deficiency compared to interest computed based on the rate of interest declared by the Central Government under the Employees' Provident Fund Scheme, 1952 and recognises, if any, as an expense in the year it is determined.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

The principal assumptions used for the purpose of actuarial valuation were as follows:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Discount rates p.a.	7.50%	7.23%
Expected rate of salary increase	8.00%	8.00%
Average longevity at retirement age for current beneficiaries of the plan (years) (refer Footnote)	12 Years	12 Years
Average longevity at retirement age for current employees (future beneficiaries of the plan) (years)	12 Years	12 Years

Footnotes :

Based on Indian standard mortality table with modification to reflect expected changes in mortality.

Amount recognised in the Statement of Profit and Loss in respect of these defined benefit plans are as follows :

Particulars	Gratuity		Supplemental pay	
	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2023	For the year ended March 31, 2022
Service cost:				
Current service cost	458.53	430.04	-	-
Net interest expense	19.61	1.68	187.32	173.54
Components of defined benefit costs recognised in profit or loss	478.14	431.72	187.32	173.54
Remeasurement on the net defined benefit liability:				
Return on plan assets (excluding amounts included in net interest expense)	(19.82)	35.16	-	-
Actuarial (gain)/loss arising from changes in demographic assumptions	-	1.54	-	(0.03)
Actuarial (gain)/loss arising from changes in financial assumptions	(90.78)	(131.75)	(51.52)	(72.19)
Actuarial (gain)/loss arising from experience adjustments	(11.34)	67.42	168.88	186.98
Components of defined benefit costs recognised in Other Comprehensive Income	(121.94)	(27.63)	117.36	114.76
Total	356.20	404.09	304.68	288.30

The current service cost and the net interest expenses for the year are included in the Employee benefits expense line item in the Statement of Profit and Loss. The remeasurement of the net defined benefit liability/asset is included in Other Comprehensive Income.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

The amount included in the Balance Sheet arising from the entity's obligation in respect of its defined benefit plans is as follows:

Particulars	Gratuity		Supplemental pay	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Present value of funded defined benefit obligations (A)	4,495.17	4,168.33	1,755.83	1,805.41
Fair value of plan assets (B)	4,174.90	3,897.07	-	-
Funded Status [Deficit] (A-B)	320.27	271.26	1,755.83	1,805.41
Additional provision created	-	-	-	-
Net liability arising from defined benefit obligation	320.27	271.26	1,755.83	1,805.41

Movements in the present value of the defined benefit obligation are as follows :

Particulars	Gratuity		Supplemental pay	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Opening defined benefit obligation	4,168.33	3,836.24	1,805.41	1,717.14
Current service cost	458.53	430.04	-	-
Interest cost	301.37	260.66	130.53	117.62
Liability Transferred In/ Acquisitions	27.62	-	-	-
Remeasurement (gain)/loss:				
Actuarial (gain)/loss arising from changes in demographic assumptions	-	1.54	-	(0.03)
Actuarial (gain)/loss arising from changes in financial assumptions	(90.78)	(131.75)	(27.14)	(41.34)
Actuarial (gain)/loss arising from experience adjustments	(11.34)	67.42	18.59	183.14
Benefits paid	(358.56)	(295.82)	(171.56)	(171.12)
Closing defined benefit obligation	4,495.17	4,168.33	1,755.83	1,805.41

Movements in the fair value of the plan assets are as follows :

Particulars	Gratuity		Supplemental pay	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Opening fair value of the plan assets	3,897.07	3,810.01	-	-
Interest income	281.76	258.98	-	-
Remeasurement gain/(loss):				
Return on plan assets (excluding amounts included in net interest expense)	19.82	(35.16)	-	-
Assets Transferred In/Acquisitions	27.62	-	-	-
Contributions from the employer	307.19	159.06	-	-
Benefits paid	(358.56)	(295.82)	-	-
Closing fair value of plan assets	4,174.90	3,897.07	-	-

The plan assets are managed by the Gratuity Trust formed by the Company. The management of funds is entrusted with the Life Insurance Corporation of India ("LIC") and Kotak Life Insurance.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Movements in the present value of the defined benefit obligation for ex-Directors' pension liability are as follows :

Particulars	As at March 31, 2023	As at March 31, 2022
Opening defined benefit obligation	785.44	816.29
Current Service Cost	-	-
Interest Cost	56.79	55.92
Remeasurement (gain)/loss:		
Actuarial (gain)/loss arising from changes in demographic assumptions	-	-
Actuarial (gain)/loss arising from changes in financial assumptions	(24.38)	(30.85)
Actuarial (gain)/loss arising from experience adjustments	150.29	3.84
Benefits paid	(70.18)	(59.76)
Closing defined benefit obligation	897.96	785.44

The fair value of the plan assets at the end of the reporting period for each category, are as follows:

Particulars	Gratuity		Supplemental pay	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Cash and cash equivalents	3.15	11.98	-	-
Investment funds with Insurance Group				
Traditional /unit linked	737.44	788.81	-	-
Others - LIC and Kotak Life Insurance managed fund	3,434.31	3,096.28	-	-
Total	4,174.90	3,897.07	-	-

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

1. If the discounting rate is 100 basis point higher (lower), the defined benefit obligation would decrease by ₹483.84 lakhs (increase by ₹554.99 lakhs) (as at March 31, 2022: decrease by ₹469.38 lakhs (increase by ₹538.98 lakhs)).
2. If the expected salary growth increases (decreases) by 1%, the defined benefit obligation would increase by ₹346.21 lakhs (decrease by ₹306.88 lakhs) (as at March 31, 2022: increase by ₹331.96 lakhs (decrease by ₹293.18 lakhs)).
3. If the life expectancy increases (decreases) by 1 year, the defined benefit obligation would increase by ₹70.98 lakhs (decrease by ₹71.82 lakhs) (as at March 31, 2022: increase by ₹69.32 lakhs (decrease by ₹70.15 lakhs)).

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using "Projected Unit Credit" method at the end of the reporting period which is the same as that applied in calculating the defined benefit obligation liability recognised in Balance Sheet.

There were no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

The Company expects to make a contribution of ₹ 320.27 lakhs (as at March 31, 2022 ₹ 307.17 lakhs) to the defined benefit plans during the next financial year.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

The defined benefit obligations shall mature after year ended March 31, 2023 as follows:

Particulars	Defined benefit obligation
As at March 31	
2024	736.66
2025	528.08
2026	651.21
2027	703.05
2028	581.43
2029	3,083.26
Thereafter	5,068.11

The Company operates Provident Fund Scheme and the contributions are made to recognised fund. The Company is required to offer a defined benefit interest rate guarantee on provident fund balances of employees. The exempted funds guarantees the interest rate on provident fund investments which is equal to or higher than the rate declared by the Regional Provident Fund Commissioner (RPFC) on the provident fund corpus for their own subscribers. The Actuary has provided a valuation for provident fund liabilities on the basis of guidance issued by Actuarial Society of India and based on the below provided assumptions there is no shortfall as on March 31, 2023 and March 31, 2022.

Amount recognised as expense and included in the Note 29 — in the head "Contribution to Provident and other funds" for the year ended March 31, 2023 ₹1,076.49 lakhs (for March 31, 2022 ₹1,025.92 lakhs).

The details of provident fund and plan asset position are given below:

Particulars	As at March 31, 2023	As at March 31, 2022
Plan assets as at year ended	12,881.24	11,674.85
Present value of obligation	12,586.46	11,386.70
Amount recognised in the Balance Sheet	-	-

Assumptions used in determining present value of obligation of interest rate guarantee under a deterministic approach:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Guaranteed rate of return	8.15%	8.10%
Discount rate for remaining term to maturity of investments	7.50%	7.23%
Expected rate of return on investments	8.11%	8.09%

As at March 31, 2023, the fair value of the assets of the fund and the accumulated members' corpus is ₹12,881.24 lakhs and ₹12,586.46 lakhs respectively. In accordance with an assets and liability study, there is no deficiency as the present value of the expected future earnings on the fund is greater than the expected amount to be credited to the individual members based on the expected guaranteed rate of interest.

Compensatory absences

The Company provides for the encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits, for future encashment. The liability is provided based on the number of days of unutilized leave at each balance sheet date on the basis of an independent actuarial valuation. Amount of ₹413.05 lakhs (March 31, 2022 ₹323.72 lakhs) has been recognised in the Statement of Profit and Loss on account of provision for long-term employment benefit.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

37: Financial instruments

Capital management

The Company manages its capital to ensure that the Company will be able to continue as going concern while maximising the return to stakeholders through optimisation of debt and equity balance.

The capital structure of the Company consists of net debt (borrowings as detailed in notes 17.1 and 18, lease liabilities as per note 17.2, offset by cash and bank balances) and total equity of the Company.

The Company is not subject to any externally imposed capital requirements.

Gearing Ratio

The gearing ratio at the end of the reporting period was as follows :

Particulars	As at March 31, 2023	As at March 31, 2022
Debt (i)	10,379.27	5,794.91
Lease liabilities (non-current and current)	3,290.35	3,479.29
Cash and bank balances	(4,604.58)	(6,320.07)
Net debt	9,065.04	2,954.13
Total equity	173,005.36	169,665.37
Net debt to equity ratio	5.24%	1.74%

(i) Debt is defined as long-term borrowings, short-term borrowings and current maturities of long term borrowings (excluding financial guarantee contracts), as described in notes 17.1 and 18.

