July 04, 2023

The Manager	**The Manager**
BSE Limited	National Stock Exchange of India Limited
Department of Corporate Services	Exchange Plaza, Bandra Kurla Complex
Floor 25, P. J. Towers, Dalal Street	Bandra (E)
Mumbai - 400 001	Mumbai - 400 051
Scrip Code: 506579	**Scrip Symbol: OCCL**

Dear Sirs,

Sub: Annual Report of the Company for the year ended March 31, 2023

Pursuant to Regulations 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and further to our earlier letter regarding, inter alia, convening of the 43rd Annual General Meeting ("AGM") of the Company on **Thursday, July 27, 2023** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility, please find enclosed herewith the Notice of the 43rd AGM and the Annual Report of the Company for the financial year ended March 31, 2023, being sent by email to those Members whose email addresses are registered with the Company / Company's Registrar and Share Transfer Agent ("RTA") / Depository Participant(s) ("Depository"). The requirements of sending physical copy of the Notice of the 43rd AGM and the Annual Report to the Members of the Company have been dispensed with vide MCA Circulars and SEBI Circulars.

The Notice of the 43rd AGM and the Annual Report are also being uploaded on the website of the Company at www.occlindia.com. Members of the Company holding shares in physical form who have not registered their email addresses with the Company can obtain the Notice of the 43rd AGM, Annual Report and/or login details for joining the AGM through VC/OAVM facility including e-voting, by sending scanned copy of the signed request letter mentioning Name, Folio Number and Complete Address, self-attested scanned copy of the PAN Card and self-attested scanned copy of any document (such as Aadhar Card, Driving License, Voter Identity Card, Passport) in support of the address of the Members registered with Company by email to the Company's RTA's email id, viz. **kolkata@linkintime.co.in** or Company's email id, viz. **investorfeedback@occlindia.com**. Members holding shares in demat form can update their email address with their Depository Participant.

In terms of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 (as amended), the Company has fixed **July 20, 2023** as the cut-off date to determine the eligibility of the members to cast their vote by remote e-voting and e-Voting during the 43rd AGM scheduled to be held on **Thursday, July 27, 2023** through VC/OAVM Facility.

Request you to kindly take the same on record.

Thanking you,

Yours truly,
For **Oriental Carbon & Chemicals Limited**

PRANAB KUMAR MAITY
Digitally signed by PRANAB KUMAR MAITY
Date: 2023.07.04 20:09:38 +05'30'

Pranab Kumar Maity
Company Secretary & GM Legal

Encl: As above

Oriental Carbon & Chemicals Limited

Registered Office:
Oriental Carbon & Chemicals Limited,
Plot No 30-33, Survey No. 77,
Nishant Park, Nana Kapaya, Mundra,
Kachchh, Gujarat - 370415, India

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43rd Integrated Annual Report 2022-23

Deepening sustainability

Oriental Carbon & Chemicals Limited

Contents

Forward-looking statement

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make, contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

Online Annual report
www.occlindia.com

4 principal messages of this Annual Report

The company survived the global insoluble sulphur industry slowdown by continuing to stay profitable, validating an any-market competitiveness

The company reinforced its ESG commitment through various initiatives

The company strengthened engagements with existing customers, enhancing wallet share

The company proposed to demerge the company and split the face value of the equity shares of the demerged company with the objective to enhance stakeholder value.

Part 1

What we are and what we do

Corporate snapshot

Oriental Carbon & Chemicals Limited.

The company belongs to a select global group of insoluble sulphur manufacturers.

The company's DSIR-accredited research facility has enhanced its global competitive edge.

The company enjoys multi-year relationships with large marquee global tyre companies.

The company is driven by the vision to be present in every tyre of the world.

Our values

Our goal is to be present in every tyre of the world and in doing so; we will prioritise efforts to increase value for the following stakeholders.

Our People
We build trust and engagement by

- Creating success opportunities
- Enabling a happy environment

Our Customers
We build trust and reliability by:

- Delivering quality
- Optimising costs

Our Shareholders
We build trust and value by:

- Delivering sustainable growth
- Being socially responsible

How we intend to enhance stakeholder value

- Growth mindset
- Respect and care
- One team
- Passion for excellence
- Continuous Learning
- Customer centricity

Our background

Oriental Carbon & Chemicals Limited belongs to the JP Goenka Group of companies. The Company was incorporated as Dharuhera Chemicals Limited (DCL) in 1978. The Company commissioned a unit in 1994 to manufacture Insoluble sulphur, now its flagship product. The Company is driven by knowledge, passion and customer commitment. The Company is listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE).

Our products

The Company is one of a handful of global manufacturers of insoluble sulphur, a specialised and key rubber chemical manufactured through a sophisticated process. The Company also manufactures sulphuric acid and oleum in its Dharuhera plant.

Our customers

The company addresses the demanding and developing requirements of marquee customers in the global tyre and rubber industries through superior product quality and service. OCCL enjoy a strong international presence. The Company is a preferred global vendor for insoluble sulphur. More than half the Company's revenue is generated from international customers, validating its competitive advantage.

Our facilities

The company's state-of-the-art manufacturing facilities are located in Dharuhera (Haryana) and Mundra (Gujarat). The Company commenced manufacturing operations with a modest manufacturing capacity of 3000 MT per annum in 1995; this has grown to an aggregated 39500 MT per annum (as on 31st March, 2023). The Company possessed an aggregate capacity of 88,000 MTPA for sulphuric acid and oleums as on 31st March, 2023.

Our presence

The company's corporate office is located in the National Capital Region (India). The Company markets products in more than 21 countries. It has warehouses and agents across the world; this enhances responsiveness to customer needs.

Our brand

The Company's principal insoluble sulphur brand - Diamond Sulf – is associated with world-class quality. The brand enhances product integrity for downstream customers, addresses their demanding quality needs and helps take their businesses ahead. Besides, the environment integrity associated with the product helps deepen the lifecycle environment credentials of its customers.

Our product range

The company offers a broadband portfolio of insoluble sulphur grades, possibly the widest of its kind in the world. This empowers OCCL to address the diverse compounding needs of its customers. It provides them with the flexibility to select the ideal product grade that is compatible with their manufacturing processes and desired product attributes.

Our solutions focus

The Company's sustainability has been derived from being able to make long-term investments in people, plants, processes and presence. This has resulted in customised products, on-time delivery and technical services – a single-stop solution – that has evolved one-off transactions into long-term and repeat relationships.

Our research focus

The company is a research-driven enterprise that manufactures products of the highest quality attribute that translate into a superior product for customers. The Company's in-house research unit has been recognised by Department of Scientific and Industrial Research.

Awards and recognition

- Apollo Sustainability Award 2021 (Global Partnership Summit) by Apollo Tyres Ltd
- CEAT Sustainability Award
- Great Place to Work Certification
- Excellence in Human Resource • Management in Chemical Industry (by Indian Chemical Council)
- Greentech Award for achievements in Health and Safety
- Award for Best Safety Practices by SEZ unit (APSEZ, Ministry of Commerce & Industry)

Our certifications

The company has been accredited with the Responsible Care logo by the Indian Chemical Council for three years up to March 2025, a credible validation of its sustainability, ethos and credentials. The company received two awards from customers for sustainability.

The Company's Ecovadis Gold rating was renewed, placing the company in the top 6% of companies assessed by Ecovadis globally, in recognition of its commitment to sustainability. The Company attained C level in CDP disclosure for climate change. The company's products were EU-REACH-compliant. Besides, the company's facilities and processes were certified for IATF16949, ISO 9001, ISO 14001 and ISO 45001, enhancing customer confidence.

Our multi-decade growth journey

1978
- Incorporated as Dharuhera Chemicals Ltd. to manufacture sulphuric acid
- Commenced sulphuric acid production

1984
Merged with Oriental Carbon Ltd. to form Oriental Carbon & Chemicals Ltd.

1994
Commenced insoluble sulphur production

1998
Introduced high stability grades

2000
Divested the carbon black business

2001
Developed the AS grade

2002
Established a modern R&D department

2003
Developed high dispersion grades

2005
Established a second line at Dharuhera

2007
Introduced custom-made grades

2009
Commenced the construction of the Mundra plant

2011
Completed the construction of the first line at Mundra plant (5500 MTPA)

2012
Commissioned the second line of insoluble sulphur at Mundra (5500 MTPA); acquired 50% equity shares of Duncan Engineering Ltd.

2016
Initiated the expansion of an additional11, 000 TPA of insoluble sulphur capacity at Mundra

2017
Commissioned the third line of insoluble sulphur (5,500 MTPA) at Mundra

2018
Commissioned the fourth line of insoluble sulphur (5500 MTPA) at Mundra

2021
Commissioned a 5500 MTPA expansion of insoluble sulphur at Dharuhera

2022
Commissioned an additional capacity of sulphuric acid (42,000 MTPA) at Dharuhera; proposed a demerger to unlock shareholder value

Our brand, products and outcomes

Diamond Sulf Insoluble Sulphur

Insoluble sulphur: Diamond Sulf is an amorphous form of sulphur in polymeric form in contrast to natural sulphur which is crystalline and monomeric in nature. The polymeric chains of Diamond Sulf comprise several thousand micro-fine sulphur particles. The product is rendered insoluble in all known solvents and rubber compounds; it does not take part in a cross-linking reaction like natural sulphur as long as it is in a polymeric form.

Regular grades: Diamond Sulf oil-treated grades are completely non-blooming and ideal vulcanising agents for unsaturated elastomers. They are particularly suitable for use in compounds where sulphur loading levels are required above the sulphur solubility rating of particular elastomers.

High stability grades: Insoluble sulphur possesses high thermal stability and provides optimum resistance to sulphur reversion in soluble form even at elevated temperatures. The product facilitates enhanced bloom protection. High stable DIAMOND SULF ensures consistent vulcanising properties and allows storage at relatively higher ambient temperatures.

High dispersible grade: This grade contains requisite a quantity of suitable polymeric binder, which facilitates better dispersion resulting in homogeneous vulcanisation and physical properties. During the mixing process, this grade disperses easily leading to a reduction in incorporation time under identical conditions.

Special grades: Diamond Sulf special grades are customised around specific customer requirements. These grades have been progressively enhanced, customised further in line with demanding downstream requirements.

Vulcamax: Vulcamax is a low oil insoluble sulphur grade, combining properties of HS as well as HD grade for improved adhesion properties.

Sulphuric acid

The Company manufactures commercial grade and battery grade sulphuric acid and oleums.

The product finds application as a dehydrating agent, catalyst and active reactant in chemical processes, solvents and absorbents.

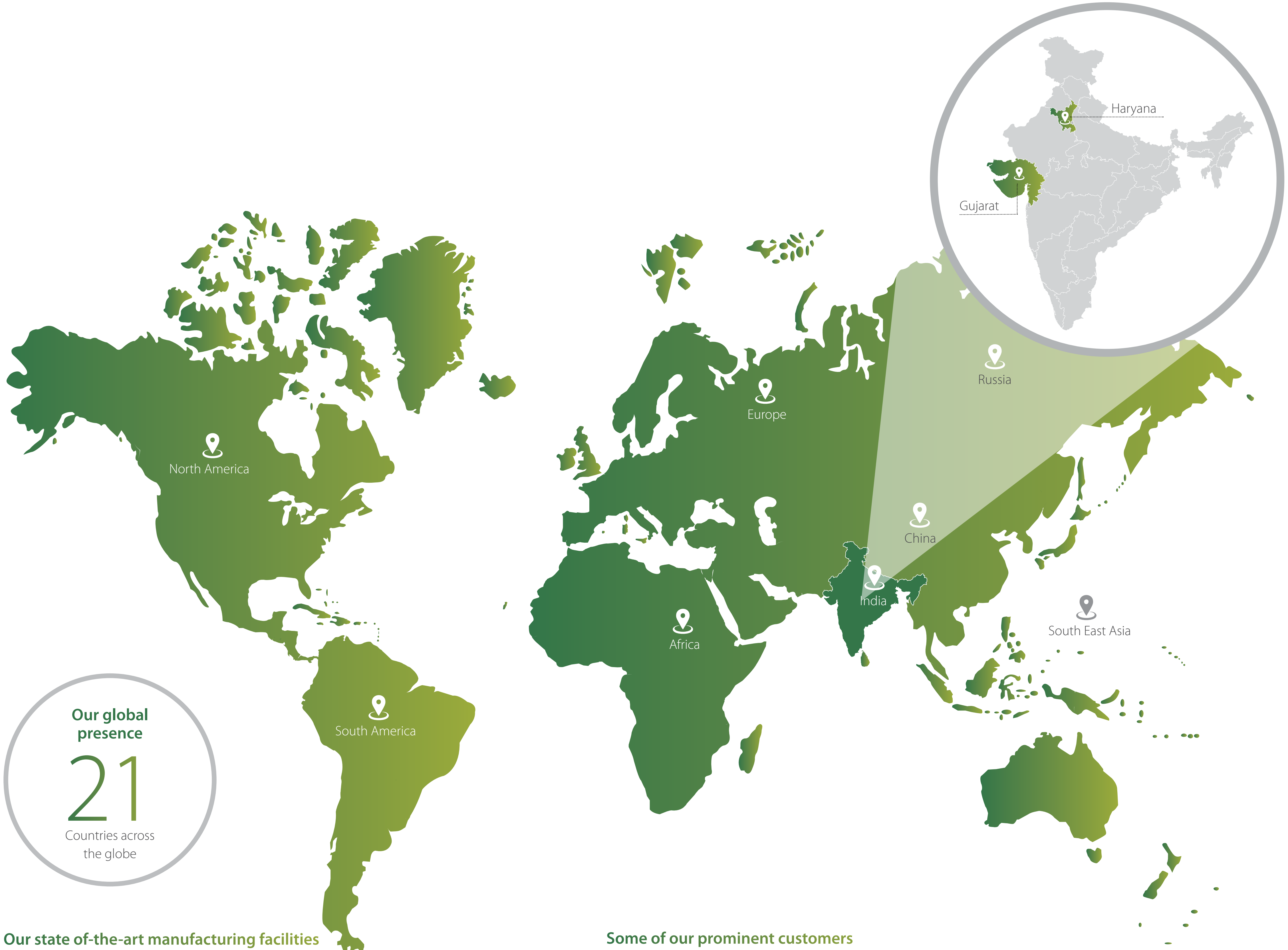
The product is also used in storage batteries, rayon, dye, acid slurry and pharmaceutical applications as well as in the steel, heavy chemical and superphosphate industries.

OCCL markets products in more than 21 countries.

The company's products are used by some of the largest and most demanding multi-national customers.

The customers represent the largest global tyre brands who work with the most advanced and specialised raw materials and partners.

The company's insoluble sulphur product is marketed across the world through a multi-country distribution network comprising agents and distributors.



Our global presence

21

Countries across the globe

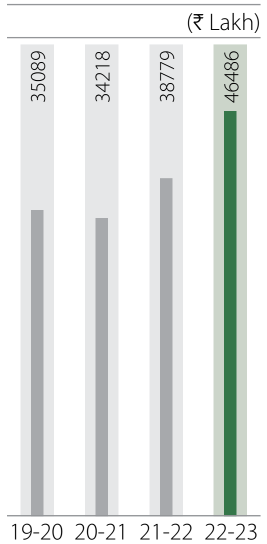
Our state of-the-art manufacturing facilities

Product name	Annual capacity (MT)	Location
Insoluble sulphur	17,500	Dharuhera (Haryana)
Insoluble sulphur	22,000	SEZ Mundra (Gujarat)
Sulphuric acid / oleum	88,000	Dharuhera (Haryana)

Some of our prominent customers

Apollo	Continental	Bridgestone	MRF	Goodyear	JK Tyre	Nokian Tres
Hankook	Cooper	CEAT	Sumitomo	BKT	Yokohama	Pirelly

How we have grown over the years



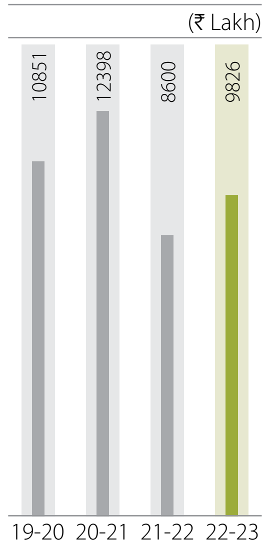
Revenues*

Definition
Growth in sales net of taxes

Why this is measured
It is an index that showcases the Company's ability to maximise revenues, which provided a basis against which the company's success can be compared with sectoral peers.

What this means
The company reported a 20% growth in sales revenue to ₹46,486 Lakh. This growth was mainly on account of an increase in sales realisations to cover increased input costs. The revenues reported by the company were the highest ever.

Value impact
The growth in revenues was the result of the Company addressing a challenging geopolitical environment through effective customer engagement and services.



EBITDA

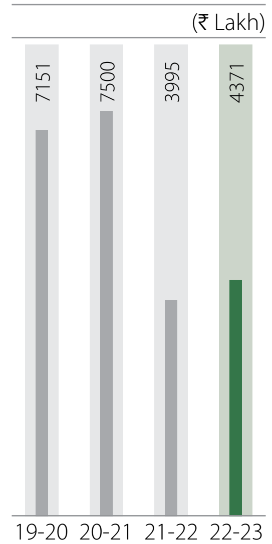
Definition
Earnings before the deduction of interest, depreciation, extraordinary items and tax

Why this is measured
This is an index that showcases the Company's ability to generate a surplus after optimising operating costs, providing a base for comparison with its retrospective average and sectoral peers.

What this means
This helps create a robust surplus-generating growth engine for reinvestment

Value impact
The Company reported an EBITDA growth of 14% in FY 22-23, an appreciable improvement over the previous year, considering the competitive intensity.

*includes income from Investments



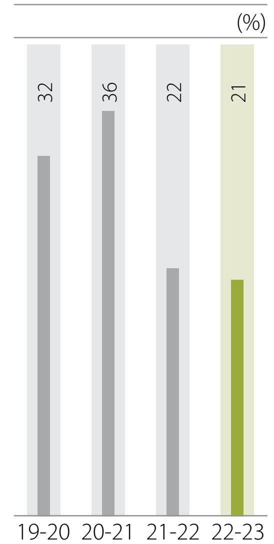
Net profit

Definition
Profit earned during the year after deducting all expenses and provisions

Why this is measured
This highlights the strength of the business model in enhancing value for shareholders.

What this means
This ensures that adequate resources are available for reinvestment, strengthening a virtuous cycle of business sustainability.

Value impact
Net profit grew 9% compared to the previous year due to the trickle down impact of higher revenues and enhanced competitiveness.



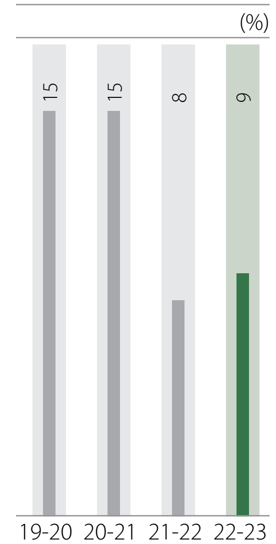
EBITDA margin

Definition
EBITDA margin is a profitability measure to ascertain a company's operating efficiency

Why this is measured
The EBITDA margin provides an idea of how much a company earns (before accounting for interest, depreciation and taxes) on each rupee of sales.

What this means
This measure demonstrates the buffer in the business, which, when multiplied by scale, can potentially enhance the surplus.

Value impact
The Company reported a 100 bps decline in EBITDA margin in FY 22-23 on account of increased input costs.



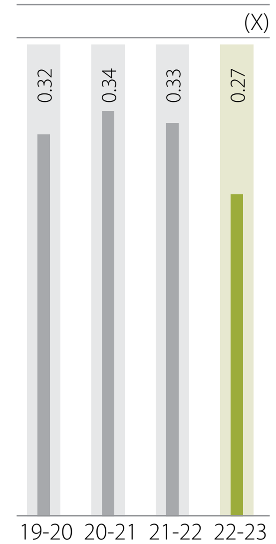
ROCE

Definition
This is a financial ratio that measures the efficiency with which capital is employed in the company's business

Why this is measured
ROCE is an insightful metric to compare profitability across companies based on their capital efficiency

What this means
Enhanced ROCE can potentially drive valuations and market perception.

Value impact
The ROCE improved by around 100 bps on account of a strong Balance Sheet and improved capital efficiency



Gearing

Definition
This is the ratio of total debt to net worth

Why this is measured
This is one of the defining measures of a company's financial health. This indicates the ability of the company to remunerate shareholders over debt providers (the lower the gearing the better).

What this means
This indicates whether the company enhances shareholder value by keeping the equity side constant while moderating debt.

Value impact
The Company's gearing stood at 0.27 in FY 22-23, lower than the previous year and indicative of the fact that the Balance Sheet was not impaired, the business challenges notwithstanding.

Part 2

Perspectives of the senior management on the company's performance and prospects

Deepening Sustainability

Oriental Carbon & Chemicals Limited is engaged in deepening the sustainability of its business.

This holistic approach is warranting a coverage of every aspect of its operations.

This is enhancing the responsibility of the business model, translating into profitability and directed towards strengthening sustainability.

In turn, this sustainability-driven approach is extending to the creation of value for all stakeholders

This reinforces the company's rationale to stay in business, while deepening its commitment towards responsible citizenship.

Our sustainability model is designed to enhance value for all our stakeholders

Mr. Arvind Goenka, Promoter and Managing Director

The big picture

The world over, the one word that is defining companies is 'sustainability.'

The result is that an increasing number of industry observers are asking companies not how profitable they are but how sustainable they can be.

The result is that the centre of gravity of businesses is shifting from living for the quarter to growing for the long-term. There is a greater respect for companies growing at a consistent pace as opposed to companies reporting a sharp spike in profits but unable to sustain their momentum thereafter. There is a deeper appreciation for companies that address the needs of all stakeholders than those that only service short-term shareholder priorities.

I must take this opportunity to communicate that your company was built around holistic sustainability from the time it went into business. This explains why we have grown across three of the most challenging decades, marked by sweeping changes in technology, emergence of new energy forms, global meltdowns and structural global trade shifts. During this phase, your company responded with speed to each change, strengthening its competitiveness and holding its own in the exclusive community of insoluble players the world over.

During the last few years, your company's focus on sustainability deepened. I would like to devote my communiqué to how we are servicing the needs of each stakeholder, enhancing the value of their association with your company and deepening organisational sustainability.

World: Your Company is committed to environment responsibility throughout its operations. It is continuously deepening environment-friendly processes and practices. These initiatives have translated into an optimum consumption of gas, water and energy, moderating its carbon footprint across both manufacturing facilities. The result is that in the last few years, our operations have resulted in lower consumption of non-renewable resources and a lower environment load even as our capacities have increased. This has validated our commitment to decouple our economic growth from our carbon footprint, deepening our sustainability. Our Dharuhera operations should turn water-neutral in FY 23-24 through enhanced ground water recharge than we consume, graduating our environment commitment to the next level.

Customers: Your Company services the demanding and growing needs of tyre companies the world over. The global tyre industry has responded with a positive spirit to the need for a moderated carbon footprint; the industry intends to produce carbon footprint-negative tyres by 2050. As a responsible future-facing organisation, your company also intends to become a net zero carbon emission company by then, providing customers with an incentive to not just stay associated but also increase their share of procurement from our company. Your company is engaged in the manufacture of new insoluble sulphur grades with superior characteristics, helping customers reduce GHG emissions in their processes that translate into enhanced benefits. The Company is also introducing sustainable raw materials in its products in collaboration with vendors and customers. Besides, your company has been accredited by credible certifications (Responsible Care and EcoVadis Gold), enhancing the customer's assurance about our ecological focus and seriousness.

Vendors: Your Company is engaged with large Indian vendors. The sustainability of vendor engagement is reflected in the fact that a majority of our procurement in FY 22-23 was derived from vendors of five years or more. These vendor engagements have been marked by consistency, on-time and in-full delivery, resulting in engagement stability. Besides, these companies are large organisations with process-driven protocols and extensive investments in environment responsibility, deepening the life cycle commitment of our upstream processes towards environment responsibility.

Shareholders: Your Company is committed to enhance shareholder value. The bedrock of our shareholder value creation commitment has been our governance. Your company's management has strengthened its governance through a framework directed at enhancing competitiveness, process, and digitalisation, among other initiatives. A principal initiative during the last financial year was a proposed demerger across our manufacturing and investment operations, enhancing shareholder value. Your company attracted a valuation of ₹669.54 Crore as on 31st March, 2023.

Employees: Your Company is committed to its positioning as a learning organisation engaged in product development, manufacture and marketing. During the last few years, your company strengthened its recruitment by insisting on a minimum technical degree. Simultaneously, initiatives were taken to ensure that older employees are provided growth opportunities by getting them multi skilled, increasing their contribution. The result was reflected in a higher capacity utilisation, superior product quality, ability to manage critical processes and certifications in line with demanding global standards. Over the years, the Company took conscious steps to induct young talent to strengthen innovation, creativity, energy and excitement. The company's average age was 40 years by the close of FY 22-23 (more than 45 years five years ago). The company benchmarked its people management practices with best-in-class industry practices; there was an increased presence of women in the corporate office. Employees of five years or more at the company were 58% in FY 22-23. Your Company also became Great Place to Work-certified in October 2022. Your company was selected for Excellence in Human Resources Award from the coveted Indian Chemical Council.

Community: Your Company is engaged in widening its CSR commitment in a reasonable radius surrounding its manufacturing facilities. Nearly 62% of its social responsibility spending in FY 22-23 was allocated to areas peripheral to its operating locations. Your company focused on health care and educational interventions. It gives me pride to communicate that these interventions had a positive impact on our focus area. Your company invested ₹152.6 Lakh in corporate social responsibility initiatives in FY 22-23; the aggregate spending in the five years ending FY 22-23 on this account was ₹832 Lakh.

Government: Your Company has been a responsible tax payer. Your company paid ₹10 Crore income tax during the year under review and an aggregate ₹71 Crore in the five years ending FY 22-23.

Conclusion

Your Company's value-creation framework addresses the needs of all stakeholders. We believe that through this exercise your company is deepening its respect, responsibility and sustainability.

A review of our performance in FY 22-23

Mr. Akshat Goenka, Promoter and Joint Managing Director

The overview of the sector

To appreciate the challenge that the global insoluble sulphur sector faces, one needs to understand how the industry works and the emerging realities. The industry has been ring-fenced by specialised technology in the hands of a few manufacturers the world over. These manufacturers – of which OCCL is one – have established industry barriers in the form of cutting-edge technologies, product approvals from global tyre manufacturer, increasing efficiency, evolving product performance parameters, a sizable capacities commissioned largely around historical costs and customer approvals. Given these challenges, entry into the industry has been restricted to existing players who have expanded capacities at periodic junctures. In this sector, even a reasonable excess of supply over demand can moderate realisations – and vice versa.

During the financial year under review, two Chinese manufacturers, who recently increased capacities, became aggressive with their insoluble sulphur sales volumes and prices the world over on the back of subdued demand in China. This resulted in a significant reduction in prices and margins, the impact being more evident in South East Asia and India.

This transpired when much of the tyre industry had turned tentative on account of current and projected economic slowdown in the world's developed markets, translating into lower automobile (and hence, tyre) offtake.

Your company reported a 20% growth in revenues to ₹464.85 Crore, largely on account of higher sales realisations due to higher input costs. EBITDA increased 14% to ₹98.25 Crore; profit after tax increased by 9% to ₹43.71 Crore. The company finished the year under review with a cash profit of ₹71.64 Crore.

The company's EBITDA margin was 21% in FY 22-23 compared to 22% in the previous year. Interest cover was a healthy 5.5 times of EBIT.

Protecting the business

At a time when margins were moving downwards, your company recognised the importance of protecting its Balance Sheet and operating fundamentals. The company deepened its commitment to continuous improvement across the board; this helped cap costs and strengthen competitiveness. Some of the margins decline of the last financial year was arrested by operational improvements, the full effect of which will be visible from the current year onwards.

The Company obtained key customer approvals during the year, which is expected to catalyse growth and increase wallet share. The company continued to invest in its business during the year under review. It invested in the areas of sustainability, improving efficiency and product quality. These investments will address sustainability goals, new customer requirements, controlled costs and reinforced competitiveness.

The company repaid ₹38.01 Crore in debt during the year under review; 14% repayment comprised proactive prepayment, validating the commitment made to shareholders around value-accretive debt moderation. The result is that the company reduced its long-term debt from ₹136 Crore at year-start to ₹104 Crore at year-close (the company prepaid more debt during the first quarter of the current financial year). The company's debt-equity ratio strengthened from 0.33 to 0.27; interest cover (EBIT divided by interest outflow) was a respectable 5.48. This improvement in the face of challenges represented a validation of the company's commitment to remain extensively under-borrowed at a time of rising interest rates, deepening its resistance to weakening market cycles.

The company's research was directed at product performance and portfolio expansion, strengthening its positioning as a solutions provider. The company strengthened research-driven processes with the objective to manufacture more but consume less, the basis of environment responsibility. The company strengthened its ESG credentials, progressively replaced the use of legacy fuels with cleaner alternatives, strengthened resource utilisation efficiency and leveraged credible certifications (Responsible Care and EcoVadis Gold).

The company strengthened its people management through selective talent recruitment, training and retention. The company's talent management was validated by its Great Place to Work rating by the relevant body and being given the HR Excellence Award for Chemical Companies below ₹1,000 Crore in revenues by Indian Chemical Council.

The company's focus on its subsidiary Duncan Engineering paid off handsomely during the year under review. This subsidiary reported a profit before tax of ₹12.9 Crore and is poised for sustained growth.

Looking ahead

Your company is attractively placed for good reasons.

The Indian tyre manufacturers are expected to invest ₹5,000 Crore in FY 23-24 due to a rising demand from the replacement and OE markets. Demand is likely to be driven by higher government spending and increasing fleet utilisation as well. This should sustain an increase in the demand for insoluble sulphur, its principal product.

The demerger proposed during the first quarter of the last financial year was accepted by shareholders and is now awaiting approval from NCLT.

The company is poised to convert customer approvals into its order book, strengthening revenues and enhancing capacity utilisation.

If there is a principal message to our stakeholders, it is this: your management has seen similar industry downturns on various occasions; your company is competently placed to address this temporary phase on account of its liability lightness, increased competitive structure, ESG commitments and customer approvals. As soon as a demand revival translates into larger orders, the company would be among the quickest in enhancing capacity utilisation and capital efficiency, strengthening value for its stakeholders.

An insight into our financial competitiveness

How we have protected our core competitiveness across market cycles

Overarching message: The company demonstrated resilience during the year under review, even as it encountered challenges related to realisations or demand in its markets (global and Indian). The company addressed these challenges, creditable in the circumstances and indicative of improved operations across the foreseeable future. The performance quality also validated a maturing of the company's systems, investment in capital expenditure majorly through accruals. The company invested in competitiveness-enhancing initiatives, whose outcomes shall be visible in the future.

The credit rating agency ICRA chose to retain the rating of the Company at AA- for long-term borrowings. This represents a validation of the company's credit worthiness, performance, promoter and prospects, enhancing its respect among stakeholders and as a front-line talent recruiter.

Credit rating

Year	FY21	FY22	FY23
Short term (Non-Fund based)	ICRA A1+	ICRA A1+	ICRA A1+
Long term – Term Loan/Fund based working capital	ICRA AA-	ICRA AA-	ICRA AA-

Revenues: Revenues grew 20% to ₹464.86 Crore during the year under review on account of higher realisations following an increase in input cost, though contribution margins were impacted in the later part of the year in the domestic market due to competition, mainly from China, offering material at lower rates.

Capital efficiency: The Company reported an increase in profitability during the year under review. Even as EBITDA margin was steady at around 21% (22% in the previous year), Return on Capital Employed increased by 75 bps to 9% .

The resilience of the business was the result of long-term priorities, enhanced economies of scale and the company's recall as a credible insoluble sulphur supplier. Across the foreseeable future, the only cloud on the horizon is the dumping of insoluble sulphur by Chinese manufacturers into India. The company will seek to protect itself through net worth-funded growth, investment in prospective projects with viable paybacks (when the scenario improves) and value-addition. The company will seek to protect or maximise capital efficiency (as the case may be) by introducing new grades, creating reasonable capacity, seeding the market and investing accruals in additional capacity that addresses customers with growing needs.

Margins: During the last financial year, the company's EBITDA margin declined, mainly following stressed domestic realisations on account of Chinese competition and reduced margins of sulphuric acid. The company's global realisations and offtake were creditable in the face of reduced demand on account of engagements with large global buyers.

Year	FY21	FY22	FY23
EBITDA margin %	36	22	21

Liquidity: The company seeks to maximise the use of accruals in business growth (moderates borrowed funds). The company repaid ₹38.01 Crore in debt during the year under review, which will help moderate interest outflow. The company continued to place a premium on prudent working capital management. The stability of this approach was evident – the company reported ₹90.65 Crore in cash generated from operating activities during the year against ₹51.74 Crore in the previous year.

Cash and cash equivalents

As on 31st March	FY21	FY22	FY23
Cash and cash equivalents (₹ Crore)	154	112	108

Exports: The Company is positioned as a global insoluble sulphur producer located out of India. The company services the growing demand of large tyre corporations across 21 countries. The company generated 51% of its revenues from international dispatches during the year under reviews, with higher margins over the domestic. International revenues indicate the company's research-based competence and ability to service a large global market with timely and quality material supply. During the year under review, international sales were affected by some large orders that did not materialise.

Year	FY21	FY22	FY23
Export as a % of revenues	58	52	51

Realisations: The Company has consistently enriched its portfolio through the manufacture of value-added insoluble sulphur. However, domestic margins were affected during the last financial year as Indian sales were affected by Chinese competition while global realisations were better. The relatively favourable global realisations were also catalysed by the weakness of the rupee against the US dollar (8% depreciation in FY 22-23).

Debt management: The Company's total debt declined from ₹182.10 Crore to ₹159.46 Crore; net worth strengthened from ₹557.09 Crore to ₹593.68 Crore; gearing was stronger from 0.33 in FY 21-22 to 0.27 in FY 22-23 as the company grew net worth on the one hand and used short-term debt to address working capital requirements. The company had ₹108.44 Crore cash on hand at the close of FY 22-23 (₹112.59 Crore at the close of FY 21-22). By the virtue of investing in products manufacture with traction, the company is well placed to generate an attractive return within a compressed time frame.

Debt repayment

Year	FY21	FY22	FY23
Debt repaid (₹ Crore)	13	25	38

Gearing

Year	FY21	FY22	FY23
Debt-equity ratio	0.34	0.33	0.27

Working capital management: Our focus is not just the quantitative growth of our business but also the hygiene of our numbers, reflected in superior working capital management. We generally seek to draw working capital lower than the sanctions provided by the banks. During the year under review, the company drew in the range of 65 to 75% of the sanctioned working capital. There was a premium on competent working capital management; there was a stagger in offtake in the domestic market, putting a premium on optimised inventory. Working capital as a proportion of the total employed capital was 16% and 17% in the last two years; the proportion of inventory in the working capital outlay was 51% respectively.

Working capital intensity

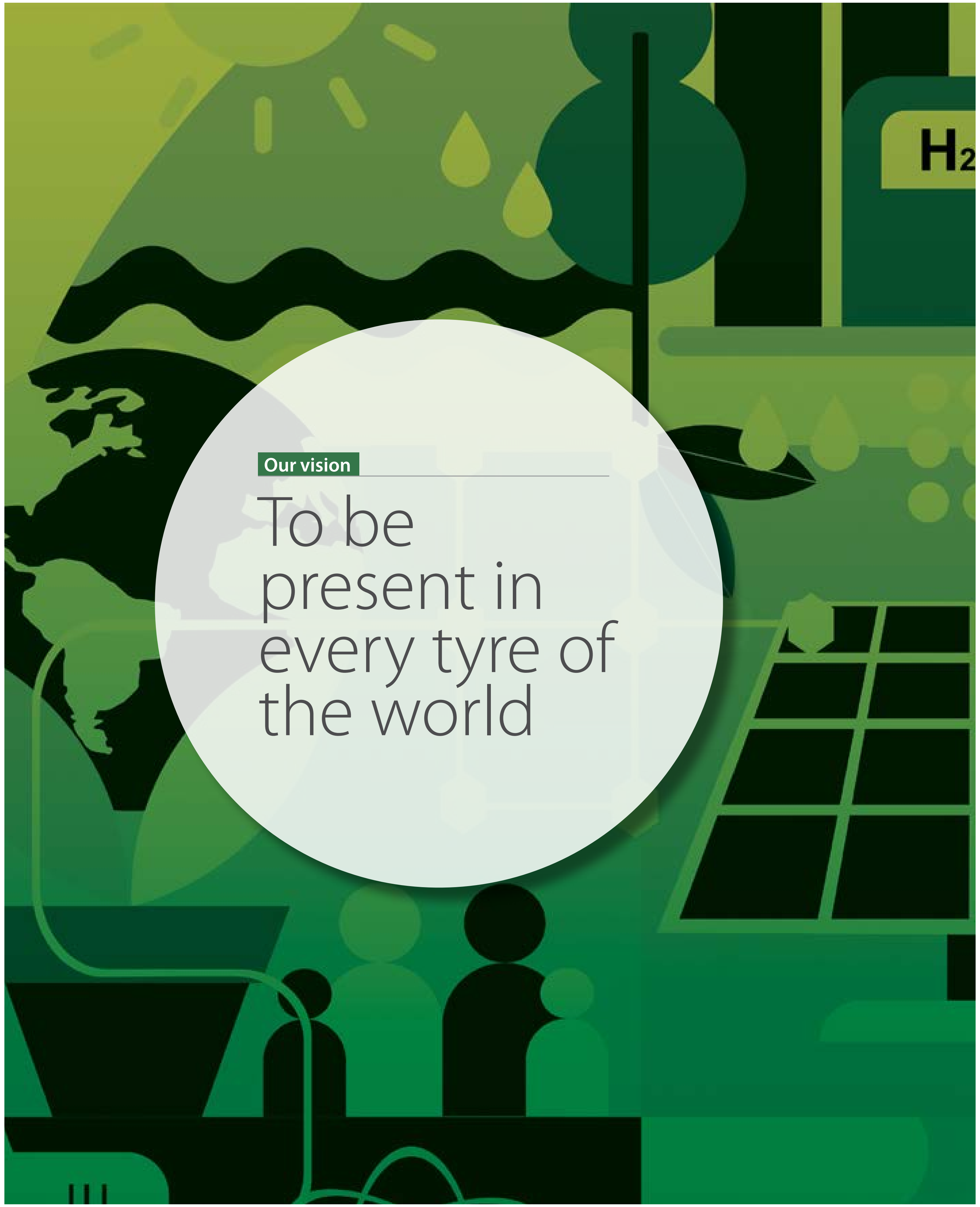
Year	FY21	FY22	FY23
Working capital as % of total capital employed	14	17	16

Way forward: The Company's net worth stood at ₹593.68 Crore as on 31st March, 2023. The Company's net worth was the outcome of a long-term build-up of surpluses. In an unpredictable world, this net worth implies relative de-risking; it provides the company patient and resilient capital to address a challenging period.

The company expects a guarded exports outlook in view of the slowdown the world over and a 8 to 10% demand growth in India. The company is banking on the fact that a part of the additional requirement from tyre companies arising of their new plants will be allocated to us. The company will progressively deepen its investments in using cleaner energy and reducing the consumption of fossil fuels, strengthening respect and profitability.

Part 3

How we are enhancing value for our stakeholders



Our vision

To be present in every tyre of the world

The big picture

At OCCL, we see an optimistic demand perspective across the coming decade.

The growth in global population and prosperity is expected to sustain. This should support the growing demand for mobility and tyres.

The introduction of new vehicle types is expected to widen the market, accelerating the offtake of high-performance tyres, following an increase in electric vehicles across all transport modes, which is expected to grow to 200 million by 2030.

The tyre industry plays a crucial role in the automotive sector and its prospects are closely tied to the performance of the automobile players. One of the key factors expected to drive the global tyre market from 2023 to 2028 would be rapid growth in the electric vehicle production across developing nations. Electric cars require specialised tyres due to increased weight and torque compared to internal combustion engine (ICE) vehicles. As sales of EVs continue to rise in developed countries, the demand for EV tyres is expected to grow, catalysing the market for insoluble sulphur.

In view this landscape, we believe that the market for insoluble sulphur is attractive and expected to revive across the foreseeable future.

(Source: Expert market research.com, Precedenceresearch.com ET, statista.com,).

OCCL is committed to enhance stakeholder value in a sustainable way

The scorecard

Employee value

₹49.8 Crore

Salaries, FY 22-23
(₹45.7 Crore, FY 21-22)

Customer value

₹456.8 Crore

Revenues, FY 22-23
(₹378.1 Crore, FY 21-22)

Vendor value

₹287.6 Crore

Purchases, FY 22-23
(₹246.5 Crore, FY 21-22)

Shareholder value

₹665.49 Crore

Market valuation, 31st March, 2023 (₹797 Crore, 31st March, 2022)

Community value

₹1.53 Crore

CSR spending, FY 22-23
(₹1.85 Crore, FY 21-22)

Exchequer value

₹10 Crore

Tax payment, FY 22-23
(₹9.5 Crore, FY 21-22)

Overview

There is a growing premium on the capacity to enhance value for all stakeholders. As a result, the capacity to enhance value has extended from conventional measures like an increase in revenue or profit to intangible measures that establish holistic value creation. Besides, the description of a stakeholder has evolved as well from one who owns shares in a company to one who is influenced by any aspect of the company's operations.

The result is that stakeholder value creation has emerged as a holistic and comprehensive means of appraising the effectiveness of modern-day organisations. The Integrated Value Creation Report draws on diverse realities (financial, management commentary, governance, remuneration and sustainability reporting) and explains how value is enhanced for diverse stakeholders (employees, customers, suppliers, business partners, local communities, legislators, regulators and policy makers).

The extensive input and outcome explain why and how an enterprise is wired for holistic sustainability across market cycles. This makes the communication of this Integrated Value Creation Report imperative in an annual report.

Our strategic framework

Moat: The Company has been engaged in the insoluble sulphur business for three decades. The Company has invested in proprietary research, product development and customisation, resulting in a competitive advantage. Besides, frugal engineering has helped enhance manufacturing capacity at a relatively low capital cost per tonne and result in among the five largest capacities anywhere. The Company's proprietary technology represents the heart of the company's competitiveness. The time and effort to get to the company's capacity by an intending competitor for a similar technology could take years, after which it would take another few years to get the product approved by customers. This extended period is likely to make new competition unviable. Besides, customers take years to approve vendors, after which purchases are only gradually increased. Following each capacity expansion, product quality needs to be approved, putting a premium on relationship stability.

ESG: The Company reinforced its ESG (Environmental, social and governance) platform by strengthening its compliance, environmental integrity, talent management, eco-system (including vendors and customers) and stakeholder expectations. The Company's marketing team liaised between the technology team and customers. The Company has been successfully audited by EcoVadis for three consecutive years, earning a Gold rating.

Marquee customers: The Company broad-based customers by obtaining product approvals for specific territories from global and domestic major tyre customers who required technically sophisticated insoluble sulphur.

Competitiveness: The Company's value-engineering and expansion has helped moderate costs, strengthen accruals and sustain its low gearing.

Revenue broadbasing: The Company expanded its products portfolio by commissioning insoluble sulphur and sulphuric acid capacities in the last couple of years.

Multi-year engagement: The Company deepened relationships with customers, increasing wallet share. In FY 22-23, more than 90% of the company's revenues were generated from customers that had been with the company for five years or longer.

Research: The Company plans to expand its technology capabilities in insoluble sulphur to meet the increasing demands of its downstream customers.

Demerger: The Company announced a demerger in FY 22-23, possibly the most decisive initiative to segregate businesses, enhance investor clarity and strengthen capital efficiency

Buyback: In FY 18-19, the company announced a buyback of fully paid-up equity shares from shareholders from the open market at a price not exceeding ₹1,150 for an aggregate amount not exceeding ₹3,500 Lakh. The buyback comprised 3,05,970 equity shares, which were extinguished.

Payout ratio: The management enunciated a payout ratio (percentage of profit after tax that would be paid out as dividend) not exceeding 50% subject to cash flow requirements, which reconciles the company's need for growth capital and shareholder reward.

Brand: OCCL is committed to providing comprehensive dependability to all stakeholders, enabling access to growth resources such as talent, funds, materials and relationships. Around 90% of OCCL's revenues come from customers who have been associated with the company for at least five years.

Scale: OCCL is one of the world's top five manufacturers of insoluble sulphur and the largest manufacturer of this product in India. For over two decades, the company primarily focused on the production of insoluble sulphur.