Fair value hierarchy

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

As at March 31, 2023

Particulars	Carrying amount				Fair value measurement using			
	Total	FVTPL	FVTOCI	Amortised cost	Total	Quoted prices in active market (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets								
Cash and cash equivalents	4,415.98	-	-	4,415.98	-	-	-	-
Other bank balances	188.60	-	-	188.60	-	-	-	-
Non-current investments	318.11	-	318.11	-	318.11	1.32	-	316.79
Current investments	21,943.88	21,943.88	-	-	21,943.88	-	21,943.88	-
Other non current financial assets	2,005.77	-	-	2,005.77	-	-	-	-
Trade receivables	49,857.81	-	-	49,857.81	-	-	-	-
Other current financial assets (Non Derivative Assets)	524.06	-	-	524.06	-	-	-	-
Other current financial assets (Derivative Assets)	26.87	26.87	-	-	26.87	-	26.87	-

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Particulars	Carrying amount				Fair value measurement using			
	Total	FVTPL	FVTOCI	Amortised cost	Total	Quoted prices in active market (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial liabilities								
Non-current borrowings (excluding current portion)	266.16	-	-	266.16	-	-	-	-
Lease liabilities (current and non-current portion)	3,290.35	-	-	3,290.35	-	-	-	-
Current borrowings	10,113.11	-	-	10,113.11	-	-	-	-
Trade payables	58,824.72	-	-	58,824.72	-	-	-	-
Other financial liabilities (current and non-current)	15,631.85	178.99	-	15,452.86	178.99	-	178.99	-

There have been no transfers among Level 1, Level 2 and Level 3 during the year.

As at March 31, 2022

Particulars	Carrying amount				Fair value measurement using			
	Total	FVTPL	FVTOCI	Amortised cost	Total	Quoted prices in active market (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets								
Cash and cash equivalents	1,065.29	-	-	1,065.29	-	-	-	-
Other bank balances	5,254.78	-	-	5,254.78	-	-	-	-
Non-current investments	317.89	-	317.89	-	317.89	1.10	-	316.79
Current investments	20,871.84	20,871.84	-	-	20,871.84	-	20,871.84	-
Other non current financial assets	1,924.00	-	-	1,924.00	-	-	-	-
Trade receivables	44,593.70	-	-	44,593.70	-	-	-	-
Other current financial assets	696.66	-	-	696.66	-	-	-	-
Financial liabilities								
Non-current borrowings (excluding current portion)	379.28	-	-	379.28	-	-	-	-
Lease liabilities (current and non-current portion)	3,479.29	-	-	3,479.29	-	-	-	-
Current borrowings	5,415.63	-	-	5,415.63	-	-	-	-
Trade payables	75,253.15	-	-	75,253.15	-	-	-	-
Other financial liabilities (current and non-current)	10,566.82	54.45	-	10,512.37	54.45	-	54.45	-

There have been no transfers among Level 1, Level 2 and Level 3 during the year.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Measurement of fair values

Valuation techniques and significant unobservable inputs

The following tables show the valuation techniques used in measuring Level 2 and Level 3 fair values, as well as the significant unobservable inputs used :

Financial instruments measured at fair value

Type	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Non current financial assets and liabilities measured at amortised cost	Discounted cash flows: The valuation model considers the present value of expected receipt/payment discounted using appropriate discounting rates	Not applicable	Not applicable
Forward contracts for foreign exchange contracts	Forward pricing: The fair value is determined using quoted forward exchange rates at the reporting date and present value calculations based on high credit quality yield curves in the respective currency	Not applicable	Not applicable
Current investments -in mutual funds	The fair values of investments in mutual fund units is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors	Not applicable	Not applicable

Financial risk management objectives

The Company's corporate treasury function provides services to the business, co-ordinates access to domestic financial markets, monitors and manages the financial risk relating to the operation of the Company. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The use of financial derivatives is governed by the Company's policies approved by the board of directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivatives financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the internal auditors on a continuous basis. The Company does not enter into or trade financial instrument, including derivative financial instruments, for speculative purposes.

The corporate treasury function reports quarterly to the Company's audit committee that monitors risks and policies implemented to mitigate risk exposures.

Market risk

The Company's activities expose it primarily to the financial risk of changes in foreign currency exchange rates. The Company enters into a variety of derivative financial instruments to manage its exposure to foreign currency risk including forward foreign exchange contracts to hedge the exchange rate risk arising on imports and exports.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Foreign currency risk management

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilising forward foreign exchange contracts.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

Particulars	Liabilities (Foreign currency)		Assets (Foreign currency)	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
In US Dollars (USD)	136.50	302.89	86.62	114.49
In Euro (EUR)	-	0.01	0.07	0.06
In Japanese Yen (JPY)	1,930.16	895.03	-	-
In Great Britain Pound (GBP)	-	-	0.17	0.17
In United Arab Emirates Dhiram (AED)	6.82	-	-	-
In SWISS Franc (CHF)	-	-	0.13	-

Particulars	Liabilities (INR)		Assets (INR)	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
In US Dollars (USD)	10,986.69	22,618.64	7,148.60	8,606.62
In Euro (EUR)	-	0.99	6.20	5.99
In Japanese Yen (JPY)	1,154.80	591.09	-	-
In Great Britain Pound (GBP)	-	-	15.76	15.76
In United Arab Emirates Dhiram (AED)	152.79	-	-	-
In SWISS Franc (CHF)	-	-	10.70	-

Foreign currency sensitivity analysis

The Company is mainly exposed to the currency : USD, EUR, JPY, GBP, AED and CHF.

The following table details the Company's sensitivity to a 5% increase and decrease in the ₹ against the relevant foreign currencies. 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. This is mainly attributable to the exposure outstanding on receivables and payables in the Company at the end of the reporting period. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 5% change in foreign currency rate. A positive number below indicates an increase in the profit or equity where the ₹ strengthens 5% against the relevant currency. For a 5% weakening of the ₹ against the relevant currency, there would be a comparable impact on the profit or equity, and the balances below would be negative.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Impact on profit / (loss) and total equity

Particulars	USD impact	
	As at March 31, 2023	As at March 31, 2022
Increase in exchange rate by 5%	(191.90)	(705.27)
Decrease in exchange rate by 5%	191.90	705.27

Particulars	EUR impact	
	As at March 31, 2023	As at March 31, 2022
Increase in exchange rate by 5%	0.31	0.30
Decrease in exchange rate by 5%	(0.31)	(0.30)

Particulars	JPY impact	
	As at March 31, 2023	As at March 31, 2022
Increase in exchange rate by 5%	(57.74)	(29.55)
Decrease in exchange rate by 5%	57.74	29.55

Particulars	GBP impact	
	As at March 31, 2023	As at March 31, 2022
Increase in exchange rate by 5%	0.79	0.79
Decrease in exchange rate by 5%	(0.79)	(0.79)

Particulars	AED impact	
	As at March 31, 2023	As at March 31, 2022
Increase in exchange rate by 5%	(7.64)	-
Decrease in exchange rate by 5%	7.64	-

Particulars	SWISS Franc (CHF) impact	
	As at March 31, 2023	As at March 31, 2022
Increase in exchange rate by 5%	0.54	-
Decrease in exchange rate by 5%	(0.54)	-

The Company, in accordance with its risk management policies and procedures, enters into foreign currency forward contracts to manage its exposure in foreign exchange rate variations. The counter party is generally a bank. These contracts are for a period between one day and one year. The above sensitivity does not include the impact of foreign currency forward contracts which largely mitigate the risk.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Derivative instruments:

The Company uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to accounts receivable and accounts payable. The use of foreign currency forward contracts is governed by the Company's strategy approved by the Board of Directors, which provide principles on the use of such forward contracts consistent with the Company's Risk Management Policy. The Company does not use forward contracts for speculative purposes.

The following forward exchange contracts are outstanding as at the balance sheet date:

a) Details of various outstanding derivative financial instruments are given as below :

Particulars	As at March 31, 2023	As at March 31, 2022
Other Financial Liabilities		
Current Portion		
Derivatives designated as Cash Flow Hedges		
- Forward Contracts	32.98	-
Derivatives designated as Fair Value Hedge		
- Forward Contracts	146.01	54.45
Other Financial Assets		
Derivatives designated as Fair Value Hedge		
- Forward Contracts	26.87	-

b) The Details of the gross notional amounts of derivative financial instruments outstanding are given in the below table :

Derivative Instruments	Underlying (Receivables/Payables)	Units	As at March 31, 2023			As at March 31, 2022		
			Number of contracts	₹ lakhs	Foreign currency	Number of contracts	₹ lakhs	Foreign currency
Derivatives designated as Cash Flow Hedge								
Forward Contracts- Payable	USD/INR	\$ Million	1	1,602.02	1.99	-	-	-
Derivatives designated as Fair value Hedge								
Forward Contracts								
Forward Contracts-Payable	USD/INR	\$ Million	101	13,086.20	15.74	-	-	-
Forward Contracts-Receiveable	USD/INR	\$ Million	41	5,138.01	6.20	-	-	-
Forward Contracts- Payable	JPY/INR	JPY Million	5	1,243.53	192.51	4.00	1,237.00	76.88

Note: USD= US Dollar; JPY = Japanese Yen.

c) The following table analyses the movement in the effective portion of Cash Flow Hedge Reserve (CFHR) for the year ended March 31, 2023 :

Particulars	Forward Contracts
Balance as at March 31, 2023	(23.68)
Balance as at March 31, 2022	-

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

The line item in the Balance Sheet that includes the above hedging instruments are "other financial assets and other financial liabilities".

Equity risk

There is no material equity risk relating to the Company's equity investments which are detailed in note 7 "Other investments". The Company's equity investments majorly comprises of strategic investments rather than trading purposes.

Interest risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument that will fluctuate because of changes in market rates. The Company's exposure to the risk of changes in market rates relates primarily to the Company's non-current debt obligation with floating interest rates. The Company's policy is generally to undertake non-current borrowing using facilities that carry floating interest rate.

Moreover, the short-term borrowings of the Company do not have a significant fair value or cash flow interest rate risk due to their short tenure.

At the end of reporting period, the Company had the following fixed and variable interest rate borrowings and fixed interest rate financial assets:

Particulars	As at March 31, 2023	As at March 31, 2022
Non-current variable interest rate borrowings	-	300.00
Lease Liabilities (Current and Non Current)	3,290.35	3,479.29
Current variable interest rate borrowings	10,000.00	5,016.57
Current fixed interest rate borrowings	-	9.99
Fixed interest rate financial assets	4,080.15	5,361.85

Cash flow sensitivity analysis for variable rate instrument

Current variable interest rate borrowings

If the interest rate is 100 basis point higher (lower), the impact on profit or loss would be decreased by ₹35.27 lakhs (increased by ₹35.27 lakhs) and as at March 31, 2022: decreased by ₹37.29 lakhs (increased by ₹37.29 lakhs).

Current fixed interest rate borrowings

If the interest rate is 100 basis point higher (lower), the impact on profit or loss would be decreased by ₹ Nil (increased by ₹ Nil) and as at March 31, 2022 : decreased by ₹ 0.20 lakhs (increased by ₹ 0.20 lakhs).

Credit risk management

Credit risk refers to the risk that a counter party will default on its contractual obligation resulting in financial loss to the Company. The Company uses its own trading records to evaluate the credit worthiness of its customers. The Company's exposure are continuously monitored and the aggregate value of transactions concluded, are spread amongst approved counter parties (refer note 11- Trade receivable).

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

The credit risk on investment in mutual funds and derivative financial instruments is limited because the counter parties are reputed banks or funds sponsored by reputed bank.

Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

All current financial liabilities are repayable within one year. The contractual maturities of non-current liabilities are disclosed in note no. 18.

Liquidity risk table

The following tables detail the Company's remaining contractual maturity for its non-derivative and derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the company can be required to pay.

Particulars	Less than 1 year	1-5 years	More than 5 years	Total	Carrying amount
As at March 31, 2023					
Non-Derivative financial liabilities					
Borrowings including future interest payable	10,359.24	266.16	-	10,625.40	10,379.27
Lease liabilities	1,310.20	2,062.05	250.40	3,622.65	3,290.35
Trade payables	58,824.72	-	-	58,824.72	58,824.72
Other financial liabilities	15,452.86	-	-	15,452.86	15,452.86
Derivative financial liabilities					
Forward exchange contracts used for hedging :					
- Outflow	14,329.72	-	-	14,329.72	178.99
- Inflow	(14,150.73)	-	-	(14,150.73)	-
	86,126.01	2,328.21	250.40	88,704.62	88,126.19
As at March 31, 2022					
Non-Derivative financial liabilities					
Borrowings including future interest payable	5,528.60	379.28	-	5,907.88	5,820.56
Lease liabilities	1,428.76	2,170.65	203.13	3,802.54	3,479.29
Trade payables	75,253.15	-	-	75,253.15	75,253.15
Other financial liabilities	10,486.72	-	-	10,486.72	10,486.72
Derivative financial liabilities					
Forward exchange contracts used for hedging :					
- Outflow	1,237.00	-	-	1,237.00	54.45
- Inflow	(1,182.55)	-	-	(1,182.55)	-
	92,751.68	2,549.93	203.13	95,504.74	95,094.17

The gross inflows/(outflows) disclosed in the above table represent the contractual undiscounted cash flows relating to derivative financial liabilities held for risk management purposes and which are not usually closed out before contractual maturity.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

38: Related party transactions

Details of transactions between the Company and other related party are disclosed below.

1. Holding Company

Name of Holding Company	Country	Holding	
		As at March 31, 2023	As at March 31, 2022
Tata Chemicals Ltd.	India	50.06%	50.06%

2. List of Subsidiaries (dissolved w.e.f March 23, 2022)

Name of Holding Company	Country	Holding	
		As at March 31, 2023	As at March 31, 2022
Direct			
PT. Metahelix Lifesciences Indonesia (Refer Footnote)	Indonesia	-	-

Footnote :

During the previous year, subsidiary (P T Metahelix Life Sciences Indonesia) has received final tax cancellation letter dated March 23, 2022 from Indonesian Tax authorities and stands dissolved with effect from the said date.

3. Other related parties

- Rallis India Limited Provident Fund
- Rallis India Limited Management Staff Gratuity Fund
- Rallis India Limited Senior Assistants Super Annuation Scheme
- Rallis Executive Staff Super Annuation Fund
- Rallis India Limited Non-Management Staff Gratuity Fund

4. Key Management Personnel

Mr. Sanjiv Lal, Managing Director and CEO

5. Promoter Group

Tata Sons Private Limited

5a JV of Promoter Group

- Tata Industries Limited
- Tata Play Limited

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

5b. List of subsidiaries of Tata Sons Private Limited

- Infiniti Retail Ltd.
- Tata AIG General Insurance Co. Ltd.
- Tata Consultancy Services Ltd.
- Tata Teleservices Ltd.
- Ewart Investments Ltd.
- Tata Digital Private Limited
- Tata Communications Limited

5c. List of Associate of Tata Sons Private Limited

- Tata Steel Limited
- Voltas Limited
- The Indian Hotels Company Limited
- Titan Company Limited
- Tata Consumer Products Limited

6. List of subsidiaries of Tata Chemicals Limited

- Tata Chemicals International Pte Ltd
- Ncourage Social Enterprise Foundation

7. Trading transactions

During the year, the Company entered into following trading transactions with related parties:

Particulars	Sales of goods		Purchases of goods	
	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2023	For the year ended March 31, 2022
Holding Company				
Tata Chemicals Ltd.	-	-	3,104.79	1,271.59
Subsidiary of Holding Company				
Tata Chemicals International Pte Ltd	1,850.71	12,312.01	-	-
Subsidiary of Tata Sons Private Limited				
Infiniti Retail Ltd.	-	-	1.41	2.97
Associate of Tata Sons Private Limited				
Tata Steel Limited	-	-	79.56	-

Sale of goods to related parties were made at the Company's usual list prices, less average discounts. Purchases were made at market price discounted to reflect the quantity of goods purchased etc.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

8. Service transactions

Particulars	Services rendered		Services received	
	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2023	For the year ended March 31, 2022
Holding Company				
Tata Chemicals Ltd.	2.66	0.69	437.95	239.90
Subsidiary of Holding Company				
Ncourage Social Enterprise Foundation	-	-	-	1.05
Tata Chemicals International Pte Ltd	-	-	10.78	-
Promoter Group				
Tata Sons Private Limited	-	-	417.94	366.82
Subsidiaries of Tata Sons Private Limited				
Tata AIG General Insurance Co. Ltd.	-	-	76.08	71.16
Tata Consultancy Services Ltd.	-	-	734.10	470.41
Tata Teleservices Ltd.	-	-	4.05	4.35
Tata Digital Private Limited (formerly Tata Digital Limited)	5.14	8.92	-	-
Tata Communications Limited	-	-	69.98	80.51
Associate of Tata Sons Private Limited				
Voltas Limited	-	-	53.94	NA*
The Indian Hotels Company Limited	-	-	35.70	NA*
Tata Consumer Products Limited	3.17	NA*	-	-
JV of Promoter Group				
Tata Play Limited (formerly Tata Sky Limited)	-	-	0.28	NA*
Tata Industries Limited	-	-	145.26	25.84
Titan Company Limited	-	-	127.28	NA*

Services were received at market price, net of any discount etc.

* This have become related party with effect from April 1, 2022

9. Purchase of Property, Plant and Equipment

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Holding Company		
Tata Chemicals Ltd.	4.78	485.08

10. Capital Expenditure towards Intangible Assets under Development

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Subsidiaries of Tata Sons Private Limited		
Tata Consultancy Services Ltd.	145.63	-

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

11. Payment of Rent

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Holding Company		
Tata Chemicals Ltd.	188.01	190.06

12. Others -Dividend payments

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Holding Company		
Tata Chemicals Ltd.	2,920.25	2,920.25
Subsidiaries of Tata Sons Private Limited		
Ewart Investments Ltd.	2.25	2.25

13. Others -Proceeds from liquidation of Investment in subsidiary

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Subsidiary		
P T Metahelix Lifesciences Indonesia	-	60.81

14. Contributions to employee benefit trusts

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Other Related Parties		
Contributions to employee benefit trusts	1,865.17	1,135.69

15. The following balances were outstanding at the end of the reporting period:-

Particulars	Amounts owed by related parties		Amounts owed to related parties	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Promoter Group				
Tata Sons Private Limited	0.39	-	-	-
Holding Company				
Tata Chemicals Ltd.	-	-	400.01	138.25
Subsidiaries of Tata Sons Private Limited				
Tata AIG General Insurance Co. Ltd.	-	-	7.84	0.11
Tata Consultancy Services Ltd.	-	-	153.13	99.00
Tata Teleservices Limited	-	-	0.60	0.02
Tata Digital Private Limited	-	0.52	0.05	-
Infiniti Retail Ltd.	-	0.88	-	-

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Particulars	Amounts owed by related parties		Amounts owed to related parties	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Associates of Tata Sons Private Limited				
Tata Steel Limited	-	-	7.95	NA*
Voltas Limited	-	-	2.60	NA*
The Indian Hotels Company Limited	-	-	0.31	NA*
Titan Company Limited	0.07	NA*	-	-
Tata Consumer Products Limited	3.29	NA*	0.42	NA*
JV of Promoter Group				
Tata Industries Limited	-	-	79.70	11.72

The amounts outstanding are unsecured and will be settled in cash/bank. No guarantees have been given or taken during the year. No expense has been recognised in the current or prior years for bad & doubtful debts in respect of the amounts owed by related parties.

* This have become related party with effect from April 1, 2022

16. Compensation of key management personnel

The remuneration of key management personnel during the year was as follows:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Short term benefits	324.16	334.06
Post-Employment benefits (PF + Superannuation)	21.06	19.44

The remuneration of key management personnel is determined by the remuneration committee having regard to the performance of individuals and market trends. It is exclusive of gratuity and compensated absences.

39: Contingent liabilities

The Company is involved in a number of appellate, judicial and arbitration proceedings (including those described below) concerning matters arising in the course of conduct of the Company's businesses. Some of these proceedings in respect of matters under litigation are in early stages, and in some other cases, the claims are indeterminate. A summary of claims asserted on the Company in respect of these cases have been summarised below.

a. Guarantees

Guarantees issued by bank on behalf of the Company as on March 31, 2023 is ₹ 1,979.47 lakhs (March 31, 2022 ₹ 715.81 lakhs) these are covered by the charge created in favour of the said Company's bankers by way of hypothecation of stock and debtors.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

b. Tax contingencies

Amounts in respect of claims asserted by various revenue authorities on the Company, in respect of taxes, which are in dispute, have been tabulated below:

Nature of tax	As at March 31, 2023	As at March 31, 2022
Sales tax	925.66	1,240.14
Excise duty	30.11	30.11
Customs duty	814.71	799.71
Income tax*	17,033.06	17,338.04
Service tax	3,167.43	3,124.70
Goods and Service tax	95.66	95.66

* Excludes ₹ 1,686.56 lakhs (March 31, 2022 ₹ 1,509.70 lakhs) deposits paid under protest.