Discipline: OCCL has re-invested its accruals into capacity expansion, utilising its existing infrastructure to expand at a relatively low cost per tonne. This has made the company one of the most competitive global manufacturers in its industry.

Commitment: OCCL has consistently increased its manufacturing capacity based on growth plans formulated by the need of its customers. The company follows a 'sell-and-make' strategy rather than 'make-to-stock', which helps to moderate its inventory levels.

Locations: OCCL carries out its manufacturing operations across two locations in India, namely Mundra (which is a port-based Special Economic Zone) and Dharuhera. The Mundra plant, being located within an SEZ, enjoys tax exemptions, benefiting from cost advantages and port-based access. Furthermore, OCCL's revenues are distributed across India (which is one of the fastest-growing major economies) and other parts of the world.

Systems-driven: OCCL comprises a combination of capabilities that are directed by its promoters and managed by professionals in a systems-driven environment.

Portfolio: OCCL produces a range of grades to meet the demanding compounding requirements of top tyre manufacturers. The company continues to develop new grades to meet the evolving needs of its customers.

Knowledge: OCCL has developed proprietary knowledge for manufacturing insoluble sulphur, which does not depend on external technology providers. This has deepened the company's understanding of the manufacturing process for this product.

Promoter's holding: OCCL's promoters own a high 52% equity stake, enhancing the entrepreneurial skin in the game

Relationships: OCCL has established and nurtured relationships based on trust, service, open communication and a customer-centric approach.

Customer approvals: OCCL benefits from revenue visibility due to its plants being approved and audited by most large Indian and multinational tyre manufacturers, a competitive advantage for the company. The Company primarily serves institutional clients who possess attractive liquidity, minimising chances of a payment default on its books.

Sustainability: OCCL's commitment to environmental, social and governance (ESG) factors has strengthened its reputation as a responsible corporate citizen.

Agents: OCCL has established a network of agents in all major markets, which has improved its service and responsiveness to customers.

Our sustainability-enhancing matrix

Big picture • OCCL intends to grow in untapped geographies like North America • OCCL seeks to increase its global market share from 10% to 12% • OCCL intends to regain its Indian revenues share of 60%	**Strategy** • Manufacture customised products (or grades) that address high technical standards • Enhance environment responsibility sustainably through superior processes and outcomes • Provide a range of insoluble sulphur products, resulting in a one-stop solution	**Brand and customer capital** • Introducing environment friendly products to meet future customer needs • Widen the products portfolio (grades) and choice resulting in a single stop solution • Deliver products to customers worldwide through warehouses and direct shipment	**Financial structure** • Moderate the debt-equity ratio; work with an enhanced interest cover • Enhance working capital efficiency through a fiscal discipline • Optimise financial costs to enhance sustainability across market cycles
Environment integrity • Moderate resource consumption per unit of production (reduction in carbon foot print) • Protect the environment balance across both manufacturing locations • Benchmark production around prevailing statutory and customer compliance standards	**Manufacturing excellence** • Invest in cutting-edge technologies and Six Sigma projects • Maximise asset utilisation, moderating per unit production costs • Benchmark operations around the most demanding environment guidelines	**Procurement economies** • Procure the best resource quality through knowledge and relationships • Procure economically and with stability through long-term relationships and superior terms of trade • Introducing and ensuring sustainability throughout the procurement function,	**Distribution footprint** • Deepen the company's global sales footprint across 28+ countries • Leverage the company's port-based manufacturing location for exports and imports • Service customer needs in a timely way through agents and warehouses
People competence • Enhance per person productivity • Invest deeper in knowledge, experience and passion • Deepen kaizen-led outperformance	**Community support** • Provide community support • Focus on integrated development • Engage in a sustainable way for extended impact	**Frugal operations** • Institutionalised an exercise to moderate fixed costs • Zero-based budgeting of every major expenditure head • Expanded capacity with the same number of professionals	**ESG initiatives** • Moderated water consumption; switched to the use of natural gas in Mundra • Installed rooftop solar power in both plants • Accredited with Responsible Care logo and EcoVadis Gold
Talent management • OCCL has created a platform to enhance production per employee • It introduced Performance Management System; strengthening succession planning • Reallocated existing employees across new manufacturing lines		**Research focus** • Developed products around superior productivity for customers • Increased the recruitment of specialised research professionals • Full-fledged research laboratory was commissioned in FY 21-22	

OCCL: Committed to enhance long-term shareholder value

Our value-creation blueprint

Strategic focus	Innovate and excel	Cost leadership	Supplier of choice	Robust people practice	Responsible corporate citizenship	Value-creation
Key enablers	OCCL is committed to process and product excellence This is reflected in product customisation aligned with the technical needs of customers This makes it possible for the company to set up long-standing relationships with customers protected from price-based vendor replacement The company's research team comprises 8 competent professionals.	OCCL is a competitive insoluble sulphur player in the global market The company has expanded its capacity at a progressively lower capital cost per tonne compared to greenfield costs The company is committed to cost moderation helping reduce its break-even point to one of the lowest in the global sector In FY 22-23, the company reported a treasury income of ₹7.78 Crore, a buffer The company had only ₹104.09 Crore of debt on its books compared with ₹593.68 Crore of net worth as on 31st March, 2023	OCCL's proprietary technology produced superior customised products. The company positioned itself as a specialist capable of enhancing customer outcomes The company positioned itself as a dependable anywhere and anytime provider of insoluble sulphur OCCL invested in adequate capacity and timely product delivery In FY 22-23, more than 90% of OCCL's revenues were derived from customers with a relationship of five years or more with the Company.	OCCL employed more than 427 people across two manufacturing facilities. The company focused on subject matter recruitment, delegation, empowerment, responsibility and accountability OCCL emphasizes culture, training, transparency and rewards The company provides a workplace that fosters knowledge and innovation	OCCL is involved in clean manufacturing processes, enhancing stakeholder confidence The company invested ₹152 Lakh in CSR activities in FY 22-23.	OCCL enhances value through the manufacture of a technology-rich product. The company utilises steam from sulphuric acid in the production of insoluble sulphur The company is net debt-free, enhancing returns from treasury operations. The company's proposed demerger, change in face value of shares of demerged company and dividend payout have been directed to enhance shareholder value.
Material issues /addressed	This is imperative in a space marked by progressively rising safety and product endurance standards	This is imperative to address inflation and enhance business sustainability	Enhancing trust through product and process excellence, helping customise solutions	Fostering professionalism and passion leading to all-round excellence, talent retention and attraction.	Addressing the needs of stakeholders at a time of enhanced awareness and sensitisation	Meeting the diverse needs of stakeholders to increase the company's relevance.
Capitals impacted	Manufactured, Intellectual, Financial	Financial, Intellectual, natural, Social and Relationship	Intellectual, Manufactured, Social and Relationship	Intellectual, Human	Social and Relationship, Natural	Intellectual, Manufactured, Social and Relationship

Dividend as a % of face value

FY 14	FY 15	FY 16	FY 17	FY 18	FY 19	FY 20	FY 21	FY22	FY23
70	85	85	100	100	120	100	140	140	140

The Board of Directors proposed a year-end final dividend of ₹7 per equity share of ₹10 each (70% of face value) for approval by shareholders. The dividend was ₹14 per equity share for the full year under review.

The Capitals we seek to strengthen

Our resources

Financial capital: The financial resources that we seek are based on funds we mobilise from investors, promoters, banks and financial institutions in the form of debt or accruals.

Manufactured capital: Our manufacturing assets, technologies and equipment for production constitute our manufactured capital. The transfer of raw materials and quality of finished products are integral to manufacturing competence.

Human capital: Our management, employees and contract workers form a part of our workforce, experience and competence.

Intellectual capital: Our focus on cost optimisation and operational excellence, as well as our repository of proprietary knowledge, account for our intellectual resources.

Natural capital: We depend reasonably on raw materials sourced from nature, indicating a moderate impact on the natural environment.

Social and relationship capital: Our relationships with communities and partners (vendors, suppliers and customers) influence our role as a responsible corporate citizen.

Value created in FY 22-23

Financial capital

46,485
₹ Lakh, Turnover (20% higher than the previous year)

43.75
₹ Earnings per share (9% higher than the previous year)

9%
ROCE (75 bps higher than the previous year)

Human capital

427
Number of employees (2% higher than the previous year)

4,988
₹ Lakh, Total remuneration (9% higher than the previous year)

Intellectual capital

140
Cumulative senior management experience in person years

Only manufacturer
Status of company in India's organised insoluble sulphur sector

Social and relationship capital

28,767
₹ Lakh, Sourced materials from suppliers (14% higher than the previous year)

45,707
₹ Lakh, Revenues from customers (21% higher than the previous year)

1001
₹ Lakh, Paid to the exchequer (5% higher than the previous year)

A responsible ESG approach is integral to OCCL

At OCCL, the business has been structured around a responsible ESG commitment, its insurance in a volatile world

The environment component focuses on the responsible utilisation of environmental resources, optimisation of resource consumption, waste recycling, moderation of fossil fuel usage, building resilience to climate change and reducing the carbon footprint.

The social component involves investing in people, organisational culture, customer relationships and social responsibility.

The governance component outlines the company's approach to conducting business, including strategic clarity, ethical values and codes of conduct, Board composition and alignment with the United Nations Global Compact (UNGC) principles. This component evokes a sense of responsibility among all stakeholders.

Our environment commitment

At OCCL, we are leading the way to a sustainable future, recognising our responsibility to people and our planet. Our initiatives minimise environmental impact through efficient resource management with the objective to create a low carbon society. This comprises plantation initiatives, recharging of water, energy audits and raising climate change awareness. The Company is pursuing research with the objective to increase the use of eco-friendly raw materials in its products.

Our environment management system sets yearly targets and objectives for preserving the environment. We adopt eco-friendly methods and responsibly manage resources to achieve these goals. Our operational sites in Mundra and Dharuhera are ISO 14001-certified, ensuring continuous monitoring and improvement in conservation measures.

The company utilised digital technologies to minimise paper use. It promoted electronic billing and online payments, reducing the need for physical copies and receipts.

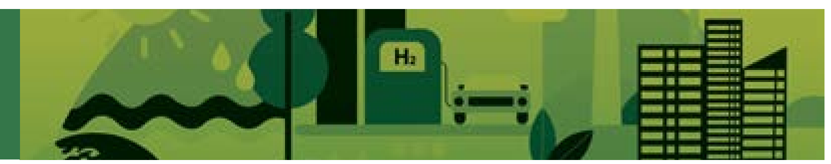
The company embraced a series of environmental practices, reflecting its commitment to adopt a sustainable growth path and implement measures for environmental restoration and conservation.

Linkage with UNSDGs

Our Environment outcomes, FY 22-23

- GHG emission per metric tonne production across plant was reduced by around 16% in the last five years.
- Utilised surplus steam from sulphuric acid in the insoluble sulphur plant to increase energy efficiency.
- Implemented sustainable procurement practices to promote environmentally and socially responsible sourcing.
- Ensured production remained compliant with relevant certifications to meet environmental and social standards.
- Transitioned to a zero liquid discharge system to minimise waste and conserve water resources.
- Reused treated wastewater to conserve water resources and reduce the environmental impact of operations.
- Implemented rainwater harvesting to conserve water resources.
- Promoted environmental awareness, trained employees in sustainable practices and made technology upgrades.
- Planted saplings to promote reforestation and enhanced environmental sustainability.
- 30% reduction in paper consumption in FY 22-23 as compared to FY 21-22

Our social commitment



At OCCL, ensuring the safety of our employees, workers, and business partners is of importance. In view of this, we seek safety first in every initiative. We believe that all workplace injuries, illnesses and hazards can be prevented through proper care. Our Quality, Health, Safety and Environment (QHSE) policy is marked by Standard Operating Protocols (SOPs) for all operations. Our operations have been certified with ISO 45001 for Occupational Health and Safety Management and ISO 14001 for Environmental Management.

We are fully dedicated to creating a safe workplace and safeguarding human health. We have ingrained a safety culture with the objective of achieving 'zero harm.' To reinforce our safety goals, internal safety assurance audits are conducted to assess the effectiveness of our occupational health and safety programs.

Our people: We prioritise the harnessing of our internal potential to seize growth opportunities. Our dedication and commitment have brought us to our current position of success. This achievement is a result of our diverse workforce, which includes employees, workers and trainees, each possessing a range of skill sets. Our business leverages employee-centric policies, which give us an advantage in making efficient decisions and ensuring smooth operations. Our code of conduct and employee grievance redressal policy plays a crucial role in effectively managing our workforce.

Employee wellbeing: We prioritise the holistic development of our employees, placing a significant emphasis on their wellness and health. We regularly conduct annual health checks for all employees and provide additional assistance and medical tests as needed. As part of the induction process, new joiners are required to undergo a mandatory health check. To ensure the well-being of our employees, we have implemented a group health insurance policy that covers employees.

Diversity and equal opportunity: We are committed to provide equal opportunity employment and actively work towards building an inclusive workplace for our employees. In addition to providing a safe working environment, we prioritise creating a work culture based on dignity and trust. We believe that diversity is a catalyst for innovation, productivity and growth. As an equal opportunity employer, we ensure that our rewards and compensation reflect these values. Our employees receive competitive salaries aligned with market trends, and we base compensation and other benefits on merit.

Our governance commitment

At OCCL, we have made significant investments in establishing a comprehensive governance framework that encompasses every aspect of our business. This framework aims to build trust and create value for all our stakeholders.

We prioritise credible governance to enhance our reputation as a responsible corporate citizen. We strongly believe that a strong governance culture is essential for several compelling reasons in our business.

Corporate governance at OCCL encompasses the rules, practices and processes that guide the management of the company. It embodies a spirit of balancing the interests of all stakeholders, including shareholders, management, customers, suppliers, financiers, government, the community and the environment. Governance is not merely an incidental aspect but an integral part of the organisation's existence.

OCCL's governance

Structure of the board

At the heart of OCCL's corporate governance practice is a Board of Directors that comprises members with a balance of skills, knowledge, and experience. To support the company's governance initiatives, specific responsibilities are delegated to committees. These committees report to the Board after each meeting, ensuring that the Board remains fully informed and updated.

OCCL's principal Board committees, including Audit, Nominations and Remuneration, Stakeholders' Relationship, Corporate Social Responsibility and Risk Management, have clearly defined duties and responsibilities outlined in written terms of reference.

Board of Directors

Non-Executive (Non-Independent) Directors: 2

Independent Directors: 4

Approach to corporate governance

Business values and ethics

Code of Business Ethics, Board of Directors and Senior Management

Policies at the business level

Systems and Standards Supported by manuals and SOPs

Code of conduct

Sets out the principles to be adhered by all

Ensures meeting regulatory compliances, commitments and stakeholder expectations

Internal requirements that guide day-to-day operations

Board experience

Below 20 years: 0%

Above 20 years: 100%. All Board members have more than 20 years of experience

Board performance

For the financial year ending on 31st March, 2023, the Board conducted a comprehensive evaluation using a structured process. The evaluation encompassed various aspects such as the composition of the Board and Committees, experience and competencies of members, fulfillment of duties and obligations, contribution during meetings, exercise of independent judgment, and governance issues.

The evaluation process covered a wide range of topics, including leadership, dynamics of Board meetings, competence of Board members, succession planning, information quality and flow, relationship with senior management, and the Board's role in strategic decision-making. The emphasis was on assessing the quality of Board supervision and decision-making.

Values

Code of Conduct: The Code of Conduct constituted an important part of OCCL's business model. The Company carried out activities while maintaining ethical standards. The Company's approach to risk management and internal controls was in line with the principles contained in the Code of Conduct. The Company implemented internal process, controls, best practices and policies to enhance governance to empower employees to perform their duties in the best interests of all stakeholders. The Company's Code of Conduct was adhered to by all employees, including the Board and Senior executives. The management and employees were trained on the code and implications through multiple communication modes.

The Code of Conduct is also an important part of on-boarding employees, who are required to sign the Code as a part of their employment contract. The Company demonstrated a high standard of business integrity as well as compliance with a range of protocols, national and international laws. Failure by our employees or agents to comply with these regulations could result in substantial penalties and impact our goodwill and stature, impacting our revenues and cash flow. OCCL's Code of Conduct stipulated and stated how certain cases such as protection of Company's property and property of business partners, corporate business opportunities, gifts and entertainment and confidential information are to be handled. The Company's team is obligated to adhere to important aspects ranging from corruption, human rights, labour laws and social standards, conflicts of interest, trade control and protection of data privacy.

Whistle Blower Policy: The Company's Code of Conduct and Whistle Blower Policy are the tools against corruption. The Whistle Blower Policy encourages employees to report complaints and concerns about conduct contrary to OCCL's values. The Whistle Blower Policy establishes a necessary vigil mechanism for employees and directors to report concerns in confidence about unethical behaviour, misconduct, malpractice or irregularities in any matter. The audit committee monitored and reviewed investigations of the whistle-blower complaints received during the year.

Anti-corruption: Corruption and bribery undermine social and economic development. OCCL remains committed to fight them. For OCCL, non-compliance with legislation on bribery and corruption could lead to legal and reputational risks, extra costs, inefficiencies in business and debarment from markets. Risk of corruption in our supply chain is managed through stringent processes and controls. Our Compliance Management System aims to ensure adherence to legal regulations and the Company's internal guidelines. One key element in the reduction of compliance violations was compulsory training and workshops.

Integration with sustainability

We understand that conducting business in a sustainable and responsible manner is essential for long-term viability. Therefore, we have integrated sustainability considerations into our business operations. Our belief is that our success is determined by our ability to add value to the environment, society, and economy over the long run.

What our team has to say about responsible environment practices

"As part of our ongoing efforts, we eliminated the use of Light Diesel Oil in production process, resulting in a remarkable reduction of 1.9 Tonnes in CO_2 emissions per unit of installed capacity. This significant environmental achievement not only aligns with our sustainability goals but also showcases our commitment to reduce carbon footprint."

"We have been recognised and awarded by the Quality Circle Forum of India for our environment achievement in Mundra, in addition to being certified for Responsible Care, affirming our commitment to responsible practices."

Sustainability Development Goals

- Scope 1, 2 & 3 GHG emissions reduction targets in year FY 23-24: minimum 5% reduction over FY 22-23
- Number of Customer Health/Safety Issue: 00
- Number of Human Rights issues (including child/forced labour/ Human trafficking) : 00
- Number of incident resulting into lost time injury (LTI) : 00
- Number of whistle blowing instances against ethics, bribery, code of conduct, discrimination, POSH issues etc. : 00
- Number of environmental accidents in plants : 00
- Number of information security incident : 00
- Planning of GHG (Scope 1, 2 & 3) verification by third party by year FY 23-24
- Planning to get SBTI by year FY 23-24
- Planning to get ISO 20400 (Sustainable Procurement) LOC.
- Great place to work award.
- Liquid fuel replaced with clean gaseous fuel at both plants.

Sustainability goals	Base Line	Base Line Year	Target for FY 22-23	Achievement FY 18-19	Achievement FY 19-20	Achievement FY 20-21	Achievement FY 21-22	Achievement FY 22-23	Remark/Action to Achieve Target (Plan & Completed)
Energy consumption in Mkcal/MT FG, Haryana	4.5	2016-2017	3.10	3.5	3.6	3.2	3.2	3.16	1. Installation of roof top solar panels of 858 KWp at Dharuhera & 500 KWp at Mundra 2. Optimisation of electrical power consumption through equipment resizing and rationalising utilities. 3. Reduced fuel consumption through energy recovery projects & energy efficient Sulphur recovery process. 4. Use of low carbon & highly efficient fuels-piped natural gas (PNG) at Dharuhera and Propane in Mundra 5. Using natural light instead of conventional light in plants 6. Action completed to reduce CO_2 emission/power consumption at both plant. E.g. VFD in compressor, TFU relocation, Heat Recovery etc. 7. Installation of a condensing turbine at Dharuhera to generate electricity by using excess steam by Dec 2023
Energy Reduction in Mkcal/MT FG, Gujarat	5.1	2016-2017	4.1	4.4	4.3	4.2	4.3	3.85	
Reduction in GHG (CO_2) emission in MT/MT FG, Haryana (Scope 1+ Scope 2)	1.6	2016-2017	1.1	1.3	1.3	1.1	1.1	0.99	
Reduction in GHG (CO_2) emission in MT/ MT FG, Gujarat (Scope 1+ Scope 2)	3.6	2016-2017	2.10	2.2	2.2	2.1	2.2	2.00	

Sustainability goals	Base Line	Base Line Year	Target for FY 22-23	Achievement FY 18-19	Achievement FY 19-20	Achievement FY 20-21	Achievement FY 21-22	Achievement FY 22-23	Remark/Action to Achieve Target (Plan & Completed)
Renewable/clean fuel % in total Mkcal, Haryana	0	2017-2018	25.00%	24.0%	25.7%	24.4%	21.2%	20.90	1. Installation of roof top solar panels of 858 KWp at Dharuhera & 500 KWp at Mundra 2. Liquid fuel replaced with propane (Mundra) & PNG (Dharuhera) 3. Use of briquette as fuel in boiler at Mundra
Renewable/clean fuel % in total Mkcal, Gujarat	0	2022-2023	15.00%	0	0	0	0	16.20	
Tree plantation (Haryana+Gujarat)	2626	2018-2019	5000	2626	2990	2637	2376	5600	Green area development under progress Tree plantation to be done at nearby location
Health/safety instances raised by customer on account of uses of our product	0	2017-2018	0	0	0	0	0	0	1. 'Best Place to Work' certified 2. Comprehensive organisation policy framework 3. Periodic medical health check-ups 4. Responsible Care Logo 5. Sustainable procurement policy 6. EcoVadis Gold
Ethical (corruption, bribery, COC etc.) issues	0	2017-2018	0	0	0	0	0	0	
Human right (Child labour, discrimination, harassment etc.) violation instances	0	2017-2018	0	0	0	0	0	0	
Information security incidents	0	2017-2018	0	0	0	0	0	0	
Water consumption KL/MT FG Haryana	3.0	2020-21	2.80	2.80	3.10	3.00	3.00	2.25	1. Water regeneration projects at Dharuhera to add 248000 KL/ annum 2. Installation & commissioning Dry cooling tower at Dharuhera 3. Commissioning of ZLD & MEE at Dharuhera 4. Install UF System For Recovery of STP Treated Water at Mundra 5. Replacement of conventional urinal with waterless urinals
Water consumption KL/MT FG Gujarat	6.93	2020-21	6.76	7.58	6.58	6.93	7.03	6.69	
Total hazardous waste generation in MT	413	2022-23	NA	NA	NA	NA	NA	413	1. Sludge recover project to recover 50% sulphur from slude 2. Waste disposal only to Pollution board approved agencies 3. Implementation of 5R (Reduce, Reprocess, Reuse, Recycle and Recover) principles. 4. Use of scrap in construction of HR gallery 5. Use of scrap in construction of scrap yard
Total non hazardous waste generation in MT	1301	2022-23	NA	NA	NA	NA	NA	1301	

People-Product-Process-Profit-Planet: The 5 P's overview

OCCL's 5P's framework provides a sustainable platform for doing business. This structured approach has increased competitiveness throughout market cycles.

01 People

- OCCL is among the world's leading insoluble sulphur specialists
- The company comprises subject matter experts
- It has enhanced resource productivity leading to outperformance
- Its success has been engineered by youthfulness across levels
- It has gained respect as a research-oriented organisation

02 Process

- The company's process innovations have resulted in faster, better and efficient outcomes
- The company actively invested in research
- The company built a Department of Scientific and Industrial Research-approved research facility
- The company had employed a team of R&D professionals
- The company engaged in value engineering that moderated costs

03 Product

- The flagship product Diamond Sulf is among the most respected within the sector
- Few global companies possess the technology to make this product
- The product's focus is on enhancing quality for customers
- The company's products are manufactured around the highest standards (quality and environment)
- The company customises products around demanding technical specifications
- The company has invested in modern research infrastructure and professionals
- The company has initiated technical projects with customers

04 Profit

- The company possesses a strong Diamond Sulf flagship brand with repeat customer engagement
- The company maintained strong receivables control, enhancing working capital efficiency
- The company generated a majority of revenues from multi-year repeat customers

05 Planet

- The company's business was navigated by a defined Environment Policy
- The company 5Rs - recycling, replace, reuse, renewables and reduction – moderated carbon footprint
- The company made significant investments in clean resources and processes
- The company was certified with Responsible Care and EcoVadis Gold

I have worked in two organisations, but the learning opportunities in OCCL have been incomparable. The company has given me a rich exposure. OCCL has given me a chance to interact with people across departments, resulting in a better understanding of functions and their importance within the value chain.

Om Shiv Hare, *Manager, Sales and Marketing*

It has been seven months since I joined OCCL and was surprised to witness friendly interactions between people across departments. The company prioritises employee well-being above everything else; it encourages a work-life balance by giving celebration leaves for birthdays and anniversaries. It takes care of our smallest needs: fruit and healthy snacks are provided through the day; we have a billiards and table tennis table within the premises to unwind.

Ankit Sharma, *Deputy General Manager, Sales and Marketing*

OCCL not only promises career growth; it provides opportunities to learn and grow. I joined as a Deputy Manager in 2018 and was promoted to Manager in 2021. At OCCL, I got the opportunity to expand my domain knowledge by working in projects of various capex sizes. The company considers its talent as an essential part of its growth and has an open-door policy where employees are provided space to communicate their needs.

Avinash Kumar Singh, *Manager, Purchase*

With an average experience of 8 to 10 years, I am proud that the technical skill of my team is second to none. Each member is a seasoned professional and subject matter expert. We promote teamwork. We unite as a group when faced with difficulties, convening around a table to brainstorm ideas and work together to find answers. The management offers an open-door policy and HR policies are employee-centric.

Ravindra Aswale, *Deputy General Manager, Engineering, Mundra plant*

Ours is a 'Great Place To Work' and we are fortunate to have a dynamic team comprising seasoned operators and talented young professionals - the best of both generations. Our main strength lies in an unwavering commitment to a 'customer-first approach' and teamwork. This year, we exceeded our production targets at Mundra, which enhanced savings.

Rahul Gupta, *Senior Manager, Production, Mundra plant*

The processing of sulphur is influenced by ambient temperature, the ideal conditions occurring during the summer. However, at Dharuhera, we encountered an extreme drop in temperature during the winter, the temperature declining to below 5 degrees Celsius where sulphur quality could be affected. To address this challenge, the team designed and implemented process improvements; it oversaw and ensured that the desired sulphur quality was maintained, even in unfavourable weather conditions.

Yashpal Tomar, *Senior Manager, Production, Dharuhera*

When my father-in-law was diagnosed with cancer and I faced financial constraints, the company provided financial assistance.

Khirod Kumar Nayak, Senior Manager, Technical

The Company's canteen facility offers employees quality meals at subsidised rates, which eliminates the need for employees to bring their own food to the plant.

Piyush Mondal, *Senior Research Scientist*

In November 2011, I began my journey at OCCL as a sales executive. Over the years, I have gradually taken on more responsibilities and now oversee the entirety of our supply chain operations at the Mundra plant. Additionally, the company has recognised my potential and is grooming me for a larger role in future. My professional trajectory at OCCL exemplifies the remarkable growth opportunities available within.

Manish Joshi, *Manager, store and warehouse, Mundra plant*

The passion of OCCL

Employees relate their first-hand experiences of working at OCCL

At OCCL, we enjoy an employee friendly culture resulting in increased retention. There are many people working here for more than 25 years. We achieved the highest sales of sulphuric acid round the year which was memorable. My contribution was rewarded: we celebrated with a reception where everybody was applauded. The Company rewarded me with a monetary hike and recognised my work. This will remain a moment to cherish.

Sunil Choudhary, *Marketing Manager, Acid sales*

I joined in November 2022 and the first thing I felt was this was not a new place. I felt that the company belonged to me; I could reach out to the seniors and colleagues for assistance. My peers were also interested to know me and extended help whenever needed. During the closing of the books of accounts, there was a hectic schedule for all employees; the auditors posted extensive queries. I could immediately engage with the seniors for clarifications

Gourang Agarwal, *Manager Finance and Accounts*

While our plant locations typically attract male employees due to their remote location, the company made an exception by hiring the spouse of a paralyzed employee, demonstrating its commitment to employee welfare.

Prakash Kumar, *Senior Manager, Technical and Management System*

In 2016, while commissioning the Unit 3 plant, there was an incident where our products unexpectedly started melting. During equipment inspection, my right hand got caught inside the machine and was severed. The company promptly admitted me to hospital and covered all my treatment expenses. I received a disability compensation of ₹9 Lakh and was provided job security. During my six-month bed rest period, I continued to receive my salary (and increment). OCCL's actions have made me secure and valued; the company has made me feel wanted.

Khushal Kanzariya, *Maintenance Planner*

I embarked on my journey with OCCL in September 2011 as an executive associate and steadily progressed to the position of Deputy Manager. OCCL has played a pivotal role in shaping my career and I am currently pursuing an MBA from Symbiosis, Pune, which has been fully sponsored by the company.

Hasanur Rehman, *Deputy Manager*

When my father-in-law was admitted to the hospital, the management went above and beyond to support me in every possible way. I am proud to say that OCCL is a truly remarkable workplace and was certified as a Great Place to Work organisation in September 2022.

Syed Adeel Ahmed, *Senior General Manager, Human Resources*

I had my marriage anniversary within ten days of my joining. I was working in the office and my wife informed that she has received a beautiful flower bouquet and a greetings card from the office! This was indeed a wonderful experience for me.

Neeraj Jain, *General Manager, Information Technology*

I joined OCCL eight months ago and have had a positive experience as far as gender equality and safety are concerned. I had the opportunity to visit the Mundra and Dharuhera plants, where I was welcomed by employees as if I was part of an extended family!

Shruti Jain, *Senior Manager, HR*

In 2016, when my father-in-law was admitted to hospital, OCCL provided financial assistance, showing genuine care and support. In 2021, when I was looking to purchase a home in Noida, my colleagues helped me find the perfect location. OCCL is not just a company; it is a place where we can openly discuss our personal challenges and find support from within our professional community.

Sudeep Dasgupta, *Deputy General Manager, Technical Services*

Excellence driver

OCCL and Marketing

Overview

OCCL is a major global producer of insoluble sulphur, accounting for approximately 10% of the global market share and around 55% of the Indian market.

The Company is a preferred supplier for 40 leading global tyre brands.

Through a combination of timely delivery, consistent quality and customer proximity, the Company has expanded its scale to become one of the most competitive insoluble sulphur providers. As a result, over 90% of the Company's revenues are derived from customers of five years or more.

During the review period, Europe and India were the two main markets for the Company, representing about 65% of revenues. The Company aims to focus on growing its share of the US, Latin America and Southeast Asian markets.

The Company collaborates with customers to develop specialised products, expand its product range and increase revenues from premium products.

Highlights, FY 22-23

- OCCL reported a revenue growth of 20% despite major economies facing geo political disruptions.
- OCCL added 6 customers to its portfolio.
- OCCL share of value-added products is about 22% of total sales.
- OCCL strengthened its product portfolio and moderate energy costs

The value we deliver to customers

- Inventory management
- Timely delivery
- Customised product
- Product co-development
- Adequate availability
- Superior material quality
- Long-term partnerships
- Business sustainability
- Compelling price-value proposition

Excellence driver

Manufacturing

Overview

OCCL serves the market for tyres and rubber, marked by an ongoing need for enhanced quality. The company's customers possess unique product standards, warranting product customisation.

Throughout the reviewed year, the company emphasises sustainability, quality enhancement, cost reduction, environment and safety measures.

The company's Gold rating was re-affirmed in an evaluation by the reputable international agency EcoVadis. The Indian Chemical Council granted the company the Responsible Care logo for sustainability efforts and credentials, valid till March 2025. The company was recognised with two environmental sustainability awards from customers.

Strengths

OCCL's manufacturing strengths comprise the following:

Knowledge: The Company's proprietary knowledge of insoluble sulphur manufacturing technology allows it to operate without any external technology dependence

Processes: The Company established robust processes characterised by high uptime, productivity and adaptability

Standards: The Company's continuous shopfloor-driven improvements enhanced efficiency, quality, cost economy, asset utilisation and worker productivity.

Supportive culture: The Company's site management and shopfloor competencies translated into continuous improvement.

Engagement: The Company's ongoing engagement with esteemed global faculty members and academic organisations deepened its knowledge of sulphur and applications.

Achievements, FY 22-23

Reduction in fossil fuels consumptions

Reduction carbon footprint

Introduction of futuristic grade of Insoluble Sulphur (Vulcamax)

HSE initiatives

- Various energy-saving projects to reduce GHG emissions
- Greenhouse gas inventory maintained and updated
- 17 SDGs added in suppliers' Code of Conduct to include as a goal (as applicable)
- Materiality analysis conducted by DQS India to identify indicators
- Propane use commenced in Mundra
- Sustainability assessment done for major suppliers

Excellence driver

Cutting-edge research

Overview

OCCL specialises in manufacturing products that influence the performance of tyres and rubber products. The company's superior product enhances the integrity of the end product, minimising scrap rejection.

With the improvement of Indian road conditions and increased customer demand for higher quality, the country's tyre sector transitioned. Tyre brands shifted from conventional cross-ply tyres to radials. This transition required resource suppliers to work with cross-ply tyre manufacturers to improve their product quality.

OCCL responded to this emerging need by modifying products and processes. The company's research team enhanced capabilities, modified processes and showcased its product to global and Indian brands. This helped the company's insoluble sulphur product emerge as the preferred choice the world over.

Over the years, this research capability has been reinforced by a facility that has institutionalised the recruitment of professionals, enhanced research standards and accelerated the development of specialised grades.

Excellence driver

Our talent management

Overview

The investment in experience, knowledge, exposure, delegation, and empowerment strengthens a company's competitive advantage. At OCCL, this commitment to invest in talent catalysed a culture of outperformance, making it possible to commission capacities quicker than the sectorial average, operating facilities at a higher efficiency and reporting relatively lower costs

Our HR policy

At OCCL, the human resource focus is on talent recruitment, renewal and retention. The Company focused on employee development, health and safety

Safety

At OCCL, our focus is employees safety, making it possible for the company to send each employee home as safe as when the employee came to work.

HR-KPI TREND

Performance criteria	Target FY 22-23	Achievement FY 22-23	Achievement FY 21-22	Achievement FY 20-21	Achievement FY19-20	Achievement FY18-19	Remark/Specific plan
Number of incidents resulting into lost time injury (LTI)	0	0	0	0	0	0	We have a comprehensive EHS system with aligned with standards/principles covered under EHS, Responsible Care, TFS etc.
% of employee covered under Mediclaim, Group accidental policy & term plan	100%	100%	100%	100%	100%	100%	OCCL is committed to provide comprehensive health care coverage to all employees irrespective of their level/hierarchy
% of employees trained on health and safety issues	100%	100%	100%	100%	100%	100%	Health & safety training is now part of our culture
Training person hours/person/ annum	16	22	14	5	9	7	We have full fledged calendarised training plan that covers domain, behavioral, EHS, ethics, governance, POSH and information security etc.
Instances where child labour/ forced labour reported inside OCCL premises	0	0	0	0	0	0	It is our stated policy to not to engage child labor in any operation across all our sites
Employee Satisfaction Index (Internal)	90%	93%	88%	92%	93%	92%	OCCL got the Great Place to work certification in FY 22-23
% of employees trained on ethics, anti-bribery & code of conduct	25%	25%	24%	10%	5%	0%	Planned session in every six months for a wider people coverage through an external agency and internally developed trainer

Performance criteria	Target FY 22-23	Achievement FY 22-23	Achievement FY 21-22	Achievement FY 20-21	Achievement FY19-20	Achievement FY18-19	Remark/Specific plan
Number of whistle blowing instances (Against ethics issue, bribery, code of conduct, discrimination, POSH etc.)	0	0	0	0	0	0	Widespread communication to be made. POSH Training conducted and to be repeated
% of eligible employees covered under skill based learning plan (DM & below)	75%	87%	66%	50%	70%	65%	Capability development is a part of the management focus.
% of employees trained on human right issue (Discrimination, harassment, child labour, collective bargaining etc.)	50%	53%	20.41%	10%	5%	0%	More training planned for communicating those issues - if any. Engagement and formal agreement done with NGO to drive the cause related to Child Labour (both in factory set-up and in & around the society.

How we deepened our HSE commitment

Overview

There is a growing focus, the world over on sustainability. The Companies are now deeply aware of environmental flash points such as acute water shortage, rampant consumption of non-renewable resources and alarming pollution. Companies are also understanding the importance of and laying increased emphasis on social well-being, health and safety of all the employees

During the last few years, OCCL deepened its commitment to environment, health and safety standards, graduating employees from a focus on plant operations and maintenance to holistic plant and environment health.

During the year under review, as a validation of this commitment, the Company invested ₹173 Lakh in its HSE function.

Environment

OCCL is compliant with all applicable laws and guidelines regarding environment, occupational health & safety and is committed to exceed these requirements, wherever possible. It has been our continuous endeavor to reduce our carbon foot print, water consumption, waste and reliance on non-renewable resources.

Our commitment to sustainability and environment encompasses all our functions from procurement to supply and also reflect in our relationship with customers, suppliers, neighbours, society and government bodies.

It is our endeavor to be the best-in-class in the segment that we operate. We have, in order to bench mark ourselves, obtained the prestigious EcoVadis gold rating and Responsible Care logo, which are awarded to select companies worldwide.

To ensure effective environmental stewardship, the company has a dedicated team for implementing its EHS (Environment, Health and Safety) goals.

The company celebrates Environment Day by organising week-long activities (tree plantation, training to employees, visitors and community, conducting environment quizzes and hosting competitions engaging employee families).

Our philosophy

At OCCL, we are committed to conduct our business in a responsible, environmentally sound and sustainable manner. We shall ensure compliance with all applicable legal and other requirements to prevent pollution, reduce GHG emission, protect environment, protect biodiversity and to continually improve in environmental management system to enhance environmental performance while manufacturing and marketing our products.

By prioritising environmental considerations, the company aims to ensure that its products are manufactured and marketed in a manner that aligns with its commitment to sustainability. The company recognises the importance of sustainable practices not only for the well-being of the environment but also for long-term business success.

Our environment conservation projects

- Rooftop solar plants: FY 21-22 and FY 22-23
- Liquid fuel replacement with clean fuel (Propane/PNG): FY 21-22 and FY 22-23
- Heat recovery project (reducing fuel consumption): FY 20-21
- Dry cooling tower (reducing water consumption): FY 22-23
- Effluent treatment plant and zero liquid discharge plant: FY 22-23
- Sulphur recovery project (reduce fuel consumption): FY 21-22 and FY 22-23
- Condensate recovery system (reduce water consumption): FY 21-22
- Power and fuel consumption through various projects: FY 21-22 and FY 22-23
- Sludge recovery system (waste reduction): FY 21-22
- Pond adoption to increase ground water level

Reducing our carbon footprint

11%
Energy saving in the last 5 years

23%
Fuel (liquid plus gas) saving in the last 5 years

15%
Reduction in GHG emission in the last 5 years

50%
Waste recovery from sulphur sludge

Our key EHS policies

At OCCL, our business is driven by a complement of policies that have instituted our approach to environmental responsibility.

Sustainability Policy: This comprehensive policy guides all operations and decision-making, directed at enhancing long-term stakeholder value while minimising environment impact.

Environmental Policy: The company developed an Environment Management System (EMS) to prevent, mitigate and control environmental damage caused by its operations or players across its value chain. The EMS includes contingency plans and processes for mitigating environmental deviations.

Occupation health & Safety Policy: The company adopted OH&S management system to ensure safe and healthy working conditions without risk to occupational health & safety of all concerned through a hierarchy of controls, defined in OH&S management system, monitoring, training, participation and consultation.

Enhancing Environmental Responsibility: Material switches

OCCL implemented material switches that moderated our environmental impact.

Clean fuel substitution

Liquid fuel replaced: OCCL transitioned from traditional liquid fuels to cleaner alternatives like propane and piped natural gas (PNG), reducing emissions and helping improve air quality.

Asbestos removal: OCCL eliminated the use of asbestos, a hazardous material, from operations, ensuring the safety and well-being of employees and the environment.

Renewable energy adoption

Shifting electricity load: OCCL partially shifted its electricity load to renewable sources, including the installation of a solar plant, reducing the use of fossil fuel-based electricity and decreasing its carbon footprint.

Alternative fuel

Briquettes as fuel: To reduce a dependence on coal, the company used briquettes as an alternative fuel source. Briquettes made from sustainable biomass materials offer an environmentally friendly option.

Green cover allocation

	Dharuhera	Mundra
Green area	28413 M^2	22540 M^2
Tree and shrubs planted	6044	7618

Water management

OCCL comprises zero liquid discharge plants; all wastewater is recycled and reused. The company implemented advanced technologies such as zero liquid discharge, effluent treatment plant and sewage treatment plant to eliminate effluents discharge. A notable achievement has been the installation of a 'dry cooling tower' at our plant, which resulted in water savings of 240 kiloliters per day (KLD).

Highlights, FY 22-23

- Upgradation of the effluent treatment plant
- Implementation of zero liquid discharge system
- Installation of a dry cooling tower
- Projects for the recharge of the aquifer through the adoption of water bodies in surrounding villages to compensate for its water consumption.
- Reduction of effluent treatment plant load by treating DM plant re-generation effluent through secondary reverse osmosis (RO), with the reject water being utilized for makeup in the cooling tower (40-50 KLD)
- Reduction in water consumption
- Improvement in water quality
- Implemented measures to effectively reduce the levels of chemical oxygen demand and biological oxygen demand.
- Rainwater collection tank made for 100 m3 for its use after treatment in process

Reducing our carbon footprint

240
KLD of water saved

120
KLD of wastewater recycled

25
% savings through wastewater recycling

Power consumption

In-house power generation: The Company is in the process of installing a turbine in order to harness the excess steam generated in the acid plant. This will reduce consumption of power from external sources and maximise waste heat utilisation.

Rationalisation of power: The Company implemented controls to optimise power use in motors, comprising the use of variable frequency drives, making it possible to adjust motor speed and power based on the required output (efficient power use, minimising waste).

Effluents management

Online analyzer: The Company implemented an online analyzer system to continuously monitor effluents quality in real-time. This enables it to proactively identify deviations from regulatory standards and take corrective measures.

Effluent treatment plant upgradation: The Company enhanced wastewater treatment capability through a comprehensive upgradation of its ETP. This included the integration of advanced technologies and processes to improve the efficiency of pollutant removal and treatment effectiveness.

Installation of zero liquid discharge plant: In line with a commitment to responsible water management, the Company installed a ZLD plant, eliminating liquid effluent discharge and ensuring that all wastewater is treated and recycled.

Highlights, FY 22-23

- Applied for CII Award for Excellence in water management
- Gold award from QCFI for waste reduction

Big numbers, FY 22-23

15
% YoY decline in water consumption per MT of the end product

10
% YoY decline in energy consumption per MT of the end product

23
% YoY decline in fuel consumption per MT of the end product

Safety

The Company places utmost importance to safety at the workplace. In order to ensure a safe and healthy work place, the Company ensures that employees are regularly trained, updated in safety practices and best-in-class systems and practices are adopted, audited by external agencies.

Our initiatives

Regular communication: The EHS team provided communication during shop floor meetings and reviews to ensure ongoing awareness and engagement

Visual displays: Visual signages were placed across sections to reinforce safety protocols and guidelines.

Review of PPE usage: The use of personal protective equipment is reviewed during work permit issuance to ensure compliance and promote safe working

Safety committee reviews: The safety committee conducted periodic reviews to ensure compliance and action on unsafe act, unsafe condition, near miss reporting, incident investigation, use of PPE & other concern. Based on reviews, suggestions and actions are implemented across plants.

Annual and half-yearly health checkups: Employees underwent annual and half-yearly health checks to monitor their well-being and detect any potential health issues.

Occupational health centre: The Company commissioned fully equipped occupational health centres with dedicated doctors and round-the-clock nursing facilities at both locations.

Ambulance service: An ambulance service with all necessary facilities and 24-hour well trained driver was made available for any medical emergencies..

Lone worker safety: Alarm systems ensured the safety of lone workers and enabled immediate assistance when needed.

Firefighting system upgradation: The firefighting system, including fire hydrants, extinguishers and water sprinkler systems, were upgraded to enhance responsiveness.

Near miss analysis: Incidents were recorded and analyzed to identify near-misses and implement preventive measures.

Smart Earthing System: A smart earthing system implemented for all flammable materials to prevent any flash or fire.