The management believes that the claims made are untenable and is contesting them. As of the reporting date, the management is unable to determine the ultimate outcome of above matters. However, in the event the revenue authorities succeed with enforcement of their assessments, the Company may be required to pay some or all of the asserted claims and the consequential interest and penalties, which would reduce net income and could have a material adverse effect on net income in the respective reported period. Various claims pending before Industrial Tribunals and Labour Courts of which amounts are indeterminate.

c. Amount in respect of other claims

Nature of claim	As at March 31, 2023	As at March 31, 2022
Matters relating to employee benefits	27.95	15.95
Others (claims related to contractual disputes)	5,221.08	463.28

Other claims include demand notices received from Mumbai Port Authority (MBPA) on four godowns taken on lease by the company from MBPA towards differential arrears of rentals for the years 2012 upto 2022 for these godowns. Based on the legal advice received by the Company, the demand raised by MBPA is being contested and Company is also in process of filing the writ petition

Management is generally unable to reasonably estimate a range of possible loss for proceedings or disputes other than those included in the estimate above, including where:

- plaintiffs / parties have not claimed an amount of money damages, unless management can otherwise determine an appropriate amount;
- the proceedings are in early stages;
- there is uncertainty as to the outcome of pending appeals or motions or negotiations;
- there are significant factual issues to be resolved; and/or
- there are novel legal issues presented.

However, in respect of the above matters, management does not believe, based on currently available information, that the outcomes of the litigation, will have a material adverse effect on the Company's financial condition, though the outcomes could be material to the Company's operating results for any particular period, depending, in part, upon the operating results for such period.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

40: Commitments

- (i) Estimated amount of contract with minimum commitment for plant activity ₹ 2,278.50 lakhs (March 31, 2022 ₹ 3,256.50 lakhs).
- (ii) Estimated amount of contracts remaining to be executed on capital account of property, plant and equipment is ₹ 3,052.37 lakhs as at March 31, 2023 (March 31, 2022 ₹ 9,095.55 lakhs) and Intangible assets is ₹ 225.27 lakhs as at March 31, 2023 (March 31, 2022 ₹ 502.95 lakhs) against which advances paid aggregate ₹ 140.50 lakhs as at March 31, 2023 (March 31, 2022 ₹ 1,232.86 lakhs).

41: Research and development expenditure

The Company has incurred the following expenses on research and development activity:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
On property, plant and equipment	535.94	283.62
On items which have been expensed during the year		
- Materials	340.97	346.29
- Employee benefits expense	2,645.76	2,239.77
- Breeding expense	561.53	460.52
- Professional fees	107.90	39.15
- Consumables	321.42	152.85
- Finance costs	0.93	3.65
- Travelling expenses	179.37	30.88
- Rent	44.68	43.95
- Depreciation and amortisation expense	489.30	395.59
- Others	636.40	639.61
Expenses - External agency	-	24.74
Total	5,864.20	4,660.62

During the year, the Company has also incurred ₹ 216.60 lakhs (March 31, 2022 ₹ 142.91 lakhs) towards capital research and development expenditure which is included under capital work-in-progress.

The total amount included in intangible assets under development (net of provision) as at March 31, 2023 is ₹ 5,732.39 lakhs (as at March 31, 2022 ₹ 7,432.73 lakhs).

Footnote:

The above figures include the amounts based on separate accounts for the Research and Developments ("R&D") Centre recognised by the Department of Scientific & Industrial Research ("DSIR"), Ministry of Science and Technology for in-house research (consonance with the DSIR guidelines for in-house R & D Centre will be evaluated at the time of filing the return with DSIR).

42: Other expenses include Auditors' Remuneration as under:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
To statutory auditors		
For audit	69.55	57.55
For limited review of quarterly results	23.10	23.10
For taxation matters	10.60	10.60
For other services	2.75	2.75
Reimbursement of expenses	2.66	1.41

Recoverable taxes which is being claimed for set-off as input credit has not been included in the expenditure above.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

43: Disclosure under Ind AS 115 - Revenue from contracts with customers

The Company is engaged into manufacturing of agri inputs. There is no impact on the Company's revenue on applying Ind AS 115 from the contract with customers.

Disaggregation of revenue from contracts with customers

Particulars	For the year ended March 31, 2023			For the year ended March 31, 2022		
	Agri Inputs	Others	Total	Agri Inputs	Others	Total
1) Revenue from contracts with customers:						
Sale of products (Transferred at point in time)						
Manufacturing						
India	171,516.08	-	171,516.08	157,770.68	-	157,770.68
Asia (Other than India)	32,201.01	-	32,201.01	25,117.80	-	25,117.80
North America	20,441.06	667.94	21,109.00	30,247.96	-	30,247.96
South America	18,148.21	-	18,148.21	5,964.06	-	5,964.06
Africa	4,256.47	-	4,256.47	4,075.42	-	4,075.42
Europe	11,060.15	-	11,060.15	4,816.73	-	4,816.73
Australia	1,581.74	-	1,581.74	427.46	-	427.46
Total (A)	259,204.72	667.94	259,872.66	228,420.11	-	228,420.11
Trading						
India	35,411.36	-	35,411.36	30,187.58	-	30,187.58
Asia (Other than India)	182.86	-	182.86	182.53	-	182.53
Africa	25.07	-	25.07	272.40	-	272.40
Total (B)	35,619.29	-	35,619.29	30,642.51	-	30,642.51
Total (A) + (B)	294,824.01	667.94	295,491.95	259,062.62	-	259,062.62
2) Sale of services	-	-	-	50.09	-	50.09
3) Other operating revenue						
Sale of scrap	1,137.42	-	1,137.42	1,107.18	-	1,107.18
Liabilities written back	68.10	-	68.10	173.48	-	173.48
	1,205.52	-	1,205.52	1,280.66	-	1,280.66
Total Revenue	296,029.53	667.94	296,697.47	260,393.37	-	260,393.37

Major segments

Particulars	For the year ended March 31, 2023			For the year ended March 31, 2022		
	Agri Inputs	Others	Total	Agri Inputs	Others	Total
Crop Protection*	241,439.02	-	241,439.02	208,291.60	-	208,291.60
Crop Nutrition	17,564.89	-	17,564.89	14,302.09	-	14,302.09
Polymer	-	667.94	667.94	-	-	-
Seeds	33,951.17	-	33,951.17	34,912.59	-	34,912.59
Others	1,868.94	-	1,868.94	1,556.34	-	1,556.34
Total	294,824.01	667.94	295,491.95	259,062.62	-	259,062.62

*Crop Protection includes Fungicide, Herbicides and Insecticides.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

Sales by performance obligations

Particulars	For the year ended March 31, 2023			For the year ended March 31, 2022		
	Agri Inputs	Others	Total	Agri Inputs	Others	Total
Upon shipment	96,254.80	667.94	96,922.74	71,104.36	-	71,104.36
Upon delivery	198,569.21	-	198,569.21	187,958.26	-	187,958.26
Total	294,824.01	667.94	295,491.95	259,062.62	-	259,062.62

Reconciliation of revenue from contract with customer

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Revenue from contract with customer as per the contract price	377,110.81	322,095.69
Adjustments made to contract price on account of :-		
a) Discounts / Rebates / Incentives	16,199.97	14,929.46
b) Sales Returns / Credits / Reversals	65,418.89	48,103.61
Revenue from contract with customer	295,491.95	259,062.62
Sale of services	-	50.09
Other operating revenue	1,205.52	1,280.66
Revenue from operations	296,697.47	260,393.37

Note 44 : Title deeds of Immovable Property not held in the name of the Company

As at March 31, 2023

Relevant line item in the Balance sheet	Description of item of property	Gross block	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Property, Plant and Equipment	Land	1,623.45	Allotment Letter in the name of Rallis India Limited. Lease deed yet to be executed by Gujarat Industries Development Corporation	NA	December 31, 2010	The plot has been allotted and is in the possession of the Company. The lease deed has not yet been executed by lessor.
Property, Plant and Equipment	Building	2.83	Tata Fison Industries Limited	NA	September 01, 1972	The agreement is in the name of Tata Fison Industries Limited (amalgamated with Rallis India Limited in 1972)
Property, Plant and Equipment	Building	57.35	Rallis India Limited	NA	February 01, 1985	The Company has filed a suit with regards to the title and is awaiting a decree. The certificate for shares are held in the Cooperative Housing Society.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

As at March 31, 2022

Relevant line item in the Balance sheet	Description of item of property	Gross block	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Property, Plant and Equipment	Land	1,623.45	Allotment Letter in the name of Rallis India Limited. Lease deed yet to be executed by Gujarat Industries Development Corporation	NA	December 31, 2010	The plot has been allotted and is in the possession of the Company. The lease deed has not yet been executed by lessor.
Property, Plant and Equipment	Building	2.83	Tata Fison Industries Limited	NA	September 01, 1972	The agreement is in the name of Tata Fison Industries Limited (amalgamated with Rallis India Limited in 1972)
Property, Plant and Equipment	Building	57.35	Rallis India Limited	NA	February 01, 1985	The Company has filed a suit with regards to the title and is awaiting a decree. The certificate for shares are held in the Cooperative Housing Society.
Right-of-use asset	Building	3.14	Metahelix Life Sciences Limited (merged into Rallis India Limited w.e.f April 1, 2019)	NA	April 15, 2019	The agreements are in the name of Metahelix Life Sciences Limited (merged into Rallis India Limited w.e.f April 1, 2019)
Right-of-use asset	Building	478.81	Metahelix Life Sciences Limited (merged into Rallis India Limited w.e.f April 1, 2019)	NA	May 01, 2018 to July 01, 2020	The agreements are in the name of Metahelix Life Sciences Limited (merged into Rallis India Limited w.e.f April 1, 2019)
Right-of-use asset	Land	141.42	Metahelix Life Sciences Limited (merged into Rallis India Limited w.e.f April 1, 2019)	NA	June 15, 2017 to May 01, 2020	The agreements are in the name of Metahelix Life Sciences Limited (merged into Rallis India Limited w.e.f April 1, 2019)