Level Indicator: Level indicators were implemented for all chemical storage tanks to prevent overflow or leakages

Third-party assessments: Third-party assessments, including HAZOP studies, ergonomic evaluations, industrial hygiene surveys, process safety gap assessments, hazard area classifications, QRA and external safety audits were conducted to address safety concerns.

Health

The Company prioritised the well-being of employees by providing comprehensive healthcare support and insurance coverage.

Occupational health centre: The Company commissioned equipped occupational health centres at both plant locations. Doctors and nursing facilities are available at these centres to address employee healthcare needs

Ambulance service: The Company's ambulance service operates 24/7, ensuring immediate medical assistance in the event of emergencies.

Mutual agreement: The Company entered agreements with hospitals and neighboring industries to mitigate any medical and other emergencies.

Comprehensive insurance coverage: The Company's employees, including blue-collar and white-collar workers, were covered under the comprehensive Mediclaim insurance. This coverage extended to parents, spouse and children. The Company provides group personal accident insurance and term insurance plans to safeguard employees.

Our commitment to safety and sustainability has been recognised through accolades and certifications

- Greentech Safety Award
- Responsible Care logo
- Occupational health and safety certification
- 97% score in Together for Sustainability Audit
- QCFI award (Quality Circle Forum of India)
- EcoVadis Gold Medal

Outlook

To sustain Zero Loss Time Injury status across the plant, reduction in GHG emission, prevent pollution, reduction in water consumption and reduction in waste, the Company will invest in the following priorities:

- Prepare for the British Safety Council - Sword of Honour recognition.
- Verify GHG data (Scope 1, 2 and 3) through third-party verification.
- Implement a science-based target initiative to guide our efforts.
- Pursue ISO 20400 certification to demonstrate our commitment to sustainable practices.
- Adoption on one more pond for working towards positive water.
- Projects for a reduction in energy consumption
- Sustainability initiative trial like substitution of oil & additives
- Employee engagement in sustainability

Our experienced management team

Mr. J. P. Goenka
Promoter & Chairman

55 years of experience, worked across multiple industries, including jute and cotton textiles, wool-tops, industrial explosives, rubber chemicals and engineering products. A graduate from Calcutta University and an industrialist associated with the renowned multi-industry Duncan Group.

Mr. Arvind Goenka
Promoter & Managing Director

Possesses expertise in finance and international marketing and is responsible for long-term goal setting and progress monitoring. A Commerce graduate from Calcutta University with 37 years of experience in managing jute, lubricants and the carbon black business.

Mr. Akshat Goenka
Promoter & Joint Managing Director

Graduate in Economics & International Relations from the University of Pennsylvania, USA, and an alumnus of the Harvard Business School. Led the team that commissions new plants for the manufacture of insoluble sulphur at SEZ Mundra and Dharuhera.

Mr. Anurag Jain
Chief Financial Officer

With the company for 32 years, bringing a wealth of experience and dynamism to financial and commercial operations. Played an active role in the growth and restructuring of the company.

Mr. Vijay Sabbarwal
President (Operations)

IIT graduate heading the operations of the company since 2014. Possesses an extensive experience of over 32 years in industrial sectors including chemicals, FMCG, consumer durables and automobiles, among others

Mr. Muneesh Batta
Vice President (Marketing)

With an M.B.A (International Business) and more than 29 years of experience in the international business. Responsible for the marketing of insoluble sulphur and increasing the global market share of Diamond Sulf.

Management discussion and analysis

Global economy

Overview: The global economic growth was estimated at a slower 3.2% in 2022, compared to 6% in 2021 (which was on a smaller base of 2020 on account of the pandemic effect). The relatively slow global growth of 2022 was marked by the Russian invasion of Ukraine, unprecedented inflation, pandemic-induced slowdown in China, higher interest rates, global liquidity squeeze and quantitative tightening by the US Federal Reserve.

The challenges of 2022 translated into moderated spending, disrupted trade and increased energy costs. Global inflation was 8.7% in 2022, among the highest in decades. US consumer prices increased about 6.5% in 2022, the highest in four decades. The Federal Reserve raised its benchmark interest rate to its highest in 15 years. The result is that the world ended in 2022 concerned that the following year would be slower.

Gross FDI inflows – equity, reinvested earnings and other capital – declined 8.4% to USD55.3 billion in April-December. The decline was even sharper in the case of FDI inflows as equity: these fell 15% to USD36.75 billion between April and December 2022. Global trade expanded by 2.7% in 2022 (expected to slow to 1.7% in 2023).

The S&P GSCI TR (Global benchmark for commodity performance) fell from a peak of 4,319.55 in June 2022 to 3495.76 in December 2022. There was a decline in crude oil, natural gas, coal, lithium, lumber, cobalt, nickel and urea realisations. Brent crude oil dropped from a peak of around USD 120 per barrel in June 2022 to USD 80 per barrel at the end of the calendar year following the enhanced availability of low-cost Russian oil.

Regional growth (%)	2022	2021
World output	3.2	6.1
Advanced economies	2.5	5
Emerging and developing economies	3.8	6.3

Outlook

The global economy is expected to grow 2.8% in 2023, influenced by the ongoing Russia-Ukraine conflict. Concurrently, global inflation is projected to fall marginally to 7%. Despite these challenges, there are positive elements within the global economic landscape. On the positive side, the reopening of China's economy after the waning of the pandemic, the decline in the European energy crisis and robust US consumption outlook (despite high inflation) remains positive. Interestingly, even as the global economy is projected to grow less than 3% for five years, India and China are likely to account for half the global growth in 2023. (Source: IMF).

Indian economy

Overview: Even as the global conflict remained geographically distant from India, ripples comprised increased oil import bills, inflation, cautious government and a sluggish equity market. India's economic growth is at 7.2% in FY 22-23. India emerged as the second fastest-growing G20 economy in FY 22-23. India overtook UK to become the fifth-largest global economy. India surpassed China to become the world's most populous nation (Source: IMF, World Bank)

Growth of the Indian economy

Regional growth (%)	FY 20	FY 21	FY 22	FY23
Real GDP growth(%)	3.7	-6.6%	8.7	7.2

Growth of the Indian economy quarter by quarter, FY 22-23

Regional growth (%)	Q1FY23	Q2FY23	Q3FY23	Q4FY23
Real GDP growth(%)	13.1	6.3	4.4	6.1

(Source: Budget FY24; Economy Projections, RBI projections)

India's auto industry grew 21% in FY 22-23; passenger vehicle (UVs, cars and vans) retail sales touched a record 3.9 million units in FY 22-23, crossing 3.2 million units in FY19. The commercial vehicles segment grew by 33%. Two-wheeler sales fell to a seven-year low; the three-wheeler category grew by 84%.

As India's domestic demand remained steady amidst a global slowdown, import growth in FY 22-23 was estimated at 16.5% to USD714 billion as against USD613 billion in FY 21-22. India's merchandise exports were up 6% to USD447 billion in FY 22-23. India's total exports (merchandise and services) in FY 22-23 grew 14% to a record of USD775 billion in FY 22-23 and is expected to touch USD900 billion in FY 23-24. Till Q3 FY 22-23, India's current account deficit, a crucial indicator of the country's balance of payments position, decreased to USD18.2 billion or 2.2% of GDP. India's fiscal deficit was estimated in nominal terms at ~ ₹17.55 Lakh Crore and 6.4% of GDP for the year ending 31st March, 2023. (Source: Ministry of Trade & Commerce)

India's headline foreign direct investment (FDI) numbers rose from USD74.01 billion in 2021 to a record USD84.8 billion in FY 21-22, a 14% Y-o-Y increase, till Q3 FY 22-23. India recorded a robust USD36.75 billion of FDI. In FY 22-23, the government was estimated to have addressed 77% of its disinvestment target (₹50,000 Crore against a target of ₹65,000 Crore).

India's foreign exchange reserves which had witnessed three consecutive years of growth, experienced a decline of approximately USD70 billion in 2022, primarily influenced by rising inflation and interest rates. Starting from USD606.47 billion on 1st April, 2022, reserves decreased to USD578.44 billion by 31st March, 2023. The Indian currency also weakened during this period, with the exchange rate weakening from ₹75.91 to a US dollar to ₹82.34 by 31st March, 2023, driven by a stronger dollar and increasing current account deficit. Despite these factors, India continued to attract investable capital.

The country's retail inflation, measured by the consumer price index (CPI), eased to 5.66% in March 2023. Inflation data on the Wholesale Price Index, WPI (calculates the overall price of goods before retail) eased to 1.3% during the period. In 2022, CPI hit its highest of 7.79% in April; WPI reached its highest of 15.88% in May 2022. By the close of the year under review, inflation had begun trending down and in April 2023 declined below 5%, its lowest in months.

India's total industrial output for FY 22-23, as measured by the Index of Industrial Production or IIP, grew 5.1% year-on-year as against a growth of 11.4% in FY 21-22.

India moved up in the Ease of Doing Business (EoDB) rankings from 100th in 2017 to 63rd in 2022. As of March 2023, India's unemployment rate was 7.8%.

Per capita income almost doubled in nine years to ₹1,72,000 during the year under review, a rise of 15.8% over the previous year. India's GDP per capita was 2,320 USD (March 2023), close to the magic figure of USD2500 when consumption spikes across countries. Despite headline inflation, private consumption in India witnessed continued momentum and was estimated to have grown 7.3% in FY 22-23.

Outlook

India is expected to grow around 6-6.5% (as per various sources) in FY 23-24, catalysed in no small measure by the government's 35% capital expenditure growth by the government. The growth could also be driven by broad-based credit expansion, better capacity utilisation and improving trade deficit. Headline and core inflation could trend down. Private sector investments could revive.

India's production-linked incentive appears to catalyse the downstream sectors.

Broad-based credit growth, improving capacity utilisation, government's thrust capital spending and infrastructure should bolster investment activity. According to our surveys, manufacturing, services and infrastructure sector firms are optimistic about the business outlook. The downside risks are protracted geopolitical tensions, tightening global financial conditions and slowing external demand.

Union Budget FY 23-24 provisions

The Budget FY 22-23 sought to lay the foundation for the future of the Indian economy through projects like PM GatiShakti, inclusive development, productivity enhancement & investment, sunrise opportunities, energy transition and Climate Action, as well as Financing of Investments. The capital expenditure of the Indian government expanded 35.4% from ₹5.54 Lakh Crore to ₹7.50 Lakh Crore. An announcement of nearly ₹20,000 Crore was made for the PM Gati Shakti National Master Plan to catalyse the infrastructure sector. An expansion of 25,000 km was initiated for the national highways network. An outlay of ₹1.97 Lakh Crore was announced for the production linked incentive scheme.

Global specialty chemicals industry review

The global chemicals market is projected to grow from USD 4,700.13 Billion in 2022 to USD 5,079.29 Billion in 2023 at an 8.1% CAGR, marked by extensive product research, development and innovation. Furthermore, the market is characterised by the production of higher value and low quantity chemicals that have a significant impact on the performance of the end product. The global specialty chemicals market size was estimated at USD 836.94 billion in 2022 and is expected to reach USD 1151.32 billion by 2030, growing at a CAGR of 4.1% from 2022 to 2030. The Asia Pacific specialty chemicals market accounted for a revenue share of more than 48.6% in 2022. The market is expected to grow at a CAGR of 3.8% by 2030 in the Middle East and African region.

Global supply chains are increasingly looking for stable sourcing arrangements outside of China in order to reduce their dependence on a single country. India is becoming a more significant player in the global supply chain, characterised by its scalable and competitive manufacturing ecosystem, strong compliance framework and efforts to strengthen its Environmental, Social and Governance (ESG) infrastructure. As a result, Indian companies with core research and development expertise, scalability and the ability to offer products at competitive costs have the potential to grow significantly.

(Source: Globenewswire, Finance. Yahoo, Finshiksha. com, precedence research.com)

Global insoluble sulphur industry review

Insoluble sulphur is the preferred agent for vulcanisation in the tyre industry. It prevents the scorching of bin, blooming of rubber and ensures uniform dispersion. The global insoluble sulphur market is expected to grow at a CAGR of 4.0% by 2028. Rise in demand for insoluble rubber in various applications in the rubber industry is expected to drive the global insoluble sulphur market in the near future. With the increase in on-road vehicles, the demand for tyre replacements has risen, strengthening the market for insoluble sulphur.

(Source: Imcopolymer, PrecedenceResearch)

Indian specialty chemicals industry review

The specialty chemicals industry in India experienced robust growth, a significant segment within the overall chemicals and petrochemicals market. The Indian specialty chemicals industry is expected to grow 11-12% to reach an estimated USD 64 billion by 2025.

India's specialty chemicals industry accounts for 4% of the global market share, while China dominates with a share of 26%. However, India's specialty chemicals sector is expected to experience rapid growth, outpacing that in China, Japan and the rest of the world in percentage terms on the back of demand from diverse end/user sectors and favorable government policies. India's share of the specialty chemicals industry is likely to increase from 4% to 6% by 2026. The construction chemical market of India was valued at USD 1,617.8 million in 2023 and is projected to grow at a CAGR of 13.1% to USD 5,541.8 by 2023.

(Source: KPMG, futuremarketinsights.com)

Tyre market growth

In 2022, the global demand for tyres stood at USD 314,070 million. Over the period of 2023-2028, the demand is expected to grow at a Compound Annual Growth Rate (CAGR) of 6.3%, reaching USD 453,130 million by 2028.

Market Research Future (MRFR) has reported that the market is expected to grow at a CAGR of 10.8% by 2030. An anticipated rise in demand in the Asian market is poised to drive growth in the global tyre industry. This growth will be fueled by the region's competitive production costs, as well as a shift towards using more synthetic rubber content in tires to reduce dependence on natural rubber.

Furthermore, the radial tire segment is experiencing rapid growth due to its many benefits, including reduced fuel consumption, lower transverse slip, improved power transfer, increased vehicle efficiency, and decreased ground damage.

(Source: Expert Market Research, Globenewswire.Com)

2.2%

Growth in global insoluble sulphur market, 2022

(Source: prnewswire)

The global tyre industry

Tyre production (Million units)

Year	2006	2011	2016	2022	2028 (E)
Production (Million units)	1,431	1,691	1,788	2,321.3	2,741.2

(Source: expertmarketresearch.com, IMARC group)

Natural rubber consumption by the tyre industry ('000 Tonnes)

Year	FY 18-19	FY 19-20	FY 20-21	FY 21-22
Consumption ('000 Tonnes)	864,022	756,265	780,588	904,574

(Source: statista.com)

Insoluble sulphur demand ('000 Tonnes)

Year	Quantity demanded in ('000 Tonnes)
2006	178
2011	227
2012	228
2013	236
2014	250

Year	Quantity demanded in ('000 Tonnes)
2015	264
2016	258
2021	280
2030	420 (E)

(Source: expertmarketresearch.com, IMARC group, chemanalyst.com)

Indian tyre industry and growth drivers

Growing automobile industry: Indian automobile industry is the fourth largest in the world and is expected to become the third largest by 2026. The total vehicle sales stood at 2,11,20,441 units in the FY 22-23. The sales of commercial vehicles grew 32.88% in the FY 22-23 (Source: fortuneindia,auto.economictimes, deccanherald.com, livemint.com, trucks. tractorjunction.com)

Rising incomes: India's GDP growth stood at 7.2% in FY 22-23. The per capita income of India was estimated at ₹1.72 Lakh in FY 22-23 as against ₹1.50 Lakh in FY 21-22. Rising levels of income could result in increased consumption. (Source: Business Standard, economictimes. indiatimes, deccanherald)

Radialisation of commercial vehicle tyres: More and more consumers are choosing radial tyres over other options because of their ability to consume less fuel and provide increased longevity.

Safety awareness: Growing awareness in India makes it imperative to produce safer world-class tyres. The tyre customers have turned increasingly demanding and are prompting producers to work with credible suppliers of insoluble sulphur.

Competition: The tyre industry's intense competition is compelling companies to introduce superior products to the market.

Increasing roads and highways: India has the second largest road network in the world with a span of 6.3 Million Km. More than 64.5% of the goods in the country are transported through roads, while 90% of the total passenger traffic uses the road network for travel.

Road freight movement is estimated to increase, strengthening the offtake of commercial vehicles. (Source: IBEF.org)

Increase in tyre exports: The international trend of shifting production out of China, combined with a competitive and conducive environment is making India a preferred global supplier of tyres.

Government initiatives

PCPIR policy

The creation of the Petroleum, Chemicals and Petrochemicals Investment Region (PCPIR) was aimed at attracting a total investment of USD 142 billion by 2025, USD 213 billion by 2030 and USD 284 billion by 2035 in the petroleum, chemical and petrochemical sectors.

Chemicals Promotion and Development Scheme (CPDS)

The Chemicals Promotion and Development Scheme aims to support the growth and development of the chemical industry, with a particular focus on specialty chemicals such as dye and dye intermediates.

Public procurement policy

The Make in India initiative mandates that procuring entities comply with local content criteria for a group of chemicals. The minimum local content requirement for these chemicals will gradually increase until FY 24-25.

2034 Vision for the Chemicals sector

The government has announced the development of a vision 2034 blueprint aimed at exploring opportunities to enhance domestic production, reduce imports and attract investments in the sector.

(Source: assets.kpmg)

Opportunities and threats

Opportunities

• Tyre production is shifting to eco-friendly and lighter variants that could increase the proportion of insoluble sulphur per tyre.

• Increased radialisation of commercial vehicle tyres

• India is swiftly becoming a hub of tyre exports, especially with global manufacturers seeking to broad base purchases away from China.

Threats

• The Free Trade Agreement of India (FTA) with other countries could have an important impact on domestic industries as there are higher concessions on the customs duty of finished tyres (though India imposed an anti-dumping duty on tyre imports from China).

• Chinese manufacturers of insoluble sulphur are also targeting export markets due to higher unutilised capacities.

• Impact on margins of a spike in commodity and freight costs

Outlook

Domestic demand for tyres is anticipated to grow at 6-8% in FY 23-24. The global demand for insoluble sulphur is projected to grow at around 5.29% between 2021 and 2030. In India, the demand of insoluble sulphur is estimated at 24000 MTPA and is expected to grow on account of increasing radial and high performance and safety tyres growth.

(Source: Economic Times, Entrepreneurindia. co,technavio, Knnindia.co.in)

Sulphuric acid and oleum

The sulphuric acid is also known as 'oil of vitriol', a corrosive mineral acid, finds wide use in the chemical industry (in fertilisers, detergents and batteries). This helps catalyse and dehydrate petrochemical process and organic chemical manufacture. India is one of the largest consumers of sulphuric acid in the world. India is one of the highest consumer and net importer of Sulphuric Acid. The demand of acid in India is expected to grow on back of fetiliser production.

Despite significant capacity additions and future expansion plans, the growth in demand in the north-west market of India is projected to be subdued.

(Source: Indianinfoline.com)

Financial overview

Analysis of the profit and loss statement

Revenues: Revenues from operations registered a 20% growth from ₹38,778.76 Lakh in FY 21-22 to ₹46,485.72 Lakh in FY 22-23. This included Investment Income of ₹777.98 Lakh in FY 22-23 against ₹962.69 Lakh in FY 21-22.

Margins: EBITDA for the year was ₹9,825.94 Lakh as against ₹8,600.34 Lakh in FY 21-22. EBITDA margin of the Company remained stable at 21% from 22% in FY 21-22. The net profit of the Company was ₹4,370.76 Lakh in FY 22-23 compared to ₹3,994.74 Lakh in FY 21-22. There is a marginal decrease in net profit over sales due to the increase in input costs.

Analysis of the Balance Sheet

Sources of funds: The capital employed by the Company increased to ₹71,122 Lakh as on 31st March, 2023 from ₹68,944 Lakh as on 31st March, 2022 owing to internal accruals.

The net worth of the Company increased by 7% to ₹59,368 Lakh as on 31st March, 2023 from ₹55,709 Lakh as on 31st March, 2022. Long-term debt of the Company Including current maturities was ₹10, 409.74 Lakh as on 31st March, 2023 as compared to ₹13,611.52 Lakh as on 31st March, 2022. The long-term debt-equity ratio of the Company stood at 0.18 in FY 22-23 compared to 0.24 in FY 21-22 and total Debt-Equity ratio (including working capital borrowings) of the Company stood at 0.27 in FY 22-23 compared to 0.33 in FY 21-22.

Applications of funds: Fixed assets (gross) of the Company increased from ₹67,902 Lakh as on 31st March, 2022 to ₹68,692 Lakh as on 31st March, 2023, including capital work in progress for expansion.

Working capital management

Total Current Assets of the Company remained stable at ₹25,587 Lakh as on 31st March, 2022 to ₹25,485 Lakh as on 31st March, 2023. Current Assets included current investment and cash and bank balance of ₹10,851 Lakh in FY 22-23 compared to ₹10,266 Lakh in FY 21-22.

Inventories, including raw materials, work-in-progress and finished goods, among others, remained stable at ₹5,991 Lakh on 31st March, 2023 from ₹5,887 Lakh as on 31st March, 2022. Trade receivables as at 31st March, 2023 were ₹7,558 Lakh compared to ₹8,076 Lakh as at 31st March, 2022

Key ratios and numbers

Particulars	FY 21-22	FY 22-23
EBITDA/Turnover(%)	22	21
Debtors/Turnover	4.86	5.85
Inventory/Turnover	2.72	3.02
Interest coverage ratio	7.73	5.48
Debt-equity ratio	0.33	0.27
Current ratio	1.81	2.02
Net profit margin (%)	10.14	9.35
Book value per share (₹)	557.64	594.27
Earnings per share (₹)	39.99	43.75
Return on net worth (%)	7.2	7.4

Risks management framework

The Company has a Risk Management Committee to monitor likely risks to the business and a mitigation strategy.

The Company follows a defined and exhaustive risk management process that is integrated with its operations. Risk, that is the manifestation of business uncertainty affecting corporate performance and prospects, is an integral part of business. This enables the Company to identify, categorise and prioritise operational, financial and strategic business risks. To address the identified risks, the Company continues to spend significant time, effort and human resources to manage and mitigate such risks.

Risk management initiatives

Economy risk:
A sustained economic slowdown could affect in the demand for insoluble sulphur.

Mitigation: The Indian economy grew by 7.2% in FY 22-23 compared to a growth of 8.4% in FY 21-22. The global sulphur market is predicted to experience growth in the upcoming years due to the expected outperformance of Asia, particularly in India, which will increase the demand for insoluble sulphur.

Measure: The Company has established steady relationships with major tyre companies across the world, which improves the predictability of its revenue.

Debt service risk
Inability to service debt on schedule could have a negative impact on the Company's credit rating.

Mitigation: The Company follows a conservative policy related to leverage

Measure: The Company's gearing stood at 0.27 as on 31st March, 2023, which is better than from 0.33 in FY 21-22.

Employee risk:
Disrupted industrial harmony may affect the retention of employees. The Company may be in a risk of underperformance due to the insufficient training and development of employees.

Mitigation: The Company has taken measures to promote harmony within the Company through the introduction of policies that govern recruitment, training, empowerment, job satisfaction, and remuneration. In addition, the Company ensures that the skill sets of employees remain relevant and up-to-date through regular training to meet the evolving needs of the Company. To this end, the Company has implemented training programs that equips employees with new skills, preparing them for higher responsibilities and enabling them to meet the changing requirements of the Company.

Measure: The Company's employee strength stood at 427 as on 31st March, 2023, while the retention stood at 86%.

Product acceptance risk
The highly competitive market may result in the Company's inconsistent product quality.

Mitigation: The Company has successfully obtained certifications from the biggest tyre manufacturers across the world, resulting in a significant transformation.

Internal control systems and their adequacy

The Company has adequate internal control systems, which includes internal financial controls, the efficacy of which is continuously monitored and updated when required internally. The internal Auditors monitor the compliance of the same.

The Company's internal control system ensures that assets are safeguarded, established regulations are complied with and pending issues are addressed promptly. The Audit Committee reviews reports presented by the internal auditors on a routine basis. The committee makes note of the audit observations and takes corrective actions, if necessary. It maintains constant dialogue with statutory and internal auditors to ensure that internal control systems are operating effectively.

Human resources

The Company employed 427 officers and workmen as on 31st March, 2023. Increase in the value of human capital through the development of individual and collective competencies helped the Company stay in step with market developments and requirements. The Company has a policy to regularly run programs and projects on skill development and upgradation of employee competence. Programmes of knowledge sharing were conducted; employees are encouraged to attend external programs as required to enhance their perspective of emerging standards. A number of innovative ideas received from employees were implemented, resulting in productivity, cost optimisation and enhanced quality.

Cautionary statement

This statement made in this section describes the Company's objectives, projections, expectation and estimations which may be 'forward looking statements' within the meaning of applicable Securities Laws and Regulations. Forward looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised by the Company. Actual results could differ materially from those expressed in the statements or implied due to the influence of external factors which are beyond the control of the Company. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of any subsequent development, information or events.

ORIENTAL CARBON & CHEMICALS LIMITED

Corporate Identity Number (CIN) – L24297GJ1978PLC133845
Regd. Off.: Plot No. 30-33, Survey No. 77, Nishant Park, Nana Kapaya, Mundra, Kachchh, Gujarat-370415
Email: investorfeedback@occlindia.com; Website: www.occlindia.com

NOTICE

NOTICE is hereby given that the **Forty Third Annual General Meeting of Oriental Carbon & Chemicals Limited will be held on Thursday, July 27, 2023 at 10.30 a.m.** IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, the Audited Consolidated Financial Statements of the Company for the said financial year and the Reports of the Board of Directors and Auditors thereon.
2. To confirm the interim dividend paid during the year and to declare final dividend for the financial year ended March 31, 2023.

SPECIAL BUSINESS:

3. Retirement of Mr. Jagdish Prasad Goenka (DIN: 00136782), Director

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

   "RESOLVED THAT Mr. Jagdish Prasad Goenka (DIN: 00136782), Chairman of the Board, a Director liable to retire by rotation, who does not offer himself for re-appointment, be not re-appointed as a Director of the Company and the vacancy so created on the Board of Directors of the Company, be not filled."

4. Ratification of Cost Auditor's remuneration

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

   "RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the consent of the Company be and is hereby accorded for ratification of remuneration amounting to ₹1,40,000/- (Rupees One Lakh forty thousand only) to be paid to M/s. J K Kabra & Co., the Cost Auditors appointed by the Board of Directors of the Company ('the Board') for the Financial Year ending March 31, 2024.

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

5. Re-appointment of Mr. Arvind Goenka (DIN: 00135653) as Managing Director of the Company

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

   "RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("the Rules") (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and the Articles of Association of the Company and subject to such other approvals/permissions, as may be required and upon the recommendation of the Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Arvind Goenka (DIN: 00135653) as the Managing Director of the Company for a tenure of one year with effect from October 01, 2023 and revision of his remuneration from April 01, 2023 as set out in the Explanatory Statement attached to the Notice.

   RESOLVED FURTHER THAT Mr. Arvind Goenka, Managing Director shall be entitled to receive remuneration including salary, perquisites, incentives and other allowances/ benefits upto the limits as approved by the members by way of this resolution, as minimum remuneration for the period from April 01, 2023 to September 30, 2024, notwithstanding that such remuneration, along with the remuneration, if any, received by him from the Company's subsidiary(ies), exceed the limit specified under Section 197 of the Companies Act, 2013 read with, Schedule V thereto and limits mentioned in Regulation 17 of SEBI Listing Regulations in the event of inadequacy or absence of profits during the said period, calculated in accordance with the applicable provisions of the Companies Act, 2013.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable, including power to sub-delegate, in order to give effect to this resolution."

6. Re-appointment of Mr. Akshat Goenka (DIN: 07131982) as a Whole Time Director designated as the Joint Managing Director of the Company

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

   "RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("the Rules") (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and the Articles of Association of the Company and subject to such other approvals/permissions, as may be required and upon the recommendation of the Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Akshat Goenka (DIN: 07131982) as a Whole Time Director designated as the Joint Managing Director of the Company for a tenure of one year with effect from June 01, 2023 and revision of his remuneration from April 01, 2023 as set out in the Explanatory Statement attached to the Notice.

   RESOLVED FURTHER THAT Mr. Akshat Goenka, Joint Managing Director shall be entitled to receive remuneration including salary, perquisites, incentives and other allowances/ benefits upto the limits as approved by the members by way of this resolution, as minimum remuneration for the period from April 01, 2023 to May 31, 2024, notwithstanding that such remuneration along with the remuneration, if any, received by him from the Company's subsidiary(ies), exceed the limit specified under Section 197 of the Companies Act, 2013 read with, Schedule V thereto and limits mentioned in Regulation 17 of SEBI Listing Regulations in the event of inadequacy or absence of profits during the said period, calculated in accordance with the applicable provisions of the Companies Act, 2013.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate in order to give effect to this resolution."

Registered Office:
Plot No. 30-33, Survey No. 77
Nishant Park, Nana Kapaya
Mundra, Kachchh
Gujarat - 370415

Place: Noida
Date: May 19, 2023

By order of the Board

Pranab Kumar Maity
Company Secretary & GM-Legal
Membership No. A20606

Notes:

1. **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013,** which sets out details of material facts relating to the Special businesses to be transacted at this Annual General Meeting (AGM), is annexed hereto.
2. Ministry of Corporate Affairs ("MCA"), vide General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022 and 11/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022 and December 28, 2022 respectively (collectively referred to as "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR /P/2020/79 dated May 12, 2020, SEBI/HO/CFDCMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as 'SEBI Circulars') has permitted to hold AGM through Video Conferencing (VC) or Other Audio Visual means (OAVM).
3. In compliance with applicable provisions of the Companies Act, 2013 ("the Act") read with the aforesaid MCA Circulars, SEBI Circulars and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the 43rd AGM of the Company is being held through VC / OAVM and no physical presence of members, directors, auditors and other eligible persons shall be required for this meeting.

4. Notice of 43rd AGM and the Annual Report financial statements (including Board's report, Auditor's report or other documents required to be attached therewith) for the financial year 2022-23, are being sent only through email to the members whose name appear in the register of members/depositories as at closing hours of business June 30, 2023 on their registered email id with the company and no physical copy of the same would be dispatched. Members may note that the 43rd Integrated Annual Report containing Notice, Financial statements and other documents are available on the website of BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com) where the Company's shares are listed and is also available on the website of the Company (www.occlindia.com). The physical copy of the Notice along with Annual Report shall be made available to the Member(s) who request for the same in writing to the Company.

5. The Company has engaged the services of Link Intime India Private Limited (LIIPL) for providing facility for voting through remote e-voting, participation in the AGM through VC / OAVM facility and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained at **Note No. 29** below.

6. The members can join the AGM through VC/OAVM mode between 30 minutes before and 30 minutes after the scheduled time of the commencement of the AGM by following the procedure mentioned in the notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on a first-come, first-served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the chairpersons of the audit committee, nomination and remuneration committee, stakeholder relationship committee, auditors, etc., who are allowed to attend the AGM without restriction on a first-come, first-served basis.

7. Since the meeting is being conducted through VC/OAVM, Members will not be able to appoint proxies for the meeting and no Route Map is annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

   Body Corporates who intends to authorise representatives to participate and vote on their behalf in the meeting to be held through VC/OAVM are requested to send, in advance, a duly certified copy of the board resolution/ letter of authority/power of attorney to the Scrutiniser by e-mail to pawan.sarawagi@gmail.com and to the Company at investorfeedback@occlindia.com through its registered E-mail Address.

8. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013 and hence no attendance slip is attached to the notice.

9. A recorded transcript of the meeting shall be uploaded on the website of the Company and the same shall also be maintained in the safe custody of the Company. The registered office of the company shall be deemed to be the place of meeting for the purpose of recording the minutes of the proceedings of this AGM.

10. The Securities and Exchange Board of India (SEBI) has mandated the submission of a permanent account number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit PAN details to their depository participants, with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the registrar and share transfer agent, LIIPL. Members may register their PAN themselves with the RTA through the link: https://web.linkintime.co.in/KYC-downloads.html

11. Members are requested to contact the company's registrar & share transfer agent, M/s. Link Intime India Private Limited ("LIIPL"), contact person Mr. Kuntal Mustafi [Phone: (033) 40049728/40731698, Email ID: kolkata@linkintime.co.in], if they have any queries or for redressal of their complaints, contact Mr. Pranab Kumar Maity, Company Secretary & GM-Legal of the Company, at the Corporate Office of the Company [Phone: (0120) 2446850; Email: investorfeedback@occlindia.com]

12. In terms of section 152 of the Companies Act 2013 and the Articles of Association of the Company, Mr. Jagdish Prasad Goenka (DIN: 00136782) is due to retire by rotation at this meeting. However, he has not offered himself for re-appointment. Further, the five years term of Mr. Arvind Goenka as Managing Director and Mr. Akshat Goenka as Joint Managing Director will be expiring on September 30, 2023 and May 31, 2023 respectively and the Directors are seeking re-appointment at the ensuing Annual General Meeting. Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Secretarial Standard 2 (SS-2), the details of Mr. Arvind Goenka, Managing Director and Mr. Akshat Goenka, Joint Managing Director, are provided in the 'Explanatory Statement' annexed to this Notice. The Directors seeking re-appointment have furnished the requisite declaration for the re-appointment.

13. Any member desirous of receiving any information/ clarification on Financial Statements or operations of the Company is requested to forward his/her queries to the Share Department of the Company at the Registered Office at least 10 working days prior to AGM, so that required information can be made available at the AGM specifying his/her name along with Demat account details.

14. The Register of Members and the Share Transfer Books of the Company will remain closed from July 21, 2023 to July 27, 2023 (both days inclusive).

15. An Interim dividend @70% (i.e. ₹7/- per equity shares) was declared at the meeting of the Board of Directors of the Company held on November 07, 2022 to those members whose names appeared on the Company's Register of Members, or appeared as beneficial owners at the close of business on November 18, 2022 (Record Date) and same was paid on and from November 28, 2022.

    The Final Dividend as recommended by the Board of Directors, if approved at the meeting shall be credited/ dispatched on or before August 03, 2023 to those members whose names appear on the Company's register of members on July 20, 2023 or their mandates. In respect of the shares in electric form, the dividend will be payable on the basis of ownership as per details furnished by National Securities Depository Limited and Central Depository Services (India) Ltd. for this purpose.

16. Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 read with the relevant circulars and amendments thereto ("IEPF Rules") the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education Protection Fund (IEPF), constituted by the Central Government. During 2022-23, the unclaimed dividend amount of ₹13,20,897/- and ₹7,58,382/- towards the unpaid dividend account of the Company for the financial year 2014-15 (Final Dividend) and 2015-16 (Interim Dividend) was transferred to Investor Education and Protection Fund. The said amount had remained unclaimed for seven years, despite reminder letters having been sent to each of the members concerned.

17. The Final Dividend for the financial year ended March 31, 2016 and Interim Dividend for the financial year ended March 31, 2017, which remains unpaid or unclaimed, will be due for transfer to IEPF on August 27, 2023 and December 15, 2023 respectively.

    The Company has been sending reminders to those members having unpaid/unclaimed dividends before transfer of such dividend(s) to IEPF. The details of the unpaid/unclaimed dividend are also uploaded as per the requirements, on the Company's website www.occlindia.com.

    Pursuant to provision of Section 124(6) of the Companies Act, 2013 read with Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to Investor Education Protection Fund.

    Members, who have not encashed their dividend warrants for the above mention dividends are requested to lodge their claims with the Company.

18. To support the 'Green Initiative', the Members are requested to register their email addresses with the Company or Registrar and Share Transfer Agents of the Company to investorfeedback@occlindia.com or kolkata@linkintime.co.in or with the Depositories for receiving all communication, including Annual Report, Notices and Documents through e-mail instead of physical copy.

19. Non-resident Indian Members are requested to inform Company's Registrar and Share Transfer Agent, Link Intime India Pvt. Limited, immediately of:

    a) Change of their residential status on return to India for permanent settlement.

    b) Particulars of their bank account maintained in India with Complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

20. Pursuant to Finance Act 2020, dividend income is taxable in the hands of shareholders w.e.f. April 01, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/ LIIPL (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).

    A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to investorfeedback@occlindia.com or kolkata@linkintime.co.in or they can login to the portal of LIIPL, i.e. www.linkintime.co.in and upload necessary tax exemption declaration after choosing OCCL name from the drop down menu under Investor Services/Tax Exemption Registration. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to investorfeedback@occlindia.com or kolkata@linkintime.co.in. or they can login to the portal of LIIPL, i.e. www.linkintime.co.in and upload necessary tax exemption declaration after choosing OCCL name from the drop down menu under Investor Services/Tax Exemption Registration.

The aforesaid declarations and documents need to be submitted by the shareholders by 11.59 p.m. IST on July 20, 2023.

21. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/CIR/2022/8 dated January 25, 2022, has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/ folios; and Transposition. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company or Company's Registrars and Transfer Agents, Link Intime India Pvt. Limited for assistance in this regard.

22. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4. For Transmission cases shareholders are requested to submit Form ISR-5 as specified vide SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated May 18, 2022. Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/electronic form to get inherent benefits of dematerialization and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI.

23. As per the provisions of Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Rules made thereunder, the facility for making the nomination, cancellation or variation of the nomination is available to the members holding the shares in physical form. Members desirous of making nominations are requested to send their requests in Form SH.13. Further, SEBI vide its Circular dated November 03, 2021 has mandated to furnish Form ISR-3 for opting out of Nomination by physical shareholders in case the shareholder do not wish to register for the Nomination.

24. Relevant documents referred to in the accompanying notice or explanation statement are open for inspection by the members at the AGM through the electronic facility and such documents will also be available for inspection in physical or electronic form at the registered office on all working days, except Saturdays, from 11:00 a.m. to 1:00 p.m. up to the date of the AGM.

25. The register of directors and key managerial personnel and their shareholding, maintained under Section 170; the register of contracts or arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013 read with rules issued thereunder; and all other documents referred to in the accompanying notice will be available for inspection by the members in electronic mode at the commencement of the meeting and shall remain open and accessible to the members during the continuance of the meeting upon log-in to the LIIPL e-voting system at https://instavote.linkintime.co.in.

26. The Board has appointed Mr. Pawan Kumar Sarawagi (Membership No. FCS 3381), of M/s. P Sarawagi & Associates, Company Secretaries, Kolkata as the Scrutiniser to scrutinise the remote e-voting process and voting process at AGM in a fair and transparent manner.

27. The Scrutiniser shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

28. The Results declared along with the Scrutiniser's Report shall be placed on the Company's website www.occlindia.com and on the website of LIIPL immediately after the result is declared by the Chairman; and results shall also be communicated to the Stock Exchanges.

29. **Instructions for remote e-voting and joining the Annual General Meeting are as follows:**

The remote voting period begins on July 23, 2023, at 9:00 a.m. and ends on July 26, 2023, at 5:00 p.m. During this period, members of the company, holding shares either in physical form or in dematerialised form as of the cut-off date of Thursday, July 20, 2023, may cast their vote electronically. The remote e-voting module shall be disabled by LIIPL for voting thereafter. A person who is not a member as of the cut-off date should treat this notice for informational purposes only.

Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of the Listing Regulations, listed entities are required to provide remote e-voting facilities to their shareholders in respect of all shareholder resolutions. However, it has been observed that the participation of the public, non-institutional shareholders, and retail shareholders is at a negligible level.

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

To increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting for all the demat account holders, by way of a single login credential through their demat accounts or the websites of depositories or depository participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby not only facilitating seamless authentication but also enhancing the ease and convenience of participating in the e-voting process.

- **The login method for individual shareholders holding securities in demat mode is given below:**

i. Individual Shareholders holding securities in demat mode with NSDL.

a. Existing IDeAS users can visit the e-Services website of NSDL; https://eservices.nsdl.com either on a personal computer or on a mobile device. 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 the e-voting page. Click on the company name or e-voting service provider name, i.e., LINKINTIME, and you will be redirected to the "InstaVote" website for casting your vote during the remote e-voting period.

b. If you are not registered for IDeAS e-Services, the 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

c. Visit the e-voting website of the NSDL. Open a web browser by typing the following URL: https://www.e-voting.nsdl.com/ either on a personal computer or on a mobile device. Once the home page of the e-voting system is launched, click on the icon "Login," which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your user ID (i.e., your sixteen-digit demat account number held with NSDL), password or OTP, and a verification code as shown on the screen. After successful authentication, you will be redirected to the NSDL depository site, where you can see the e-voting page. Click on the company name or e-voting service provider name, i.e., LINKINTIME, and you will be redirected to the "InstaVote" website for casting your vote during the remote e-voting period.

ii. Individual Shareholders holding securities in demat mode with CDSL

a. Users who have opted for the CDSL Easi or Easiest facility can login using their existing user ID and password. The option will be made available to reach the e-voting page without any further authentication. Users wishing to login to Easi / Easiest are requested to visit the CDSL website at www.cdslindia.com, click on the login icon and the new system My Easi tab, and then use their existing Easi / Easiest username and password.

b. After successful login, the Easi or Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by the company. On clicking the e-voting option, the user will be able to see the e-voting page of the e-voting service provider, i.e., LINKINTIME, for casting your vote during the remote e-voting period or joining a virtual meeting and voting during the meeting. Additionally, there are also links provided to access the systems of all e-voting service providers, so that the user can visit the e-voting service providers' websites directly.

c. If the user is not registered for Easi or Easiest, the option to register is available at the CDSL website, www.cdslindia.com. and click on login and the New System Myeasi Tab, and then click on the registration option.

d. Alternatively, the user can directly access the e-voting page by providing the demat account number and PAN number from an e-voting link available on the cdslindia.com home page. The system will authenticate the user by sending an OTP to the registered mobile and email as recorded in the demat account. After successful authentication, the user will be able to see the e-voting option where the e-voting is in progress and also be able to directly access the systems of all e-voting service providers.

iii. 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 or CDSL for the e-voting facility. After a successful login, you will be able to see the e-voting option. Once you click on the e-voting option, you will be redirected to the NSDL/CDSL Depository site after successful authentication, where you can see the e-voting feature. Click on the company name or e-voting service provider name, i.e., Link Intime, and you will be redirected to the e-voting service provider's website for casting your vote during the remote e-voting period.

- **The login method for individual shareholders holding securities in physical form non-individual shareholders holding securities in demat mode are listed below:**

Individual shareholders of the company holding shares in physical form or non-individual shareholders holding securities in demat mode as of the cut-off date for e-voting may register for the e-voting facility of Link Intime as follows:

i. Open the internet browser and launch the URL: https://instavote.linkintime.co.in

ii. Click on "**Sign Up**" under '**SHARE HOLDER**' tab and register with your following details:

A. **User ID:** Shareholders holding shares in physical form shall provide the event number and folio number registered with the company. Shareholders holding shares in an NSDL demat account shall provide an 8-character DP ID followed by an 8-digit client ID; shareholders holding shares in a CDSL demat account shall provide a 16-digit beneficiary ID.

B. **PAN:** Enter your 10-digit permanent account number (PAN). Shareholders who have not updated their PAN with the depository participant (DP) or company, may use the sequence number provided to them, if applicable.

C. **DOB/DOI:** Enter the date of birth (DOB) or date of incorporation (DOI) (as recorded with your DP or Company in DD/MM/YYYY format) .

D. **Bank Account Number:** Enter your bank account number (last four digits), as recorded with your DP/company.

*Shareholders holding shares in physical form but who have not recorded the details as mentioned in 'C' and 'D' above, shall provide their folio number in 'D' above.

*Shareholders holding shares in NSDL form, shall provide 'D' above.

- Set the password of your choice (the password should contain a minimum of 8 characters, at least one special character (@!#$&*), at least one numeral, at least one alphabet, and at least one capital letter).
- Click "confirm" (your password is now generated).

i. Click on 'Login' under 'SHARE HOLDER' tab.

ii. Enter your user id, password, and image verification (CAPTCHA) code and click on 'Submit.'

- **Cast your vote electronically:**

i. After a successful login, you will be able to see the notification for e-voting. Select the 'View' icon.

ii. The e-voting page will appear.

iii. Refer to the resolution description and cast your vote by selecting your desired option, "Favour or Against." (If you wish to view the entire resolution details, click on the 'View Resolution' file link.)

iv. After selecting the desired option, i.e., favour or against, click on 'Submit.' A confirmation box will be displayed. If you wish to confirm your vote, click 'Yes' else to change your vote, click on 'No' and accordingly modify your vote.

- **Guidelines for Institutional shareholders:**

Institutional shareholders (i.e., other than individuals, HUFs, NRIs, etc.) and custodians are required to log on to the e-voting system of LIIPL at https://instavote.linkintime.co.in and register themselves as 'Custodian, Mutual Fund, or Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution, authority letter/power of attorney, etc., together with an attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian, Mutual Fund, or Corporate Body' login for the scrutiniser to verify the same.