45: Borrowing based on security of inventory and book debts:

The quarterly returns/ statements read with subsequent revisions filed by the Company with the banks are in agreement with the books of accounts.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

46: Ratios

Type of Ratio	Numerator	Denominator	2022-23	2021-22	Variance	Reason for Variance greater than 25%
Current ratio	Current Assets	Current Liabilities	1.66	1.7	0%	NA
Debt Equity Ratio	Borrowing (current + non current) + Lease liability (current and non current)	Total equity	0.08	0.05	45%	Variance on account of increase in current borrowings to meet short term working capital requirement.
Debt Service Coverage Ratio	Earnings available for debt service includes Profit for the year from continuing operations + Depreciation and amortisation expense + Finance costs - Other income+non cash items such as Unrealised Forex loss, provision for doubtful debts, advances written off,deposits written off, marked to market loss and impairment of intangibles and intangibles under development	Debt Service - includes Interest & Lease Payments + Principal Repayments	0.6	8.4	(93%)	Variance on account of increase in current borrowings to meet short term working capital requirement & repayment of the same during the year.
Return on Equity (%)	Profit for the year	Average Total Equity	5.4%	10.0%	(46%)	Decline due to drop in profitability during the current year
Inventory Turnover	Cost of material consumed, Purchase of Stock in trade and Changes in Inventories	Average Inventories	2.2	1.9	18%	NA
Debtors Turnover	Sale of Products and Services	Average Trade Receivables	6.3	6.1	3%	NA
Trade Payables Turnover	Cost of material consumed, Purchase of Stock in trade and Changes in Inventories	Average Trade Payables	2.9	2.4	20%	NA
Net capital turnover ratio	Sale of Products and Services	Average Working Capital where Working capital is Current Assets less Current Liabilities	4.3	3.6	21%	NA
Net Profit Margin (%)	Profit for the year	Sale of Products and Services	3.1%	6.3%	(51%)	Decline due to steep cost inflation in key raw material prices and on account of impairment of technical know-how of seed development technology and provision for slow-moving inventory in seeds
Return on Capital employed (%)	Earning before interest and taxes	Tangible Net worth+Total Debt+Deferred Tax Liability	7.5%	12.6%	(41%)	Decline due to drop in profitability during the current year as mentioned above
Return on investment (%)	Profit for the year	Average Total Equity	5.4%	10.0%	(46%)	Decline due to drop in profitability during the current year as mentioned above

47: Trade payable includes amount payable to Micro, Small and Medium Enterprises as follows:

Particulars	As at March 31, 2023	As at March 31, 2022
(i) Principal amount remaining unpaid to any supplier at the end of the accounting year*	1,748.25	1,266.52
(ii) Interest due thereon remaining unpaid to any supplier at the end of the accounting year	-	-
(iii) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
(iv) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2000	-	-
(v) the amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(vi) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

* out of above, amount overdue is ₹ Nil (March 31, 2022 ₹ Nil)

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

48: The gross amount required to be spent by the Company during the year towards Corporate Social Responsibility (CSR) as per the provision of section 135 of the Companies Act, 2013 amounts to ₹ 520.02 lakhs lakhs (March 31, 2022 ₹ 515.85 lakhs). Amount spent during the year on CSR activities (included in Note 29 and Note 32 of the Statement of Profit and Loss) as under:

Particulars	Item from the list of activities in Schedule VII to the Act	For the year ended March 31, 2023	For the year ended March 31, 2022
Covid relief work	Covid - 19 relief activities	-	61.45
Jal dhan (water harvesting)	Environmental sustainability,Rural development projects & making available safe drinking water	63.51	144.68
RUBY (Education)	Promoting education, including special education	79.24	62.04
Model Tribal Village	Slum area development	106.39	68.99
Prithvi mitra (greening)	Environmental sustainability	12.19	1.47
TaRa (Skilling and Women empowerment)	Enhancing vocational skills, Promoting gender equality & Rural development Projects	47.92	28.74
C-Safe and U R Safe (Farmer initiatives)	Rural development projects	62.75	57.01
Rural Development, Healthcare and Sanitation	Rural development projects, promoting education, including special education and Eradicating hunger, poverty and malnutrition, and making available safe drinking water.	33.52	35.25
Integrated Village Development	Eradicating hunger, poverty and malnutrition, and making available safe drinking water.	90.39	31.01
Administrative Overheads	Expenditure for the ancillary activities	26.00	25.79
Corporate Social Responsibility expenses for the year		521.91	516.43
Gross amount required to be spent by the company during the year		520.02	515.85
Amount spent during the year on:			
(i) Construction/acquisition of any asset		-	-
(ii) On purposes other than (i) above		521.91	516.43
Details of related party transactions		-	-
Provision for CSR Expenses			
Opening Balance		-	-
Add: Provision created during the year		521.91	516.43
Less: Provision utilised during the year		521.91	516.43
Closing Balance		-	-
The amount of shortfall at the end of the year out of the amount required to be spent by the Company during the year		-	-
The total of previous years' shortfall amounts		-	-
The reason for above shortfalls by way of a note		-	-

Notes to the Financial Statements for the year ended March 31, 2023

All amounts are in ₹ lakhs unless otherwise stated

49: Relationship and Transactions with Struck off Companies

Name of the struck off Company	Nature of transactions with struck off Company	Balance outstanding as at March 31, 2023	Relationship with the struck off Company if any, to be disclosed	Balance outstanding as at March 31, 2022	Relationship with the struck off Company if any, to be disclosed
SOFTGUARD POWERTRONICS PRIVATE LIMITED (CIN:U31200TG2000PTC035015)	Payable	0.05	Not Applicable	0.05	Not Applicable
ULTRACHROM INNOVATIVES PRIVATE LIMITED (OPC) (CIN:U52500MH2015OPC265882)	Payable	-	Not Applicable	-	Not Applicable
STEIGEN CROP TECH PRIVATE LIMITED (CIN:U24100AP2014PTC093364)	Receivable	-	Not Applicable	-	Not Applicable
SHAH SECURITIES PVT LTD (CIN:U67120MH1992PTC068868)	Shareholder	300*	Not Applicable	-	Not Applicable
ARIHANTS SECURITIES LIMITED (CIN:U74920OR1995PLC003957)	Shareholder	1000*	Not Applicable	1000*	Not Applicable
BUBNA FINANCIAL SERVICES LIMITED (CIN:U67190DL1994PLC059005)	Shareholder	100*	Not Applicable	100*	Not Applicable
H P INSURANCE AGENTS PRIVATE LIMITED (CIN:U65999DL2004PTC124802)	Shareholder	300*	Not Applicable	300*	Not Applicable

*In case of Shareholders, numbers shown above represents no. of shares of face value of ₹ 1 each held.

The Company has entered into above mentioned transactions in ordinary course of business and the Company does not have any relationship with these struck off Companies.

50: Exceptional item as disclosed in Statement of Profit and Loss for the year ended March 31, 2023, comprises profit on sale of land (net of costs) of ₹ 62.41 lakhs (March 31, 2022 ₹ Nil)

51: Subsequent event

The Board of Directors at its meeting held on April 25, 2023 has recommended a dividend of ₹ 2.50 per equity share (March 31, 2022 ₹ 3 per equity share), subject to shareholders approval at annual general meeting.

52: The MCA wide notification dated March 24, 2021 has amended Schedule III to the Companies Act, 2013 in respect of certain disclosures. The Company has incorporated appropriate changes in the financial statements of March 31, 2023 and March 31, 2022.

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
Firm's Registration No. 101248W/W-100022

Tarun Kinger
Partner
Membership No. 105003
Mumbai, April 25, 2023

For and on behalf of the Board of Directors of Rallis India Limited

Sanjiv Lal (DIN: 08376952) *Managing Director & CEO*
Padmini Khare Kaicker (DIN: 00296388) *Director*
R. Mukundan (DIN: 00778253) *Director*
Subhra Gourisaria (M. No. 062955) *Chief Financial Officer*
Srikant Nair (M. No. A30208) *Company Secretary*

Mumbai, April 25, 2023

Notice

NOTICE IS HEREBY GIVEN THAT THE SEVENTY-FIFTH (75TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF RALLIS INDIA LIMITED WILL BE HELD ON THURSDAY, JUNE 15, 2023 AT 11.00 A.M. (IST) THROUGH VIDEO CONFERENCING FACILITY OR OTHER AUDIO VISUAL MEANS TO TRANSACT THE FOLLOWING BUSINESS:

Ordinary Business

- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.
- To declare dividend on the Equity Shares for the financial year ended March 31, 2023.
- To appoint a Director in place of Mr. Bhaskar Bhat (DIN: 00148778), who retires by rotation and being eligible, offers himself for re-appointment up to and inclusive of August 29, 2024.

Special Business

4. Ratification of Remuneration of the Cost Auditors

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹ 5,00,000 plus applicable taxes, travelling and out-of-pocket expenses incurred in connection with the cost audit payable to D. C. Dave & Co., Cost Accountants (Firm Registration No. 000611), who are appointed by the Board of Directors of the Company on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct audit of the cost records maintained by the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, for the financial year ending March 31, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Notes:

- The Ministry of Corporate Affairs ('MCA') has vide its General Circulars dated April 8, 2020, April 13, 2020, May 5, 2020 along with subsequent circulars issued in this regard and the latest dated December 28, 2022 (collectively referred to as 'MCA Circulars'), permitted the holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM') without the physical presence of the Members at a common venue. Further, the Securities and Exchange Board of India ('SEBI') vide its Circular dated May 13, 2022 read with Circular January 5, 2023 ('SEBI Circulars') and other applicable circulars issued in this regard have provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In compliance with the applicable provisions of the Companies Act, 2013 ('the Act'), the SEBI Listing Regulations and MCA Circulars, the 75th AGM of the Company is being held through VC/OAVM on **Thursday, June 15, 2023 at 11.00 a.m. (IST)**. The deemed venue of the proceedings of the 75th AGM shall be the Registered Office of the Company at 23rd Floor, Vios Tower, New Cuffe Parade, Off Eastern Freeway, Wadala, Mumbai-400 037.
- PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
- The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item No. 4 of the Notice is annexed hereto.