- **Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request to enotices@linkintime.co.in or by contacting Tel: 022 – 4918 6000.

- **Helpdesk for Individual Shareholders holding securities in demat mode:**

Individual shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through the depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual shareholders holding securities in demat mode with NSDL	Email: e-voting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Email: helpdesk.e-voting@cdslindia.com or contact at toll free no. 1800 22 55 33

- **Individual Shareholders holding securities in Physical mode has forgotten the password:**

If an individual shareholder holding securities in physical mode has forgotten the user ID [Login ID] or password or both then the shareholder can use the "Forgot Password" option available on the e-voting website of Link Intime: https://instavote.linkintime.co.in

o Click on 'Login' under 'SHARE HOLDER' tab and further click 'forgot password?'

o Enter user ID, select mode, and enter image verification code (CAPTCHA). Click on

"SUBMIT".

In case shareholders is having valid email address, password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the security question and answer, PAN, DOB/DOI, bank account number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for shareholders holding shares in physical form (i.e. share Certificate): Your User ID is event no + folio number registered with the company.

- **Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Shareholders who are unable to retrieve user ID/ password are advised to use forget user ID and forget password option available at abovementioned depository/ depository participant's website.

- ➢ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ➢ For members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

- **Process and manner for attending the Annual General Meeting through InStaMeet:**

Open the internet browser and launch the URL: https://instameet.linkintime.co.in and click on "Login"

- ➢ Select the **"Company"** and **'Event Date'** and register with your following details: -

i. **Demat Account No. or Folio No:** Enter your 16-digit demat account no. or folio no

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 digit beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 character DP ID followed by 8 digit client ID**
- Shareholders/ members holding shares in **physical form shall provide folio number registered with the company.**

ii. **PAN:** Enter 10-digit permanent account number (PAN) (Members who have not updated their PAN with the depository participant (DP)/company shall use the sequence number provided by the Company/RTA)

iii. **Mobile No.:** Enter your registered mobile number.

iv. **Email ID:** Enter your email id, as recorded with your DP/company.

➢ Click "Go to Meeting" (You are now registered for InStaMeet and your attendance is marked for the meeting).

- **Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InStaMeet:**

i. Shareholders who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id and mobile number at investorfeedback@occlindia.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/ folio number, email id and mobile number at investorfeedback@occlindia.com. These queries will be replied to by the company suitably by email.

ii. Those shareholders who have registered themselves as a speaker will be allowed to express their views/ ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time.

iii. Shareholders will get confirmation of registration as speaker on first cum first served basis depending upon the limitation of number of maximum speakers.

iv. Shareholders will receive "speaker serial number" from LIIPL once they mark attendance for the meeting.

v. Other shareholders who do not get registered as speaker, may ask questions to the panelist, via active chat-board during the meeting.

vi. Please remember speaker serial number and start your conversation with panelist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number of the speaker for speaking.

- **Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InStaMeet:**

Once the electronic voting is activated by the scrutiniser during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

i. On the Shareholders VC page, click on the link for e-voting "Cast your vote"

ii. Enter your 16 digit demat account no. / folio no. and OTP (received on the registered mobile number/ registered email Id) received during registration for InStaMeet and click on 'Submit'.

iii. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

iv. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

v. After selecting the appropriate option i.e. favour/ against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.

vi. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

vii. Members, who will be present in the annual general meeting through InStaMeet facility and have not casted their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting facility during the meeting. Members who have voted through remote e-voting prior to the annual general meeting will be eligible to attend and participate in the annual general meeting through InStaMeet. However, they will not be eligible to vote again during the meeting.

viii. Members are encouraged to join the meeting through their PC/tablets/ laptops connected through broadband for a better experience.

ix. Members are required to use internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

x. Please note that members connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience audio/visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

xi. In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on Tel. No.: 022-49186175.

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

As required under Section 102 of the Companies Act, 2013 the following Explanatory Statement sets out all material facts relating to the Special Business as mentioned in Item Nos. 3, 4, 5 and 6 of the accompanying Notice dated May 19, 2023.

Item No. 3

In terms of section 152 of the Companies Act 2013 and the Articles of Association of the Company, Mr. Jagdish Prasad Goenka (DIN-00136782) , Chairman and Director of the Company, is due to retire by rotation at this meeting. However, he has not offered himself for re-election due to other commitments, resulting in a vacancy on the Board. The Directors place on record the valuable guidance, support and advice extended by him during his long tenure with the Company.

The composition of the Board after retirement of Mr. Goenka will continue to be in accordance with the provisions of the Companies Act, 2013 & SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board has decided, subject to approval of members, not to fill-up the vacancy so created by retirement of Mr. Jagdish Prasad Goenka. The Board recommends the resolution, as set out in Item No. 3 of the Notice, for approval by the Members as an Ordinary Resolution.

None of the Directors or key managerial personnel of the Company or their relatives is / are, in any way concerned or interested, financially or otherwise, in the said resolution.

Item No. 4

The Board of Directors of the Company on recommendation of the Audit Committee, has approved the appointment of the Cost Auditor to conduct the audit of cost records relating to the chemicals manufacture at Dharuhera for the financial year ending March 31, 2024 at a remuneration of ₹1,40,000/- plus applicable tax and reimbursement of actual out of pocket expenses. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the Company is required to get the remuneration payable to the Cost Auditor ratified by the Members of the Company. The Board recommends the resolution set out in Item No. 4 of the Notice, for the approval of the Members of the Company as an Ordinary Resolution.

None of the Directors or key managerial personnel of the Company or their relatives is / are, in any way concerned or interested, financially or otherwise, in the said resolution.

Item No. 5 and 6

Mr. Arvind Goenka [DIN: 00135653] was, re-appointed as the Managing Director and Mr. Akshat Goenka [DIN: 07131982] was re-appointed as a Whole time Director designated as the Joint Managing Director of the Company at the 38th Annual General Meeting of the Company for a period of five years commencing from October 01, 2018 and June 01, 2018, respectively.

The five-year term of Mr. Arvind Goenka as the Managing Director and Mr. Akshat Goenka as the Joint Managing Director will be expiring on September 30, 2023 and May 31, 2023 respectively.

Pursuant to the provisions of Section 178 of the Companies Act, 2013, the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V to the Companies Act, 2013 and the Nomination and Remuneration Policy of the Company, the Nomination and Remuneration Committee, the Audit Committee and the Board of Directors at their respective meeting held on May 19, 2023, had recommended the re-appointment of Mr. Arvind Goenka [DIN: 00135653] as the Managing Director and Mr. Akshat Goenka as the Joint Managing Director for a further period of one year w.e.f. October 01, 2023 and June 01, 2023 respectively and revision of their remuneration effective from April 01, 2023 subject to the approval of the Members of the Company.

While approving the remuneration, the Nomination and Remuneration Committee considered various parameters which, inter alia, includes, the scale of operations of the Company and increased involvement of executive directors for the overall growth of the Company especially in respect of streamlining the production capacities, product quality, exploring new domestic and overseas markets, deeper penetration of existing markets and enhancing brand value through various initiatives etc. with a view to ensure objectivity in determining the remuneration package as well as maintaining a balance between interest of the Company and its shareholders.

The revision in remuneration was made with the view to make the same commensurate with their efforts given to and involvement in the Company by way of increasing monthly payment so as to maintain a regular distribution of cash flow.

Both the Directors are neither disqualified from being re-appointed as a Director in terms of Section 164(2) of the Companies Act, 2013 ("Act") nor debarred from holding the office of director by virtue of any order by the Securities and Exchange Board of India or any other such authority and has given all the necessary declarations, consents and confirmation in this regard..

Mr. Arvind Goenka [DIN: 00135653] and Mr. Akshat Goenka [DIN: 07131982] are related parties as per Section 2(76)(i) of the Companies Act, 2013. As per Section 177(4)(iv) of the Companies Act, 2013, modification of transaction by the Company with related parties requires approval of the Audit Committee and accordingly, the Audit Committee at its meeting held on May 19, 2023, discussed, approved and recommended the same for the approval of the Board.

Pursuant to provisions of Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, the above said re-appointment and revision of remuneration requires approval of the Members, hence these Resolutions.

In the event of absence of profits or inadequacy of profits during the respective period of their re-appointment, the remuneration, salary, perquisites, incentives and other allowances/benefits as proposed, shall continue to be paid to them as minimum remuneration, notwithstanding that such remuneration along with the remuneration, if any, received by them from the Company's subsidiary(ies), exceed the limit specified under Section 197 of the Companies Act 2013 read with Schedule V thereto and limits mentioned in Regulation 17 of SEBI Listing Regulations.

Accordingly, the resolutions set out in Item Nos. 5 and 6 of the Notice are recommended for approval of the Members by way of Special Resolutions.

Except Mr. Jagdish Prasad Goenka, Mr. Arvind Goenka and Mr. Akshat Goenka and their relatives, to the extent of their shareholdings in the Company, none of the Directors / Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the resolutions set out in Item Nos. 5 and 6 of the Notice.

The documents mentioned in the resolutions shall be made available for inspection, electronically by the Members of the Company, on a virtual platform and in physical form at the Registered Office of the Company, during 11 A.M. to 1 P.M. on any working day, except Saturdays, up to the date of the Annual General Meeting.

The details of Director(s) whose remuneration is proposed to be revised and seeking re-appointment, are provided below:

Table I:

Name of Director	Mr. Arvind Goenka	Mr. Akshat Goenka
Designation	Managing Director	Joint Managing Director
DIN	00135653	07131982
Date of Birth (Age)	June 05, 1962 (60 Years)	September 27, 1987 (35 Years)
Qualifications	B Com (Hons)	Graduate in Economics and International Relations
Terms and conditions of reappointment	Reappointed for one-year w.e.f. October 01, 2023	Reappointed for one-year w.e.f. June 01, 2023
Number of meetings of the Board attended during the financial year 2022-23	4 out of 4 meetings in FY 2022-23	4 out of 4 meetings in FY 2022-23
Chairman/members of the Committee of the Board of Directors of the Company	**Chairman:** Nil **Member:** Stakeholders Relationship Committee CSR Committee Operational & Finance Committee	**Chairman:** Nil **Member:** Audit Committee Stakeholders Relationship Committee Risk Management Committee Operational & Finance Committee
Directorship held in Other Company	Duncan Engineering Limited Asahi Songwon Colors Limited Duncan International (India) Ltd Dynamic Success Projects Private Limited OCCL Limited	Duncan Engineering Limited Disciplined Investments Ltd. Haldia Investment Co Limited Cosmopolitan Investments Limited OCCL Limited
Committee position held in others	**Chairman:** Nil **Member**: Nomination and remuneration committee of Duncan Engineering Limited.	**Chairman:** Nil **Member:** Stakeholders Relationship Committee of Duncan Engineering Limited.
Relationship with other Directors	Mr. JP Goenka (Father) and Mr. Akshat Goenka (Son)	Mr. JP Goenka (Grandfather) and Mr. Arvind Goenka (Father)
Date of first appointment on the Board	May 21, 1986	May 14, 2015
No. of equity shares held in the Company	1,07,500	1,00,000

Table II:

I. GENERAL INFORMATION:

1.	Nature of industry	The Company is engaged in the business of manufacturing of Chemical Products.
2.	Date or expected date of commencement of commercial production	The Company is in the business of manufacturing of Chemical Products since 1978.
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
4.	Financial performance based on given indicators	**FY 2022-23:** Revenue from Operations: ₹46,485.72 Lakh; Profit Before Tax: ₹5,748.92 Lakh; Profit After Tax: ₹4,370.76 Lakh **FY 2021-22:** Revenue from Operations: ₹38,778.76 Lakh; Profit Before Tax: ₹5,484.37 Lakh; Profit After Tax: ₹3,994.74 Lakh **FY 2020-21:** Revenue from Operations: ₹34,218.11 Lakh; Profit Before Tax: ₹9,664.90 Lakh; Profit After Tax: ₹7,500.18 Lakh
5.	Foreign investments or collaborations, if any.	The Company has not made any foreign direct investments or collaborations.

II. INFORMATION ABOUT THE APPOINTEE:

1.	Background details	Mr. Arvind Goenka is an Industrialist hailing from the renowned family of (Late) Sir Badridas Goenka of the Industrial Group popularly known as House of Duncans. Mr. Goenka commands rich experience of over 37 years in managing and/ or looking after Industries of diverse business Interests such as jute and cotton textiles, rubber chemicals and industrial engineering products meant for sophisticated applications. With expertise and hands on experience in finance and international marketing, he is responsible for the long-term goal setting of the Company and monitoring the progress of the Company thereto.	Mr. Akshat Goenka is a Graduate in Economics and International Relations from University of Pennsylvania, USA, an Ivy League Institution. He is also an alumnus of Harvard Business School. He played a key role in setting up Plant of the Company for manufacturing Insoluble Sulphur at SEZ Mundra, Gujarat and expansion at Dharuhera, Haryana. Over the years, he has also contributed immensely in developing an organizational culture that contributes to furthering the Company's commitment to its core values and stimulates continuous improvements.
2.	Expertise in specific functional area	Company Management, Global Marketing, Strategy and Planning, Risk and compliance oversight, Critical and Innovative thoughts, Regulatory Compliance and Governance and Finance and Accounts.	Global Marketing, Strategy and Planning, Risk and compliance oversight, Critical and Innovative thoughts, spearheading new projects and Finance and Accounts.
3.	Qualifications	B Com (Hons)	Graduate in Economics and International Relations
4.	Past remuneration	FY 2022-23: Salary: ₹77.88 Lakh Commission: ₹58.64 Lakh Contribution to Provident Fund: ₹9.35 Lakh Perquisites and other allowances: ₹98.12 Lakh	FY 2022-23: Salary: ₹70.56 Lakh Commission: ₹58.64 Lakh Contribution to Provident Fund: ₹8.47 Lakh Perquisites and other allowances: ₹89.41 Lakh
5.	Recognition or awards	Not Applicable	Not Applicable
6.	Job profile and his suitability	Considering his deep knowledge of all aspects relating to the Company's and industries affairs and long business experience in running the Company, the Board of Directors is of the opinion that the services of Mr. Arvind Goenka should be available to the Company.	Mr. Akshat Goenka has a deep understanding of the management of the affairs of the Company and considering his strong academic background and rich industry experience, the Board of Directors is of the opinion that the services of Mr. Akshat Goenka should be available to the Company.
7.	Remuneration proposed w.e.f. 01.04.2023	FY 2023-24: Salary and Perquisites: ₹194.02 Lakh Commission: 1% of the Profit Before Tax as per the standalone financial statements of the Company Provident Fund, Gratuity & Leave Encashment: As per the rules of the Company	FY 2023-24: Salary and Perquisites: ₹176.70 Lakh Commission: 1% of the Profit Before Tax as per the standalone financial statements of the Company Provident Fund, Gratuity & Leave Encashment: As per the rules of the Company
8.	Comparative remuneration profile with respect to industry, size of the company, profile of the position, and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Mr. Arvind Goenka has rich industry experience and vast experience in Management. Considering his experience and the specific company profile, the proposed remuneration is in line with the industry levels and that of comparatively placed Companies in India.	Mr. Akshat Goenka has rich industry experience in the management of the affairs of the Company. Considering his experience and the specific company profile, the proposed remuneration is in line with the industry levels and that of comparatively placed Companies in India.
9.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other directors, if any.	Mr. Arvind Goenka is the son of Mr. Jagdish Prasad Goenka, Non-Executive Director & Chairperson of the Company and the father of Mr. Akshat Goenka, Joint Managing Director of the Company.	Mr. Akshat Goenka is son of Mr. Arvind Goenka, Managing Director and the Grandson of Jagdish Prasad Goenka, Non-Executive Director & Chairperson of the Company.

III. OTHER INFORMATION:

1.	Reasons of loss or inadequate profits	The Company is passing a Special Resolution pursuant to the provisions of Section 197 of the Companies Act, 2013, and as a matter of abundant precaution.
2.	Steps taken or proposed to be taken for improvement	The Company continues to take necessary steps to improve its future performance.
3.	Expected increase in productivity and profits in measurable terms	The management has taken concrete steps to improve overall business growth and profitability. However, the actual outcome shall depend upon the prevailing global and local economic and geo political situation.

Registered Office:
Plot No. 30-33, Survey No. 77
Nishant Park, Nana Kapaya
Mundra, Kachchh
Gujarat - 370415

Place: Noida
Date: May 19, 2023

By order of the Board

Pranab Kumar Maity
Company Secretary & GM-Legal
Membership No. A20606

Directors' Report

To The Members

Your Directors are pleased to present the 43rd Annual Report along with the Audited Annual Financial Statements (including Audited Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2023.

SUMMARY OF FINANCIAL RESULTS

(₹ in Lakh)

Particulars	For the Year ended 31.03.2023	For the Year ended 31.03.2022
Net Sales/Income from Operations	46,485.72	38,778.76
Other Income	259.35	770.12
Total Revenue	**46,745.07**	**39,548.88**
Profit/(Loss) Before Taxation	5,748.92	5,484.37
Provision for Taxation *	(1,378.16)	(1,489.63)
Profit/(Loss) after Taxation	**4,370.76**	**3,994.74**
Other Comprehensive Income/(loss)(Net of Tax)	686.99	157.70
Amount Available for Appropriation	56,197.63	53,567.10
Appropriation:		
Interim Dividend on Equity Shares	699.31	699.31
Final Dividend for Previous Year	699.31	999.01
Balance Carried to Balance Sheet	54,799.01	51,868.78

* Including ₹3,76.87 Lakhs Deferred Tax (Previous year ₹5,37.94 Lakh).

OPERATIONS

Insoluble Sulphur

Revenue from the operations of the Company registered a 20% growth (20% in Insoluble Sulphur) over the previous year which was mainly due to higher sales realisations on the back of higher input costs, including freight, during the year. Operating profit Increased by 14% over previous year. Sales volume remained flat during the year.

Though Domestic market of Insoluble Sulphur grew marginally, Export sales were adversely affected, mainly in Europe, due to Russia -Ukraine war and its economic repercussions in the region.

Sulphuric Acid & Oleum

Sales volume during FY 22-23 was higher than the previous year by about 29% after capacity addition. Though realization per metric ton was marginally higher than the previous year, margins were lower due to high raw material cost and new capacity addition in the region.

FUTURE PROSPECTS

Insoluble Sulphur

India emerged as the second fastest-growing G20 economy in FY 2022-23, The demand is expected to further pick up in the FY23-24 on account of recovery in Auto and Tyre market in India. The demand in Europe which is the second largest market for your Company has been sluggish due to the Russian-Ukraine war. The resultant energy crisis and economic disruption further led tyre companies to cut down production. This slowdown in Europe is expected to continue and may affect sales in H1 of FY 23-24 also. The other factor which might have adverse impact on demand is if recession occurs in other major economies such as USA.

After much volatility in FY22-23, raw material prices are now stabilizing. Freight rates have fallen sharply and have reached pre-covid levels, these factors will help the competitiveness of your Company while selling in various parts of the world.

Apart from growth in the domestic market, business from new geographies and customers should help ramp up sales in the second half of the year.

Sulphuric Acid & Oleum

Contributions are expected to be under pressure going forward due to increased production capacities in the region and further capacities expected to be added during the year.

CREDIT RATING

During the year under review, the Company received credit ratings from ICRA Limited. The Rating Committee of ICRA Limited, after due consideration, re-affirmed the short-term rating of [ICRA]A1+ (pronounced ICRA A one plus) and a long-term rating of [ICRA]AA- (pronounced ICRA Double A minus). The Rating has been placed under watch with developing implications.

SUBSIDIARY, ASSOCIATES AND JOINT VENTURES

Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, statement containing salient features of standalone financial statements of subsidiaries in Form AOC-1 is attached to the Financial Statements in a separate section and forms part of this Report. The Company has no Associate or Joint Venture Company. The separate audited accounts of the Subsidiary Companies are available on the website of the Company www.occlindia.com. Brief details of the performance of the subsidiaries of the Company are given below:

The subsidiary, Duncan Engineering Limited, registered a gross turnover of ₹7,158.13 Lakh during the current Financial Year against ₹5,637.74 Lakh during FY 2021-22. The Subsidiary reported a profit after tax of ₹990.35 Lakh (Previous Year Profit ₹624.47 Lakh).

During the year under review, the Company incorporated a wholly owned subsidiary namely OCCL Limited on April 25, 2022 to carry on the business and manufacturing sale and purchases of all types of chemical products. The subsidiary has not started its operations during the Financial Year ended March 31, 2023.

In accordance with the third proviso of Section 136(1) of the Companies Act, 2013, the Annual Report of the Company, containing therein its Standalone and the Consolidated Financial Statements would be placed on the website of the Company. Further, as per provisions of the said Section, audited Annual Accounts of subsidiary companies would also be placed on the website of the Company at www.occlindia.com. Shareholders interested in obtaining a copy of the Annual Accounts of the subsidiary companies may write to the Company Secretary at the Company's corporate office or may drop a mail at investorfeedback@occlindia.com.

The Company does not have any material unlisted subsidiary in the immediately preceding accounting year. However, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI has made it mandatory for all listed companies to formulate a policy for determining 'material' subsidiaries. Accordingly, a policy on 'material' subsidiaries was formulated by the Audit Committee of the Board of Directors and same is also posted on the website of the Company and may be accessed at https://s3-ap-south-1.amazonaws.com/occl-web/wp-content/uploads/2022/07/Policy-on-Material-Subsidiaries.pdf.

CONSOLIDATED FINANCIAL STATEMENTS

Pursuant to Section 129(3) of the Companies Act, 2013, the Consolidated Financial Statements of the Company prepared in accordance with the Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and Indian Accounting Standard 110 on Consolidated Financial Statements are provided in the Annual Report.

RESERVES

Your Directors do not propose to transfer any amount to the General reserves and entire amount of profit for the year forms part of the 'Retained Earnings'.

DIVIDEND

Your Directors recommended a Final Dividend of ₹7/- per share on the Company's 99,90,092 equity shares of ₹10/- each (70%) for the Financial Year 2022-23, in its meeting held on May 19, 2023. The Final dividend on equity shares, if declared as above, would entail a total outflow of ₹699.31 Lakh. The Dividend payment is subject to approval of Shareholders in the ensuing Annual General Meeting. With this the total dividend for the year, including interim dividend of ₹7/- per share (70%) already paid, comes to ₹14/- per share (140%). The dividend payout is in accordance with the dividend distribution policy of the Company. The dividend distribution policy of the Company can be accessed at https://s3-ap-south-1.amazonaws.com/occl-web/wp-content/uploads/2021/08/OCCL_Dividend-Distribution-Policy.pdf.

SCHEME OF ARRANGEMENT

The Board of Directors at their meeting held on May 24, 2022 had approved a scheme of arrangement between Oriental Carbon & Chemicals Limited and OCCL Limited ('a Wholly Owned Subsidiary of the Company'), whereby the Chemical business of Oriental Carbon & Chemicals Limited would be demerged into OCCL Limited and the Company will continue with its investment and other businesses, subsidiary and other assets with effect from the Effective Date.

The Scheme was approved by the shareholders and unsecured creditors of the Company by requisite majority at their meetings held on April 27, 2023 and May 02, 2023 respectively. The Secured Creditors have already given their consent to the Scheme. On receipt of the approval of the shareholders and unsecured creditors, the Company has filed requisite application with the Hon'ble National Company Law Tribunal ('NCLT'), Ahmedabad Bench with the prayer to sanction the Scheme. As of the date of approval of the financial statements by the Board, the said Scheme is awaiting approval from the NCLT.

MATERIAL CHANGES

During the year under review, the Registered Office of the Company was shifted from the State of West Bengal to the State of Gujarat. Consequently, the Corporate Identification Number of the Company changed to L24297GJ1978PLC133845.

There have been no other material changes and commitments affecting the financial position of the Company since the close of financial year ended March 31, 2023 and to the date of this report. Further, it is hereby confirmed that there has been no change in the nature of business of the Company.

DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL

In accordance with the provisions of Section 152 of the Companies Act, 2013, and the Article of Association of the Company, Mr. Jagdish Prasad Goenka (DIN:00136782), Director and Chairman of the Board is due to retire by rotation at the forthcoming Annual General Meeting. He has not offered himself for reappointment and it is not proposed to appoint anyone to the vacancy so created.

During the year, Ms. Kiran Sahdev (DIN:06718968) Non-Executive Nominee Director (LIC of India) has stepped down from the Board of the Company on account of personal reason with effect from September 08, 2022. As per the representation received from LIC of India, the Company has appointed Mr. Sanjay Verma as a Non-Executive Nominee Director w.e.f. November 07, 2022.

The Board placed on record its appreciation for the guidance given, contribution made and valuable services rendered by Mr. Jagdish Prasad Goenka and Ms. Kiran Sahdev during their tenure of Directorship in the Company.

The Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on May 19, 2023 have recommended for the re-appointment of Mr. Arvind Goenka [DIN: 00135653] as Managing Director and Mr. Akshat Goenka [DIN: 07131982] as Joint Managing Director of the Company for a tenure of one year, from October 01, 2023 and June 01, 2023, respectively, subject to approval of the members in the ensuing Annual General Meeting.

Their detailed profile is provided in the Explanatory statement to the Notice of the Annual General Meeting of the Company.

None of the Directors of your Company is disqualified under the provisions of Section 164(2)(a)&(b) of the Companies Act, 2013 and a certificate dated May 19, 2023 received from Company Secretary in Practice certifying that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Companies by SEBI/Ministry of Corporate Affairs or any such statutory authority is annexed to the Corporate Governance Report.

The details of Key Managerial Personnel of the Company as per the provisions of Sec 203 of the Companies Act, 2013 are as follows:

a) Mr. Arvind Goenka, Managing Director
b) Mr. Akshat Goenka, Jt. Managing Director
c) Mr. Anurag Jain, Chief Financial Officer
d) Mr. Pranab Kumar Maity, Company Secretary

During the financial year 2022-23, there was no change in the Key Managerial Personnel of the Company.

Mr. Akshat Goenka, Joint Managing Director of the Company who is also serving as Managing Director of Duncan Engineering Limited, the Subsidiary of the Company received ₹0.12 Lakh as remuneration and ₹66.92 Lakh as commission from the Subsidiary Company during the year 2022-23.

SEPARATE MEETING OF INDEPENDENT DIRECTORS

Details of the separate meeting of Independent Directors held in terms of Schedule IV of the Act and Regulation 25(3) of the Listing Regulations are given in the Corporate Governance Report.

SHARE CAPITAL

During the year under review, there was no change in the share Capital of the Company. The issued, subscribed and paid-up share capital of your Company as on March 31, 2023 remain at ₹9,99,00,920/- (Rupees Nine crore ninety-nine Lakh nine hundred twenty only) divided into 99,90,092 (Ninety-nine Lakh ninety thousand ninety-two) equity shares of the face value of ₹10/- (Rupees Ten Only) each.

MEETINGS OF THE BOARD

During the year four Board Meetings were convened and held on May 24, 2022, July 29, 2022, November 07, 2022 and February 08, 2023. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. The details of Board Meetings with regard to dates and attendance of each Directors have been provided in the Corporate Governance Report.

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Regulation 25(3) & (4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Directors at their meeting held on February 08, 2023 have evaluated the Performance of Non-Independent Directors, Chairperson of the Company after considering the views of the Executive and Non-Executive Directors, Board as a whole and assessed the quality, quantity and timeliness of flow of information between the Company's Management and the Board. The Nomination and Remuneration Committee has also carried out an evaluation of the performance of every Director of the Company. Based on evaluation made by the Independent Directors and the Nomination and Remuneration Committee and by way of individual and collective feedback from the Non-Independent Directors, the Board has carried out the Annual Performance Evaluation of the Directors individually as well as evaluation of the working of the Board as a whole and Committees of the Board. The manner in which the evaluation has been carried out is explained in the Corporate Governance Report.

The Independent Directors are regularly updated on industry & market trends, plant process, and operational performance of the Company etc. through presentations in this regard. They are also periodically kept aware of the latest developments in Corporate Governance, their duties as directors and relevant laws.

AUDIT COMMITTEE

As on March 31, 2023, the Audit Committee of the Board of Directors of the Company consists of two Non-Executive Independent Directors and one promoter Director with Mr. Om Prakash Dubey as Chairman, Mr. Suman Jyoti Khaitan and Mr. Akshat Goenka, Joint Managing Director as Member. The Company Secretary is the Secretary of the Committee. The Chief Financial Officer and Auditors are permanent invitees to the committee meetings. The Committee met 4 (four) times during the year on May 24, 2022, July 29, 2022, November 07, 2022 and February 08, 2023.

The Committee, inter alia, reviews the financial statements before they are placed before the Board, Internal Control System and Reports of Internal Auditors and Compliance of various Regulations. The brief terms of reference of the Committee and the details of the Committee meetings are provided in the Corporate Governance Report.

Your Company has a well-structured Internal Audit System commensurate with its size and operations. During the year there were no instances where the Board had not accepted the recommendations of the Audit Committee.

NOMINATION AND REMUNERATION COMMITTEE

As on March 31, 2023, the Nomination and Remuneration Committee consists of three Non-Executive Independent Directors with Mr. Om Prakash Dubey as Chairman, Mr. Kailasam Raghuraman and Mrs. Runa Mukherjee, as members. The Committee, inter alia, identifies people who are qualified to become directors and who may be appointed in key management positions and senior management. The Committee also finalises their remunerations. The brief terms of reference of the Committee and the details of the Committee meetings are provided in the Corporate Governance Report. The Committee met once during the year on May 24, 2022.

Mrs. Runa Mukherjee was appointed as a member of the Committee with effect from November 07, 2022, in place of Ms. Kiran Sahdev, who resigned with effect from September 08, 2022.

STAKE HOLDER'S RELATIONSHIP COMMITTEE

As on March 31, 2023, the Stakeholders' Relationship Committee comprises of one Independent Director Mr. Suman Jyoti Khaitan as Chairman, Executive Directors Mr. Arvind Goenka and Mr. Akshat Goenka as members. The Committee, inter alia, reviews the grievance of the security holders of the Company and redressal thereof. The brief terms of reference of the Committee and the details of the Committee meetings are provided in the Corporate Governance Report. The Committee met five (5) times during the year on May 24, 2022, July 29, 2022, September 27, 2022, October 12, 2022 and January 10, 2023.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

As on March 31, 2023, the Corporate Social Responsibility Committee (CSR Committee) consists of two Independent Directors, Mr. Suman Jyoti Khaitan as Chairman and Mr. Kailasam Raghuraman, Member and one Executive Director Mr. Arvind Goenka as member. The Committee met twice during the year on May 24, 2022 and February 08, 2023. The brief terms of reference of the Committee and the details of the Committee meetings are provided in the Corporate Governance Report.

The CSR Committee of the Company has laid down the policy to meet the Corporate Social Responsibility objectives of the Company. The CSR Policy may be accessed on the Company's website at https://occl-web.s3.ap-south-1.amazonaws.com/wp-content/uploads/2020/12/CSR-Policy.pdf. The CSR Policy includes activities prescribed as CSR activity as per the Rules of Companies Act, 2013. The focus areas taken in the policy are Education, Health care and family welfare, Environment and Safety, contribution to any relief fund setup by the Government of India and any State Government.

The Average Net Profits of the Company for the last three financial years is ₹7,595.87 Lakh and accordingly the prescribed CSR expenditure during the year under review should not be less than ₹151.92 Lakh (i.e., 2% of the Average Net Profits of the Company for the last three financial years). ₹152.58 Lakh were spent on CSR activities and projects undertaken during the year. The Annual Report on CSR activities is annexed as "Annexure A" to this Report.

RISK MANAGEMENT COMMITTEE

As on March 31, 2023, the Risk Management Committee (RMC), comprises of two Non-Executive Independent Directors, Mr. Kailasam Raghuraman as Chairman, Mrs. Runa Mukherjee, Member and one Executive Director, Mr. Akshat Goenka, Member. Mr. Vijay Sabarwal, President-Operation and Mr. Muneesh K Batta, VP-Marketing as Members of the Committee. The RMC inter alia, identifies and monitors the Key risk elements associated with the business of the Company. The brief terms of reference of the Committee and the details of the Committee meetings are provided in the Corporate Governance Report. The Committee met twice during the year on July 29, 2022 and January 18, 2023.

RISK MANAGEMENT

The Company has put in place a risk management policy in order to, inter alia, ensure the proper risk identification, evaluation, assessment, mitigation and monitoring. Further, the risk management policy also provides a demarcation of the role of the Board of Directors, Audit Committee and Risk management Committee for the purpose of effective risk management. The major risk elements associated with the business and functions of the Company have been identified and are being addressed systematically through mitigating action on a continuous basis. Audit Committee and Risk Management Committee, under the supervision of the Board, periodically review and monitor the steps taken by the Company to mitigate the identified risk elements.

The Risk Assessment is also discussed in the Management Discussion and Analysis Report attached to this report.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has in place an established internal control system including internal financial Controls designed to ensure proper recording of financial and operational information, compliance of various internal controls and other regulatory and statutory compliances. Self-certification exercise is also conducted by which senior management certifies effectiveness of the internal control system of the Company. Internal Audit is conducted throughout the organization by qualified outside Internal Auditors. Findings of the internal Audit Report are reviewed by the top Management and by the Audit Committee of the Board and proper follow-up action are ensured wherever required. The Statutory Auditors have evaluated the system of internal controls including internal financial control of the Company and have reported that the same are adequate and commensurate with the size of the Company and nature of its business. The Audit Committee of the Board, from time to time, evaluated the adequacy and effectiveness of internal financial control of the Company with respect to: -

1. Systems have been laid to ensure that all transactions are executed in accordance with management's general and specific authorization. There are well-laid manuals for such general or specific authorization.
2. Systems and procedures exist to ensure that all transactions are recorded as necessary to permit preparation of Financial Statements in conformity with Generally Accepted Accounting Principles or any other criteria applicable to such statements, and to maintain accountability for aspects and the timely preparation of reliable financial information.
3. Access to assets is permitted only in accordance with management's general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.
4. The existing assets of the Company are verified/ checked at reasonable intervals and appropriate action is taken with respect to differences, if any.
5. Proper systems are in place for prevention and detection of fraud and errors and for ensuring adherence to the Company's policies.

VIGIL MECHANISM

Pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a 'Whistle Blower Policy' to establish Vigil Mechanism for directors and employees to report genuine concerns has been framed. The policy is revised from time to time to realign it with applicable regulations or organizations suitability. The latest policy is available on the website of the Company and the web link of the same is given as under: https://occl-web.s3.ap-south-1.amazonaws.com/wp-content/uploads/2020/12/Vigil-Mechanism-Policy.pdf.

This policy provides a process to disclose information, confidentially and without fear of reprisal or victimization, where there is reason to believe that there has been serious malpractice, fraud, impropriety, abuse or wrongdoing within the Company. The Company ensures that no personnel is denied access to the Audit Committee.

POLICY ON NOMINATION AND REMUNERATION

The summary of Remuneration Policy of the Company prepared in accordance with the provisions of Section 178 of the Companies Act, 2013 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are provided in the Corporate Governance Report. The Remuneration Policy of the Company is approved by the Board of Directors and is uploaded on the website of the Company. The weblink to the remuneration policy is as under: https://s3-ap-south-1.amazonaws.com/occl-web/wp-content/uploads/2019/12/Remuneration_Policy_OCCL.pdf.

POLICY ON DIRECTORS' APPOINTMENT

The Nomination and Remuneration Committee works with the Board to determine the appropriate characteristics, skill and experience that are required of the members of the Board. The members of the Board should possess the expertise, skills and experience needed to manage and guide the Company in the right direction and to create value for all stakeholders. The members of the Board should be eminent people of proven competency and integrity with an established track record. Besides having financial literacy, experience, leadership qualities and the ability to think strategically, the members are required to have a significant degree of commitment to the Company and should devote adequate time in preparing for the Board meeting and attending the same. The members of the Board of Directors are required to possess the education, expertise, skills and experience in various sectors and industries needed to manage and guide the Company. The members are also required to look at strategic planning and policy formulations.

The independent members of the Board should not be related to any executive or independent director of the Company or any of its subsidiaries. They are not expected to hold any executive or independent positions in any entity that is in direct competition with the Company. Board members are expected to attend and participate in the meetings of the Board and its Committees, as relevant. They are also expected to ensure that their other commitments do not interfere with the responsibilities they have by virtue of being a member of the Board of the Company. While reappointing Directors on the Board and Committees of the Board, the contribution and attendance record of the Director concerned shall be considered in respect of such reappointment. The Independent Directors shall hold office as a member of the Board for a maximum term as per the provisions of the Companies Act, 2013 and the rules made thereunder, in this regard from time to time, and in accordance with the provisions of the Listing Regulations. The appointment of Directors shall be formalised through a letter of appointment.

The Executive Directors, with the prior approval of the Board, may serve on the Board of any other entity if there is no conflict of interest with the business of the Company.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on arms' length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. All related party transactions are placed before the Audit Committee and given in the notes annexed to and forming part of this Financial Statement. The approved policy on Related Party Transactions as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is also available on the website of the Company. The weblink to the same is as under: https://s3-ap-south-1.amazonaws.com/occl-web/wp-content/uploads/2022/04/Related-Party-Transaction-Policy.pdf.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, the Directors state that:

a) In preparation of the annual accounts for the financial year ended March 31, 2023, the applicable Accounting Standards have been followed along with proper explanation relating to material departures, if any.
b) The Directors have selected such Accounting Policies as listed in the Financial Statements and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year as on March 31, 2023, and of the profits of the Company for that period.
c) The Directors have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
d) The Directors have prepared the annual accounts on a going concern basis.
e) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.
f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

CHANGE IN THE NATURE OF BUSINESS

There was no change in the nature of the business of the Company or its subsidiaries during the year under review.

INSURANCE

The Company's properties, including building, plant & machineries, and stocks, among others, are adequately insured against risks.

PUBLIC DEPOSITS

Fixed Deposits from public outstanding with your Company at the end of the financial year stood at ₹1,25,000/-, which were due for repayment on or before March 31, 2023 but not claimed by the depositors by the said date. The Company has stopped accepting new deposits and no deposits were accepted during the year.

LISTING OF SHARES

The Equity Shares of the Company are listed on the BSE Limited (BSE) with scrip code No. 506579 and on National Stock Exchange of India Limited (NSE) with scrip symbol OCCL. The Company confirms that the annual listing fees for both the stock exchanges for the financial year 23-24 have been duly paid.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the financial Statements.

AUDITORS AND THEIR REPORT

a. Statutory Auditors:

The Shareholders of the Company at the 42nd Annual General Meeting (AGM) held on September 05, 2022, approved the appointment of M/s. S.S. Kothari Mehta & Company, Chartered Accountants (ICAI Firm Registration No. 000756N) as the Statutory Auditors of the Company pursuant to Section 139 of the Companies Act, 2013 for a term of 5 years from the conclusion of 42nd AGM till the conclusion of 47th AGM to be held in financial year 2027-28.

The Statutory Auditors' Report on the Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 forms part of this Annual report. The statutory audit report is self-explanatory and there are no qualification, reservation and adverse remarks or disclaimer by the statutory auditor in the Statutory Audit Report.

b. Secretarial Auditors:

The Board of Directors of the Company at their meeting held on February 08, 2023, appointed Mr. Pawan Kumar Sarawagi, Practicing Company Secretary of M/s. P Sarawagi & Associates having office at Narayani Building, Room No.107, First Floor, Brabourne Road, Kolkata - 700001 for conducting the Secretarial Audit of the Company for the financial year 22-23.

Secretarial Audit Report in Form MR-3 for the financial year ended March 31, 2023, is annexed herewith as **"Annexure B"**.

The Secretarial auditor of the Company has given an unqualified report for the Financial Year 2022-23 except the following observation:

During the year under review the Company has generally complied with the applicable provisions of the acts, rules, regulations, standards, etc., except delay of 5 days in disclosure of Related Party Transactions for the half year ended March 31, 2022, which was required to be disclosed within 15 days from the date of publication of the financial statements, as stipulated in Regulation 23(9) of the SEBI LODR Regulations."

Explanations/comments by the Board on the Secretarial Auditors remark:

In terms of Securities and Exchange Board of India ('SEBI') notification dated November 09, 2021, with effect from April 01, 2022, the listed entity was required to submit to the stock exchanges disclosures of related party transactions within fifteen days from the date of publication of its standalone and consolidated financial results. However, the listing calendar of the exchanges was showing the timeline for disclosures under regulation 23(9) as 30 days from the date of publication of its standalone and consolidated financial results for the half year ended March 31, 2021.

In view of above, the Company assumed that, for the period ended March 31, 2022, the requirement of submission of disclosures under regulation 23(9) within thirty days from the date of publication of its standalone and consolidated financial results applies, the new requirement becoming applicable after that. The Company submitted the disclosures of related party transactions on a consolidated basis for the half year ended March 31, 2022 on June 06, 2022, i.e., within twenty days from the date of publication of its standalone and consolidated financial results.

c. Cost Auditors:

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records maintained by the Company relating to insoluble Sulphur plants located at Dharuhera, Haryana is required to be audited. Your Board had on recommendation of the Audit Committee, appointed Messrs J K Kabra & Co., Cost Accountants to audit the cost accounts of the Company for the financial year 22-23 on a remuneration of ₹1.4 Lakh. The Cost Audit Report for the year ended March 31, 2022 has been submitted to the Ministry of Corporate Affairs within stipulated time period.

As required under the Companies Act, 2013, the remuneration payable to Cost Auditors is required to be placed before the members in a General Meeting for their ratification. Accordingly, a Resolution seeking member's ratification for remuneration payable to M/s. J K Kabra & Co., Cost Auditors is included in item no. 4 of the Notice convening the Annual General Meeting.

Annual Return of the Company

In accordance with Section 134(3)(a) of the Companies Act, 2013 read with sub-section (3) of section 92 of the Act, the Annual Return as on March 31, 2023 will be made available on the website of the Company at the link : https://www.occlindia.com/annual-returns/.

CORPORATE GOVERNANCE

A detailed Report on Corporate Governance for the financial year 2022-23, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with an Auditors' Certificate on compliance with the conditions of Corporate Governance is annexed to this report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report for the financial year 2022-23, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given as a separate statement in the Annual Report.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

As stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Business Responsibility and Sustainability Report, in lieu of the Business Responsibility Report, describing the initiatives taken by the Company from an environmental, social, governance and sustainability perspective is attached and forms part of the Annual Report.

CEO AND CFO CERTIFICATION

Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the CEO and CFO certification as specified in Part B of Schedule II thereof is annexed to the Corporate Governance Report. The Managing Director & CEO and the Chief Financial Officer also provide quarterly certification on Financial Results while placing the Financial Results before the Board in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT PERSONNEL

The Code of Conduct for Directors and Senior Management Personnel is posted on the Company's website. The Managing Director & CEO of the Company has given a declaration that all Directors and Senior Management Personnel concerned affirmed compliance with the code of conduct with reference to the financial year ended on March 31, 2023. The declaration is annexed to the Corporate Governance Report.

COMPLIANCE OF SECRETARIAL STANDARDS

The Company has complied with all the mandatorily applicable secretarial standards issued by The Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013.

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

As required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules 2014, the information relating to conservation of energy, technology absorption and foreign exchange earnings and outgo is annexed to this Report as **"Annexure C"**.

RESEARCH & DEVELOPMENT

Research & Development is fundamental to the Company's efforts to maintain the technical and quality edge for the product. A full in-house Research & Development team works on a continuous basis to improve the quality of the product and its properties. New Grades are also being developed to meet customers varied requirements. Research in the areas of improving and streamlining process parameters and rationalizing fuel consumption is also being carried out. Help of accredited independent laboratories is also taken as and when required for studying and evolving critical parameters.

The Company's Research and Development Facility is approved by Department of Scientific and Industrial Research, Ministry of Science and Technology Government of India.

The R&D lab is regularly augmented by acquiring state-of-the-art analytical and process equipment to help with faster and detailed analysis. Further, pilot plants, as required, are being set up to validate the research findings. The details of some specific R&D activities carried out and benefits derived from them have been annexed to this report.

POLLUTION CONTROL AND SAFETY

Your Company's Plants have all the requisite Pollution Control Equipment and meet all the desired and statutory norms in this regard. The Company places the highest emphasis on the safety of its personnel and plants. All the statutory requirements in terms of safety are followed and exceeded. The Insoluble Sulphur Units of the Company enjoy IATF 16949, ISO 9001, ISO 14001, and ISO 45001 Certification. The Company has started using Natural Gas in place of liquid fuels at its Dharuhera Plant and Propane at its Mundra Plant, the backup DG set at Dharuhera plants has also been converted to dual fuels sets, thus contributing to reduction of pollution. Rooftop solar plants of capacity 858 KWp and 500 KWp have been installed at Dharuhera and Mundra Plants, respectively for captive consumption. A zero-discharge water ETP has been commissioned to fully recycle wastewater at Dharuhera Plant. Projects to reduce fuel consumption and thus reduce gas emission are taken on a continuous basis.

PARTICULARS OF EMPLOYEES

Disclosure pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is marked as **"Annexure D"**, which is annexed hereto and forms a part of the Boards' Report.

FRAUD REPORTING

There was no fraud reported by the Auditors of the Company under Section 143(12) of the Companies Act, 2013, to the Audit Committee or the Board of Directors during the year under review.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

The Company sends reminder letters to all members whose dividends are unclaimed so as to ensure that they receive their rightful dues. Your Company has also uploaded on its website, www.occlindia.com, information regarding unpaid/unclaimed dividend amounts lying with your Company.

During FY 2022-23, the unclaimed dividend amount of ₹13,20,897/- and ₹7,58,382/- towards the unpaid dividend account of the Company for the financial year 2014-15 (Final Dividend) and 2015-16 (Interim Dividend) were transferred to Investor Education and Protection Fund. The said amount had remained unclaimed for seven years, despite reminder letters having been sent to each of the members concerned.

Pursuant to Section 124(6) of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and its amendments, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company in the demat account of Investor Education and Protection Fund ("IEPF") Authority (the "Authority") as per the procedure mentioned in the said Rules. Accordingly, your Company transfers the required equity shares to the demat account of the Authority and in terms of the said Rules.

Members may note that unclaimed dividend and shares transferred to the demat account of the Authority can be claimed back by them from IEPF Authority by following the procedure mentioned in the said Rules.

SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 covering all employees of the Company. The Company has complied with the provisions relating to the constitution of the Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

No case was filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 during the year under review.

SOP FINES IMPOSED BY STOCK EXCHANGES

The National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) have levied a fine of ₹29,500/- each (including 18% GST) for delayed compliance under Regulation 29(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015. The Company has paid the aforesaid fine to both the exchanges. The Company has filed an application for waiver of the fine and the matter is still under consideration of Exchanges.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND THE COMPANY'S OPERATIONS IN FUTURE

During the period under review, there were no significant and material orders passed by any regulator / court / tribunal impacting the going concern status and the Company's operations in future.

GREEN INITIATIVES

'Green Initiative' undertaken by the Ministry of Corporate Affairs, Government of India, enabling electronic delivery of documents including the Annual Report etc. to shareholders at their e-mail address previously registered with the DPs and RTAs.

To support the 'Green Initiative', Members who have not registered their email addresses are requested to register the same with the Company's Registrar and Share Transfer Agent/ Depositories for receiving all communications, including Annual Report, Notices, Circulars, etc., from the Company electronically.

Pursuant to the MCA, SEBI Circulars the Notice of the 43rd AGM and the Annual Report of the Company for the financial year ended March 31, 2023 including therein the Audited Financial Statements for the year 2022-2023, are being sent only by email to the Members.

ACKNOWLEDGMENTS

The Board places on record its appreciation of the support and assistance of various Banks, Government Agencies, Suppliers, valued Customers and the shareholders in particular and looks forward to their continued support. Relations between your Company and its employees remain cordial and the Directors wish to express their appreciation for the co-operation and dedication of all employees of the Company.

On behalf of the Board of Directors

Arvind Goenka
Managing Director
DIN-00135653

Akshat Goenka
Jt. Managing Director
DIN-07131982

Place: Noida
Date: May 19, 2023

ANNEXURE A TO THE DIRECTORS' REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

[Pursuant to Section 135 of the Act & Rules made thereunder]

1. **Brief outline on CSR Policy of the Company:**

   In compliance with the provisions of the Companies Act, 2013 and the rules made thereunder, the Company has framed its CSR Policy to carry out its CSR activities in accordance with Schedule VII of the Act. The Company's focus areas are concentrated on increasing access to health, education, environment sustainability, community development and holistic development with a focus on underprivileged people living around its manufacturing units and other establishments. The main objective of the Policy is to establish and lay down the basic principles and the general framework of action for the Company to undertake and fulfill its Corporate Social Responsibility.

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 Suman J Khaitan	Chairman	2	2
2	Mr. Arvind Goenka	Member	2	2
3	Mr. K Raghuraman	Member	2	2

3. Web-link for Composition of CSR committee and CSR Policy are disclosed on the website of the company. i.e. https://occl-web.s3.ap-south-1.amazonaws.com/wp-content/uploads/2020/12/CSR-Policy.pdf

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

   Not Applicable

5. (a) Average net profit of the company as per sub-section (5) of section 135(5): ₹7,595.87 Lakh
   (b) Two per cent of average net profit of the company as per sub-section (5) of section 135: ₹151.92 Lakh
   (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)]: ₹151.92 Lakh

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹152.20 Lakh
   (b) Amount spent in Administrative Overheads: ₹0.38 Lakh
   (c) Amount spent on Impact Assessment, if applicable: Not Applicable
   (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹152.58 Lakh
   (e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (₹ in Lakh)	Amount Unspent in (₹ in Lakh)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
152.58	NIL	NA	NA	NIL	NA

(f) Excess amount for set off, if any

SL No.	Particular	Amount (₹ in Lakh)
(i)	Two percent of average net profit of the Company as per section 135(5)	151.92
(ii)	Total amount spent for the Financial Year	152.58
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

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

(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 ₹ Lakh)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹ Lakh)	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	
1	FY-1	NA	NA	NA	NA	NA	NA
2	FY-2	NA	NA	NA	NA	NA	NA
3	FY-3	NA	NA	NA	NA	NA	NA

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: Not Applicable

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Not Applicable

(1)	(2)	(3)	(4)	(5)	(6)		
Sl. No	Short particulars of the property or asset(s) [including complete address and location of the Property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority / beneficiary of the registered owner		
					CSR Registration No	Name	Registered Address
NA	NA	NA	NA	NA	NA	NA	NA

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

Not Applicable

On behalf of the Board of Directors

Place: Noida
Date: May 19, 2023

Arvind Goenka
Managing Director
DIN-00135653

Suman Jyoti Khaitan
Chairman of CSR Committee
DIN-00023370

ANNEXURE B TO THE DIRECTORS' 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 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
Oriental Carbon & Chemicals Limited
CIN: L24297GJ1978PLC133845
Plot No. 30-33, Survey No. 77, Nishant Park, Nana Kapaya,
Mundra, Kachchh, Gujarat - 370415

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Oriental Carbon & Chemicals Limited (hereinafter referred to as 'the Company'). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of the Secretarial Audit and considering the various relaxations granted by the Securities and Exchange Board of India, the Ministry of Corporate Affairs and other government authorities, 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, as amended from time to time and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2023, to the extent, applicable, according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;

(iii) The Depositories Act, 1996 and the regulations and bye-laws framed thereunder;

(iv) The Foreign Exchange Management Act, 1999 (FEMA) and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECBs);

(v) The following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

(h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; and

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the SEBI Listing Regulations).

(vi) Other laws specifically applicable to the Company : The Management has identified and confirmed the following laws as being specifically applicable to the Company :

(a) The Arms Act, 1959 and the rules framed thereunder;

(b) The Explosives Act, 1884 and the rules framed thereunder,

(c) The Environment (Protection) Act, 1986 and the rules framed thereunder particularly :

(i) The Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016;

(ii) The Manufacture, Storage and Import of Hazardous Chemical Rules, 1989; and

(iii) The Chemicals Accident (Emergency Planning, Preparedness & Response) Rules, 1996.

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

(i) Secretarial Standards on Meetings of the Board of Directors (SS-1) and on General Meetings (SS-2) issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

During the year under review the Company has generally complied with the applicable provisions of the acts, rules, regulations, standards, etc., mentioned above, *except delay of 5 days in disclosure of Related Party Transactions for the half year ended March 31, 2022, which was required to be disclosed within 15 days from the date of publication of the financial statements, as stipulated in Regulation 23(9) of the SEBI LODR Regulations.* The provisions of the FEMA and the rules and regulations made thereunder to the extent applicable for FDI, ODI and ECBs as mentioned above in item no. (iv) of para 3; and the provisions of regulations mentioned in (c), (d), (e), (g) and (h) under item no. (v) of para 3, were not applicable to the Company during the year under review.

We further report that:

I. 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 during the year under review in the composition of the Board of Directors of the Company, except change in Director nominated by Life Insurance Corporation of India.

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

III. During the year under review, all the decisions at the meetings of the Board and Committees thereof, were carried out unanimously as the Minutes of these Meetings did not reveal any dissenting member's view.

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

We further report that during the year under review, the following events/actions have occurred, which may be considered to have a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, standards, etc. :

1. The Board of Directors of the Company, at its meeting held on March 23, 2022, has approved incorporation of a wholly owned subsidiary company by the name and style "OCCL Limited" in the State of Gujarat, which has been incorporated on April 25, 2022, having CIN : U24302GJ2022PLC131360.
2. The Board of Directors of the Company, at its Meeting held on March 23, 2022, has approved shifting of the Company's Registered Office from Kolkata in the State of West Bengal to Mundra in the State of Gujarat. The requisite approval of the shareholders by way of a Special Resolution was obtained on April, 27, 2022 through Postal Ballot process. The Hon'ble Regional Director, Eastern Region has passed an Order on June 09, 2022 confirming the alteration in Clause 2 of the Memorandum of Association of the Company for shifting of the Company's Registered Office from the State of West Bengal to the State of Gujarat.
3. The Board of Directors of the Company at its meeting held on May 24, 2022, has approved a Scheme of Arrangement between the Company and its wholly owned subsidiary, OCCL Limited, subject to approval of the members, creditors and the statutory/regulatory authorities, as may require, for demerger, transfer and vesting of Chemical Business of the Company i.e., Demerged Undertaking, as fully defined on page 3 of the said Scheme of Arrangement. The Hon'ble National Company Law Tribunal, Ahmedabad Bench (the NCLT), vide its Order dated January 24, 2023, inter-alia, directed the Company to hold the meetings of its shareholders and unsecured creditors, which were duly convened and held on April 27, 2023 and May 02, 2023, respectively, approving the said Scheme of Arrangement. The meetings of Secured Creditors of the Company and Shareholders & Creditors of OCCL Limited (the resulting company) were dispensed with by the NCLT.

For P. SARAWAGI & ASSOCIATES
Company Secretaries

(P. K. Sarawagi)
Proprietor
Membership No. : FCS-3381
Certificate of Practice No. : 4882
Peer Review Certificate No. 1128/2021
ICSI UDIN : F003381E000334085

Place : Kolkata
Date : May 19, 2023

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

Annexure – A

To,
The Members
Oriental Carbon & Chemicals Limited
CIN: L24297GJ1978PLC133845
Plot No. 30-33, Survey No. 77, Nishant Park, Nana Kapaya,
Mundra, Kachchh, Gujarat - 370415

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

1. Maintenance of secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of the Financial Records and the Books of Accounts of the Company.
4. Wherever required, we have obtained the Management's Representation about the compliance of Laws, Rules, Regulations, Standards and happening of events etc.
5. 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 procedures on test basis.
6. 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 P. SARAWAGI & ASSOCIATES
Company Secretaries

(P. K. Sarawagi)
Proprietor
Membership No. : FCS-3381
Certificate of Practice No. : 4882
Peer Review Certificate No. 1128/2021
ICSI UDIN : F003381E000334085

Place : Kolkata
Date : May 19, 2023

ANNEXURE C TO THE DIRECTORS' REPORT

INFORMATION AS PER SECTION 134(3)(m) OF COMPANIES ACT, 2013 AND FORMING PART OF THE DIRECTOR'S REPORT

For the year ended March 31, 2023

I. CONSERVATION OF ENERGY

(a) Energy Conservation Measures taken:

- 100% steam requirement of Insoluble Sulphur plants at Dharuhera is met through utilisation of excess steam generated in Sulphuric Acid Plant by installing High Pressure Waste Heat Boiler.
- Rooftop Solar Power Plant at Dharuhera & Mundra
- Replacement of 11 KVA Power Connection to 33 KVA Power Connection for consistent supply at Dharuhera thereby reducing reliance on DG power
- Liquid fuel replaced with gas fuel
- Optimization in Nitrogen Consumption
- Centralised utility at Dharuhera
- Installation of VFD in air compressors
- Energy efficient Sulphur recovery and other processes.

(b) Additional investments and proposals, if any, being implemented for reduction of consumption of energy:

- Installation of condensing turbine at Dharuhera to produce power
- Additional Solar Power capacity

(c) Impact of measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods:

- The above measures have helped in the conservation of energy and reduction in carbon footprint.

II. TECHNOLOGY ABSORPTION

Efforts made in technology absorption as per Form-B of the Annexure to the Rules.

1. Research & Development

(i)	Specific area in Which R&D carried out by the Company	:	1. Development of grades having sustainable raw materials
			2. Development of sustainable grades with low mineral oil contents
			3. Introduction of new grades in collaboration with Customers
			4. Improving efficiency and productivity of chemical processes
(ii)	Benefits derived as a result of the above R&D	:	Loyalty of existing customers coupled with enlistment of new quality-conscious customers, value addition in products, edge over competitors, and statistical process control. Moving towards achieving sustainability targets
(iii)	Future plan of action	:	1. Development of New Grades specific to customer requirements
			2. Process research to improve efficiencies and quality
			3. Introduction of sustainable raw materials
			The Company has a in-house R&D unit which has been recognised by Ministry of Science & Technology, Department of Scientific & Industrial Research. The R&D Unit is being augmented through acquisition of state of art analytical and process equipments.
(iv)	Expenditure on R&D (₹ in Lakh)		
	(a) Capital	:	9.47
	(b) Recurring	:	205.01
	(c) Total	:	214.48
	(d) Total R&D expenditure as a percentage of Net turnover.	:	0.46%

2. Technology absorption, adaptation and innovation:

Production optimisation and innovation in the field of developing new and improved offerings, savings in consumption ratios and utilities

III. FOREIGN EXCHANGE EARNING AND OUTGO.

(a)	Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services and export plans.	:	The Company registered a growth of 18% by value in exports. Exports Constituted 58% of total Insoluble Sulphur sales during the year by value.
(b)	Total foreign exchange used and earned (₹ in Lakh)		
	(i) Earned	:	20,119.31
	(ii) Used	:	1,639.44

On behalf of the Board of Directors

	Arvind Goenka	**Akshat Goenka**
Place: Noida	*Managing Director*	*Jt. Managing Director*
Date : May 19, 2023	DIN-00135653	DIN-07131982

ANNEXURE D TO THE DIRECTORS' REPORT

A. Particulars of employees for the year ended March 31, 2023 as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

i. **The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year;**

SL No.	Name of Director	Designation	Ratio of the remuneration of each director to the median remuneration of employees
1.	Mr. Jagdish Prasad Goenka	Non-Executive Chairman	6:10
2.	Mr. Arvind Goenka	Managing Director	332:10
3.	Mr. Akshat Goenka	Jt. Managing Director	310:10
4.	Mr. Suman Jyoti Khaitan	Independent Director	24:10
5.	Mr. Om Prakash Dubey	Independent Director	19:10
6.	Mr. Kailasam Raghuraman	Independent Director	16:10
7.	Mrs. Runa Mukherjee	Independent Director	12:10
8.	Mr. Sanjay Verma*	Nominee Director	4:10
9.	Ms. Kiran Sahdev*	Nominee Director	5:10

* Mr. Sanjay Verma was appointed as Nominee Director of the Company w.e.f. November 07, 2022, sitting fees paid directly to LIC of India. Ms. Kiran Sahdev had resigned on September 08, 2022.

ii. **The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any in the financial year;**

SL No.	Name of Director	Designation	% increase in Remuneration in the financial year 2022-23
1.	Mr. Jagdish Prasad Goenka	Non-Executive Chairman	260
2.	Mr. Arvind Goenka	Managing Director	4.6
3.	Mr. Akshat Goenka	Jt. Managing Director	4.5
4.	Mr. Suman Jyoti Khaitan	Independent Director	12
5.	Mr. Om Prakash Dubey	Independent Director	9
6.	Mr. Kailasam Raghuraman	Independent Director	14
7.	Mrs. Runa Mukherjee	Independent Director	3
8.	Mrs. Sanjay Verma*	Nominee Director	NA
9.	Ms. Kiran Sahdev*	Nominee Director	(38)
10.	Mr. Anurag Jain	Chief Financial Officer	5.8
11.	Mr. Pranab Kumar Maity	Company Secretary & GM Legal	8

* Mr. Sanjay Verma was appointed as Nominee Director of the Company w.e.f. November 07, 2022. Ms. Kiran Sahdev had resigned on September 08, 2022.

iii. **The percentage increase in the median remuneration of employees in the financial year;**
During the financial year 2022-23, the median remuneration of employees of the Company increased by 13%.

iv. **The number of permanent employees on the rolls of Company:**
As on March 31, 2023, there were 427 permanent employees on the rolls of the Company.

v. **Average percentile of increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

The average percentile increase in salary of the Company's employee (other than the managerial personnel) during the financial year 2022-23 was approximately 11%. The total managerial remuneration (including Commission) for the financial year 2022-23 increased by 4.5% as against -12% during the financial year 2021-22, which is well within the remuneration approved by the shareholders.

vi. **Affirmation that the remuneration is as per the Remuneration Policy of the Company:**
It is hereby affirmed that the remuneration paid during the year ended March 31, 2023 is as per the Remuneration Policy of the Company.

B. Particulars of employees for the year ended March 31, 2023 as required under Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sl. No.	Name	Age (Years)	Designation	Remuneration Received (₹)	Qualification	Experience in years	Date of commencement of employment	Last employment
1	Mr. Arvind Goenka	61	Managing Director	2,43,98,960	B.Com	37	October 10, 2010	Duncan International (India) Ltd.
2	Mr. Akshat Goenka	36	Jt. Managing Director	2,27,07,920	Graduate in Economics	12	January 01, 2010	NA
3	Mr. Anurag Jain	57	Chief Financial Officer	1,62,30,031	B.Sc	32	October 01, 1990	NA
4	Mr. Vijay Sabarwal	57	President (Operations)	1,09,80,802	B.E. (Mech)	32	October 20, 2014	Subros Ltd.
5	Mr. Muneesh K Batta	53	Vice President (Marketing)	76,72,328	MIB, BA	29	May 14, 1997	Usha International (India) Ltd.
6	Mr. Rahul Garg	46	General Manager (R&D)	66,48,696	PHD in Organic Chem	17	May 13, 2019	BASF Chemicals India Pvt. Ltd.
7	Mr. Alok Gupta	60	Sr. General Manager (Works)	51,79,510	MSc.	31	December 15, 1992	IFFCO
8	Mr. Syed Adeel Ahmad	41	General Manager (HR)	49,90,420	MBA(HR)	17	December 03, 2018	SRF Limited
9	Mr. Narinder Singh Walia	48	Sr. General Manager (Works)	49,05,486	BTech (Chem)	26	January 10, 2017	Gujarat Fluoro Chemicals Ltd.
10	Mr. Sumeet Kasma	41	General Manager (Purchase)	47,34,560	BE (Mech)	19	October 02, 2019	3M India Ltd.

Notes:

1. Remuneration has been calculated on the basis of Section 198 of the Companies Act, 2013 and includes expenditure incurred by the Company on salary and for provision of benefits to the employees, excluding actuarial valuation of Retirement Benefits.
2. All the employees have requisite experience to discharge the responsibility assigned to them.
3. Nature and terms of employment are as per resolution/appointment letter.
4. None of the employee, as referred under Rule 5(2)(iii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, owns 2% or more of the equity shares of the Company as on March 31, 2022.
5. Within the meaning of Section 2(77) of the Companies Act, 2013, Mr. Jagdish Prasad Goenka, Mr. Arvind Goenka and Mr. Akshat Goenka are the directors of the Company and are related to each other.

On behalf of the Board of Directors

Place: Noida
Date: May 19, 2023

Arvind Goenka
Managing Director
DIN-00135653

Akshat Goenka
Jt. Managing Director
DIN-07131982

REPORT ON CORPORATE GOVERNANCE

I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The salient features of the philosophy on Company's Corporate Governance hinges upon transparency and ethical practices in governance to provide professional working environment conducive to optimal perfor-mance with focus on achieving shareholder's long term value growth through constant innovation, commit-ment to quality and customer satisfaction whilst exploring new avenues of growth in an environmentally and socially sustainable manner.

II. BOARD OF DIRECTORS

A. Composition and Category of the Board

The Board of Directors of the Company has an optimum combination of Executive and Non-Executive Directors. The Chairman of the Board of Directors is a Non-Executive Director and as at March 31, 2023, the Board comprises of 8 Directors out of which 4, comprising of half of the Board strength, are Independent Directors including one woman director and 4 are Non-Independent including 1 Nominee Director representing LIC of India as equity investor. All the Directors are eminent professionals with experience in Business, Industry, Finance and Law. The necessary disclosures regarding other Directorships and committee memberships have been made by all the Directors.

The composition of the Board satisfies the requirement of Section 149 of the Companies Act, 2013 ("the Act") and Regulation 17(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

B. Number of Meetings held and Attendance of Directors during the Financial Year 22-23

During the financial year ended March 31, 2023, the Board met four (4) times on May 24, 2022, July 29, 2022, November 07, 2022 and February 08, 2023. The gap between two meetings were within 120 days.

The names and categories of the Directors on the Board, their attendance at Board Meetings and the Annual General Meeting held during the year and the number of Directorships held by them in other companies and Committee Chairmanships /Memberships held by them as on March 31, 2023 are given below:

Name of Directors and Director Identification Number (DIN)	Category of directorship	No. of Board Meetings		Attendance at Last AGM held on September 05, 2022	No. of Directorships held (excluding**)	Committee Memberships# (excluding**)		Directorship in other listed entity (category of Directorship)
		Held	Attended			Chairman	Member@	
Mr. Jagdish Prasad Goenka (DIN:00136782)	Non-Executive Chairman-Promoter Director	4	3	No	2	-	-	Duncan Engineering Limited (Non-Independent, Non-Executive)
Mr. Arvind Goenka (DIN:00135653)	Managing Director – Promoter Director	4	4	Yes	4	-	1	1. Duncan Engineering Limited (Non-Independent, Non-Executive) 2. Asahi Songwon Colors Limited (Independent, Non-Executive)
Mr. Akshat Goenka (DIN:07131982)	Jt. Managing Director – Promoter Director	4	4	Yes	5	-	3	Duncan Engineering Limited (Non-Independent, Executive)
Mr. Om Prakash Dubey (DIN:00228441)	Non-Executive-Independent Director	4	4	Yes	1	3	3	Duncan Engineering Limited (Independent, Non-Executive)
Mr. Suman Jyoti Khaitan (DIN:00023370)	Non-Executive-Independent Director	4	4	Yes	2	1	3	Indo Rama Synthetics (India) Limited (Independent, Non-Executive)
Mr. Kailasam Raghuraman (DIN:00320507)	Non-Executive-Independent Director	4	4	No	2	1	3	1. Rama Phosphates Limited (Independent, Non-Executive) 2. Birla Cable Limited (Independent, Non-Executive)
Mrs. Runa Mukherjee (DIN:02792569)	Non-Executive-Independent Director	4	4	Yes	2	-	-	-
Ms. Kiran Sahdev* (DIN: 06718968)	Non-Executive-Nominee Director	4	2	Yes	0	-	-	-
Mr. Sanjay Verma* (DIN:09784146)	Non- Executive –Nominee Director	4	2	N.A.	0	-	-	-

* Mr. Sanjay Verma was appointed as a Non-Executive Nominee Director with effect from November 07, 2022 in place of Ms. Kiran Sahdev who resigned as Non-Executive Nominee Director with effect from September 08, 2022

**Private Limited Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013.

Only two committee viz. The Audit Committee and the Stakeholders Relationship Committee are considered for this purpose.

@Number of Membership also includes Chairmanship held in the Committees.

None of the Directors held Directorship in more than 8 (eight) Public Limited Companies and/or were members of more than 10 (ten) committees or acted as Chairperson of more than 5 (five) committees across all Public Limited Companies in which they were Directors.

C. Disclosure of Relationships between Directors inter-se

Name of the Directors	Category of Directorships	Relationship between Directors
Mr. Jagdish Prasad Goenka	Non-Executive Chairman - Promoter Director	Mr. Arvind Goenka (Son) and Mr. Akshat Goenka (Grandson)
Mr. Arvind Goenka	Managing Director & CEO - Promoter Director	Mr. J P Goenka (Father) and Mr. Akshat Goenka (Son)
Mr. Akshat Goenka	Jt. Managing Director - Promoter Director	Mr. Jagdish Prasad Goenka (Grandfather) and Mr. Arvind Goenka (Father)
Mr. Om Prakash Dubey	Non-Executive Independent Director	None
Mr. Suman Jyoti Khaitan	Non-Executive Independent Director	None
Mr. Kailasam Raghuraman	Non-Executive Independent Director	None
Mrs. Runa Mukherjee	Non-Executive Independent Director	None
Mr. Sanjay Verma	Non-Executive Nominee Director	None

D. Shareholding of Non-Executive Director(s)

As on March 31, 2023, none of the Non-executive directors was holding any shares or convertible instruments in the Company

E. Familiarisation Programme for Independent Directors

In compliance with the requirements of the Listing Regulations, the Company has put in place familiarisation programme for all its Directors including Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the business models of the Company etc and the familiarisation programme for the Independent Directors is available on the website of the Company at the link https://s3-ap-south-1.amazonaws.com/occl-web/wp-content/uploads/2023/05/Familiarization-Programmes-Imparted-to-Independent-Directors.pdf.

F. Skills/Expertise/Competencies of the Board of Directors

The Board of Directors of the Company consist of eminent qualified professional members from the diverse field, who have significant amount of skills/expertise/competencies and thus make valuable contributions to the Board. The collective contribution of the Board members reflects in the performance of the Company.

Pursuant to Schedule V(C) of the SEBI Listing Regulations, 2015, the Board has identified the following skills/expertise/competencies of the Directors in context of Company's business for effective functioning:

Sl. No.	Name	Expertise/Skill
1.	Mr. Jagdish Prasad Goenka	Strategy and Planning, Risk and compliance oversight and Critical and Innovative thoughts.
2.	Mr. Arvind Goenka	Company Management, Global Marketing, Strategy and Plan-ning, Risk and compliance oversight, Critical and Innovative thoughts, Regulatory Compliance and Governance and Fi-nance and Accounts.
3.	Mr. Akshat Goenka	Global Marketing, Strategy and Planning, Risk and compliance oversight, Critical and Innovative thoughts, spearheading new projects and Finance and Accounts
4.	Mr. Om Prakash Dubey	Strategy and Planning, Risk and compliance oversight, Critical and Innovative thoughts, and Finance and Accounts
5.	Mr. Suman Jyoti Khaitan	Law, Risk and compliance oversight, Critical and Innovative thoughts, Finance and Accounts Regulatory Compliance and Governance and Corporate Advisory
6.	Mr. Kailasam Raghuraman	Finance and Banking Matters, Critical and Innovative thoughts and Risk and compliance oversight
7.	Mrs. Runa Mukherjee	Risk and compliance oversight, Critical and Innovative thoughts, Supply Chain and Finance and Accounts
8.	Mr. Sanjay Verma	Strategy and Planning, Finance and Accounts and Compliance.

G. Confirmation of Independence of Independent Directors

In the opinion of the Board, the Independent Directors fulfil the conditions specified in these Regulations and are Independent of the Management.

Based on the declaration submitted by the Independent Directors of the Company provided at the beginning of the Financial Year 2023-24, the Board hereby certify that all the Independent Directors appointed by the Company fulfils the conditions specified in these Regulations and are independent of the management.

H. Information to the Board

Necessary information as required under applicable provisions of, the Companies Act, 2013, Part A of Schedule II of the SEBI Listing Regulations and Secretarial Standards ("SS-1") and other applicable laws, rules and regulations were placed and discussed at the Board Meetings.

I. Details of the Directors seeking re-appointment at the forthcoming Annual General Meeting of the Company:

a. Re-appointment of Mr. Arvind Goenka as Managing Director of the Company

Mr. Arvind Goenka [DIN: 00135653] had been re-appointed as Managing Director of the Company at the 38th Annual General Meeting of the Company for a period of five years commencing from October 01, 2018. The five years term of Mr. Arvind Goenka as Managing Director will be expiring on September 30, 2023 and being eligible, he offers himself for re-appointment. Mr. Arvind Goenka has been re-appointed as Managing Director of the Company for a year from October 01, 2023 upto September 30, 2024 subject to approval of the members in the ensuing Annual General Meeting. His detailed profile is provided in the Explanatory statement to the Notice of the Annual General Meeting of the Company

b. Re-appointment of Mr. Akshat Goenka as Joint Managing Director of the Company

Mr. Akshat Goenka [DIN: 07131982] had been appointed as Joint Managing Director liable to retire by rotation by rotation, commencing from June 01, 2018. The five years term of Mr. Akshat Goenka as Joint Managing Director will be expiring on May 31, 2023 and being eligible, he offers himself for re-appointment. Mr. Akshat Goenka has been re-appointed as Joint Managing Director of the Company for a year from June 01, 2023 upto May 31, 2024, subject to approval of the members in the ensuing Annual General Meeting. His detailed profile is provided in the Explanatory statement to the Notice of the Annual General Meeting of the Company

J. Independent Directors

The tenure of the Independent Directors is in accordance with Companies Act, 2013.

The Independent Directors do not have nor had any material pecuniary relationship with the Company, its holding, subsidiary or associate Company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year apart from receiving the sitting fees, reimbursement of expenses incurred for attending the Board meeting, Committee meetings, Independent Directors' meeting and annual commission. All the Independent Directors have satisfied the criteria of independency as laid down in Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act, 2013.

The Independent Directors are apprised at the Board Meetings and Committee Meetings on the Company operations, market trends, governance, internal control process and other relevant matters inclusive of presentations and programmes with regard to strategy, operations and functions of the Company including important developments in various business divisions and new initiatives undertaken by the Company.

Separate Meeting of the Independent Directors

As per the requirement of Schedule IV of the Act, 2013 and the Regulation 25(3) of SEBI Listing Regulations, 1 (one) separate meeting of Independent Directors was held on February 08, 2023 without attendance of Non-Independent Directors and the members of the management. This meeting was conducted in a manner so as to enable the Independent Directors to discuss and review the performance of Non-Independent Directors and the Board as a whole after taking into account the views of Executive Directors and Non-Executive Directors and for assessing the quality, quantity and timelines of flow of information between the Company management and the Board.

K. Code of Conduct

A Code of Conduct has been formulated for the Directors and senior management personnel of the Company and the same is available on the Company's website at https://s3-ap-south-1.amazonaws.com/occl-web/wp-content/uploads/2021/08/OCCL-Code-of-Conduct.pdf. All Board Members and senior management personnel have affirmed compliance with the Code of Conduct for the financial year ended March 31, 2023. Annual declaration signed by the Managing Director of the Company pursuant to Regulation 26(3) read with Schedule V (Part D) of the SEBI Listing Regulations is annexed to this Report as "**Annexure A**".

The duties of the Independent Directors as laid down in the Companies Act, 2013 has been suitably incorporated in the Code of Conduct, as necessary.

L. Managing Director & CEO Certificate

The certificate pursuant to Regulation 17(8) of SEBI Listing Regulations duly signed by the Managing Director and CFO in respect of the financial year ended March 31, 2023 has been placed before the Board and is annexed to this Report as "**Annexure B**".

III. COMMITTEES OF THE BOARD

Currently, there are six committees of the Board – the Audit Committee, the Nomination and Remuneration Committee, the Stakeholders Relationship Committee, the Corporate Social Responsibility Committee, the Risk Management Committee and the Operational and Finance Committee. The terms of reference of these Committees are determined by the Board from time to time. The composition, name of members and attendance and the meetings of these Committees are enumerated below:

A. AUDIT COMMITTEE

The Company has a qualified and independent Audit Committee. All members of the Committees are financially literate and at least one member possesses accounting and financial management expertise. The Managing Director, CFO, the Statutory Auditors and Internal Auditors are permanent invitees to the Committee meetings. The Terms of Reference of the Committee include the powers stipulated in Regulation 18(2)(c) and the role of the Audit Committee and review of information pursuant to Regulation 18(3) of the SEBI Listing Regulations. The terms of reference also conform to the requirements of Section 177 of the Companies Act, 2013.

a) Composition, meetings and attendance:

As on March 31, 2023, the Audit Committee of the Company comprises of two Non-Executive Independent Directors and one Executive Director. The Company Secretary acts as the Secretary to the Audit Committee. The Committee met 4 (four) times during the year i.e. on May 24, 2022, July 29, 2022, November 07, 2022 and February 08, 2023. The intervening gap between the Meetings were within the prescribed period of 120 days. The composition of the committee and details of meetings attended by each of the members is as under:

Sl No	Name of the Members	Category	Designation	No. of Meetings	
				Held	Attended
1.	Mr. Om Prakash Dubey	Non Executive- Independent Director	Chairman	4	4
2.	Mr. Suman Jyoti Khaitan	Non Executive- Independent Director	Member	4	4
3.	Mr. Akshat Goenka	Executive Director	Member	4	4

The Chairman of the Audit Committees was present at the 42nd Annual General Meeting of the Company

b) Terms of Reference:

Powers and role of the Audit Committee:

The powers of Audit Committee include the following:

i) Powers:

1. To seek information and act on any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if considered necessary.

ii) Role:

The role of the Audit Committee includes the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company including remuneration for any other services rendered by them;
3. Reviewing, with the management, and examination of the financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
   a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
   b. Changes, if any, in accounting policies and practices and reasons for the same Changes, if any, in accounting policies and practices and reasons for the same
   c. Major accounting entries involving estimates based on the exercise of judgment by management
   d. Significant adjustments made in the financial statements arising out of audit findings
   e. Compliance with listing and other legal requirements relating to financial statements
   f. Disclosure of any related party transactions
   g. Modified opinion(s) in the draft audit report
4. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
5. Reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus /notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
6. Review and monitor the auditor's independence and performance and effectiveness of audit process;
7. Approval or any subsequent modification of transactions of the Company with related parties;
8. Scrutiny of inter-corporate loans and investments;
9. Valuation of undertakings or assets of the Company, wherever necessary;
10. Evaluation of internal financial controls and risk management systems;
11. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
12. Reviewing the adequacy of internal audit function;
13. Reviewing the findings of the internal auditors including matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
14. To look into the reasons for substantial defaults, if any, in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
15. To review the functioning of the Whistle Blower mechanism;
16. Approval of appointment of CFO after assessing the qualifications, experience and background, etc. of the candidate;
17. Carrying out any other function as may be referred to by the Board or mandated by the regulatory provisions from time to time
18. To consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation, etc., on the listed entity and its shareholders.
19. The role of the Audit Committee with respect to risk management shall include:

i. To evaluate the risk management system;

ii. To assist the Board in compliance with the risk management policy; and

iii. To discuss and manage key financial risks.

iii) Review of information by the Audit Committee:

The Audit Committee reviews the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
3. Management letters / letters of internal control adequacy or weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control adequacy or weaknesses; and
5. The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the Audit Committee.

B. NOMINATION & REMUNERATION COMMITTEE

a. Composition, meetings and attendance:

As on March 31, 2023, the Nomination & Remuneration Committee of the Company comprises of three Non-Executive Directors, who are Independent Directors. The Committee met once during the year under review on May 24, 2022. The composition of the committee and details of meetings attended by each of the members is as under:

Sl No	Name of the Members	Category	Designation	No. of Meetings	
				Held	Attended
1.	Mr. Om Prakash Dubey	Non Executive- Independent Director	Chairman	1	1
2.	Mr. Kailasam Raghuraman	Non Executive- Independent Director	Member	1	1
3.	Ms. Kiran Sahdev*	Non Executive- Nominee Director	Member	1	1
4.	Mrs. Runa Mukherjee	Non Executive –Independent Director	Member	1	NA

*Ms. Kiran Sahdev resigned with effect from September 08, 2022 and Mrs. Runa Mukherjee was appointed as a member with effect from November 07, 2022.

b) Terms of Reference:

The term of reference of the Nomination and Remuneration Committee, are as follows:

- To form criteria for qualifications/independence etc., of Directors
- To identify persons for Directorships and senior management positions and recommended their appointment/removals.
- To evaluate the performance of each director.
- To recommend Policy for remuneration to Directors/KMPs and other senior employees.
- To approve remuneration and Performance bonus of Directors and KMPs.
- To ensure compliance of Code of Conduct for Independent

Directors, other Directors, KMPs and senior employees.

- To form criteria for evaluation of Directors
- To devise policy of Board Diversity
- Any other matters which the Board of Directors may direct from time to time.

c. Performance Evaluation criteria for Independent Directors:

The process for Board Evaluation undertaken is inclusive of the following:

- The Board evaluates the performance of the Directors individually on the basis of evaluation made by the Independent Directors and Nomination and Remuneration Committee.
- The Nomination & Remuneration Committee evaluates the performance of each Director.
- The Independent Directors evaluate the performance of the Non-Independent Directors. including the Chairperson of the Company taking into account the views of the Executive and Non-Executive Directors and the Board as a whole.
- Performance of the Audit, Nomination & Remuneration, Stakeholders Relationship and Corporate Social Responsibility Committees are also evaluated.

The criteria for performance evaluation as laid down by the Nomination & Remuneration Committee, inter alia includes:

- Appropriate Board size, composition, independence, structure
- Appropriate expertise, skills and leadership initiatives
- Attendance in meetings and participation in discussions
- Adequate knowledge about the Company's business and the economic scenario
- Innovative ideas for growth of the Company's business and economic scenario
- Effectiveness in discharging functions, roles and duties as required
- Review and contribution to strategies, business and operations of the Company
- Expression of independent opinion on various matters taken up by the Board
- Timely flow of information and effective decision making
- Defining roles and effective coordination and monitoring
- Effective and prompt disclosures and communication
- Compliance with applicable laws and adherence to Corporate Governance
- Compliance with Policies, Code of Conduct etc.

C. STAKEHOLDERS' RELATIONSHIP COMMITTEE

a. Composition, meetings and attendance:

As on March 31, 2023, the Stakeholders' Relationship Committee of the Company comprises of one Non-Executive Independent Director and two Executive Director. Mr. Pranab Kumar Maity, Company Secretary, acts as the Secretary to the Committee and Compliance officer of the Company. The Committee met five (5) times during the year on May 24, 2022, July 29, 2022, September 27, 2022, October 12, 2022 and January 10, 2023. The composition of the committee and details of meetings attended by each of the members is as under:

Sl No	Name of the Members	Category	Designation	No. of Meetings	
				Held	Attended
1.	Mr. Suman Jyoti Khaitan	Non Executive- Independent Director	Chairperson	5	4
2.	Mr. Arvind Goenka	Executive Director	Member	5	5
3.	Mr. Akshat Goenka	Executive Director	Member	5	5

b. Terms of Reference:

The terms of reference of the Committee are to look into the redressal of grievances of the investors. The Committee also deals with grievances relating to transfer/transmission of shares, non-receipt of Balance Sheet or dividend, issue of duplicate share certificates, dematerialisation of shares, complaint letters received from Stock Exchanges, SEBI etc.

The Committee has delegated power of approving transfer/transmission of shares to the Company Secretary of the Company.

c. Investors' Complaints and its redressal :

Shareholders' Complaints and Redressal as on March 31, 2023:

Type of Grievances and Category	Dividend Warrant not received	Shares not Dematerialised	Non-Receipt of Share Certificates	Non-Receipt of Annual Report	Total
Complaint received during the year	3	1	1	0	5
Complaint Resolved during the year	3	1	1	0	5

No Share Transfer/Transmissions/issue of Duplicate share certificates were pending as on March 31, 2023.

D. RISK MANAGEMENT COMMITTEE

The Company has laid down adequate procedures to inform the Board about the risk assessment and risk minimisation procedures. The Company through its Board of Directors has constituted a Risk Management Committee for the purpose of monitoring and reviewing of the risk management plans periodically.

As per the provision of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company has a Risk Management Committee, which comprises of two Non-Executive Independent Directors and one Executive Director and two senior employees of the Company under the Chairmanship of a Non-Executive Independent Director. The Committee met twice during the year on July 29, 2022 and January 18, 2023. The composition of the committee and details of meetings attended by each of the members is as under:

The details of the Members and their attendance are as follows:

Sl No	Name of the Members	Category	Designation	No. of Meetings	
				Held	Attended
1.	Mr. Kailasam Raghuraman	Non Executive- Independent Director	Chairman	2	2
2.	Mrs. Runa Mukherjee	Non Executive- Independent Director	Member	2	2
3.	Mr. Akshat Goenka	Executive Director	Member	2	2
4.	Mr. Vijay Sabarwal	President (Operation)-Employee	Member	2	2
5.	Mr. Muneesh K. Batta	Vice President (Marketing)-Employee	Member	2	2

E. Remuneration of Directors and Disclosures

1. Remuneration Policy of the Company

The Remuneration Policy recommended by the Nomination and Remuneration Committee has been accepted by the Board of Directors of the Company. The Committee also decides on payment of commission to executive directors and non-executive directors respectively. The performance evaluation criteria for non-executive including independent directors are laid down by the Committee and taken on record by the Board of Directors.

The objective of the Company's remuneration policy is to ensure that Company's Directors, Key Managerial Personnel and other senior management employees are sufficiently incentivised for enhanced performance. Following criteria shall be followed to determine the remuneration payable to Directors, Key Managerial personnel (KMP) and other Employees.

Remuneration to Executive Directors may be linked with some or all of the following(s):-

- Increase in stakeholder's wealth
- Target achievement in terms of sales, margin vis-à-vis industry bench mark
- Overall health of organization
- New initiatives taken and diversification by the organization
- Optimum utilization of resources of the organization
- Long term goal setting of the organization
- Industry Pattern
- Risk Mitigation
- Remuneration should be reasonable and sufficient to attract and retain directors of quality.

Remuneration to Independent Directors:-

- Independent Directors are entitled for sitting fees and commission based on the performance of the Company.

Remuneration to KMP is linked with the following:-

- Achievement of given targets
- Performance of the Company
- Improvement made in the processes of the organization
- People management
- Optimum utilization of resources of the organization
- Industry pattern
- New Initiatives taken
- Remuneration should be reasonable and sufficient to attract and retain the KMPs of quality

Remuneration to other employees may be linked with some or all of the following:-

- Qualification, Experience and merits
- Initiative in optimization/increase in performance efficiencies
- Achievements of given target
- Industry Pattern
- Inflation

Remuneration of Executive Directors and KMPs shall be within such limits or provisions as prescribed by the Companies Act and other statutes as applicable from time to time. In addition to the fixed monthly remuneration, Executive

Directors and KMPs shall be entitled to commission/ performance bonus as determined by the Board from time to time based on the performance parameters set in this regard. The Remuneration Policy of the Company is placed on the website of the Company at https://s3-ap-south-1.amazonaws.com/occl-web/wp-content/uploads/2019/12/Remuneration_Policy_OCCL.pdf.

2. Executive Directors:

The details of remuneration including commission to all Executive Directors for the financial year ended March 31, 2023 is as follows and same is within the ceiling prescribed under applicable provisions of the Act, 2013.

Name and Designation	Service Contact/Notice Period*	Salary (₹)	Commission (₹)	Contribution to Provident Fund (₹)	Perquisites and other allowances (₹)	Total (₹)
Mr. Arvind Goenka	Appointed as Managing Director for five years w.e.f. October 01, 2018	77,88,000	58,64,000	9,34,560	98,12,400	2,43,98,960
Mr. Akshat Goenka	Appointed as Jt. Managing Director for five years w.e.f. June 01, 2018, liable to retire by rotation	70,56,000	58,64,000	8,46,720	89,41,200	2,27,07,920

* The appointment may be terminated by either party by giving three months' notice or salary in lieu thereof or by mutual consent.

Out of the above remuneration, the salary, contribution to provident and perquisites, if any, are fixed component and the Commission is linked with the consolidated profitability of the Company.

3. Non-Executive Directors:

The details of sitting fees and annual commission to Non-Executive Directors for the Financial Year 22-23 are as follows:

Name	Service Contact/Notice Period	Sitting Fees* (₹)	Commission* (₹)	Number of shares and convertible instruments held in the Company
Mr. Jagdish Prasad Goenka	Retire by Rotation	1,50,000	3,00,000	Nil
Mr. Om Prakash Dubey	Appointed for 5 years as Independent Director at the Annual General Meeting of the Company held on July 26, 2019	4,80,000	9,60,000	Nil
Mr. Suman Jyoti Khaitan	-do-	5,91,000	11,82,000	Nil
Mr. Kailasam Raghuraman	-do-	4,00,000	8,00,000	Nil
Mrs. Runa Mukherjee	Appointed for 5 years as Independent Director at the Annual General Meeting of the Company held on July 31, 2020	3,10,000	6,20,000	Nil
Ms. Kiran Sahdev (Nominee of LIC)	Resigned with effect from September 08, 2022	1,30,000	2,60,000 (to be paid to LIC of India)	Nil
Mr. Sanjay Verma	Retire by Rotation	1,00,000 (paid to LIC of India)	2,00,000 (to be paid to LIC of India)	Nil

*Except as mentioned above, there was no pecuniary relationship or transaction of the Directors vis-a-vis the Company. The Company has not granted any stock option to its Directors.

F. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

As required under Section 135 of the Companies Act, 2013, the Company has a Corporate Social Responsibility (CSR) Committee of the Board of Directors. CSR Committee, inter alia, had formulated and recommended to the Board, a Corporate Social Responsibility Policy which indicates the activities to be undertaken by the Company as specified in Schedule VII of the Act, 2013. The CSR Committee recommends the amount of expenditure to be incurred on CSR activities and monitor the CSR activities undertaken by the Company from time to time.

a. Composition, meetings and attendance:

As on March 31, 2023, the Corporate Social Responsibility Committee of the Company comprises of two Non-Executive Independent Directors and one Executive Director. The Committee met twice during the year on May 24, 2022 and February 08, 2023. The composition of the committee and details of meetings attended by each of the members is as under:

Sl No	Name of the Members	Category	Designation	No. of Meetings	
				Held	Attended
1.	Mr. Suman Jyoti Khaitan	Non Executive- Independent Director	Chairman	2	2
2.	Mr. K Raguraman	Non Executive- Independent Director	Member	2	2
3.	Mr. Arvind Goenka	Executive Director	Member	2	2

b. Terms of reference:

The terms of reference of CSR Committee are as follows:

1. To formulate, monitor and recommend to the Board the CSR Policy including the activities to be undertaken by the Company;
2. To recommend the amount of expenditure to be incurred on the activities undertaken;
3. To monitor the implementation of the framework of Corporate Social Responsibility Policy;
4. To review the Company's disclosure of CSR matters;
5. To submit a report on CSR matters to the Board at such intervals and in such format as may be prescribed.
6. To consider other functions, as defined by the Board or as may be stipulated under any law, rule or regulation, Corporate Social Responsibility Voluntary Guidelines 2009 and the Companies Act, 2013.

G. OPERATIONAL AND FINANCE COMMITTEE

As on March 31, 2023, the Operational and Finance Committee of the Company comprises of one Non-Executive Independent Directors and two Executive Director. The Committee met four (4) times during the year i.e. on May 24, 2022, June 14, 2022, November 07, 2022 and March 07, 2023. The composition of the committee and details of meetings attended by each of the members is as under:

Sl No	Name of the Members	Category	Designation	No. of Meetings	
				Held	Attended
1.	Mr. Suman Jyoti Khaitan	Non Executive- Independent Director	Chairman	4	3
2.	Mr. Arvind Goenka	Executive Director	Member	4	4
3.	Mr. Akshat Goenka	Executive Director	Member	4	4

IV. SUBSIDIARY

As on March 31, 2023, the Company has one listed subsidiary company namely Duncan Engineering Limited, with its Board having the rights and obligations to manage the Company in the best interest of their stakeholders.

The Company also has a wholly owned unlisted subsidiary namely OCCL Limited with its Board having the rights and obligations to manage the Company in the best interest of their stakeholders.

V. GENERAL BODY MEETINGS

a) The last three Annual General Meetings were held as per details given below:

Financial Year	Date of AGMs	Location	Time	Special Resolutions passed
FY 21-22	05.09.2022	Through Video Conferencing	10.30 a.m.	Nil
FY 20-21	03.08.2021	Through Video Conferencing	10.30 a.m.	Nil
FY 19-20	18.08.2020	Through Video Conferencing	10.30 a.m.	Yes (One)

No Extraordinary General Meeting was held during the past 3 years.

b) Special Resolution passed in the previous three Annual General Meetings:

Date of AGM	Details of Special Resolutions passed, if any
September 05,2022	Nil
August 03, 2021	Nil
August 18, 2020	Re-appointment of Mrs. Runa Mukherjee (DIN: 02792569), as an Independent Director for the second term of 5 (five) years.

c) Special Resolution passed last year through Postal Ballot:

During the year 2022-23, One Special Resolutions has been passed through Postal Ballot, details of which is given under:

Date of Postal Ballot Notice: 23.03.2022

Date of commencement of e-voting for the Postal Ballot: 29.03.2022

Date of Approval:27.04.2022

Date of declaration of result: 28.04.2022

Description of the Resolution	No. of vote polled	Votes cast in favour	% of Votes in Favour on votes polled	Vote cast against	% of Votes against on votes polled
1. Shifting of Registered Office of the Company from the State (Special) of West Bengal to the State of Gujarat	63,17,840	63,17,818	99.9997	22	0.0003

d) Person who conducted the Postal Ballot exercise:

Mr. Pawan Kumar Sarawagi (Membership No. FCS 3381), of M/s. P Sarawagi & Associates, Company Secretaries, Kolkata, was appointed as the Scrutiniser to conduct the Postal Ballot and e-voting process in a fair and transparent manner.

e) Special Resolution proposed to be conducted through Postal Ballot:

There is no Special Resolution proposed to be conducted through Postal Ballot.

f) Procedure for postal ballot

In compliance with Sections 108 and 110 and other applicable provisions of the Companies Act, 2013, read with the related Rules, the Company provides electronic voting (e-voting) facility to all its members. For this purpose, Company had engaged M/s. Link Intime India Pvt. Ltd. (LIIPL) as the Agency to provide e-voting facility so as to enable the members to exercise their right to vote on proposed resolution by electronic means i.e., remote e-Voting Services.

Postal ballot notices and forms were sent by email to members through the electronic mode. The Company also publishes a notice in the newspaper declaring the details and requirements as mandated by the Act and applicable rules.

Voting rights are reckoned on the paid-up value of the shares registered in the names of the members as on the cut-off date. Members using the e-voting option are requested to vote before the close of business hours on the last date of e-voting.

The scrutiniser completes his scrutiny and submits his report to the Chairman, and the consolidated results of the voting are announced by the Chairman / authorised officer. The results are also displayed on the Company website, https://www.occlindia.com/investor-relation/agm-postal-ballot/, besides being communicated to the stock exchanges, depository and registrar and share transfer agent. The last date of e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

VI. MEANS OF COMMUNICATION

a) Quarterly Results

The Company publishes limited reviewed un-audited standalone & consolidated financial results on a quarterly basis. In respect of the fourth quarter, the Company publishes the audited financial results both standalone & consolidated for the complete financial year.

b) Newspapers wherein results normally published

The quarterly, half yearly and annual financial results of the Company are sent to Stock Exchanges immediately after they are approved by the Board of Directors. These results are also published in leading English News Paper i.e. Business Standard/Financial Express and a Regional (Gujarati) newspaper i.e. Sandesh.

c) Website, where displayed

The financial results are also displayed on the Company's website financial-results in the investor relations section in compliance with Regulation 33 and Regulation 47 of the SEBI Listing Regulations.

d) Official news releases

The Company regularly publishes updates on its financial results and also displays official news releases as required in the investor relations section of the Company's website.

e) Presentations made to institutional investors or to the analysts

The Company holds analysts calls in each quarter, to apprise and make public the information relating to the Company's working and future outlook.

VII. GENERAL SHAREHOLDERS' INFORMATION

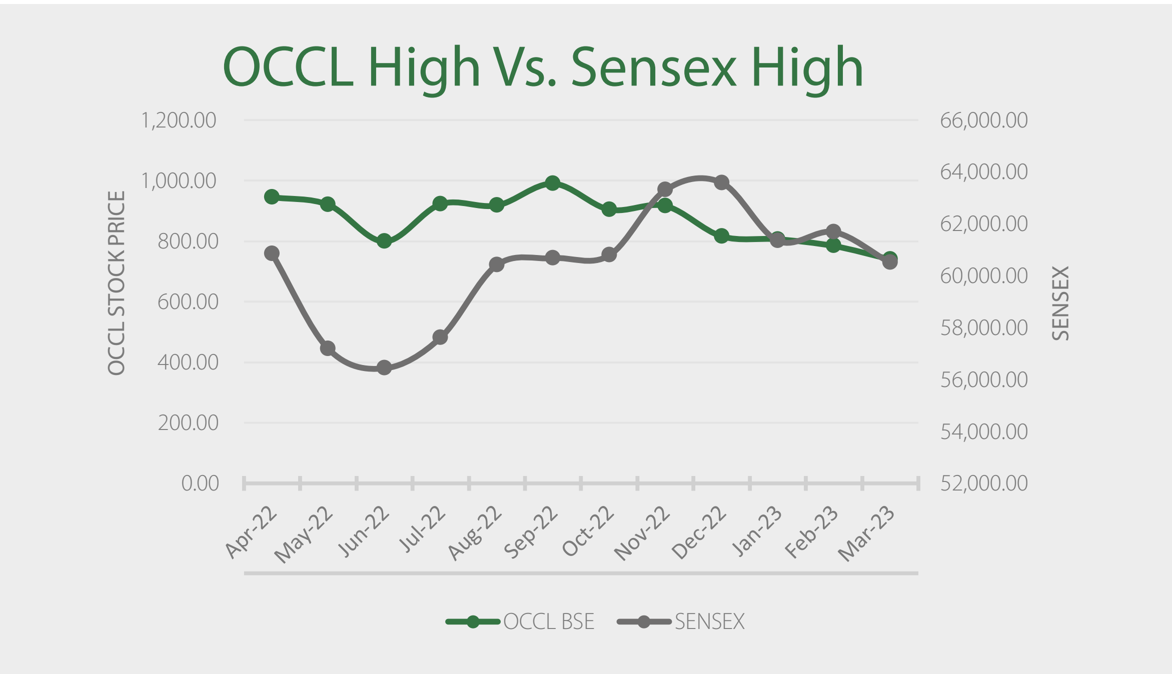
i.	Date, time and venue of Annual General Meeting	July 27, 2023 at 10.30 A.M. Through Video Conferencing (VC) or Other Audio Visual Means (OAVM)
ii.	Financial Year	Financial year of the Company is from April 01 to March 31. Publication of results for the Financial Year 2023-24 (tentative and subject to change) a) First quarter results: On or before August 14, 2023 b) Second quarter and half year results: On or before November 14, 2023 c) Third quarter results: On or before February 14, 2024 d) Fourth quarter results and results for the year ending March 31, 2024: On or before May 30, 2024.
iii.	Dates of book closure	July 21, 2023 to July 27, 2023
iv.	Dividend payment date	On or before August 03, 2023
v.	Listing of Equity Shares at Stock Exchanges	BSE Limited (BSE) Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001 National Stock Exchange of India Ltd. (NSE) Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai – 400 051
vi.	Payment of Listing Fees	Annual Listing Fees for the Stock Exchanges for the Financial Year 2023-24 has been duly paid by the Company.
vii.	Stock Code/Symbol	BSE Scrip Code: 506579, NSE Symbol: OCCL

Stock Market Price Data

a. The monthly high and low quotations (in ₹) during the last financial year on BSE Limited (BSE) and National Stock Exchange (NSE) are given below:

Month	At BSE		At NSE	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April 2022	945.00	801.00	969.00	800.50
May 2022	920.00	687.50	899.90	642.60
June 2022	799.00	719.30	799.95	720.00
July 2022	922.05	749.00	927.00	745.20
August 2022	918.00	821.95	910.00	838.30
September 2022	989.80	817.30	994.00	838.60
October 2022	904.35	810.20	893.75	850.00
November 2022	916.15	754.90	921.00	750.00
December 2022	816.00	754.00	815.00	756.00
January 2023	806.35	702.50	804.10	726.05
February 2023	783.80	651.00	760.05	649.75
March 2023	740.00	660.00	735.00	660.10

b. Performance in comparison to broad based indices - BSE Sensex:



c. In case the securities are suspended from trading, the Directors Report shall explain the reason thereof

Not Applicable.

d. Registrar and Transfer Agent

Pursuant to Regulation 53A of the Securities and Exchange of India (Depositories & Participants) Regulations, 1996, the Company has appointed following SEBI registered Agency as Common Registrar and Share Transfer Agent of the Company for both the Physical and Dematerialised segment:

Link Intime India Private Limited
Room No. 502 & 503, 5th Floor, Vaishno Chamber,
6, Brabourne Road, Kolkata – 700 001
Phone - 033-4004 9728, Telefax- 033-4073 1698
E-mail: kolkata@linkintime.co.in

e. Share Transfer System

As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from, April 01, 2019, except in case of request received for transmission or transposition of securities. The Company has a Committee of the Board of Directors called Stakeholders' Relationship Committee, which meets as and when required. The formalities for transmission/transposition of shares in the physical form are completed and share certificates are dispatched to the transferee within 15 days of receipt of the documents, provided the documents are complete. The yearly Compliance Certificate pursuant to Regulation 40(9) of the SEBI Listing Regulations for the year ending March 31, 2023 issued by Mr. Pawan Kumar Sarawagi of M/s. P Sarawagi & Associates, Company secretaries, have been duly submitted to stock exchanges.

f. Distribution of Shareholding as on March 31, 2022

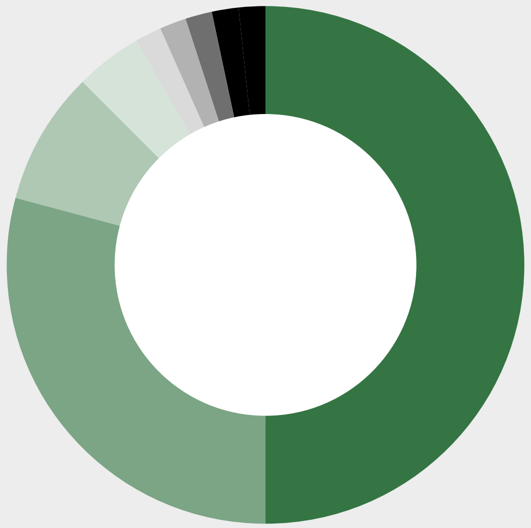
a) Distribution of shareholding by category:

Sl No.	Category	Numbers of Shares Held	% of Shareholding
1.	Promoter and Promoter Group	51,71,124	51.76
2.	Resident Individual	27,01,175	27.04
3.	Mutual Funds	10,69,867	10.71
4.	Insurance Companies/Financial Institutions/Nationalised Bank	2,42,801	2.43
5.	NR/NRIs	2,57,041	2.57
6.	Domestic Bodies Corporate	2,05,512	2.06
7.	Foreign Portfolio Investors (Corporate/Individuals)	1,29,820	1.30
8.	Investor Education and Protection Fund	1,31,464	1.32
9.	Others (AIFs/Clearing Members/HUF/Trusts)	81,288	0.81
Total		99,90,092	100.00

b) Distribution of shareholding by size:

Range in number of shares held	No. of Shareholders	% of shareholders	No. of shares held	Value of Shares (₹)	% of shareholding
1 to 500	18,796	94.6187	1,291,763	1,29,17,630	12.9304
501 to 1000	554	2.7888	4,09,181	40,91,810	4.0959
1001 to 2000	287	1.4448	4,04,688	40,46,880	4.0509
2001 to 3000	82	0.4128	2,03,741	20,37,410	2.0394
3001 to 4000	45	0.2265	1,58,477	15,84,770	1.5863
4001 to 5000	25	0.1258	1,14,151	11,41,510	1.1426
5001 to 10000	33	0.1661	2,33,517	23,35,170	2.3375
10001 and above	43	0.2165	71,74,574	7,17,45,740	71.8169
Total	19,865	100.0000	99,90,092	9,99,00,920	100.0000

Graphical representation



g) Dematerialisation of shares

The Company's Equity Shares are tradable compulsorily in electronic form and are available for trading in depository systems both National Securities Depository Ltd. (NSDL) and the Central Depository Services (India) Ltd. (CDSL). The ISIN of the Company, as allotted by NSDL and CDSL, is INE 321D01016. Nearly of total Subscribed & Paid-up Equity Shares are held in dematerialised form with NSDL and CDSL as at March 31, 2023.

h) Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity:

Nil

i) Commodity Price Risk or Foreign Exchange Risk and Hedging Activities

The Company undertook commodity trading of ₹157.55 Lakh during the year, which was not material. The trading was through Commodity Exchange.

The Company sales revenue comprises of Export sales and Domestic sales and the Company also imports some of its raw materials. The Company has also availed Foreign Currency Term Loan. On account of the foregoing, the Company is exposed to Foreign Exchange Risk. To mitigate the Foreign Exchange Risk, the Company has a policy of hedging 60 % to 90% of its Net Foreign currency Exposure through forward covers. The details of Foreign Currency Exposure and Risk with respect to above has also been explained in Note No 33 to Financial Statement of the Company for the year ended March 31, 2023.

j) Plants Location

1. **Plot 3 & 4, Dharuhera Industrial Estate**
   P.O. Dharuhera, Distt. Rewari - 122 106, Haryana
2. **Survey No. 141, Paiki of Mouje**
   SEZ Mundra
   Village & Taluka - Mundra, Dist. Kutch-370421, Gujarat

k) Address for Correspondence for Share transfer and related matters:

Any assistance regarding shares transfer and transmission, change of address, non-receipt of dividends, duplicate/ missing Share Certificates, dematerialisation of shares and other related matters and for redressal of all share related complaints and grievance please write to or contact the Registrar & Share Transfer Agent or the Share Department of the Company at the address given below:

Registrar:
(For share and dividend related queries)
Link Intime India Private Limited
Room No. 502 & 503, 5th Floor, Vaishno Chamber,
6, Brabourne Road, Kolkata – 700 001
Phone - 033-4004 9728
Telefax- 033-4073 1698
E-Mail: kolkata@linkintime.co.in

Company:
(For any other matter and unresolved complaints)
Oriental Carbon & Chemicals Limited
14th Floor, Tower-B, World Trade Tower
Plot No. C-1, Sector-16, Noida – 201301 (U.P.)
Phone No.: 0120-2446850
E-Mail: investorfeedback@occlindia.com

E-mail of Compliance Officer of the Company which is designated exclusively for the purpose of registering complaints by investors: investorfeedback@occlindia.com

l) Credit Rating

During the year under review, the Company received credit ratings from ICRA Limited. The Rating Committee of ICRA Limited, after due consideration, re-affirmed short-term rating of [ICRA]A1+ (pronounced ICRA A one plus) and a long-term rating of [ICRA]AA- (pronounced ICRA Double A minus). The Rating has been placed under watch with developing implications.

Unclaimed Equity Dividend

Dividends that are not encashed or claimed, within seven years from the date of its transfer to the unpaid dividend account are, in terms of the provisions of Section 125 the Act, 2013, transferred to the Investor Education and Protection Fund (IEPF) established by the Government. The details of unclaimed dividend as on March 31, 2023 are as follows:

Sl. No.	Financial year	Date of Declaration	Dividend per Share (₹)	Date of transfer to Unpaid Dividend Account	Amount outstanding as on 31.03.2023 (₹)	Due date for transfer to IEPF
1	FY 15-16	22.07.2016	5.50	27.08.2016	12,05,242.50	27.08.2023
2	FY 16-17	09.11.2016	3.00	15.12.2016	7,39,071.00	15.12.2023
3	FY 16-17	28.07.2017	7.00	02.09.2017	15,69,827.00	02.09.2024
4	FY 17-18	25.11.2017	3.00	31.12.2017	6,93,861.00	31.12.2024
5	FY 17-18	27.07.2018	7.00	01.09.2018	14,30,786.00	01.09.2025
6	FY 18-19	01.11.2018	4.00	07.12.2018	8,76,484.00	07.12.2025
7	FY 18-19	26.07.2019	8.00	31.08.2019	14,85,256.00	31.08.2026
8	FY 19-20	24.10.2019	4.00	29.11.2019	8,19,156.00	29.11.2026
9	FY 19-20	18.08.2020	6.00	23.09.2020	9,56,956.00	23.09.2027
10	FY 20-21	03.11.2020	4.00	09.12.2020	5,72,222.00	09.12.2027
11	FY 20-21	03.08.2021	10.00	08.09.2021	13,48,680.00	08.09.2028
12	FY 21-22	28.10.2021	7.00	03.12.2021	9,46,960.00	03.12.2028
13	FY 21-22	05.09.2022	7.00	11.12.2022	9,76,858.16	11.12.2029
14	FY 22-23	07.11.2022	7.00	13.01.2023	8,88,206.00	13.01.2030

Members who have not encashed their dividend warrants for the above financial years/period may approach the Company for getting their unclaimed/unpaid dividends.

VIII. OTHER DISCLOSURES

a. The Company did not have any materially significant related party transaction, which have potential conflict with the interest of the Company at large. Further, the statutory disclosure requirements relating to related party transactions have been complied in the financial statements.

b. The Financial Statements have been made in accordance with the Indian Accounting Standards so as to represent a true and fair view of the state of affairs of the Company.

c. There is no case of material non-compliances of any statutory compliances to be ensured by the Company and no penalties or strictures have been imposed on the Company by Stock Exchanges, i.e. BSE & NSE or Securities and Exchange Board of India or any statutory authority on any matter related to the capital market during the last three years.

   The details of fine imposed by Stock Exchanges i.e. BSE Limited & National Stock Exchange of India Limited during the Financial Year 2022-23 are disclosed in the Directors report for the Financial Year 2022-23.

d. The Company has in place Vigil Mechanism / Whistle Blower Policy as required and it is affirmed that no personnel has been denied access to the Audit Committee.

e. The Company has complied with all the mandatory requirements as prescribed in the SEBI Listing Regulations and the Act, 2013.

f. There are no material unlisted subsidiary companies as defined in Regulation 16(1)(c) of the SEBI Listing Regulations. The Board has formulated a policy for determining 'material' subsidiaries pursuant to the provisions of Regulation 16(1)(c) of the SEBI Listing Regulations and can be accessed at https://s3-ap-south-1.amazonaws.com/occl-web/wp-content/uploads/2022/07/Policy-on-Material-Subsidiaries.pdf

g. The Board has approved a policy on dealing with related party transaction and same has been uploaded and available on the Company's website https://s3-ap-south-1.amazonaws.com/occl-web/wp-content/uploads/2022/04/Related-Party-Transaction-Policy.pdf. Further, the statutory disclosure requirements relating to related party transactions have been complied in the Financial Statement.

h. The Disclosure of Commodity Price Risks and Commodity Hedging Activities:

The Company did not deal in any Commodity during the year, which requires hedging.

i. Discretionary requirements as specified in Part E of Schedule II of the SEBI Listing Regulations:

The Company has also complied with the discretionary requirements with regard to reporting of Internal Auditor directly to Audit Committee, moving towards regime of unqualified financial statements and unmodified Audit opinion.

j. In addition to Directors' Report, Management Discussion and Analysis report form part of the Annual Report to the Shareholders. All Key Managerial Personnel and Senior Management have confirmed to the Board of Directors that they do not have any personal interest relating to material, financial and commercial transactions entered into with the Company that may have a potential conflict with the interests of the Company at large.

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

The Company has not raised any funds through preferential allotment or qualified institutions placement.

l. **Certificate from a Company Secretary in practice:** Certificate from a Company Secretary in Practice that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority is annexed to this report as **"Annexure C"**.

m. During the financial year 22-23, there was no recommendation of any committee of the Board of the Company which is mandatorily required and is not accepted by the Board of the Company.

n. Disclosure of Loans and Advances in the nature of loans to firms/companies in which Directors are Interested by name and amount: NIL (Not including Loans and Advances in the nature of Loans, if any, given by the Company to its wholly owned subsidiaries).

o. During the financial year 22-23, total fees for all services paid by the Company on a consolidated basis, to the statutory auditor of the Company is detailed below:

(₹ in Lakh)

Particulars	Amount
Audit Fees	26.08
Certificates & other matters	4.05
For Tax Audit	3.77
Reimbursement of expenses	1.76
Total	**35.66**

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

The Company is committed to provide an attractive working environment for its employees and to provide safe and healthy working conditions. The Company has also adopted a 'Anti- Sexual Harassment Policy' to prohibit, prevent or deter any acts of sexual harassment at workplace and to provide the procedure for the redressal of complaints pertaining to sexual harassment, thereby providing a safe and healthy work environment, in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and the rules made thereunder. Details of Complaints received and redressed during the Financial Year:

(i) number of complaints filed during the financial year: None

(ii) number of complaints disposed of during the financial year: None

(iii) number of complaints pending as on end of the financial year: None

q. In order to prevent any misuse of any unpublished price sensitive information (UPSI), to maintain confidentiality of all UPSI and prohibit any insider trading activity and abusive self-dealing of securities, in the interest of the Shareholders at large, the Company has framed a Code of Conduct for prohibition of Insider Trading. The said Code prohibits the designated persons of the Company from dealing in securities of the Company on the basis of any UPSI, available to them by virtue of their position in the Company.

Further, the Company has framed a Code of Practice and Procedure for fair disclosure of unpublished price sensitive information and the same is available on the website of the Company at https://occl-web.s3.ap-south-1.amazonaws.com/wp-content/uploads/2020/12/Code-of-Practices-and-Procedure-for-Fair-Disclosure-of-UPSI.pdf

r. Disclosures with respect to demat suspense account/ unclaimed suspense account

There are no shares lying in demat suspense account/ unclaimed suspense account of the Company.

s. Secretarial Audit Report: The Company has undertaken Secretarial Audit for the financial year 22-23 which, inter-alia, includes audit of compliance with the Act, and the Rules made under the Act, Listing Regulations and applicable Regulations prescribed by SEBI, Secretarial Standards issued by the Institute of Company Secretaries of India and other allied laws. The Secretarial Audit Report forms a part of this Annual Report.

t. Annual Secretarial Compliance Report: The Company has undertaken an Annual Secretarial Compliance Audit for the financial year 22-23 for all applicable compliances as per SEBI Regulations and Circulars/Guidelines issued thereunder. Accordingly, the Annual Secretarial Compliance Report for the financial year ended March 31, 2023 shall be submitted to the Stock Exchanges within the prescribed timeline.

u. Directors and Officers Insurance ('D and O Insurance'): The Company has in place D and O Insurance Policy of such quantum and covering all such risks as may be determined by the Board of Directors of the Company. The policy also covers all Independent Directors of the Company.

v. Anti-Bribery Policy: The Company has formulated an Anti-Bribery Policy which explains the Company's individual responsibility to comply with anti-bribery and anti-corruption laws around the world. The policy is posted on the Company's website at the following link: https://occl-web.s3.ap-south-1.amazonaws.com/wp-content/uploads/2020/12/Anti-Bribery-Policy.pdf.

IX. The Company has complied with all applicable requirement specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

X. Compliance Certificate of the Auditors

The Secretarial Auditor has certified that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations and the same is annexed to this report as **"Annexure D"**.

On behalf of the Board of Directors

	Arvind Goenka	Akshat Goenka
Place: Noida	*Managing Director*	*Jt. Managing Director*
Date: May 19, 2023	DIN-00135653	DIN-07131982

ANNEXURE A TO THE REPORT ON CORPORATE GOVERNANCE

DECLARATION BY MANAGING DIRECTOR UNDER REGULATION 26(3) READ WITH PART D OF SCHEDULE V OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 REGARDING COMPLIANCE OF CODE OF CONDUCT

To
The Board of Directors,
Oriental Carbon & Chemicals Ltd.,

In accordance with Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that, all Directors and Senior Management Personnel of the Company have affirmed compliance with Code of Conduct, as applicable to them, for the financial year ended March 31, 2023.

For Oriental Carbon & Chemicals Ltd.

Arvind Goenka
Managing Director
DIN: 00135653

Place: Noida
Date: May 19, 2023

ANNEXURE B TO THE REPORT ON CORPORATE GOVERNANCE

CERTIFICATION BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER IN TERMS OF REGULATION 17(8) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Board of Directors,
Oriental Carbon & Chemicals Ltd.,

We hereby certify that:-

(A) We have reviewed financial statements of the Company as on March 31, 2023 and the cash flow statement of the Company for the period ended as on that date and to the best of our knowledge and belief :

(1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading,

(2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws and regulations.

(B) To the best of our knowledge and belief, the Company has not entered into any transactions during the year which are fraudulent, illegal or in violation of the Company's code of conduct.

(C) We accept the responsibility for establishing and maintaining internal controls for the financial reporting and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have also disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(D) We have also indicated to the auditors and the Audit Committee:-

(1) Significant changes in internal control over financial reporting during the year, if any;

(2) Significant changes in accounting policies during the year, if any and the same have been disclosed in the notes to the financial statements ; and

(3) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Yours faithfully,

For Oriental Carbon & Chemicals Ltd

Anurag Jain
CFO

For Oriental Carbon & Chemicals Ltd.

Arvind Goenka
Managing Director
DIN: 00135653

Place: Noida
Date: May 19, 2023

ANNEXURE C TO THE REPORT ON CORPORATE GOVERNANCE

CERTIFICATE CONFIRMING NON-DISQUALIFICATION OF DIRECTORS

For the Financial Year ended March 31, 2023

[Pursuant to Regulation 34(3) and Clause 10(i) of Para C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members
Oriental Carbon & Chemicals Limited
CIN: L24297GJ1978PLC133845

We have examined the relevant registers, records, forms, returns and disclosures from Directors of Oriental Carbon & Chemicals Limited having CIN: L24297GJ1978PLC133845 and having its Registered Office at Plot No. 30-33, Survey No. 77, Nishant Park, Nana Kapaya, Mundra, Kachchh, Gujarat - 370415 (hereinafter referred to as 'the Company'), produced before us by the Company, for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Clause 10(i) of Para C of Schedule V 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 verification, as considered necessary (including Directors' Identification Number (DIN) status at the portal www.mca.gov.in) and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company, as detailed below, during the financial year ended March 31, 2023, have been debarred or disqualified from being appointed or continuing as director 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	Designation	Date of Appointment*
1.	Mr. Jagdish Prasad Goenka	00136782	Non-executive Chairman & Promoter Director	20/03/1985
2.	Mr. Arvind Goenka	00135653	Managing Director (Promoter)	21/05/1986
3.	Mr. Akshat Goenka	07131982	Joint Managing Director (WTD) (Promoter)	14/05/2015
4.	Mr. Suman Jyoti Khaitan	00023370	Independent Director	29/05/1998
5.	Mr. Om Prakash Dubey	00228441	Independent Director	24/07/2009
6.	Mr. Kailasam Raghuraman	00320507	Independent Director	28/01/2009
7.	Mrs. Runa Mukherjee	02792569	Independent Director	16/03/2015
8.	Ms. Kiran Sahdev**	06718968	Nominee Director (LIC)	30/01/2020
9.	Mr. Sanjay Verma	09784146	Nominee Director (LIC)	07/11/2022

* As per MCA Portal www.mca.gov.in

** Resigned with effect from September 08, 2022.

Ensuring the eligibility of every Director for the appointment/continuity 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 efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For P. SARAWAGI & ASSOCIATES
Company Secretaries

P. K. Sarawagi
Proprietor
Membership No. : FCS-3381
Certificate of Practice No. : 4882
Peer Review Certificate No. 1128/2021
ICSI UDIN : F003381E000334107

Place: Kolkata
Date : May 19, 2023

ANNEXURE D TO THE REPORT ON CORPORATE GOVERNANCE

Certificate on compliance with the conditions of Corporate Governance

To,
The Members
Oriental Carbon & Chemicals Limited
CIN: L24297GJ1978PLC133845

We have examined the compliance of the conditions of Corporate Governance by Oriental Carbon & Chemicals Limited having CIN: L24297GJ1978PLC133845 and having its Registered Office at Plot No. 30-33, Survey No. 77, Nishant Park, Nana Kapaya, Mundra, Kachchh, Gujarat - 370415 (hereinafter referred to as 'the Company') for the year ended on March 31, 2023, as stipulated under Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and para C & D 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 of the Company. Our examination was limited to a review of procedures and implementation thereof, as adopted by the Company for ensuring compliance to the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

Based on our examination of relevant records and to the best of our information and according to the explanations given to us and the representations made by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 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 P. SARAWAGI & ASSOCIATES
Company Secretaries

P. K. Sarawagi
Proprietor
Membership No. : FCS-3381
Certificate of Practice No. : 4882
Peer Review Certificate No. 1128/2021
ICSI UDIN : F00338lE000334129

Place: Kolkata
Date : May 19, 2023

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORTING

SECTION A: GENERAL DISLOSURE

I. Details of the listed Entity

1	Corporate Identity Number (CIN) of the Listed Entity	L24297GJ1978PLC133845
2	Name of the Listed Entity	Oriental Carbon & Chemicals Limited
3	Year of incorporation	1978
4	Registered office address	Plot No. 30-33, Survey No. 77, Nishant Park, Nana Kapaya, Mundra, Kachchh, Gujarat-370415
5	Corporate address	14th Floor, Tower-B, World Trade Tower Plot no. C-1, Sector-16, Noida- 201301, Uttar Pradesh
6	E-mail	investorfeedback@occlindia.com
7	Telephone	+91 120 2446850
8	Website	www.occlindia.com
9	Financial year for which reporting is being done	April 01, 2022 to 31st March 2023
10	Name of the Stock Exchange(s) where shares are listed	BSE Limited (BSE), National Stock Exchange of India Limited (NSE)
11	Paid-up Capital	₹999.01 Lakh
12	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. Anurag Jain Designation: Chief Financial Officer Telephone number: +91-120-2446850 E-mail id: investorfeedback@occlindia.com
13	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together:	Standalone

II. Products and Services

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

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Manufacturing-Chemicals	Organic and Inorganic chemicals	98

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

Sr. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Insoluble Sulphur	20119	86
2	Sulphuric Acid & Oleum	20119	12

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	2	3	5
International	0	0	0

17. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States & UT)	19
International (No. of Countries)	23

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

51%

c. A brief on types of customers:

For Insoluble Sulphur, Customers includes all major domestic & global tyre manufacturers. For Sulphuric Acid, the Customer includes manufacturers of detergents, fertilisers, battery, dyes and specialty chemicals etc.

IV. Employees

18. Details as at the end of Financial Year

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
	EMPLOYEES					
1.	Permanent (D)	226	220	97%	6	3%
2.	Other than Permanent (E)	1	1	100%	0	0%
3.	**Total employees (D + E)**	**227**	**221**	**97%**	**6**	**3%**
	WORKERS					
4.	Permanent (F)	201	201	201	100%	0
5.	Other than Permanent (G)	51	51	51	100%	0
6.	**Total Workers (F+G)**	**252**	**252**	**252**	**100%**	**0**

b. Differently abled Employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	DIFFERENTLY ABLED EMPLOYEES					
1.	Permanent (D)	0	0	0%	0	0
2.	Other than Permanent (E)	0	0	0%	0	0
3.	**Total differently abled employees (D + E)**	**0**	**0**	**0%**	**0**	**0%**
	WORKERS					
4.	Permanent (F)	5	5	100	0	0%
5.	Other than Permanent (G)	0	0	0%	0	0%
6.	**Total differently abled workers (F + G)**	**5**	**5**	**100**	**0**	**0%**

19. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	8	1	12.50
Key Management Personnel	4	0	0

20. Turnover rate for permanent employees and workers:

Particulars	FY 2022-23 (Turnover rate in current FY)			FY 2021-22 (Turnover rate in previous FY)			FY 2020-21 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	19%	0%	19%	19%	25%	19%	10%	0%	10%
Permanent Workers	7%	0%	7%	17%	0%	17%	6%	0%	6%

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

21. (a) Names of holding / subsidiary / associate companies / joint ventures

Sr. 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 BusinessResponsibility initiatives of the listed entity? (Yes/No)
1	Duncan Engineering Limited	Subsidiary	50.01	No
2	OCCL Limited	Subsidiary	100.00	No

VI. CSR Details

22. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)

Yes

(ii) Turnover (in ₹): 46,485.72 Lakh

(iii) Net worth (in ₹): 59,367.78 Lakh

VII. Transparency and Disclosures Compliances

23. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct.

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
		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	The Company does not have a structured mechanism to receive and redress grievances of communities	Nil	NA	NA	Nil	NA	NA
Investors (other than shareholders)	Not applicable, as we don't have any investors other than the shareholders (e.g., preference shareholders or debenture holders)						
Shareholders	Yes https://www.occlindia.com/contact-details-email-id-of-designated-officials-for-handling-investor-grievances/	5	Nil	NA	1	Nil	NA
Employees and workers	Yes https://occl-web.s3.ap-south-1.amazonaws.com/wp-content/uploads/2020/12/Vigil-Mechanism-Policy.pdf	Nil	Nil	NA	Nil	Nil	NA
Customers	Yes	Nil	Nil	NA	Nil	Nil	NA
Value Chain Partners	Yes	Nil	Nil	NA	Nil	Nil	NA
Other (please specify)							

24. Overview of the entity's material responsible business conduct issues

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate the positive/ negative implications)
1	Diversity and Equal opportunities	Opportunity	To tap into the full potential of human diversity, the company looks at diversity and creating an inclusive working culture underpinned by a fundamental sense of belonging, fairness, equity and enabling people to bring their 'full self' to work to achieve operational efficiency.	Diversity and Inclusion have been part of the pivotal strategies of OCCL for driving growth while incorporating wider perspectives. The leadership team is vigilant in ensuring to promote and adopt opportunities for everyone to maintain workforce diversity across the organizational value chain. The Equal Opportunity Policy at OCCL robustly ensures the provision of equal remuneration to both male and female employees and equal opportunities to grow in the organization irrespective of gender, caste, or religion.	Positive
2	Transparency	Opportunity	Regulatory bodies and investors are increasingly focusing on transparent disclosure by organizations. Being transparent at all levels helps the organization in breeding trust with stakeholders. Additionally, OCCL welcomes feedback from its stakeholder groups which helps in making better business decisions.	Organizational integrity, transparency and accountability are the bedrock of any successful business, and OCCL acknowledges this as critical to its success. OCCL on a regular basis discloses its financial and non- financial information through an annual report, sustainability report,Business Responsibility Report and other mediums.	Positive
3	Human Rights	Risk	Human rights violations can impact the business across the value chain internally and externally from procurement of raw materials to distribution of product. It may also impact the reputation of the Company	The due diligence process at OCCL evaluates the adherence to the code of conduct periodically and ensures strict conformity to all statutory laws, human rights directives, and other regulations. In the current reporting period, 100% of operations were subjected to human rights reviews. All employees have been provided specialised training on human rights policies and procedures.	Negative
4	Talent retention	Risk	An organization's success is determined by its people. Therefore, the company has identified human capital management as a material topic and is working towards reducing the attrition rate and increasing the retention rate by providing adequate employee benefits and improving employee satisfaction	OCCL has defined a roadmap to employ and retain a high amount of talent for the long term. This roadmap is also reflected in the action of the company to mobilise and streamline employee-specific carrier requirements through performance review systems and engagement surveys. Through its Human Resource Management Systems, OCCL employs digital channels to log HR data. Every year, OCCL's HR partner prepares a Long-Range Plan (LRP) by integrating the talent requirement inputs from Business Heads and Departmental Heads of each functional unit.	Negative
5	Promoting health and wellness	Opportunity	Employee health & wellbeing is critical to business operations and productivity. Moreover, it is the overall responsibility of the company to manage the well-being aspects of this critical stakeholder.	OCCL provides health insurance cover, term life and accident insurance, occupational health services functions to ensure worker well-being. Occupational health centers, ambulance services, first aid boxes, trained first aiders, and firefighters are some of the services provided. New hires are subjected to pre-employment health checkups and periodic health camps are conducted for all internal stakeholders. OCCL also encourages worker consultation and participation for maintaining safety across all manufacturing units.	Positive

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate the positive/ negative implications)
6	Promoting Innovation	Opportunity	Due to the nature of the business, OCCL's products consume fossil fuels and release emissions into the atmosphere thereby increasing the greenhouse gas footprint. To reduce this impact, innovations in energy efficiency, emission reduction and alternate fuel product technologies is crucial and is being implemented.	OCCL believes that innovation is its hallmark and research is its foundation. The company's R&D team which aims to build technological leadership in engine research, design, and development, and help sustainably deliver customised solutions. Innovations by the R&D department is not only focused on growing product portfolio but also on improving processes to minimise fossil fuel consumptions, emissions and create solutions for longterm, sustainable growth. OCCL imbibes the innovation mindset in its employees by conducting skill enhancement workshops, where best-in-class training is provided. OCCL recognises those who perform exemplarily and brings innovation into product development.	Positive
7	Environmental Education for internal and external stakeholders	Opportunity	OCCL focuses on sensitizing internal and external stakeholders on environmental aspects, related impacts and opportunities that will help the organization achieve its business objectives while reducing its negative footprint	Training and awareness on safety, health and environmental issues are provided to various groups of stakeholders including management, employees and suppliers.	Positive
8	Ethical Behavior	Risk	Ethical behavior is acting in ways that are consistent with how the company views moral principles and values. Lack of adherence can have reputational risks arising out of lack of integrity, organizational relationship problems, conflicts of interest, and misleading advertising	OCCL adheres to strong ethical standards of integrity. Its Board of Directors, top management, and employees follow a strict code of conduct and ethics based on the National Voluntary Guidelines. An effective internal control and audit mechanism and a whistle-blower policy are in place to ensure that such regulations are properly followed.	Negative
9	Grievance Mechanism	Risk	Grievance management is important to be able to learn of existing issues and take actions to correct them. Any organization that is interested in growth needs to be willing to face and tackle grievances to improve and develop its business practices	The Grievance Redressal Mechanism at OCCL is covered by various policies and mechanism and designed to rapidly resolved all complaints raised while ensuring the confidentiality of whistle-blowers.	Negative
10	Customer Privacy	Risk	Data privacy is of utmost priority to OCCL. A data breach may impact the business operations and stakeholder relationships.	The company has identified data security as a material topic and has deployed robust systems to avoid such breaches. There were no complaints about customer privacy being violated or data being lost.	Negative
11	Decline in Demand	Risk	The demand for insoluble sulphur may face a decline on account of a competition or a sustained economic slowdown.	Global demand is expected to be stable in spite of Geopolitical issues as Asia is expected to outperform the global average. The domestic demand is expected to continue to rise on back increase in tyre demand and production of better tyre. Increasing use of sulphur in tyres due to better quality will drive growth of the market. The Company enjoys stable relationships with large tyre companies the world over, enhancing revenue stability.	Negative
12	Debt Servicing	Risk	Inability of servicing debt on schedule may have a negative impact on the credit rating of the Company.	The Company follows a policy of maintaining conservative leverage. The Company's gearing stood at 0.27 as on March 31, 2023, while the interest coverage ratio declined from 7.73 in FY 21-22 to 5.48 in FY 22-23.	Negative

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate the positive/ negative implications)
13	Employee Risk	Risk	Disrupted industrial harmony may affect the retention of employees. The Company may be in a risk of underperformance due to lack of training and development of employees	The Company implemented various policies covering recruitment, training, empowerment, job fulfillment and remuneration enhancing harmony in the Company. Moreover, the Company has a policy ensuring the skill sets of employees are updated regularly through training to meet the changing requirements of the Company and prepare employees for higher responsibilities. The Company's employee strength stood at 427 as on March 31, 2023, while the retention stood at 86 %.	Negative
14	Product Acceptance	Risk	The product quality of the Company may prove to be irregular in a demanding marketplace.	The Company enjoys approvals from most global tyre companies, translating into enduring relationships. Moreover, OCCL has a policy to continuously streamline processes ensuring a consistent delivery and improvement of quality to meet the evolving needs of the customers. Over 90% of the Company's revenues in FY 22-23 were derived from customers that have been associated for five years or more	Negative
15	Geographic Risk	Risk	An excessive dependence on a single location can have a negative effect on the Company's financials in the event of a revenue decline from that market.	OCCL is serving customers in 23 countries. No country (except India) accounted for more than 10% of the Company's revenues in FY 22-23.	Negative
16	Market Development	Opportunity	Tyre production is witnessing a shift to eco-friendly and lighter variants. This could increase the proportion of insoluble sulphur per tyre. Chinese manufacturers of Insoluble Sulphur are also targeting export markets.	India is rapidly becoming a hub of tyre exports, especially with global manufacturers seeking to broad base purchases away from China, and with Increased radialisation of commercial vehicle tyres, is poised for growth in insoluble sulphur demand. The Company is actively working on sustainable grades of insoluble sulphur to cater to developing demand and counter competition from other manufacturers.	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	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)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	c. Web Link of the Policies, if available	https://www.occlindia.com/investor-relation/policies-procedures/								
2	Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3	Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4	Name of the national and international codes/certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	ISO 9001, IATF 16949, ISO 14001, ISO 45001, Ecovadis Gold and Responsible Care Logo								
5	Specific commitments, goals and targets set by the entity with defined timelines, if any.	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
6	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

Sr. No.	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Governance, leadership and oversight										
7	Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure). Please refer Managing Director's review in this Annual Report.									
8	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Our Managing Director is in charge of the company's strong sustainability framework, as well as the implementation of all EHS and OHS projects and the company's long-term sustainability goals.								
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.	No, The managing director and senior leadership team review the Business Responsibility performance of the company periodically as part of the overall management process. The organization's performance with respect to economic, environmental, and social objectives is also evaluated regularly by the Board of Directors.								