The relevant details as set out under Item No. 3 of the Notice pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ('ICSI') in



respect of the Director seeking re-appointment at this AGM are also annexed to this Notice.

4. The Members can join the AGM in the VC/OAVM mode 30 minutes before and up to 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in this Notice. The Members will be able to view the live proceedings by logging into the National Securities Depository Limited's ('NSDL') e-Voting website at www.evoting.nsdl.com. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars.

The Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

5. Institutional Investors, who are Members of the Company, are encouraged to attend and vote at the 75th AGM through VC/OAVM facility. Corporate/Institutional Members intending to appoint their authorised representatives pursuant to Sections 112 and 113 of the Act, as the case maybe, to attend the AGM through VC/OAVM or to vote through remote e-Voting are requested to send a certified copy of the Board Resolution to the Scrutiniser by email at navnitl@nlba.in with a copy marked to evoting@nsdl.co.in.
6. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and relevant documents referred to in the Notice of this AGM and explanatory statement, will be available electronically for inspection by the Members during the AGM. Members who wish to inspect such documents can send their requests to the Company at investor_relations@rallis.com by mentioning their name and Folio number/DP ID and Client ID.
8. In line with the MCA and SEBI Circulars, the Notice of the AGM along with the Integrated Annual Report 2022-23 is being sent by electronic mode to those Members whose email addresses are registered with the Company/ Depository Participants, unless any Member has requested for a physical copy of the same. The Company shall

send a physical copy of the Integrated Annual Report 2022-23 to those Members who request the same at investor_relations@rallis.com mentioning their Folio No. / DP ID and Client ID. The Notice convening the 75th AGM has been uploaded on the website of the Company at www.rallis.com under 'Investors' section and can also be accessed on the websites of the Stock Exchanges i.e. BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at www.evoting.nsdl.com.

9. Book Closure and Dividend:

- i. **The Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, May 31, 2023 to Monday, June 5, 2023, both days inclusive, for the purpose of Dividend and AGM.**

The dividend of ₹ 2.5 per share (i.e. 250%) on the Equity Shares of the Company of ₹ 1 each, if declared at the AGM, will be paid subject to deduction of income tax at source ('TDS'), as applicable, on or after **Tuesday, June 20, 2023** as under:

For Shares held in electronic form: To all the Beneficial Owners as at the end of the day on **Tuesday, May 30, 2023** as per the list of Beneficial Owners to be furnished by NSDL and Central Depository Services (India) Limited ('CDSL'); and

For Shares held in physical form: To all the Members, whose names appears in the Company's Register of Members after giving effect to valid transmission and transposition requests lodged with the Company as of the close of business hours on **Tuesday, May 30, 2023**.

- ii. Dividend income is taxable in the hands of the Shareholders and the Company is required to deduct TDS from dividend paid to the Members at rates prescribed in the Income Tax Act, 1961 ('the IT Act'). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, Permanent Account Number ('PAN'), Category as per the IT Act with their Depository Participants ('DPs') or in case shares are held in physical form, with the Company / TSR Consultants Private Limited, Registrar and Transfer Agent ('Registrar' or 'RTA' or 'TSR') by sending documents through email by **Monday, May 29, 2023**. The detailed process is

available on the website of the Company at: https://www.rallis.com/_Intimation_on_Tax_Deduction_on_Dividend.pdf.

A communication providing information and detailed instructions with respect to tax on the dividend for the financial year ended March 31, 2023 is being sent separately to the Members whose email addresses are registered with the Company/DPs.

- iii. **Updation of mandate for receiving dividends directly in bank account through Electronic Clearing System or any other means in a timely manner:**

Shares held in physical form: Members are requested to send the following documents in original to TSR latest by **Monday, May 29, 2023**:

- a. Form ISR-1 along with the supporting documents. The said form is available on the website of the Company at <https://www.rallis.com/investors/investor-information> and on the website of the RTA at <https://www.tcplindia.co.in/kyc-download.html>.
- b. Original cancelled cheque bearing the name of the Member or first holder, in case shares are held jointly. In case name of the holder is not available on the cheque, kindly submit the following documents:
 - i) cancelled cheque in original.
 - ii) bank attested legible copy of the first page of the Bank Passbook / Bank Statement bearing the names of the account holders, address, same bank account number and type as on the cheque leaf and the full address of the Bank branch.
- c. Self-attested photocopy of the PAN Card of all holders; and
- d. Self-attested photocopy of any document (such as Aadhaar Card, Driving Licence, Election Identity Card, Passport) in support of the address of the first holder as registered with the Company.

Shares held in electronic form: Members may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the

Company will not be able to accept any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to update their Electronic Bank Mandate with their respective DPs by **Monday, May 29, 2023**.

Further, please note that instructions, if any, already given by the Members in respect of shares held in physical form, will not be automatically applicable to the dividend paid on shares held in electronic form.

The Members who are unable to receive the dividend directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration/ incomplete registration of Bank details, the Company shall despatch the dividend warrant/demand draft to such Members.

10. Unpaid/Unclaimed Dividend and Shares

Pursuant to the provisions of Section 124 of the Act, the dividend which remains unpaid/unclaimed for a period of seven years from the date of transfer to the unpaid dividend account of the Company is required to be transferred to the Investor Education and Protection Fund ('IEPF') established by the Central Government. The details of unclaimed dividend/shares transferred to IEPF during FY 2022-23 have been provided in the Corporate Governance Report which forms part of this Integrated Annual Report.

11. Updation of PAN and other details

SEBI vide its Circular dated March 16, 2023 mandated furnishing of PAN, KYC details (i.e. postal address with pin code, email address, mobile number, bank account details) and Nomination details by holders of physical securities. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant.

In terms of the above Circular, folios of physical shareholders wherein any one of the above said details such as PAN, email address, mobile number, bank account details and nomination are not available, are required to be frozen with effect from October 1, 2023 and such physical shareholders will not be eligible to lodge grievance or avail service request from the RTA of the Company and will not be eligible for receipt of dividend in physical mode.

Further, Shareholders holding shares in physical form are requested to ensure that their PAN is linked to Aadhaar to avoid freezing of folios. Such frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988

and or Prevention of Money Laundering Act, 2002, after December 31, 2025.

Members holding shares of the Company in physical form are requested to go through the requirements hosted on the website of the Company at <https://www.rallis.com/investors/investor-information> and furnish the requisite details.

Members are also requested to intimate changes, if any, pertaining to their name, postal address, email address, mobile number, PAN, registration of nomination, power of attorney registration, bank mandate details, etc. to their DPs in case the shares are held in electronic form and to the Registrar at csg-unit@tcplindia.co.in in case the shares are held in physical form, quoting their folio number. Changes intimated to the DP will then be automatically reflected in the Company's records.

12. In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, the Company has stopped accepting any fresh transfer requests for securities held in physical form. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialisation.

Further, Members may please note that SEBI vide its Circular dated January 25, 2022 mandated listed companies to issue securities in demat form only, while processing any service requests viz. issue of duplicate securities certificate; claim from Unclaimed Suspense Account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the website of the Company at <https://www.rallis.com/investors/investor-information>.

13. The format of the Register of Members prescribed by the MCA under the Act requires the Company/Registrar to record additional details of Members, including their PAN details, email address, bank details for payment of dividend, etc. This request should be submitted in Form ISR-1 which is attached to this Integrated Annual Report. Members holding shares in physical form are requested to submit the filled-in form to the Company or to the Registrar in original as per instructions mentioned in the form. Members holding

shares in electronic form are requested to submit the details to their respective DPs only and not to the Company or TSR.

14. **Nomination facility:** As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or Form SH-14 as the case may be. The said forms can be downloaded from the website of the Company at <https://www.rallis.com/investors/investor-information>. Members are requested to submit the requisite form to their DPs in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form, quoting their folio no.

15. Members may contact TSR at csg-unit@tcplindia.co.in for any assistance relating to the shares of the Company.

16. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.

17. **Process for registering email addresses to receive the credentials for remote e-Voting along with this Notice:**

Member, whose email address is not registered with the Company/RTA or with their respective DPs and who wish to receive the credentials for remote e-Voting along with the Notice of the 75th AGM and the Integrated Annual Report 2022-23 can get their email address registered by sending a request to the Company at investor_relations@rallis.com **on or before 5.00 p.m. (IST) on Thursday, June 8, 2023.**

Registration of email addresses permanently with the Company / DPs:

To support the Green initiative, Members are requested to register their email address with their concerned DPs, in respect of electronic holding and with RTA, in respect of physical holding, by submitting the Form ISR-1 duly filled and signed by the holders. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs/ TSR for all future communications.

18. **Remote e-Voting before / during the AGM:**

- i. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Secretarial Standard-2 on General Meetings issued by ICSI and Regulation 44 of the SEBI Listing Regulations, as amended, read with the MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted as mentioned in the Notice of the AGM. For this purpose, the Company has appointed NSDL for facilitating voting through electronic means. The facility of casting votes by a Member using remote e-Voting before the Meeting as well as remote e-Voting during the AGM will be provided by NSDL.

- ii. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of **Thursday, June 8, 2023**, may cast their vote by remote e-Voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as during the AGM. Any non-individual shareholder or shareholder holding securities in physical mode who acquires shares of the Company and becomes a Member of the Company after the despatch of the Notice and holding shares as on the cut-off date i.e. **Thursday, June 8, 2023**, may obtain the User ID and Password by sending a request at evoting@nsdl.co.in.

Individual shareholders holding securities in demat mode, who acquire shares of the Company and become a Member of the Company after despatch of the Notice and holding shares as of the cut-off date i.e. **Thursday, June 8, 2023** may follow the login process mentioned below in point 21(B).

- iii. The remote e-Voting period commences on **Sunday, June 11, 2023 at 9.00 a.m. (IST)** and ends on **Wednesday, June 14, 2023 at 5.00 p.m. (IST)**. The remote e-Voting module shall be disabled by NSDL for

voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently. The voting rights of the Members (for voting through remote e-Voting before/during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date of **Thursday, June 8, 2023**.

- iv. Members will be provided with the facility for voting through remote e-Voting during the proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote at the end of discussion on such resolution(s) upon announcement by the Chairman. Members who have cast their vote on resolution(s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote on such resolution(s) again.
- v. The remote e-Voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.

19. Mr. N. L. Bhatia, Partner (Membership No. FCS 1176/CP No. 422) or failing him, Mr. Bhaskar Upadhyay (Membership No. FCS 8663/CP No. 9625) of N. L. Bhatia & Associates, Practicing Company Secretaries, has been appointed as the Scrutiniser to scrutinise the remote e-Voting process before and during the AGM in a fair and transparent manner.

20. The Scrutiniser will submit his report to the Chairman or to any other person authorised by the Chairman after completion of scrutiny of the votes cast through remote e-Voting before/during the AGM, within the time stipulated under the applicable laws. The results declared along with the Scrutiniser's report shall be communicated to the Stock Exchanges on which the Company's shares are listed and will also be displayed on the Company's website at www.rallis.com; NSDL's website at evoting@nsdl.co.in and Notice Board at the Registered Office of the Company.

21. Instructions for Members for attending the AGM through VC/OAVM and remote e-Voting (before and during the AGM) are given below:

A. INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC/OAVM

- i. Members will be provided with a facility to attend the AGM through VC/OAVM or view the live webcast through the NSDL e-Voting system. You may access the same at <https://www.evoting.nsdl.com> by using your remote e-Voting credentials. Members may access the same by following the steps mentioned below for login to NSDL e-Voting system. After successful login, you can see link of 'VC/OAVM' placed under 'Join Meeting' menu against the Company's name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company i.e. **123963** will be displayed. Please note that the 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 to avoid last minute rush.
- ii. Members may join the Meeting through laptops, smartphones, tablets and iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, MS Edge or Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot might experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
- iii. Members are encouraged to submit their questions with regard to the financial statements or any other matter to be placed at the 75th AGM from their registered email address, mentioning their name, DP ID and Client ID/Folio number and mobile number in advance at investor_relations@rallis.com before 11.00 a.m. (IST) on Monday, June 12, 2023. Such questions of the Members shall be suitably replied to by the Company.
- iv. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered email address mentioning their name, DP ID and Client ID/Folio number, PAN and mobile number at investor_relations@rallis.com from Friday, June 9, 2023 (9.00 a.m. IST) to Monday, June 12, 2023 (5.00 p.m. IST). Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
- v. Members who need technical assistance before or during the AGM to access and participate in the Meeting may contact NSDL on evoting@nsdl.co.in/022-4886 7000 and 022-2499 7000 or contact Mr. Amit Vishal, Assistant Vice President, NSDL at amitv@nsdl.co.in.

B. INSTRUCTIONS FOR REMOTE E-VOTING BEFORE / DURING THE AGM

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page, click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under value-added services. Click on 'Access to e-Voting' under e-Voting services and you will be able to see e-Voting page. Click on the Company name or e-Voting service provider (ESP) 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 and voting during the Meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select 'Register Online for IDeAS Portal' or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID [(i.e. your sixteen (16) digit demat account number held with NSDL)], Password/ One Time 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 the Company name or ESP 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 and voting during the Meeting. 4. Shareholders/Members can also download the NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <p> </p> <div style="display: flex; justify-content: space-around;">   </div>

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

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login, can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call on 022 - 4886 7000 and 022 - 2499 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 by clicking/typing <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Member' section.
- A new screen will open. You will have to enter User ID, your Password/OTP and a Verification Code as shown on the screen.

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.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12*****, then your User ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12*****, then your User ID is 12*****
c) For Members holding shares in Physical Form	EVEN followed by Folio Number registered with the Company For example, if folio number is 001*** and EVEN is 123963, then user ID is 123963001***

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will direct you to change your password.
- How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL in your mailbox. Open the email and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8 digit Client ID for NSDL account, last 8 digits of Beneficiary ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email IDs are not registered.

6. If you are unable to retrieve or have not received the 'Initial password' or have forgotten your password:

- Click on '**Forgot User Details/Password?**' If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- 'Physical User Reset Password?'** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.

8. Now, you will have to click on 'Login' button.

9. After you click on the 'Login' button, home page of e-Voting will open.

**Step 2: Cast your vote electronically on NSDL e-Voting system.****How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies' EVEN in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select 'EVEN' of the Company i.e. **123963** to cast your vote during the remote e-Voting period or cast your vote during the General Meeting. For joining virtual Meeting, you need to click on 'VC/OAVM' link placed under 'Join Meeting'.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.
5. Upon confirmation, the message 'Vote cast successfully' will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

The instructions for remote e-Voting during the AGM are as under:

- i. The procedure for remote e-Voting during the AGM is same as the instructions mentioned above for remote e-Voting since the Meeting is being held through VC/OAVM.
- ii. Only those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through remote e-Voting system during the AGM.
- iii. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- iv. The details of the person who may be contacted for any grievances connected with the facility for remote e-Voting during the AGM shall be the same person mentioned for remote e-Voting.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutiniser by e-mail to navnitb@nlba.in with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on 'Upload Board Resolution / Authority Letter' displayed under 'e-Voting' tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password?' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries/grievances pertaining to remote e-Voting (before/during the AGM), you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for shareholders available in the 'Downloads' section of www.evoting.nsdl.com or call on 022-4886 7000/022-2499 7000 or send a request to Ms. Pallavi Mhatre or Mr. Amit Vishal at evoting@nsdl.co.in.

Mumbai, April 27, 2023

Registered Office:

Rallis India Limited
23rd Floor, Vios Tower,
New Cuffe Parade, Off Eastern Freeway,
Wadala, Mumbai - 400 037
CIN: L36992MH1948PLC014083
Tel. No.: +91 22 6232 7400
E-mail: investor_relations@rallis.com
Website: www.rallis.com

By Order of the Board of Directors

Srikant Nair
Company Secretary
ACS 30208



Explanatory Statement

Pursuant to Section 102 of the Companies Act, 2013 ('the Act'), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 4 of the accompanying Notice dated April 27, 2023:

Item No. 4

Pursuant to the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended, the Company is required to have the audit of its cost records conducted by a Cost Accountant in practice. Further, in accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

The Board of Directors, on the recommendation of the Audit Committee, has approved the appointment of D. C. Dave & Co. (Firm Registration No. 000611), as the Cost Auditors of the Company to conduct audit of the cost records of the Company for the financial year ending March 31, 2024 at a remuneration of ₹ 5,00,000 plus applicable taxes, travelling and out-of-pocket expenses.

Accordingly, consent of the Members is sought by way of an Ordinary Resolution as set out at Item No. 4 of the accompanying Notice for ratification of the remuneration amounting to ₹ 5,00,000 plus applicable taxes and out-of-pocket expenses payable to the Cost Auditors for the financial year ending March 31, 2024.

The Board commends the Ordinary Resolution set out at Item No. 4 of the accompanying Notice for the approval of the Members.

None of the Directors or Key Managerial Personnel (KMP) of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice.

By Order of the Board of Directors

Srikant Nair
Company Secretary
ACS 30208

Mumbai, April 27, 2023

Registered Office:

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23rd Floor, Vios Tower,
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E-mail: investor_relations@rallis.com
Website: www.rallis.com

Details of Director seeking Re-appointment at the AGM

[Pursuant to Regulations 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 On General Meetings]

Name of the Director	Mr. Bhaskar Bhat (Non-Executive, Non-Independent Director)
DIN	00148778
Date of Birth	August 29, 1954
Age	68 years
Date of first appointment	October 8, 2015
Qualifications	B.Tech (Mechanical Engineering) from IIT - Madras, PGDM from IIM - Ahmedabad
Expertise in specific functional areas	Mr. Bhat has an extensive experience in Retail, Sales, Marketing, HR, International Business etc. including over 7 years of experience in Aviation field. He is also the former Managing Director of Titan Company Limited.
Terms and conditions of re-appointment	Re-appointment as a Director, liable to retire by rotation up to and inclusive of August 29, 2024
Details of remuneration last drawn (FY 2022-23)	Sitting Fees: ₹ 1,60,000 Commission: ₹ 21,00,000*
Details of remuneration sought to be paid	Sitting Fees and Commission
Directorships in other Companies (excluding foreign companies) as on March 31, 2023	1. Titan Company Limited* 2. Trent Limited* 3. Bosch Limited* 4. Kansai Nerolac Paints Limited* 5. Tata SIA Airlines Limited 6. Tata Sons Private Limited 7. Caratlane Trading Private Limited 8. IITM Pravartak Technologies Foundation 9. Paniit Alumni Reach for Gram Udyogi Foundation
Membership/ Chairpersonship of Committees in other companies (excluding foreign companies) as on March 31, 2023	Titan Company Limited: 1. Audit Committee (Member) 2. Stakeholders Relationship Committee (Member) 3. Executive Committee (Member) 4. Investment Committee (Member) Trent Company Limited: 1. Corporate Social Responsibility Committee (Member) 2. Executive Committee (Member) Bosch Limited: 1. Audit Committee (Member) 2. Stakeholders Relationship Committee (Member) 3. Nomination and Remuneration Committee (Member) 4. Corporate Social Responsibility Committee (Chairman) Kansai Nerolac Paints Limited: 1. Audit Committee (Member) 2. Nomination and Remuneration Committee (Chairman) 3. Corporate Social Responsibility Committee (Member)
Listed entities from which the Director has resigned from Directorship in last three (3) years	Resigned as a Director of Tata Chemicals Limited w.e.f. November 24, 2020
Total no. of Board Meetings during the year	8
Total no. of Board Meetings attended during the year	8
Inter-se relationship with other Directors and Key Managerial Personnel	None
No. of shares held	
(a) Own	Nil
(b) For other persons on a beneficial basis	Nil

*Listed Entities

#Commission is for FY 2022-23, which will be paid during FY 2023-24

Form ISR – 1

(see SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

REQUEST FOR REGISTERING PAN, KYC DETAILS OR CHANGES / UPDATION THEREOF

[For Securities (Shares / Debentures / Bonds, etc.) of listed companies held in physical form]

Date: / /

A. I / We request you to Register / Change / Update the following (Tick ✓ relevant box)

<input type="checkbox"/> PAN	<input type="checkbox"/> Bank details	<input type="checkbox"/> Signature
<input type="checkbox"/> Mobile number	<input type="checkbox"/> E-mail ID	<input type="checkbox"/> Address

B. Security Details:

Name of the Issuer Company	Folio No.:
Name(s) of the Security holder(s) as per the Certificate(s)	1. 2. 3.
Number & securities Face value of	
Distinctive number of securities (Optional)	From To

C. I / We are submitting documents as per Table below (tick ✓ as relevant, refer to the instructions):

No.	✓	Document / Information / Details	Instruction / Remark
1.		PAN of (all) the (joint) holder(s)	
		PAN Whether it is Valid (linked to Aadhaar): <input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> PAN shall be valid only if it is linked to Aadhaar by March 31, 2023* For Exemptions / Clarifications on PAN.
2.		Demat Account Number (Optional)	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> Also provide Client Master List (CML) of your Demat Account, provided by the Depository Participant.
3.		Proof of Address of the first holder	Any one of the documents, only if there is change in the address; <input type="checkbox"/> Unique Identification Number (UID) (Aadhaar) Valid Passport/ Registered Lease or Sale Agreement of Residence / Driving License <input type="checkbox"/> Flat Maintenance bill accompanied with additional self-attested copy of Identity Proof of the holder/claimant. <input type="checkbox"/> Utility bills like Telephone Bill (only land line)/ Electricity bill / Gas bill - Not more than 3 months old.