10. Details of Review of each 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	A review of the policies is done on a periodic base, as needed, either by a member of the board or a representative of the board.									As required								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	P1: Under the Vigil Mechanism/ Whistle Blower Policy, there were no complaints received during the FY 2022-23. During the reporting period, no legal actions were pending against the organization for anti-competitive behavior or breaches of anti-trust and monopoly laws. P2: There were no instances raised of non-compliance regarding product and service, health and safety impacts, as well as no instances of non-compliance regarding product and service labelling. P3: There were no complaints relating to child labor, forced labor, involuntary labor, or Sexual Harassment in FY 2022-23. P4: As per the CSR policy, 2% of net profits of the company were spent on Education, Rural Development, Community Development and Health related projects in FY 2022-23. P5: There were no complaints relating to child labor, forced labor, involuntary labor, or Sexual Harassment in FY 2022-23. P6: OCCL is compliant with the applicable environmental laws, regulations and guidelines in India. P7: The company received no notices for anti-competitive, antitrust, conflict of interest, or monopolistic practices in FY 2022-23. P8: About 52% of materials were sourced from suppliers within a 300km radius in FY 2022-23. P9: There were no data breaches in the system in FY 2022-23.																	

		P1	P2	P3	P4	P5	P6	P7	P8	P9
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.	Yes. The name of agencies are: Ecovadis, DQS (TFS), ICC (Responsible Care), TUV (ISO 14000 & 45001) & CDP								

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)	Not applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURES

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorised as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

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	4	During the year, the Board of Directors and KMPs have participated in various awareness programmes and matters relating to the business, regulations, economy and environmental, social and governance parameters.	66%
Key Managerial Personnel			100%
Employees other than BoD and KMPs	35	Human Rights, POSH, Behaviour based Safety, Business Ethics, EMS & OHS System, Process & Product Safety	100%
Workers			

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 (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

   Nil

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

   Not Applicable

4. Does the 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 policy. The Company has also adopted a Vigil Mechanism Policy to provide a formal mechanism to the Directors, employees and other external stakeholders to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. The Policy provides for adequate safeguards against victimisation of employees who avail of the mechanism. The policies can be accessed on the following weblinks:

   https://occl-web.s3.ap-south-1.amazonaws.com/wp-content/uploads/2020/12/Anti-Bribery-Policy.pdf.

   https://occl-web.s3.ap-south-1.amazonaws.com/wp-content/uploads/2020/12/Vigil-Mechanism-Policy.pdf

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

Particulars	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous FinancialYear)
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

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

Particulars	FY 2022-23 (Current Financial Year)		FY 2021-22 (Previous FinancialYear)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	Nil	Nil	Nil
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	Nil	Nil	Nil

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.:

Nil

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
Nil	Nil	Nil

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

Yes, the Company has the necessary procedures to avoid any conflict of interest involving members of the Board. Company's Code of Conduct for Board Members and policy on related party transactions covers Conflict of interest for Board of Directors.

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.

Particulars	Current Financial Year	Previous Financial Year	Details of improvements in environmental and social impacts
R&D	38%	67%	Development of environment friendly less dusty OT20 grade and low oil OT10 grade of Insoluble Sulfur having superior performance
Capex	Nil	14%	Process lab set-up to improve the efficiency of current manufacturing process

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

No, The procedure is under formulation.

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

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

The Company provides products which are used by leading tyre companies across the world for manufacturing tyres for the end user. Since our product "Insoluble Sulphur" acts as raw material for other manufacturing companies where it forms miniscule part of the total product, it is not possible for us to reclaim the products.

However, the Company has in place requisite process for safe handling and disposal of expired/damaged stocks returned from market. The Company is recycling the Plastic (including packaging) through the EPR programme (through authorised recyclers). E-waste, hazardous and other waste are disposed/recycled through duly authorised waste processing agencies.

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

Yes, Plastic waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards.

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?

LCA not conducted.

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.

(i) LCA has not conducted

(ii) no such significant risk has been identified

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).

Not ascertained.

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

Benefits	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	Nil	26.85	Nil	Nil	13.09	Nil
E-waste	Nil	Nil	0.83	Nil	Nil	4.39
Hazardous waste	12.69	Nil	372.69	3.8	Nil	129.9
Other Waste (non-hazardous)	Nil	Nil	1300.9	Nil	Nil	1,126.87

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

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	220	220	100%	220	100%	NA	NA	220	100%	NA	NA
Female	6	6	100%	6	100%	6	100%	NA	NA	NA	NA
Total	226	226	100%	226	100%	6	3%	222	98%	NA	NA
Other than Permanent Employees											
Male	1	1	100%	0	0%	0	0%	0	0%	0	0%
Female	0	0	0%	0	0%	0	0%	0	0%	0	0%
Total	1	1	100%	0	0%	0	0%	0	0%	0	0%

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	201	184	92%	201	100%	NA	NA	201	100%	NA	NA
Female	0	0	0%	0	0%	0	0	0	0%	0	0
Total	201	184	92%	201	100%	0	0	201	100%	0	0
Other than Permanent workers											
Male	51	51	100%	51	100%	NA	NA	NA	NA	NA	NA
Female	0	0	0%	0	0%	NA	NA	NA	NA	NA	NA
Total	51	51	100%	51	100%	NA	NA	NA	NA	NA	NA

*Includes ESI where ever applicable.

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

Benefits	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	No.of employees covered as a % of total employees	No.of workers covered as a % of total workers	Deducted & 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 & deposited with the authority (Y/N/N.A.)
PF	100%	100%	Y	100%	100%	Y
Gratuity	100%	100%	Y	100%	100%	Y
ESI	NA	14%	Y	NA	12%	Y
Others – please specify	NA	NA	NA	NA	NA	NA

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.

Yes, except for heights in manufacturing area.

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.

Yes, the Company has a disability policy which provides equal rights to persons with disabilities without any discrimination. The policy can be accessed at the following link: https://s3-ap-south-1.amazonaws.com/occl-web/wp-content/uploads/2023/06/Policy-on-managing-differently-abled-persons.pdf

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

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	100%	100%
Female	100%	100%	100%	100%
Total	100%	100%	100%	100%

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

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes, the Company has in place a grievance handling mechanism which is applicable to employees, suppliers, business partners, etc. It sets out procedures for reporting a concern, escalation matrix, procedures for protection against retaliation, procedures of handling frivolous complains and disciplinary action.
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

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

Category	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees						
- Male	220	0	0	207	0	0
- Female	6	0	0	4	0	0
Total Permanent Workers						
- Male	201	120	60	207	128	62
- Female	0	0	0	0	0	0

8. Details of training given to employees and workers:

Category	FY 2022-23 Current Financial Year					FY 2021-22 Previous Financial Year				
	Total (A)	On Health & 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	220	220	100%	122	55%	207	207	100%	141	68%
Female	6	6	100%	3	50%	4	4	100%	2	50%
Total	226			125		211			143	
Workers										
Male	201	201	100%	178	89%	207	207	100%	188	91%
Female	0	0	0%	0	0%	0	0	0%	0	0%
Total	201			178		207			188	

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

Category	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Total (A)	No.(B)	%(B/A)	Total (C)	No.(D)	%(D/C)
Employees						
Male	220	220	100%	207	207	100%
Female	6	6	100%	4	4	100%
Total	226			211		
Workers						
Male	201	201	100%	207	207	100%
Female	0	0	0%	0	0	0%
Total	201			207		

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 such system?**

Yes, the Company has implemented ISO 45001 occupational health and safety management system for its manufacturing facilities.

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

We have many tools to identify work related hazards and to assess/hazards at work place through – JSA/Daily Plant Round/ HIRA/HAZOP/QRA/PSSR/& HIRA/RR which are in place.

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

Yes

d. **Do the Employee/worker of the entity have access to non-occupational medical and healthcare service? (Y/N)**

Yes

11. Details of safety related incidents:

Safety Incident/Number	Category	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers	Nil	Nil
Total recordable work-related injuries	Employees	Nil	Nil
	Workers	Nil	Nil
No. of fatalities	Employees	Nil	Nil
	Workers	Nil	Nil
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	Nil	Nil

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

Safety Committee Meeting, TBT, Annual Health Checkup, Six Monthly Checkups, External Audits, OHC, Ambulance, Identification of Unsafe Condition, Unsafe Act and Unsafe Place, Safety Celebration, Work Place monitoring process, near miss reporting, work permit system, Health surveillance, PPEs provision etc.

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

Category	Current FY (2022-23)			Previous 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	NA	Nil	Nil	NA
Health & Safety	Nil	Nil	NA	Nil	Nil	NA

14. Assessments for the year:

Particulars	% 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.

There were no safety related incidents during the year. The Company conducts RCA (Root Cause Analysis), CAPA (Corrective & Preventive Action) in case of any such incidents or risk/concern.

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 for both

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 has in place adequate measures to ensure that statutory dues have been deducted and deposited by the value chain partners through audits, maintaining of Legal registers, periodic audits through agencies. The Company has also implemented a Compliance management system through Compliance Software as an additional measure for ensuring Compliance of applicable laws on a timely basis.

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 are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

Particulars	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 (Current Financial Year)	FY (Previous Financial Year)	FY (Current Financial Year)	FY (Previous Financial Year)
Employees	0	0	0	0
Workers	0	0	0	0

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)

   Yes

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	About 70%
Working Conditions	About 70%

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.

   Proper use of safety equipment and creating SOPs

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's unwavering commitment to meet the needs of its stakeholders is of utmost importance. When identifying key stakeholder groups, the Company considers various factors such as dependency, immediacy, responsibility, vulnerability, and influence as part of its "Stakeholder Engagement Strategy". At OCCL, customer centricity is a core component of the Company's growth philosophy, reflecting a steadfast dedication to serving customers. The Company acknowledges that its employees play a critical role in creating value for both clients and the organisation and strives to provide them with fulfilling career opportunities.

   OCCL stakeholders encompass shareholders, customers, employees, government/regulatory bodies, influencers, and dealers. The company recognises the importance of engaging with these stakeholder groups and endeavours to meet their needs in a responsible and sustainable manner.

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
Customer	No	• Emails, • SMS, • Pamphlets, • Advertisement, • Website, • Meetings	On going activities	Offers, Product Promotion, Customer service, Queries & feedback
Regulators	No	• Periodic public advocacy • Periodical statutory reportings • Regular liasioning	Need basis	Regulatory Compliances
Employees	No	• Employee grievance redressal mechanism • Regular interactions for celebrating days of individual, organisational, national, and international significance	• Weekly • Annually • Ongoing • Need basis	Trainings, Learning & Development, Career Development and Performance Review, Health and Safety, Employee Recognition
Suppliers	No	• Vendors meet • Regular vendor audit • Periodic vendor interactions for sampling and grievance redressal	• Need basis	Procurement
Investors	No	• Annual General Meeting • Annual Reports • Grievances through Registrar and Share Transfer Agent • Call for Quarterly results • Regular interaction with institutional investors • Periodic press release	Regularly	Business and Financial Updates
Lenders	No	Periodic Meeting		

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 regularly interacts with the stakeholders i.e. investors, customers, suppliers, employees, etc. and considers their views, suggestions and concerns on a regular 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, Engagement with the stakeholders helps us in identification and management of environmental and social topics that need our immediate attention. The inputs received through stakeholders are presented to the respective Committees for implementation of strategies, policies, and goals related to economic, environmental and social topics.

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

   None of the stakeholder group has been identified as vulnerable or marginalised group.

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:

Category	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Total (A)	No. employees of workers covered(B)	%(B/A)	Total(C)	No. employees of workers covered(D)	%(D/C)
Employees						
Permanent	226	226	100	211	211	100
Other than permanent	1	1	100	0	0	
Total Employees	**227**	**227**	**100**	**211**	**211**	**100**
Workers						
Permanent	201	201	100	207	207	100
Other than permanent	51	51	100	51	51	100
Total Workers	**252**	**252**	**100**	**258**	**258**	**100**

2. Details of minimum wages paid to employees and workers:

Category	FY 2022-23 Current Financial Year					FY 2021-22 Previous Financial Year				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No.(B)	%(B/A)	No.(C)	%(C/A)		No.(E)	%(E/D)	No.(F)	%(F/D)
Workers										
Permanent										
Male	220	-	-	220	100	207	-	-	207	100
Female	6	-	-	6	100	4	-	-	4	100
Other than Permanent										
Male	1	-	-	1	100	0	-	-	-	-
Female	0	-	-	0	0	0	-	-	-	-
Workers										
Permanent										
Male	201	-	-	201	100%	207	-	-	207	100%
Female	0	-	-	0	0%	0	-	-	0	0%
Other than Permanent										
Male	51	-	-	51	100	51	-	-	51	100
Female	0	-	-	0	0	0	-	-	0	0

3. Details of remuneration/salary/wages:

Particulars	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category (In ₹ Lakh)	Number	Median remuneration/ salary/ wages of respective category (In ₹ Lakh)
Board of Directors (BoD)	7	14.4	2#	5.3
Key Managerial Personnel@	2	104	-	-
Employees (staff) other than BoD and KMP	216	8.9	6	8.8
Workers	201	6.1	-	-

Ms. Kiran Sahdev resigned from the Company during the year. @other than MD and JMD included in BoDs

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

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

   At OCCL we have a comprehensive and documented grievance redressal policy that outlines the step-by step approach about how to raise, receive and act with respect to any kind of employee grievance. The scope of covers diverse aspects such as dissatisfaction/ issue arising out of annual performance appraisal, any kind of disciplinary action, grievance related to termination dismissal, any kind of discrimination etc. The documented policy also covers escalation matrix to ensure prompt and timely action of grievances.

   Additionally, the organisation also has a whistle blower policy wherein any one can raise a complain that reaches appropriate authorities within the organisation and actions are taken accordingly.

   OCCL has adopted the philosophy of 'Equal Employment Opportunity' for all and has a robust system to deal with any kind of discrimination & harassment.

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

Category	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	NA	NA	NA	NA	NA	NA
Discrimination at workplace	NA	NA	NA	NA	NA	NA
Child Labour	NA	NA	NA	NA	NA	NA
Forced Labour/ Involuntary Labour	NA	NA	NA	NA	NA	NA
Wages	NA	NA	NA	NA	NA	NA
Other human Rights related issues	NA	NA	NA	NA	NA	NA

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

   As part of Vigil Mechanism Policy, Business Responsibility Policy and POSH Policy, the Company recognises the importance of human rights at work place and has in place requisite measure for protection of complainant from adverse consequences. The identity of the complainants are kept confidential and rights are adequately protected.

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

   Yes, partially.

9. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	100%

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

Documentation of the relevant policies were improved and scope of internal audit was enhanced as per suggestion of the assessor.

Leadership Indicators

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

   The Company has not received any grievances/complaints on Human Rights violations.

2. Details of the scope and coverage of any Human rights due-diligence conducted.

   Human rights due diligence was conducted by Ecovadis and DQS for TFS (Together for Sustainability) as per their laid down scope in the matter.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

   Yes, except for heights in manufacturing area.

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	100% in a cycle of three years excluding Oil Refineries.
Discrimination at workplace	
Child Labour	
Forced Labour/Involuntary Labour	
Wages	
Others – please specify	

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

   No significant issue was observed while addressing above points.

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

Essential Indicators

1. Details of total energy consumption (in Thousand Mega Joules) and energy intensity:

Parameter	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Total electricity consumption (A)	1,08,460	1,15,482
Total fuel consumption (B)	3,10,408	3,36,335
Energy consumption through other sources (C)		
Total energy consumption (A+B+C)	4,18,868	4,51,817
Energy intensity in Megajoules per rupee of turnover (Total energy consumption/ turnover in rupees)	0.09	0.12
Energy intensity (optional) – the relevant metric may be selected by the entity		

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

Yes, Eco Safetech Consultants

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

   No

3. Details of the following disclosures related to water:

Parameter	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Water withdrawal by source (in kiloliters)		
(i) Surface water	0	0
(ii) Groundwater	2,16,047	2,29,580
(iii) Third party water	73,645	85,708
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**2,89,692**	**3,15,288**
Total volume of water consumption (in kilolitres)	**2,89,692**	**3,15,288**
Water intensity in liters per rupee of turnover (Water consumed / turnover)	0.06	0.08
Water intensity (optional) –the relevant metric may be selected by the entity		

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

No

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

   Yes.

5. Details of air emissions (other than GHG emissions) by the entity:

Parameter	Please specify unit	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
NO2	IS-5182 P- 6 (µg/m3)	23.4	24.92
SO2	IS-5182 P- 2 (µg/m3)	9.57	19.26
Particulate matter (PM) 10	IS-5182 P- 23 (µg/m3)	66.43	69.88
Persistent organic pollutants (POP)(BaP)	IS-5182 P- 12 (ng/m3)	BDL	Test not conducted
Volatile organic compounds (VOC)	IS-5182 P-7 (µg/m3)	NA	NA
Hazardous air pollutants (HAP)(CO)	IS-5182 P-10 (µg/m3)	0.11	Test not conducted
Others – please specify (NH3)	UAL/SP/28 (µg/m3)	BDL	Test not conducted

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, Universal Lab & Envirochem Consultancy (GPCB Registered)

6. Details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity:

Particulars	Unit	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	18,981.5	22,328.4
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	23,384.2	25,727.6
Total Scope 1 and Scope 2 emissions per rupee in Lakh of turnover		0.93	1.27
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	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.

No

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

Sr. No	Initiative undertaken	Status
1	Energy efficient Sulphur recovery process.	Completed
2	Solar Plant	Completed
3	Replacing total liquid fuels with Gas fuels	Completed
4	Turbine for utilising surplus steam to generate power at Dharuhera Plant	Plan for Year 2023-24

8. Details related to waste management by the entity:

Parameter	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Total Waste generated (in metric tonnes)		
Plastic waste (A)	26.85	13.09
E-waste (B)	0.83	4.39
Bio-medical waste (C)	5.436	9.795
Construction and demolition waste (D)	2	1
Battery waste (E)	0.608	0.868
Radioactive waste (F)	0	0
Other Hazardous waste. Please specify, if any. (G)	382.767	131.847
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	1,300.938	1,126.87
Total (A+B + C + D + E + F + G + H)	**1,719.43**	**1,287.86**
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	12.69	3.80
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**12.69**	**3.80**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	143.90	78.31
(ii) Landfilling	193.43	33.98
(iii) Other disposal operations	-	-
Total	**337.33**	**112.29**

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

No

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.

Sulphur sludge accumulates during melting of sulphur. A Sludge recovery system to reuse Sulphur from this sludge as RM for acid plant has been installed. We have Full tracking system for all RM to optimise their consumption. We have reduced consumption of various inputs through improvement projects.

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:

None of our operations are located in areas where the Company need to take environmental approval/clearance.

Sr. No.	Location of operations/ offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons there of and corrective action taken, if any.
1	NA	NA	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 project	EIA Notification No.	Date	Whether conductedby independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Weblink
NA	NA	NA	NA	NA	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).

Yes

Leadership Indicators

1. Provide break-up of the total energy consumed (in Mega Joules) from renewable and non-renewable sources:

Parameter	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
From Renewable Sources		
Total electricity consumption (A)	57,70,710	16,00,540
Total fuel consumption (B)	0	0
Energy consumption through other sources (C)	0	0
Total energy consumed from renewable sources (A+B+C)	**57,70,710**	**16,00,540**
From non-renewable sources		
Total electricity consumption (D)	10,84,60,237	11,54,82,400
Total fuel consumption (E)	31,04,07,855	33,63,34,989
Energy consumption through other sources (F)	0	0
Total energy consumed from non-renewable sources (D+E+F)	**41,88,68,092**	**45,18,17,389**

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-Eco Safetech Consultant

2. Details related to water discharged:

Parameter	FY2022-23 (Current Financial Year)	FY2021-22 (Previous Financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	Nil	Nil
- No treatment		
- With treatment – please specify level of treatment		
(ii) To Ground water	Nil	Nil
- No treatment		
- With treatment – please specify level of treatment		
(iii) To Sea water	Nil	Nil
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to Third Parties	Nil	Nil
- No treatment		
- With treatment – please specify level of treatment		
(v) Others	Nil	Nil
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)	**Nil**	**Nil**

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

No

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

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

(i) Name of the area: Dharuhera & Mundra

(ii) Nature of operations: Manufacturing of Sulphuric acid, Oleum & Insoluble Sulphur

(iii) Water withdrawal, consumption and discharge:

Parameter	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Water withdrawal by source (in kiloliters)		
(i) Surface water	0	0
(ii) Groundwater	2,16,047	2,29,580
(iii) Third party water	73,645	85,708
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**2,89,692**	**3,15,288**
Total volume of water consumption (in kilolitres)	**2,89,692**	**3,15,288**
Water intensity in liters per rupee of turnover (Water consumed / turnover)	6.34	8.34
Water intensity (optional) –the relevant metric may be selected by the entity	NA	NA
(i) Into Surface water	0	0
- No treatment		
- With treatment – please specify level of treatment		
(ii) Into Groundwater	0	0
- No treatment		
- With treatment – please specify level of treatment		
(iii) Into Seawater	0	0
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to Third Parties	0	0
- No treatment		
- With treatment – please specify level of treatment		
(v) Others	0	0
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)	**0**	**0**

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

No

4. Details of total Scope 3 emissions & its intensity:

Particulars	Unit	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	Entire scope not covered so, not provided	Entire scope not covered so, not provided
Total Scope 3 emissions per rupee of turnover	NA	NA	NA
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	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.

No

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..**

   N.A.

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:**

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Dry cooling Tower	Refer to annual report	Water Saving
2	Energy efficient Sulphur recovery process.	Refer to annual report	Fuel Saving
3	Sludge Recovery System	Refer to annual report	Waste Reduction
4	Solar Plant	Refer to annual report	Reduction in GHG emission

Other than above the Company continuously undertake various projects to reduce energy and therefore GHG consumption and also to reduce consumption of resources.

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

   We have both business continuity & Disaster mgt plan in place. In Disaster Management (part of Onsite emergency plan) we do a periodic mock drill / table top which covers natural calamities (like:- earthquake, flood etc).

   Business continuity plan cover emergencies (like:- Transportation, Strike, Fire, Explosion, Utility disruption, quality issues / rejection of product, etc) with their containment action.

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 significant impact.

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

   We do supplier audit on periodic basis to cover EMS, OHS & legal requirement. Most of the RM & PM supplier assessed.

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: 7

   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.

Sr. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Indian Chemical Council (ICC)	National
2	Chemicals Export Promotion Council (CHEMEXCIL)	National
3	Federation of Indian Export Organisations (FIEO)	National
4	EOU and SEZ Export Promotion Council	National
5	Confederation of Indian Industry (CII)	National
6	Federation of Indian Chambers of Commerce & Industry (FICCI)	National
7	PHD Chamber of Commerce	State

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

   No such conduct or order is there.

Leadership Indicators

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

   Not Applicable

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.

   The Corporate Social Responsibility committee performs internal assessment of its initiatives on frequent intervals for the effectiveness of the CSR projects. As Social Impact Assessments is not applicable to Company, the Company has not conducted Social Impact Assessment in the current financial year.

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

   Not Applicable.

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

   Currently the company does not have a structured mechanism to receive and redress grievances of the community.

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

Parameter	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Directly sourced from MSMEs/ small producers	10.32	11.50
Sourced directly from within the district and neighbouring districts	3.5	4.6

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):**

   Not Applicable

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

Nil

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

No (No such significant item is procured which may be supplied by marginalised / vulnerable groups)

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

Not Applicable

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

Not Applicable

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

Sr. No	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
Not Applicable				

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

Name of authority	Brief of the Case	Corrective action taken
No such cases against the Company, hence not applicable.		

6. Details of beneficiaries of CSR Projects:

Data not available, as we are not required to do Social Impact Assessments.

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.

Summary of Customer Complaints redressal process:.

- Acknowledgement of the complaint to the customer within 1 day from the receiving date.
- Submission of containment action (if any), within a week.
- Submission of Corrective Action Plan, within 3 weeks.
- Evaluation of the effectiveness of the corrective action, with 30 days data.
- Closure of Complaint after getting no adverse feedback for consecutive 3 consignments thereafter or 2 months after checking the effectiveness of the corrective action, whichever is later.

Summary of Customer Feedback handling process:

- Half-yearly on-line survey to get customer's feedback & assess the satisfaction level on 10 point scale.
- Framing of Action Plan based on the score and feedback.
- Regular monitoring of the action plan implementation.

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

Particulars	As a percentage to total turnover
Environmental and social parameters relevant to the product	NA
Safe and responsible usage	100*
Recycling and/or safe disposal	NA

* All of our materials are raw material for industry not for personal consumption. Material safety data sheets are shared with our customers and uploaded our web sites. Our packaging includes instructions on safe handling.

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

Category	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Data privacy	Nil	Nil	NA	Nil	Nil	NA
Advertising	Nil	Nil	NA	Nil	Nil	NA
Cyber-security	Nil	Nil	NA	Nil	Nil	NA
Delivery of essential services	Nil	Nil	NA	Nil	Nil	NA
Restrictive Trade Practices	Nil	Nil	NA	Nil	Nil	NA
Unfair Trade Practices	Nil	Nil	NA	Nil	Nil	NA
Other	Nil	Nil	NA	Nil	Nil	NA

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

Particulars	Number	Reasons for recall
Voluntary recalls	Nil	NA
Forced recalls	Nil	NA

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. Weblink as follows: https://www.occlindia.com/privacy-policy/

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. N.A.

Leadership Indicators

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

www.occlindia.com

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

One page document describing safe handling and storage of Insoluble Sulphur is being shared with each consignment both in English & local language. MSDS data sheet are shared with our customers.

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?

No

If yes, provide details in brief.: NA

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 conducts customer satisfaction survey on half yearly basis.

Our products are raw materials for major industries and regular interaction are done with the customers to ascertain their satisfaction relating to our products.

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: Nil

Standalone Financial Statements

Independent Auditors' Report

To
The Members,
Oriental Carbon & Chemicals Limited

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Oriental Carbon & Chemicals Limited** ("the Company"), which comprise the balance sheet as at March 31, 2023, the statement of profit and loss (including other comprehensive income), the 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 the significant accounting policies and other explanatory information (hereinafter referred to as "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standard prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standard) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the standalone financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. N0.	Key Audit Matter	Auditor's Response
1	The Company recognizes revenue on satisfaction of performance obligations upon transfer of control of promised products to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those products. In determining the transaction price for the sale, and consideration receivable from the customer. As at 31st March 2023, the Company's statement of profit and loss included Sales of INR 45,681.67 Lakhs. The nature of rebates and sales returns, if any, involve judgment in determining sales revenues and revenue cut-off. The risk is, therefore, that revenue may not be recognised in the correct period or that revenue and associated profit is misstated. Refer to accounting policies Note 1(III)(h) and Note No.15 of the standalone Financial Statements.	Our audit procedure included but not limited to: 1. We performed walkthroughs to understand the adequacy and the design of the revenue cycle for all significant components. We tested controls in the revenue and trade account receivables cycles over the accuracy and timing of revenue accounted in the financial statements. 2. We checked the contracts of customers (giving due regards to inco- term) along with revenue recognition policy applied by the Company to ensure satisfaction of performance obligation upon transfer of control of products to customer at a point in time. Our checking procedure includes consideration of the accounting and presentation of the rebates and discount arrangements.

Sr. N0.	Key Audit Matter	Auditor's Response
		3. We read and understood the Company's accounting policy for recognition of revenue for each stream as per Ind AS 115. 4. We requested and obtained independent balance confirmations from the Company's customers on a sample basis. 5. In addition to substantive analytical reviews performed to understand how the revenue has trended over the year, we performed detailed testing on transactions around the year-end, ensuring revenues were recognized in the correct accounting period. We also tested journal entries recognized to revenue focusing on unusual or irregular transactions. 6. We validated the appropriateness and completeness of the related disclosures in Note No. 15 of the standalone financial statements.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's annual report particularly with respect to Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the other information identified above if, we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements.

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Ind AS. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent, and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 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. 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 purpose of our audit of the aforesaid standalone financial statement;
   (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 cash flow and statement of change in equity dealt with by this Report are in agreement with the books of account;
   (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting

Standards specified under section 133 of the Act, read with relevant Rule issued thereunder, as amended;

(e) On the basis of written representations received from the directors as on March 31, 2023 and 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 sub-section 2 of section 164 of the Act.

(f) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

(g) With respect to the adequacy of the internal financial controls with reference to the financial statement of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B".** Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the standalone financial statements;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 29 to the standalone financial statements.

ii. The company has made adequate provision, as required under the applicable law or accounting standards for material foreseeable losses, if any on long term contracts including derivative contracts.

iii. There has been no delay in transferring amount, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented to us that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented to us, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. As stated in Note No 9 to the standalone financial statements

(a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

(b) The interim dividend declared and paid by the Company during the year is in compliance with Section 123 of the Act.

(c) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For **S S Kothari Mehta & Company**
Chartered Accountants
Firm's Registration Number: 000756N

Naveen Aggarwal
Partner
Membership Number: 094380
UDIN 23094380BGUMYM4770

Place: Noida
Date: 19th May 2023

"Annexure A" to the Independent Auditors' Report

The Annexure **as referred in paragraph (1) 'Report on Other Legal and Regulatory Requirements** of our Independent Auditors' Report to the members of **Oriental Carbon & Chemicals Limited** on the standalone financial statements for the year ended March 31, 2023.

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we report that:

i. In respect of the Company's property, plant and equipment and intangible assets:

a. (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

b. According to the information and explanation provided to us, the property, plant & equipment and right to use assets have been physically verified by the management according to programme of periodical verification in a phased manner, which in our opinion is reasonable having regard to the size of the Company and the nature of its Assets. As explained to us and on the basis of the records examined by us, the value of the discrepancies noticed on physical verification by management did not exceed 10% or more in aggregate of each class of inventory and have been properly dealt with in the books of accounts.

c. According to the information and explanation given to us and based on our examination of records, we report that, the title deeds of all immovable properties disclosed in the financial statements included under property, plant and equipment (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company as at the balance sheet date. However, in case of one immovable property, although allotment letter is there in favour of the company, but registry is yet to take place. (Refer Note no 2(ii) of the financial statements)

d. According to the information and explanation given to us and based on our examination of records, the Company has not revalued any of its property, plant and equipment (including right- of-use assets) and intangible assets during the year.

e. According to the information and explanation given to us and based on our examination of records, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) According to the information and explanations given to us and based on our examination of the records of the Company, the inventory (except stock in transit, for which material have been received subsequently) has been physically verified at reasonable intervals and the procedures of physical verification of inventory followed by the management are reasonable in relation to the size of the Company and nature of its business. As far as we could ascertain and according to the information and explanations given to us, no material discrepancies were noticed and have been properly dealt with in the books of account.

(b) According to the information and explanation given to us and based on our examination of records, the company has been sanctioned Working capital limits against current assets in excess of five crore rupees, in aggregate, from banks or financial institutions. The returns filed at the end of each quarter with bank during the year are in agreement with books of accounts of company.

iii. (a) In our opinion and according to the information and explanations given to us, the Company has made investments in the companies. However, it has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year except a loan to a subsidiary company the aggregate amounting during the year and balance outstanding at the balance sheet date amounted to ₹ 5 lakhs.

(b) The investments made and loan granted are not prejudicial to the company's interest;

(c) According to the books of accounts and records examined by us in respect of the loans and advances in the nature of loans granted to subsidiary company which is repayable on demand at any time within 2 years or as mutually agreed by parties and has been disclosed as per clause 3(iii)(f) below. In respect of the aforesaid loan interest receipt are regular and the company has not demanded repayment of loan, hence the same is treated as regular.

(d) There are no amounts of loans and advances in the nature of loans granted to company, which are overdue for more than ninety days.

(e) There were no loans or advance in the nature of loan granted to company which had fallen due/ demanded during the year.

(f) According to the information and explanations given to us and based on the audit procedures performed by us, the company has granted following amount of unsecured loans repayable on demand to related parties as defined in clause (76) of section 2 of the Companies Act, 2013

Particulars (Amount is lakhs)	All Parties	Promoters	Related Parties
Aggregate amount of loans/ advances in nature of loans (Net of impairment provision)			
- Repayable on demand (A)	5	-	5
- Agreement does not specify any terms or period of repayment (B)	-	-	-
Total (A+B)	**5**	**-**	**5**
Percentage of loans/ advances in nature of loans to the total Loans	**100%**	**-**	**100%**

iv. In our opinion and according to the information and explanations provided to us, the Company has not granted any loans or provided any guarantees or security to the parties covered under Section 185 of the Act. The Company has complied with the provisions of Section 186 of the Act in respect of investments made or loans or guarantee or security provided to the parties covered under Section 186 of the Act.

v. In our opinion and as per the information and explanation provided to us, the Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Act and the Rules framed thereunder to the extent notified. We are informed by the Management that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any other authority.

vi. We have broadly reviewed the books of account maintained by the Company pursuant to the rules prescribed by the Central Government of India for the maintenance of cost records under sub-section 1 of Section 148 of the Act, in respect of the manufacture of Insoluble Sulphur and chemicals and are of the opinion that, prima facie, the prescribed records and accounts have been made and maintained. However, we have not carried out a detailed examination of such records with a view to determining whether they are accurate or complete.

vii. (a) In our opinion, and according to the information and explanations given to us and on the basis of examination of the records of the Company, the Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, goods and service tax, custom duty, duty of excise, value added tax, cess and other material statutory dues as applicable, with the appropriate authorities. Based on our sample review of material cases, we have not found any delay. Further, there were no undisputed amounts outstanding at the year-end for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2023 on account of disputes are given below: -

(₹ in Lakh)

Name of the statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates (AY)	Amount
The Income Tax Act, 1961	Income Tax	CIT (Appeal)	2016-17	48.09
The Income Tax Act, 1961	Income Tax	CIT (Appeal)	2018-19	58.28
The Income Tax Act, 1961	Income Tax	CIT (Appeal)	2019-20	60.02
The Income Tax Act, 1961	Income Tax	CIT (Appeal)	2020-21	43.00

viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. (a) According to the information and explanation given to us and based on our examination of records, the Company has not defaulted in repayment of loans or other borrowings or in the payment of Interest thereon to any lender including the loans and interest which are repayable on demand.

(b) Based on the information and explanations obtained by us, the Company has not been declared wilful defaulter by any bank or financial institution government or government authorities or other lender.

(c) According to the information and explanation given to us and based on our examination of records, the Company has applied the term loans for the purpose for which the loans were obtained.

(d) According to the information and explanation given to us and based on our examination of records, funds raised on short- term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) According to the information and explanation given to us and based on our examination of records, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. Further, the company is not having any joint venture & associates.

(f) According to the information and explanation given to us and based on our examination of records, the Company has not raised loans on the pledge of securities held in its subsidiary company during the year.

x. (a) According to the information and explanation given to us and on the basis of our examination of the records, the company has not raised moneys by way of initial public offer or further public offer (including debt instruments). Hence, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanation given to us the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year under audit and hence, reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) As per the information and explanation given to us and on the basis of our examination of the records, we have neither come across any instance of material fraud by the company or on the company or reported during the year, nor have been informed of such case by the management.

(b) According to the information and explanation given to us and based on our examination of records, no report under sub-section (12) of section 143 of the Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year.

(c) We have been informed that there are no whistle blower complaints received by the Company during the year Accordingly, the reporting under the clause 3(xi)(c) of the Order is not applicable.

xii. The company is not Nidhi Company. Accordingly, clause 3 (xii) of the Order is not applicable to the Company.

xiii. As per the information and explanation given to us and on the basis of our examination of the records, the transactions entered into by the Company with the related parties are in compliance with Sections 177 and 188 of the Act and the details have been disclosed in the financial statements as required by Indian Accounting standard (Ind-As)

xiv. (a) According to the information and explanation given to us and based on our examination of records, in our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports of the Company issued till the date of our report, for the period under audit in determining the nature, timing and extent of our audit procedures.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him as referred to Section 192 of the Act.

xvi. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, the provisions of clause 3(xvi)(a) of the Order is not applicable to the company.

(b) According to the information and explanations given to us and based on our examination of the records, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the provisions of clause 3(xvi)(b) of the Order is not applicable.

(c) According to the information and explanations given to us and based on our examination of the records, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, accordingly, the provisions of clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and based on our examination of the records, there is only one core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

xvii. The Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year, accordingly, reporting under clause 3(xviii) of the Order is not applicable to the company.

xix. 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 and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. There are no unspent amounts towards Corporate Social Responsibility (CSR) on ongoing or other than ongoing projects requiring a transfer to a fund specified in Schedule VII to the Act in compliance with second proviso to sub-section (5) and (6) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order is not applicable for the year.

For **S S Kothari Mehta & Company**
Chartered Accountants
Firm's Registration Number: 000756N

Naveen Aggarwal
Partner
Membership Number: 094380
UDIN 23094380BGUMYM4770

Place: Noida
Date: 19th May 2023

Annexure "B" to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(g) of 'Report on Other Legal and Regulatory Requirements'

We have audited the internal financial controls with reference to financial statements of Oriental Carbon & Chemicals Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management and Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control with reference to the 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 (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 controls with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion, to the best of our information and according the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2023, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **S S Kothari Mehta & Company**
Chartered Accountants
Firm's Registration Number: 000756N

Naveen Aggarwal
Partner
Membership Number: 094380
UDIN 23094380BGUMYM4770

Place: Noida
Date: 19th May 2023

Standalone Balance Sheet as at 31st March 2023

(₹ in Lakh)

Particulars	Note No.	As at March 31,2023	As at March 31, 2022
I ASSETS			
1. Non Current Assets			
a. Property, Plant & Equipment	2	46,120.85	43,699.56
b. Capital work in Progress	2a	135.43	4,132.41
c. Intangible Assets	3	43.43	46.11
d. Intangible Assets under Development	3a	11.19	1.12
e. Financial Assets			
i. Investments	4a	10,853.69	8,443.87
ii. Loans	4c	82.23	63.37
iii. Other Financial Assets	4g	796.03	775.47
f. Other Non Current Assets	6	206.53	376.73
TOTAL NON CURRENT ASSETS		**58,249.38**	**57,538.64**
2. Current Assets			
a. Inventories	5	5,991.66	5,887.50
b. Financial Assets			
i. Investments	4b	10,803.80	10,219.52
ii. Trade Receivables	4d	7,558.05	8,076.77
iii. Cash and cash Equivalents	4e	47.22	46.54
iv. Bank Balances other than (iii) above	4f	148.65	157.08
v. Loans	4c	86.43	69.86
vi. Other Financial Assets	4g	145.34	145.76
c. Current Tax Assets (Net)	7	63.29	48.20
d. Other Current Assets	6	641.06	936.38
TOTAL CURRENT ASSETS		**25,485.50**	**25,587.61**
TOTAL ASSETS		**83,734.88**	**83,126.25**
II. EQUITY AND LIABILITIES			
A Equity			
a. Equity Share Capital	8	999.01	999.01
b. Other Equity	9	58,368.77	54,709.63
TOTAL EQUITY		**59,367.78**	**55,708.64**
B Liabilities			
1. Non Current Liabilities			
a. Financial Liabilities			
i. Borrowings	10a	7,326.01	9,392.17
ii. Lease Liability	10c	567.31	572.53
b. Provisions	12	248.81	239.63
c. Deferred Tax Liabilities (Net)	13	3,611.95	3,030.91
TOTAL NON CURRENT LIABILITIES		**11,754.08**	**13,235.24**
2. Current Liabilities			
a. Financial Liabilities			
i. Borrowings	10b	8,620.50	8,818.74
ii. Lease Liability	10c	5.22	4.79
iii. Trade Payables	10d		
Total outstanding dues of Micro Enterprises and Small Enterprises		185.61	189.14
Total outstanding dues of Creditors Other than Micro Enterprises and Small Enterprises		1,695.43	2,291.68
iv. Other Financial Liabilities	11	1,451.93	2,271.04
b. Other Current Liabilities	14	471.08	538.20
c. Provisions	12	183.25	68.78
TOTAL CURRENT LIABILITIES		**12,613.02**	**14,182.37**
TOTAL EQUITY AND LIABILITIES		**83,734.88**	**83,126.25**
Corporate Information	1(I)		
Basis of preparation of financial statement	1(II)		
Significant accounting policies	1(III)		
Notes to Accounts	2 - 42		

The accompanying notes referred to above form an integral part of the standalone financial statements.

As per our Report of even date

For and on behalf of the Board of Directors

For S S Kothari Mehta & Company
Chartered Accountants
Firm Reg. No. 000756N

Naveen Aggarwal
Partner
Membership No. 094380

Date: 19th May, 2023
Place : Noida

Arvind Goenka
Managing Director
DIN-00135653
Place : Noida

Pranab Kumar Maity
Company Secretary
Membership No. A20606
Place : Noida

Akshat Goenka
Jt. Managing Director
DIN-07131982
Place : Noida

Anurag Jain
Chief Financial Officer
Place : Noida

Standalone Statement of Profit and Loss for the year ended March 31, 2023

(₹ in Lakh)

Particulars	Note No.	Year Ended March 31, 2023	Year Ended March 31, 2022
I. Revenue from Operations	15	46,485.72	38,778.76
II. Other Income	16	259.35	770.12
III. Total Income (I+II)		**46,745.07**	**39,548.88**
IV. Expenses:			
Cost of Raw materials consumed	17 (a)	17,883.28	14,049.86
Purchase of stock in trade	17(b)	304.49	5.70
Changes in Inventories of finished goods, work in progress and stock in trade	18	(261.41)	(590.21)
Employee benefits expense	19	4,987.94	4,571.18
Finance costs	20	1,283.67	815.51
Depreciation and amortisation expenses	21	2,793.35	2,300.46
Other expenses	22	14,004.83	12,912.01
Total Expenses (IV)		**40,996.15**	**34,064.51**
V. Profit before tax (III-IV)		**5,748.92**	**5,484.37**
VI. Tax Expense :			
Current tax	24(a)	1,001.29	951.69
Deferred Tax (Net)	24(a)	376.87	537.94
Total Tax Expense (VI)		**1,378.16**	**1,489.63**
VII. Profit for the period (V-VI)		**4,370.76**	**3,994.74**
VIII. Other Comprehensive Income (Net of Tax)			
Items that will not be reclassified to Profit or Loss			
Remeasurement Gain or (Loss) on Defined Benefit Plans	9(I)(d)	(59.13)	38.55
Income Tax on the above item		17.22	(11.23)
Net Gain or (Loss) on FVTOCI on Equity & AIF Investments	9(II)	950.28	159.64
Income Tax on the above item		(221.38)	(29.26)
Total Other Comprehensive Income / (Loss) (Net of Tax) (VIII)		**686.99**	**157.70**
IX. Total Comprehensive income for the period (VII+VIII) (Comprising Profit / (Loss) and Other CWomprehensive Income / (Loss) for the period)		**5,057.75**	**4,152.44**
X. Earnings per equity shares (Face value of ₹10/- each) :			
Basic & Diluted (₹)	26	43.75	39.99
Corporate Information	1(I)		
Basis of preparation of financial statement	1(II)		
Significant accounting policies	1(III)		
Notes to Accounts	2-42		

The accompanying notes referred to above form an integral part of the standalone financial statements.