Intentionally Left Blank

		<input type="checkbox"/> Identity card / document with address, issued by any of the following: Central/State Government and its Departments, Statutory / Regulatory Authorities, Public Sector Undertakings, Scheduled Commercial Banks, Public Financial Institutions duly attested by the employer with date and organisation stamp <input type="checkbox"/> For FII / sub account, Power of Attorney given by FII / sub-account to the Custodians (which are duly notarized and / or apostilled or consularised) that gives the registered address should be taken. <input type="checkbox"/> Proof of address in the name of the spouse accompanied with self- attested copy of Identity Proof of the spouse. <input type="checkbox"/> Client Master List (CML) of the Demat Account of the holder / claimant, provided by the Depository Participant.
4.	Bank details (to be updated for first holder in case of joint holding)	Account Number: _____ # Bank Name: _____ Branch Name: _____ IFS Code: _____ Provide the following: <input type="checkbox"/> Original cancelled cheque bearing the name of the security holder; OR <input type="checkbox"/> Bank passbook/statement attested by the Bank
5.	E-mail address	
6.	Mobile	

* or any date as may be specified by the CBDT (DP: Depository Participant)

In case it is not provided, the details available in the CML will be updated in the folio

Authorisation: I/ We authorise you (RTA) to update the above PAN and KYC details in following additional folio(s) held in my / our name (use Separate Annexure if extra space is required):

S. No.	Name of the Issuer Company	Folio No.	Quantity of securities	Face value of securities	Distinctive number of securities (Optional)

in which I / We are the holder(s) (strike off what is not applicable).

Declaration: All the above facts stated are true and correct.

	Holder 1	Holder 2	Holder 3
Signature	✓		
Name	✓		
Full address	✓		
PIN			

	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023
Net Fixed Assets	39,866	40,775	33,977	36,608	37,313	37,554	63,147	67,280	79,960	90,494	99,865
Investments	19,348	21,878	23,162	30,497	53,403	38,969	10,927	30,247	28,347	21,190	22,262
Net Non Current Assets**	5,133	8,577	13,025	12,138	9,002	8,523	8,575	12,971	10,762	12,217	11,267
Total	64,347	71,230	70,163	79,243	99,718	85,047	82,649	110,498	119,070	123,900	133,394
Current Assets***	38,749	41,008	55,198	50,089	53,815	86,867	130,460	131,006	136,975	158,109	142,085
Current Liabilities****	29,654	33,629	31,884	30,324	33,855	47,855	75,708	87,011	86,818	100,937	87,575
Net Current Assets	9,095	7,380	23,313	19,765	19,959	39,012	54,752	43,995	50,157	57,173	54,510
TOTAL CAPITAL EMPLOYED	73,442	78,609	93,477	99,008	119,678	124,059	137,401	154,493	169,227	181,073	187,904
Capital											
- Equity	1,945	1,945	1,945	1,945	1,945	1,945	1,945	1,945	1,945	1,945	1,945
Total	1,945	1,945	1,945	1,945	1,945	1,945	1,945	1,945	1,945	1,945	1,945
Reserves	60,204	69,380	80,742	89,890	110,595	115,940	126,637	139,055	157,193	167,721	171,061
Net Worth	62,149	71,324	82,687	91,835	112,540	117,885	128,582	141,000	159,137	169,665	173,005
Borrowings (including lease liability)											
- Short term	-	1,642	4,277	208	10	15	5,296	4,962	4,249	6,730	11,304
- Long term	8,429	2,341	3,261	3,387	2,146	2,107	1,988	5,791	3,312	2,544	2,366
Deferred Tax Asset/(Liability)	2,864	3,301	3,252	3,579	4,982	4,053	1,535	2,740	2,529	2,133	1,229
Total	11,293	7,284	10,790	7,174	7,138	6,174	8,819	13,493	10,090	11,408	14,898
TOTAL SOURCES	73,442	78,609	93,477	99,008	119,678	124,059	137,401	154,493	169,227	181,073	187,904
Summary of Operations											
Revenue from Operations	140,984	162,145	159,632	138,672	149,039	151,594	198,361	225,150	242,943	260,393	296,697
Other Income	1,145	576	172	466	1,051	893	3,061	3,433	4,044	2,744	1,271
Total Income	142,130	162,720	159,804	139,138	150,090	152,487	201,422	228,583	246,987	263,137	297,968
Expenses											
Materials consumed	83,419	93,334	88,453	73,702	79,601	86,701	117,087	138,884	147,522	162,357	194,333

Financial Statistics
Year-end Financial Position



Financial Statistics
Year-end Financial Position

	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
Personnel cost	25,575	23,914	21,600	19,937	17,985	12,565	11,401	10,245	10,354	8,869	7,784
Excise duty	-	-	-	-	-	1,752	10,468	9,868	10,369	10,272	9,480
Finance cost	1,224	479	521	611	525	329	267	792	479	805	1,251
Depreciation	9,136	7,431	6,407	6,151	4,607	4,057	4,218	3,783	4,459	3,597	2,881
Other expenses	54,956	46,708	41,523	40,215	39,360	27,957	24,042	24,231	25,116	24,938	19,979
Total	285,223	240,889	217,572	205,798	179,564	133,361	129,997	122,620	139,229	141,816	124,794
Profit before tax and prior year adjustment and exceptional item	12,745	22,248	29,415	22,785	21,857	19,126	20,094	16,518	20,575	20,904	17,335
Exceptional item: Sale of Turbhe Plant	-	-	-	-	-	-	15,839	-	-	-	-
Exceptional item: Sale of Flats	62	-	945	1,142	-	-	-	-	-	-	-
Profit before tax	12,807	22,248	30,360	23,927	21,857	19,126	35,933	16,518	20,575	20,904	17,335
Tax	3,613	5,821	7,493	5,380	6,439	4,977	9,329	3,902	6,034	6,268	5,397
Profit after tax	9,194	16,427	22,867	18,547	15,419	14,149	26,603	12,616	14,542	14,636	11,938
Other comprehensive income (net of taxes)	(20)	(65)	132	(184)	(145)	(16)	(47)	32	-	-	-
Total comprehensive income	9,174	16,362	22,999	18,362	15,273	14,133	26,557	12,648	14,542	14,636	11,938
IMPORTANT RATIOS											
Current Assets : Liabilities	1.7	1.7	1.8	1.7	1.7	1.9	1.6	1.7	1.7	1.2	1.3
Debt : Equity	0.08	0.05	0.05	0.1	0.1	0.0	0.0	0.0	0.1	0.1	0.1
PBT/Turnover %	3.1	6.3	9.4	10.1	11.0	12.6	13.5	11.9	12.9	12.9	12.3
Return (PBIT) on Capital Employed %	7.5	12.6	17.7	15.6	16.6	15.5	17.8	18.1	23.3	28.8	26.3
Dividend (per share)	2.5	3.0	3.0	2.5	2.5	2.5	3.8	2.5	2.5	2.4	2.3
Earnings (per share)	5	8	12	10	8	7	14	6	7	8	6
Net Worth (per share)	89	87	82	73	66	61	58	47	43	37	32

Previous years figures have been regrouped, wherever necessary.

**Net of non current provisions and other non current liabilities.

***Excludes current investments

****Excluding current borrowings and current lease liability

Financial statistics for years prior to FY 2019 are before considering impact of merger of Metahelix Life Sciences Limited and Zero Waste Agro Organics Ltd.

Awards and Recognitions



FICCI Chemicals and Petrochemicals Awards 2022 - Dahej SEZ



36th National Convention on Quality Concepts Award - Ankleshwar



GPCB & SGCCI Award received under category Corporate Environment Responsibility - Dahej SEZ



3rd CII National Digitech Circle Competition 2022 Award - Dahej SEZ



Award for Integrated Reporting in the Manufacturing Sector - "ICAI (Institute of Chartered Accountants of India) Sustainability Reporting Awards 2021-22



Winner in LACP's Global Communications Competition, the 2022 Spotlight Awards



Quality Circle Forum of India (QCFI) Ahmedabad Chapter - 2022 - Ankleshwar



ICC Awards K. V. Mariwala Award for Effective Chemical Industry-Academia Partnership - Lote



Tata InnoVista Award 2022 received for Novel genetic discovery of herbicide-tolerant Maize



Digital Initiative DRISHTI received NASSCOM Enterprise Cloud Adoption Awards '22 (Participated by TCS)



CII Digital Transformation DX Awards 2022 for "Most Innovative Category"

- 1) DRISHTI - AI-driven predictive intelligence for Hybrid Seed - Production Excellence
- 2) Integrated Acceleration of Product Development using Genomics



National Safety Council for best performance in Occupational Health & Safety 2020 Award - Akola



Received National Safety Council - MH Chapter Award - Lote



Agri Business Summit & Awards 2022 received for "Most Innovative Marketing Campaign"



CII National Lean Competition 2022 - Dahej SEZ





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