As per our Report of even date

For and on behalf of the Board of Directors

For S S Kothari Mehta & Company
Chartered Accountants
Firm Reg. No. 000756N

Naveen Aggarwal
Partner
Membership No. 094380

Date: 19th May, 2023
Place : Noida

Arvind Goenka
Managing Director
DIN-00135653
Place : Noida

Pranab Kumar Maity
Company Secretary
Membership No. A20606
Place : Noida

Akshat Goenka
Jt. Managing Director
DIN-07131982
Place : Noida

Anurag Jain
Chief Financial Officer
Place : Noida

Standalone Statement of Cash Flow for the year ended March 31, 2023

(₹ in Lakh)

Particulars	2022-23		2021-22	
A. Cash Flow From Operating Activities				
Net Profit before tax	**5,748.92**		**5,484.37**	
Adjustments for Non Cash and Non Operating items :				
Depreciation & Amortisation Expense	2,793.35		2,300.46	
(Gain) / Loss on Sale / Discard of Property, Plant & Equipment (Net)	73.31		(241.04)	
Finance Costs	1,283.67		815.51	
Interest Income	(36.87)		(34.31)	
Effect of Exchange Rate Change on Borrowings	303.47		(133.80)	
Debts earlier written off, now recovered	(2.00)		-	
Bad Advances / Debts written off	5.23		0.88	
Provision for Doubtful debts	40.64		-	
(Gain) / Loss on financial assets measured at fair value through Profit or loss (Net)	(165.26)		(286.88)	
Operating Profit before Working Capital Changes	**10,044.46**		**7,905.19**	
Adjustments for :				
Trade and Other Receivables	708.81		(88.24)	
Inventories	(104.16)		(1,881.81)	
Trade and Other Payables	(567.08)		348.25	
Cash generated from Operations before tax	**10,082.03**		**6,283.39**	
Direct Tax Paid (Net)	(1,016.38)		(1,109.93)	
Net Cash from Operating Activities		**9,065.65**		**5,173.46**
B. Cash Flow From Investing Activities				
Payments for purchase of Property, Plant & Equipment including Capital work in progress, Intangible Assets and Capital Advances	(2,033.05)		(5,359.27)	
Proceeds from sale of Property, Plant & Equipment	77.39		440.94	
Loans and Advances to Subsidiary / Other Companies (Net)	(5.00)		-	
Purchase and Sale of Non Current Investments (Net)	(1,459.54)		(3,727.02)	
Purchase and Sale of Current Investments (Net)	(419.02)		5,396.89	
Movement in Fixed deposits with Banks	(20.33)		(22.43)	
Interest Received	34.86		62.75	
Net Cash (used in) investing activities		**(3,824.69)**		**(3,208.14)**
C. Cash Flow From Financing Activities				
Dividend Paid	(1,398.62)		(1,698.32)	
Proceeds from Borrowing - Non Current	340.00		4,382.06	
Repayment of Borrowing - Non Current	(3,888.46)		(4,748.07)	
Borrowing - Current (Net)	633.90		602.65	
Repayment of Lease Liability	(4.79)		(4.39)	
Interest and Financial Costs paid (excluding Transfer to Capital Work-in-Progress)	(922.31)		(612.32)	
Net Cash from/ (used in) Financing Activities		**(5,240.28)**		**(2,078.39)**

Standalone Statement of Cash Flow for the year ended March 31, 2023

(₹ in Lakh)

Particulars	2022-23		2021-22	
Net increase/ (decrease) in Cash and Cash Equivalents (A+B+C)		**0.68**		**(113.07)**
Opening Balance of Cash and Cash Equivalents		**46.54**		**159.61**
Closing Balance of Cash and Cash Equivalents		**47.22**		**46.54**
Cash & Cash Equivalents Comprise				
Cash on Hand		6.33		6.51
Balance with Scheduled Banks in Current Accounts and fixed deposits maturing within 3 months		40.89		40.03
		47.22		**46.54**

Notes:

(i) Figures in bracket represent outflows.

(ii) Other Bank Balances of ₹145.10 Lakh (Previous Year ₹153.58 Lakh) lying in designated account with scheduled banks on account of unclaimed dividend and ₹1.50 Lakh (Previous Year ₹1.50 Lakh) in Deposit Repayment Reserve Account and Term Deposits maturing beyond three months are not included in Cash and Cash Equivalents. These are shown under Investing Activities.

(iii) Previous year's figures have been regrouped wherever necessary, to conform to this year's classification.

Change in Liability arising from financing activities

(₹ in Lakh)

Particulars	April 01, 2022	Cash Flow	Foreign Exchange Movement	March 31, 2023
Borrowings - Non Current & Current Maturities (Refer Note 10(a))	13,611.52	(3,548.46)	346.69	10,409.75
Borrowings - Current (Refer Note 10(b))	4,599.39	633.90	303.47	5,536.76

As per our Report of even date

For S S Kothari Mehta & Company
Chartered Accountants
Firm Reg. No. 000756N

Naveen Aggarwal
Partner
Membership No. 094380

Date: 19th May, 2023
Place : Noida

For and on behalf of the Board of Directors

Arvind Goenka
Managing Director
DIN-00135653
Place : Noida

Akshat Goenka
Jt. Managing Director
DIN-07131982
Place : Noida

Pranab Kumar Maity
Company Secretary
Membership No. A20606
Place : Noida

Anurag Jain
Chief Financial Officer
Place : Noida

Standalone Statement of Changes in Equity for the year ended March 31, 2023

a) Equity Share Capital

Current Reporting Period {Refer Note No. 8(b)} (₹ in Lakh)

Balance at the beginning of the current reporting period	Change in Equity shares capital due to prior period errors	Restated balance at the beginning of the current reporting period	Change in Equity share capital during the current year	Balance at the end of the current reporting period
999.01	-	999.01	-	999.01

Previous Reporting Period (₹ in Lakh)

Balance at the beginning of the previous reporting period	Change in Equity shares capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Change in Equity share capital during the previous year	Balance at the end of the previous reporting period
1,000.53	-	1,000.53	(1.52)	999.01

b) Other Equity (Refer Note No. 9)

(₹ in Lakh)

Particulars	Reserves					Other Comprehensive Income (OCI)	Total Other Equity
	Capital Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings			
				Retained Earnings	Remeasurement Gain / (Loss) of the defined benefit plans (Net of Tax)	Equity Instruments through OCI (Net of Tax)	
Balance as at March 31, 2021	**1,732.18**	**30.85**	**878.07**	**49,345.33**	**(127.94)**	**395.50**	**52,253.99**
Gain on Cancellation of forfeited shares	**1.52**	**-**	**-**	**-**	**-**	**-**	**1.52**
Profit/(Loss) for the year ended March 31, 2022	-	-	-	3,994.74	-	-	3,994.74
Other comprehensive income (net of tax) for the year ended March 31, 2022	-	-	-	327.65	27.32	(197.27)	157.70
Total Comprehensive income for the year ended March 31, 2022	**-**	**-**	**-**	**4,322.39**	**27.32**	**(197.27)**	**4,152.44**
Dividend	**-**	**-**	**-**	**(1,698.32)**	**-**	**-**	**(1,698.32)**
Balance as at March 31, 2022	**1,733.70**	**30.85**	**878.07**	**51,969.40**	**(100.62)**	**198.23**	**54,709.63**
Profit/(Loss) for the year ended March 31, 2023	-	-	-	4,370.76	-	-	4,370.76
Other comprehensive income (net of tax) for the year ended March31, 2023	-	-	-	-	(41.91)	728.91	687.00
Total Comprehensive income for the year ended March 31, 2023	**-**	**-**	**-**	**4,370.76**	**(41.91)**	**728.91**	**5,057.76**
Dividend	**-**	**-**	**-**	**(1,398.62)**	**-**	**-**	**(1,398.62)**
Balance as at March 31, 2023	**1,733.70**	**30.85**	**878.07**	**54,941.54**	**(142.53)**	**927.14**	**58,368.77**

As per our Report of even date

For S S Kothari Mehta & Company
Chartered Accountants
Firm Reg. No. 000756N

Naveen Aggarwal
Partner
Membership No. 094380

Date: 19th May, 2023
Place : Noida

For and on behalf of the Board of Directors

Arvind Goenka
Managing Director
DIN-00135653
Place : Noida

Akshat Goenka
Jt. Managing Director
DIN-07131982
Place : Noida

Pranab Kumar Maity
Company Secretary
Membership No. A20606
Place : Noida

Anurag Jain
Chief Financial Officer
Place : Noida

Notes to Financial Statements for the year ended March 31, 2023

NOTE 1: COMPANY OVERVIEW, BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

I CORPORATE INFORMATION

Oriental Carbon & Chemicals Limited ("OCCL" or "the Company") is a public limited company domiciled in India and has its Registered Office at Gujarat. The shares of the Company are listed on National Stock Exchange of India Ltd. and Bombay Stock Exchange Ltd. The Company's core business is manufacturing and sales of Chemicals (Insoluble Sulphur, Sulphuric acid) and Investments as other business. The Company is a global supplier of Insoluble Sulphur of which Major turnover is from Exports. It has two manufacturing facilities, one in Haryana and other one in Gujarat.

II BASIS OF PREPARATION

a) Statement of compliance

These financial statements have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 (As amended) notified under Section 133 of the Companies Act, 2013 ('the Act') and other relevant provisions of the Act.

These financial statements were authorised for issue by the Board of Directors on May 19, 2023

b) Basis of measurement

The financial statements have been prepared on an accrual basis and under the historical cost convention, except for the following:

i. Certain financial assets and liabilities (including derivative instruments, Investments in equity shares, preference share Bonds and Mutual funds) measured at Fair Value / Amortised Cost; (refer significant accounting policy III (d))

ii. Defined benefit plan assets measured at Fair Value; (refer significant accounting policy III (j))

c) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ("the functional currency") which is the Indian National Rupee ('INR'). All amounts have been rounded to two decimal points of lakhs, except number of shares , face value of shares , earning per share or wherever otherwise indicated.

d) Current or Non current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is classified as current when it is:

i. Expected to be realized or intended to sold or consumed in normal operating cycle;

ii. Held primarily for the purpose of trading;

iii. Expected to be realized within twelve months after the reporting period; or

iv. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All the other assets are classified as non-current.

A liability is current when:

i. It is expected to be settled in normal operating cycle;

ii. It is held primarily for the purpose of trading;

iii. It is due to be settled within twelve months after the reporting period; or

iv. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current. Deferred Tax Assets and Liabilities are classified as non-current assets and liabilities respectively.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

e) Use of judgements and estimates

The preparation of financial statements in conformity with Ind AS requires the Management to make judgement, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities and contingent assets at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon the Management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized. 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.

Recognition and measurement of defined benefit obligations

The cost of the leave encashment, defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation.

Property, plant and equipment and intangible assets

The useful life and residual value of Property, plant and equipment and intangible assets are determined based on technical evaluation made by the management of the expected usage of the asset, the physical wear and tear and technical or commercial obsolescence of the asset. Due to the judgements involved in such estimations, the useful life and residual value are sensitive to the actual usage in future period. The management evaluates and reviews the pattern of expected economic benefits from the asset along with commensurate method of depreciation on periodic basis and decides to follow suitable method of charging depreciation.

Fair value measurement of financial instruments

When the fair value of the financial assets and liabilities recorded in the balance sheet cannot be measured based on the quoted market price in active markets, their fair value is measured using valuation technique. The input to these models are taken from the observable market wherever possible, but where this is not feasible, a review of judgment is required in establishing fair values. Changes in the underlying inputs could affect the fair value of financial instrument.

Provision for litigations and contingencies

The provision for litigations and contingencies are determined based on evaluation made by the management of the present obligation arising from past events the settlement of which is expected to result in outflow of resources embodying economic benefits, which involves judgements around estimating the ultimate outcome of such past events and measurement of the obligation amount.

Impairment of financial and non-financial assets

The impairment provision for financial assets are based on assumptions about risk of default and expected losses. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

The Company assesses at each reporting date whether there is an indication that a Non-financial asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount which is higher of an asset's or Cash generating unit (CGU) fair value less costs of disposal and its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considere impaired and is written down to its recoverable amount.

III SIGNIFICANT ACCOUNTING POLICY

The Company has consistently applied the following accounting policies to all periods presented in the financial statements.

a) Property, plant and equipment and Capital Work in progress

i) Recognition and measurement

Property, plant and equipment are measured at cost net of taxes/duties credit availed , less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Interest on borrowings used to finance the construction of qualifying assets are capitalized as part of cost of the asset until such time that the asset is ready for its intended use. The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. The cost of replacing part of an item of property, plant and equipment are recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The costs of all other repairs and maintenance are recognised in the Statement of Profit & Loss as incurred.

Capital work-in-progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date. Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other noncurrent assets.

An item of property, plant and equipment is derecognised when no future economic benefit are expected to arise from the continued use of the asset or upon disposal. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

ii) Depreciation

Depreciation on property, plant and equipment is provided on the Straight Line Method based on the useful life of assets as prescribed under Schedule II of the Companies Act, 2013, which are as follows:

Buildings including Factory Buildings and Roads	:	5 - 60 years
Plant & Equipment (Including Continuous Process Plant, Components & Laboratory Equipment)	:	5 - 25 years
Electrical Installations	:	10 years
Furniture and Fixtures	:	10 years
Air Conditioners and coolers	:	5 years
Office Equipment	:	5 - 10 years
Motor Vehicles	:	5 years
Computer and Servers & Networks	:	3 - 6 years

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the underlying assets. Buildings constructed on Right-of-use assets are depreciated based on the useful life prescribed in the Schedule II of the Companies Act, 2013 or balance useful life of Right-of-use assets whichever is lower.

Depreciation on additions to or on disposal of assets is calculated on pro-rata basis i.e. from (upto) the date on which the property, plant and equipment is available for use (disposed off).

The Company, based on technical assessment made by technical expert and management estimate, depreciates these items of property, plant and equipment over lesser of the estimated useful life and useful life prescribed in Schedule II to the Companies

Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

b) Intangible assets

i) Recognition and measurement

Intangible Assets Acquired Separately

Intangible assets that are acquired by the Company are measured at cost. Subsequent to initial recognition, the assets are measured at cost, less accumulated amortisation and accumulated impairment losses, if any.

Subsequent expenditures are capitalized only when they increase the future economic benefits embodied in the specific asset to which they relate.

All intangible assets are tested for impairment when there are indications that the carrying value may not be recoverable. Impairment losses, if any, are recognised immediately in profit or loss.

An item of intangible asset is derecognised when no future economic benefit are expected to arise from the continued use of the asset or upon disposal. Any gain or loss on disposal of an item of intangible assets is recognised in profit or loss.

ii) Amortisation

Amortization is recognised in the Profit & Loss Account on a straight-line basis over the estimated useful lives of intangible assets or on any other basis that reflects the pattern in which the asset's future economic benefits are expected to be consumed by the entity. Intangible assets that are not available for use are amortized from the date they are available for use.

The estimated useful lives are as follows:

Software : 5 years

The amortization period and the amortization method for intangible assets are reviewed at each reporting date.

c) Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication on impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or a cash generating unit is higher of its fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is recognised if the carrying amount of an asset exceeds its estimated recoverable amount. Impairment losses are recognised in Statement of Profit and Loss

In respect of assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the assets carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

d) Financial Instruments

i) Initial recognition

The Company recognises financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognised at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

ii) Subsequent measurement

(a) Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost by applying the Effective Interest Rate (EIR) Method to gross carrying amount of the financial asset, if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. When the financial asset is derecognised or impaired, the gain or loss is recognised in the statement of profit and loss.

(b) Financial assets at fair value through other comprehensive income

Financial instruments are subsequently measured at fair value **(based on Last available audited information)**. On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment by investment basis. Fair value gains and losses recognised in OCI are not reclassified to profit and loss.

(c) Financial assets at fair value through profit or loss

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

(d) Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest rate method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(e) Reclassification of Financial Assets and Financial Liabilities

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

(f) Investment in subsidiary

Investment in subsidiaries is carried at cost.

iii) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. Except Trade receivables, expected credit losses are measured at an amount equal to the 12-month Expected Credit Loss (ECL), unless there has been a significant increase in credit risk from initial recognition, in which case those are measured at lifetime ECL.

With regard to trade receivable, the Company applies the simplified approach , which requires expected lifetime losses to be recognised from the initial recognition of the trade receivables.

iv) Derecognition

Financial Assets

Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial Liabilities

The Company derecognises a financial liability when its contractual obligations are discharged, cancelled or expired.

v) Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks and interest rate risk respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value provided by the respective banks. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are recorded directly to statement of profit and loss.

(vi) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

e) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using other valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Fair values for measurement and/ or disclosure purposes are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

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

f) Inventories

Inventories are valued at lower of Cost and Net Realisable value. The cost of finished goods is determined by taking material, labour and related factory overheads including depreciation. Cost of material is determined on weighted average cost basis. Further the cost for Work-in-Progress includes material cost, stage wise direct cost and other related manufacturing overheads including depreciation. Materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Net realisable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and making the sale.

Cost of raw materials, packing materials, stores and spares are determined on weighted average basis.

g) Provisions, Contingent Liabilities and Contingent Assets

Provision

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that the outflow of resources embodying economic benefits will be required to settled the obligation in respect of which reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the expense relating to provision presented in the statement of profit & loss is net of any reimbursement.

If the effect of the time value of money is material, provisions are disclosed using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as finance cost.

Contingent liability is disclosed in the notes in case of:

There is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

Notes to Financial Statements for the year ended March 31, 2023

- A present obligation arising from past event, when it is not probable that as outflow of resources will be required to settle the obligation
- A present obligation arises from the past event, when no reliable estimate is possible
- A present obligation arises from the past event, unless the probability of outflow are remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

Onerous Contracts

A provision for onerous contracts is measured at the lower of the present value of expected cost of terminating the contract and the expected cost of continuing with the contract. Before a provision is established, the company recognizes the impairment on the assets, if any, with the contract.

Contingent assets :

Contingent assets are not accounted in the financial statements unless an inflow of economic benefits is probable.

h) Revenue from Operations:

(i) Revenue from Contracts with Customers

The Company derives revenue from sale of Insoluble Sulphur, Sulphuric Acid and Oleum.

Ind AS 115 "Revenue from Contracts with Customers" provides a control-based revenue recognition model and provides a five step application approach to be followed for revenue recognition.

- Identify the contract(s) with a customer;
- Identify the performance obligations;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations;
- Recognise revenue when or as an entity satisfies performance obligation.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services net of discounts, rebates or schemes, if any, offered by the company. The Company has generally concluded that it is the principal in its revenue arrangements.

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in Note 15.

Sale of Goods

For sale of goods, revenue is recognised on satisfaction of performance obligation upon transfer of control of promised products to customers at an amount that reflects the consideration the Company expects to receive in exchange for those products.

(ii) Export Benefits

In case of direct exports made by the Company, export benefits arising from Govt. incentives and schemes are recognised on shipment of direct exports.

(iii) Investment Income

Investment income is recognised as and when accrued/reinstated as per the terms of the Investments based on the effective interest rate/appreciation(depreciation) in value of investment as applicable on the basis of quoted price/statements received from the relevant funds/institutions as applicable. Income from Investments including interest income is included in revenue from operations in the statement of Profit and Loss.

Dividend income is recognised when the Company's right to receive dividend is established, and is included in other income in the statement of profit and loss.

i) Other Revenue Streams

Interest Income

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 asset to the asset's net carrying amount on initial recognition. Interest income is included in other income in the statement of profit and loss.

j) Employee Benefits

i) Short term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the statement of profit and loss for the year in which the related service is rendered

ii) Defined contribution plans

Employees benefits in the form of the Company's contribution to Provident Fund, Pension scheme, Superannuation Fund and Employees State Insurance are defined contribution schemes. The Company recognises contribution payable to these schemes as an expense, when an employee renders the related service.

If the contribution payable exceeds contribution already paid, the deficit payable is recognised as a liability (accrued expense), after deducting any contribution already paid. If the contribution already paid exceeds the contribution due for service before the end of the reporting period, the Company recognise that excess as an asset (prepaid expense) to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

iii) Defined benefit plans

Retirement benefits in the form of gratuity are considered as defined benefit plans. The Company's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The Company provides for its gratuity liability based on actuarial valuation of the gratuity liability as at the Balance Sheet date, based on Projected Unit Credit Method, carried out by an independent actuary. The Company contributes to the gratuity fund, which are recognised as plan assets. The defined benefit obligation as reduced by fair value of plan assets is recognised in the Balance Sheet.

When the calculation results in a potential asset for the company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in Other Comprehensive Income. Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

iv) Other long-term employee benefits

Employee benefits in the form of long term compensated absences are considered as long term employee benefits. The Company's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Remeasurement are recognised in profit or loss in the period in which they arise.

The liability for long term compensated absences are provided based on actuarial valuation as at the Balance Sheet date, based on Projected Unit Credit Method, carried out by an independent actuary.

k) Foreign currency transactions

Initial recognition:

Transactions in foreign currencies are translated into the Company's functional currency at the exchange rates at the dates of the transactions.

Conversion:

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Exchange difference:

Exchange differences are recognised in Statement of profit & loss. In accordance with Ind-AS 101 'First Time Adoption of Indian Accounting Standards', the Company has continued the policy of capitalisation of exchange differences on foreign currency loans taken before the transition date. Accordingly, exchange differences arising on translation of long term foreign currency monetary items relating to acquisition of depreciable fixed assets taken before the transition date are capitalized and depreciated over the remaining useful life of the asset.

l) Research and Development Expenses

Revenue Expenditure on Research and Development is charged to Statement of Profit and loss in the year in which it is incurred and capital expenditure is added to Property, Plant & Equipment.

m) Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

n) Income Tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to items recognised directly in Other Comprehensive Income

i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year after taking credit of the benefits available under the Income Tax Act and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date.

Current tax assets and liabilities are offset only if, the Company:

a) has a legally enforceable right to set off the recognised amounts; and

b) intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding tax bases used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss; and
- temporary differences related to investments in subsidiary to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.

A deferred income tax asset is recognised to the extent that it is probable that future taxable profits will be available against which deductible temporary differences and tax losses can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

For operations carried out in tax free units, deferred tax assets or liabilities, if any, have been recognised for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday ends.

Deferred tax assets and liabilities are offset only if:

a) The entity has a legally enforceable right to set off current tax assets against current tax liabilities; and

b) The deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is probable evidence that the Company will pay normal income tax in future. Accordingly, MAT is recognised as deferred tax asset in the Balance Sheet.

o) Segment Reporting

The accounting policies adopted for the segment reporting are in conformity with the accounting policies adopted for the Company. Primary Segments are identified by the chief operational decision maker (CODM) based on the nature of products and services, the different risks and returns and the internal business reporting system. Revenue, Expense, Assets and Liabilities, which relate to the Company as a whole and could not be allocated to segments on a reasonable basis, have been classified as unallocated. Secondary segment is identified based on geography by location of customers i.e. in India and outside India. Segment revenue includes sales and other income directly identifiable with / allocable to the segment including intersegment transfers.Inter segment transfers are accounted for based on the transaction price agreed to between the segments which is at cost in case of transfer of Company`s intermediate and final products and estimated realisable value in case of by-products.

p) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand and short-term deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

q) Cash flow statement

Cash flow statements are prepared in accordance with "Indirect Method" as explained in the Accounting Standard on Statement of Cash Flows (Ind AS - 7). The cash flows from regular revenue generating, financing and investing activity of the Company are segregated.

r) Lease

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as lessee

The Company's lease asset classes primarily comprise of lease for land and building. 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 asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets as below:.

i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the underlying assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in section 'Impairment of non financial assets'.

ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Company's lease liabilities are included in other current and non-current financial liabilities (see Note 10c).

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

"Lease liability" and "Right of Use" asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

s) Scheme of Arrangement

The Board of Directors of the Company has approved the Scheme of Arrangement between the Company and OCCL Limited (wholly owned subsidiary of the Company) and their respective shareholders and creditors for the demerger of the Chemical Business undertaking of the Company to OCCL Limited ("Scheme"). The Appointed Date of the Scheme is the Effective Date and the Scheme is subject to approval of requisite regulatory authorities and will be given effect to in the financial results of the Company on the effective date.

t) Earning per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to Equity Shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted Earning per Share, the net profit or loss for the period attributable to Equity Shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakh)

	Description	Gross Carrying Value				Depreciation / Amortisation				Net Carrying Value	
		As at April 1, 2022	Additions/ adjustments	Sales/ adjustments	As at Mar 31, 2023	As at April 1, 2022	Additions/ Adjustments	Sales/ Adjustments	As at Mar 31, 2023	As at Mar 31, 2023	As at March 31, 2022
	Property Plant & Equipment :										
	Land - Freehold	162.59	-	-	162.59	-	-	-	-	162.59	162.59
	Right of Use Assets - Land	1,417.86	-	-	1,417.86	383.52	56.48	-	440.00	977.86	1,034.34
	Building	18,504.69	348.75	42.01	18,811.43	3,584.09	434.78	17.27	4,001.60	14,809.83	14,920.60
	Plant & Equipment	36,724.86	4,173.01	369.54	40,528.33	12,505.25	1,714.12	290.74	13,928.63	26,599.70	24,219.61
	Electrical Installations	4,500.48	607.68	0.92	5,107.24	1,987.72	340.16	0.88	2,327.00	2,780.24	2,512.76
	Furniture and Fixture	453.09	11.97	10.39	454.67	286.89	28.33	9.96	305.26	149.41	166.20
	Vehicles	1,030.76	148.04	125.29	1,053.51	532.93	144.61	80.64	596.90	456.61	497.83
	Air Conditioners and coolers	204.55	10.05	18.83	195.77	154.66	13.27	17.42	150.51	45.26	49.89
	Office Equipment	428.07	48.54	9.44	467.17	292.33	44.30	8.81	327.82	139.35	135.74
	Total	**63,426.95**	**5,348.04**	**576.42**	**68,198.57**	**19,727.39**	**2,776.05**	**425.72**	**22,077.72**	**46,120.85**	**43,699.56**
2a	**Capital work in Progress (Refer Note 34A)**	**4,132.41**	**93.31**	**4,090.29**	**135.43**	**-**	**-**	**-**	**-**	**135.43**	**4,132.41**

(₹ in Lakh)

	Description	Gross Carrying Value				Depreciation / Amortisation				Net Carrying Value	
2		As at April 1, 2021	Additions/ adjustments	Sales/ adjustments	As at Mar 31, 2022	As at April 1, 2021	Additions/ Adjustments	Sales/ Adjustments	As at Mar 31, 2022	As at Mar 31, 2022	As at March 31, 2021
	Property Plant & Equipment :										
	Land - Freehold	162.59	-	-	162.59	-	-	-	-	162.59	162.59
	Right of Use Assets - Land	1,417.86	-	-	1,417.86	327.04	56.48	-	383.52	1,034.34	1,090.82
	Building	15,557.90	3,062.87	116.08	18,504.69	3,226.28	382.35	24.54	3,584.09	14,920.60	12,331.62
	Plant & Equipment	28,340.09	8,457.95	73.18	36,724.86	11,253.17	1,296.51	44.43	12,505.25	24,219.61	17,086.92
	Electrical Installations	2,937.87	1,687.24	124.63	4,500.48	1,810.03	288.29	110.60	1,987.72	2,512.76	1,127.84
	Furniture and Fixture	430.25	38.01	15.17	453.09	268.39	32.78	14.28	286.89	166.20	161.86
	Vehicles	926.08	171.10	66.42	1,030.76	402.25	158.18	27.50	532.93	497.83	523.83
	Air Conditioners and coolers	192.34	16.00	3.79	204.55	134.14	23.91	3.39	154.66	49.89	58.20
	Office Equipment	368.32	73.60	13.85	428.07	259.15	45.97	12.79	292.33	135.74	109.17
	Total	**50,333.30**	**13,506.77**	**413.12**	**63,426.95**	**17,680.45**	**2,284.47**	**237.53**	**19,727.39**	**43,699.56**	**32,652.85**
2a	**Capital work in Progress (Refer Note 34A)**	**11,330.91**	**4,295.13**	**11,493.63**	**4,132.41**	**-**	**-**	**-**	**-**	**4,132.41**	**11,330.91**

Notes:

(i) Gross Block of vehicles includes ₹168.86 Lakh (Previous year ₹402.39 Lakh) purchased under Car Finance Scheme.

(ii) Building includes property of ₹2,946.70 Lakh pending for registration (Previous year ₹2,946.70 Lakh). However allotment letter is in the name of the Company.

(iii) Property plant and equipment are subject to charge to secure the company's borrowings (refer Note 10).

3 INTANGIBLE ASSETS

(₹ in Lakh)

	Description	Gross Carrying Value				Amortisation				Net Carrying Value	
		As at April 1, 2022	Additions/ adjustments	Sales/ adjustments	As at Mar 31, 2023	As at April 1, 2022	Additions/ adjustments	Sales/ adjustments	As at Mar 31, 2023	As at Mar 31, 2023	As at Mar 31, 2022
	Computer Software	343.43	14.62	-	358.05	297.32	17.30	-	314.62	43.43	46.11
	Total	**343.43**	**14.62**	**-**	**358.05**	**297.32**	**17.30**	**-**	**314.62**	**43.43**	**46.11**
3a	**Intangible Assets under Development (Refer Note 34B)**	**1.12**	**11.19**	**1.12**	**11.19**	**-**	**-**	**-**	**-**	**11.19**	**1.12**

(₹ in Lakh)

3	Description	Gross Carrying Value				Amortisation				Net Carrying Value	
		As at April 1, 2021	Additions/ adjustments	Sales/ adjustments	As at Mar 31, 2022	As at April 1, 2021	Additions/ adjustments	Sales/ adjustments	As at Mar 31, 2022	As at Mar 31, 2022	As at Mar 31, 2021
	Computer Software	317.95	25.48	-	343.43	281.33	15.99	-	297.32	46.11	36.62
	Total	**317.95**	**25.48**	**-**	**343.43**	**281.33**	**15.99**	**-**	**297.32**	**46.11**	**36.62**
3a	**Intangible Assets under Development (Refer Note 34B)**	**6.96**	**1.12**	**6.96**	**1.12**	**-**	**-**	**-**	**-**	**1.12**	**6.96**

4 FINANCIAL ASSETS

4 (a) NON CURRENT INVESTMENTS

(₹ in Lakhs, Unless Otherwise stated)

Particulars	Face Value / Share	As at March 31, 2023		As at March 31, 2022	
		No. of Shares	Value	No. of Shares	Value
(i) Quoted, Equity shares fully paid up					
Investments Carried at Cost					
Investment in Equity instruments (Subsidiaries)					
(1) Duncan Engineering Limited	10/-	1848500	1,453.65	1848500	1,453.65
(2) OCCL Limited	10/-	10000	1.00	-	-
(ii) Unquoted, Equity/Preference shares fully paid up					
Investments Carried at Fair Value Through OCI					
a) Investment in Equity Shares (Others)					
(1) Duncan International (India) Limited	100/-	8351	441.46	8351	318.31
(2) New India Investment Corporation Limited	75/-	1753	195.61	1753	185.56
(3) Transformative Learning Solutions P Ltd	10/-	27	75.67	27	50.94
(4) Wingreens Farms Private Limited	10/-	28902	267.74	28902	200.00
(5) Startup Health Just Matters Pvt Ltd	10/-	65	-	65	25.00
b) Investment in Preference Shares (Others)					
(1) B 9 Beverages Private Limited (CCCPS)	100/-	25837	144.12	25837	100.00
(2) B 9 Beverages Private Limited (CCCPS)	15/-	20000	111.56	20000	100.00
(3) Muhavra Enterprise P Ltd (CCPS)	10/-	96	99.30	96	49.51
(4) High Street Essentials P Ltd (CCPS)	100/-	3307	116.31	3307	100.00
(5) Red Room Technology P Ltd (CCPS)	100/-	163	25.47	163	14.98

4 FINANCIAL ASSETS (Contd.)

4 (a) NON CURRENT INVESTMENTS

(₹ in Lakhs, Unless Otherwise stated)

Particulars	Face Value / Share	As at March 31, 2023		As at March 31, 2022	
		No. of Shares	Value	No. of Shares	Value
(6) Transformative Learning Solutions P Ltd (CCPS)	100/-	124	347.51	53	100.00
(7) Transformative Learning Solutions P Ltd (CCPS)	10/-	22	61.65	22	41.51
(8) Shield Health Care Private Ltd - Investment in CCP	200/-	1302	105.59	1302	100.00
(9) Singularity Furniture Private Limited CCPS	10/-	8628	100.00	8628	100.00
(10) Ocean Drinks Private Limited	10/-	6449	124.98	5159	99.98
(iii) Unquoted, Other Investment					
a) Investment in AIF Funds (Investments Carried at Fair Value Through OCI)					
(1) Grand Anicut Fund - II			500.00		500.00
(2) Xponentia Opportunities Fund -I			404.33		403.09
(3) JM Financial India Fund II			227.38		177.35
(4) Paragon Partners Growth Fund-II			778.00		586.07
(5) Fireside Ventures Investment Fund -II			426.30		177.33
(6) Grand Anicut Angel Fund			1,083.00		758.00
(7) Real Estate Credit Opportunities Fund			950.37		450.37
(8) IQ Start-up Fund IQ Alpha III			458.42		454.72
(9) IQ Start-up Fund IQ Alpha IV			217.20		175.00
(10) Alteria Capital Fund II Scheme I			500.00		375.00
(11) Alteria Capital Fund III Scheme A			142.50		-
(12) Waterbridge Ventures II Trust			454.10		250.00
(13) WEH Ventures II			265.47		97.50
(14) Grand Anicut Fund - 3			175.00		-
(15) Grand Anicut Fund - 4			500.00		-
b) Investment in NBFC Corporate Deposit (Investments Carried at Amortised Cost)					
(1) HDFC Ltd.			-		1,000.00
c) Investment in Optionally Convertible Debentures (Investments Carried at Amortised Cost)					
(1) Vendiman Pvt Ltd 100 Nos of ₹100000/- each			100.00		-
TOTAL			**10,853.69**		**8,443.87**
Aggregate Market Value of Quoted Investments			**6,510.42**		**4,196.10**
Aggregate Fair Value of Unquoted Investments			**9,400.04**		**6,990.22**
Aggregate amount of Impairment on Value of Investment			**25.00**		**-**

4 FINANCIAL ASSETS (Contd.)

4(b) CURRENT INVESTMENTS

(₹ in Lakhs, Unless Otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022
(i) Quoted		
a) Investment in Mutual Funds at FVTPL		
(1) DSP Banking and PSU Debt Fund	-	1,145.08
(March 31, 2023 Nil Units; March 31, 2022 5886434.31 Units)		
(2) HDFC Corporate Bond Fund - Short Term	1,372.76	1,319.89
(March 31, 2023 5050629.31 Units; March 31, 2022 5050629.31 Units)		
(3) ICICI Prudential Corporate Bond Fund	1,273.99	1,206.83
(March 31, 2023 5101624.25 Units; March 31, 2022 5101624.25 Units)		
(4) Aditya Birla Sunlife Banking and PSU Debt Fund	786.38	1,153.33
(March 31, 2023 254218.61 Units; March 31, 2022 388960.94 Units)		
(5) IDFC Bond Fund Short Term Plan	-	526.27
(March 31, 2023 Nil Units; March 31, 2022 1132433.38 Units)		
(6) Aditya Birla Sunlife Corporate Bond Fund Growth	441.54	421.89
(March 31, 2023 467779.49 Units; March 31, 2022 467779.49 Units)		
(7) ICICI Prudential Saving Fund	441.04	417.78
(March 31, 2023 96405.02 Units; March 31, 2022 96405.02 Units)		
(8) HDFC Low Duration Fund	-	417.86
(March 31, 2023 Nil Units; March 31, 2022 892589.35 Units)		
(9) HDFC Short Term Debt Fund	219.85	210.59
(March 31, 2023 819661.38 Units; March 31, 2022 819661.38 Units)		
(10) Bharat Bond	4,068.24	-
(March 31, 2023 38253318.14 Units; March 31, 2022 Nil Units)		
(ii) Unquoted		
a) Investment in Debts fund (Investments Carried at Amortised Cost)		
(1) ESTEE 1 Alpha Fund	1,200.00	1,200.00
b) Investment in NBFC Corporate Deposit (Investments Carried at Amortised Cost)		
(1) HDFC Ltd.	1,000.00	2,200.00
TOTAL	**10,803.80**	**10,219.52**
Aggregate Market Value of Quoted Investments	**8,603.80**	**6,819.52**
Aggregate Market Value of Unquoted Investments	**2,200.00**	**3,400.00**
Aggregate amount of Impairment on Value of Investment	-	-

4 (c) LOANS

(₹ in Lakh)

Particulars	Non- Current		Current	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Unsecured, Considered Good				
Loans and advances to Subsidiary	-	-	5.00	-
Other Loans and advances				
Employee Loans and advances	82.23	63.37	81.43	69.86
TOTAL	**82.23**	**63.37**	**86.43**	**69.86**

4 FINANCIAL ASSETS (Contd.)

4 (d) TRADE RECEIVABLES

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Considered Good Unsecured	7,558.05	8,076.77
Considered Good Secured	-	-
Disputed, which have significant increase in Credit Risk	-	-
Credit impaired	40.64	-
Total	**7,598.69**	**8,076.77**
Less:-Impairment Allowance for doubtful debts	40.64	-
Net Trade Receivables	**7,558.05**	**8,076.77**

No 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 receivable are due from firm or private companies respectively in which any director is a partner, a director or a member other than stated above.

Trade receivables are non-interest bearing and are generally on terms of 30 to 150 days (for ageing analysis refer Note No 33 (A) (i))

Impairment of Trade Receivables has been considered ₹40.64 Lakh (Previous year ₹ Nil) based on the Expected Credit Loss Method and in other cases based on the management judgement.

4 (e) CASH AND CASH EQUIVALENTS

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Balance with banks		
In Current Accounts	40.89	40.03
Cash on hand	6.33	6.51
TOTAL	**47.22**	**46.54**

4 (f) OTHER BANK BALANCES

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Other Term Deposits with remaining maturity less than 12 months	2.05	2.00
Deposit Repayment reserve Account	1.50	1.50
Unpaid Dividend Accounts	145.10	153.58
TOTAL	**148.65**	**157.08**

4 (g) OTHER FINANCIAL ASSETS

(₹ in Lakh)

Particulars	Non- Current		Current	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Unsecured, considered good unless stated otherwise				
Measured at Amortised Cost				
Other Bank Deposits with more than 12 months maturity @	536.16	515.88	-	-
Security Deposits	259.87	259.59	52.33	52.97
Accrued Interest Income	-	-	93.01	92.79
TOTAL	**796.03**	**775.47**	**145.34**	**145.76**

@ Includes Margin Money for Bank Guarantees ₹92.78 Lakh (Previous year ₹92.78 Lakh)

5 INVENTORIES (Lower of Cost or Net Realisable Value)

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Raw Materials (Includes Stock-in-transit ₹ 230.90 Lakhs; Previous year ₹105.00 Lakhs)	2,127.39	2,392.95
Work in Progress	60.07	54.54
Finished Goods*	3,024.06	2,610.94
Stores & Spares (Includes Stock-in-transit ₹ 0.79 Lakhs; Previous year ₹Nil)	674.43	749.55
Fuel	105.71	79.52
TOTAL	**5,991.66**	**5,887.50**

Inventories are subject to charge to secure the company's borrowings (refer Note 10).

*after considering write down of ₹8.56 Lakhs (Previous year -Nil) in the value of inventory to it's net realizable value and net of provision for non moving / slow moving inventory ₹1.08 Lakhs (Previous year ₹41.77 Lakhs)

6 OTHER ASSETS

(₹ in Lakh)

Particulars	Non- Current		Current	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Unsecured, considered good unless stated otherwise				
Export incentive Receivable	-	-	0.12	47.90
Capital Advances *	156.23	359.50	-	-
Receivable on Foreign Currency Forward Contracts	-	-	35.59	97.85
Balance with Revenue Authorities	-	-	93.20	76.84
Other Receivables	-	-	-	0.57
Prepaid Expenses	50.30	17.23	236.96	457.18
Other Advances	-	-	275.19	256.04
TOTAL	**206.53**	**376.73**	**641.06**	**936.38**

* Includes ₹75.00 Lakh (Previous year ₹75.00 Lakh) to a Company under liquidation against the use of an office premises which is pending transfer in favour of the Company.

7 CURRENT TAX ASSETS (NET)

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Current Tax Assets (Net of Provision for Income Tax)	63.29	48.20
TOTAL	**63.29**	**48.20**

8 EQUITY SHARE CAPITAL

(₹ in Lakhs, Unless Otherwise stated)

Particulars	As at March 31,2023	As at March 31, 2022
Authorised Shares		
1,49,90,000 (Previous year 1,49,90,000) Equity Shares of ₹10 each (Previous year ₹10 each)	1,499.00	1,499.00
1,000 (Previous year 1,000) Redeemable Cumulative Preference Shares of ₹100 each (Previous year ₹100 each)	1.00	1.00
	1,500.00	**1,500.00**

8 EQUITY SHARE CAPITAL (Contd.)

(₹ in Lakhs, Unless Otherwise stated)

Particulars	As at March 31,2023	As at March 31, 2022
Issued Shares		
99,90,092 (Previous year 99,90,092) Equity Shares of ₹10 each (Previous year ₹10 each)	999.01	999.01
	999.01	**999.01**
Subscribed & Fully Paid up Shares		
99,90,092 (Previous year 99,90,092) Equity Shares of ₹10 each (Previous year ₹10 each)	999.01	999.01
Total subscribed and fully paid up share capital	**999.01**	**999.01**

a. Terms / rights attached to Equity Shares

Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. There is no restriction on distribution of dividend. However, same except interim dividend is subject to the approval of the shareholders in the Annual General Meeting.

b. Reconciliation of Shares outstanding at the beginning and at the end of the reporting period

Issued Share Capital

Equity Shares

(₹ in Lakhs, Unless Otherwise stated)

Particulars	Equity Share (No. of Shares)		Equity Share (Value of Shares)	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Share outstanding at beginning of period	9990092	10023844	999.01	1,002.38
Less : Shares cancelled during the year	-	33752	-	3.37
Share outstanding at end of period	**9990092**	**9990092**	**999.01**	**999.01**

Subscribed & Paid up

Equity Shares

(₹ in Lakhs, Unless Otherwise stated)

Particulars	Equity Share (No. of Shares)		Equity Share (Value of Shares)	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Share outstanding at beginning of period	9990092	9990092	999.01	999.01
Share outstanding at end of period	9990092	9990092	999.01	999.01

Aggregate number of bonus shares issued, shares issued for consideration other than cash during the period of five years immediately preceding the reporting date.-Nil

The Company bought back 3,05,970 equity shares in the Financial Year 2018-19.

8 EQUITY SHARE CAPITAL (Contd.)

c. Shareholdings of promoters

Equity Shares

Name of Shareholders	Category	As at March 31,2023		As at March 31, 2022	
		No of Shares	% of Holding	No of Shares	% of Holding
Cosmopolitan Investments Ltd	Promoter Group	1907528	19.09%	1907528	19.09%
New India Investment Corporation Ltd	Promoter Group	1212136	12.13%	1212136	12.13%
Duncan International (India) Ltd	Promoter Group	994616	9.96%	994616	9.96%
Haldia Investment Company Ltd	Promoter Group	619344	6.20%	619344	6.20%
Aparna Goenka	Promoters	200000	2.00%	200000	2.00%
Arvind Goenka	Promoters	107500	1.08%	107500	1.08%
Akshat Goenka	Promoters	100000	1.00%	100000	1.00%
Disciplined Investments Limited	Promoter Group	30000	0.30%	30000	0.30%

No Change during the year/previous year in promoter/ Promoter's group shareholding

d. Details of shareholders holding more than 5% shares in the Company other than promoter / promoter's group

Equity Shares

Name of Shareholders	As at March 31,2023		As at March 31, 2022	
	No of Shares	% of Holding	No of Shares	% of Holding
HDFC Trustee Company Ltd	926250	9.27%	926250	9.27%

As per records of the company, including it's register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

9 OTHER EQUITY

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
(I) Reserves		
a. Capital Reserve		
Balance at the beginning of the Financial year	1,733.70	1,732.18
Add : Gain on Cancellation of Forfeited Shares	-	1.52
Balance at the end of the Financial year	**1,733.70**	**1,733.70**
b. Capital Redemption Reserve		
Balance at the beginning of the Financial year	30.85	30.85
Balance at the end of the Financial year	**30.85**	**30.85**
c. General Reserve		
Balance at the beginning of the Financial year	878.07	878.07
Balance at the end of the Financial year	**878.07**	**878.07**
d. Retained Earnings		
Balance at the beginning of the Financial year	51,868.78	49,217.39
Addition during the Financial year	4,370.76	3,994.74

Notes to Financial Statements for the year ended March 31, 2023

9 OTHER EQUITY (Contd.)

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Items of Other Comprehensive Income recognised directly in retained earnings		
- Realised gain from Non Current Equity instrument transferred from Other comprehensive income (Net of Tax)	-	327.65
- Remeasurement Gain or (Loss) on Defined Benefit Plans (Net of Tax)	(41.91)	27.32
	56,197.63	**53,567.10**
Less: Appropriations		
Interim Dividend paid	699.31	699.31
Dividend paid during the year	699.31	999.01
	54,799.01	**51,868.78**
TOTAL (I)	**57,441.63**	**54,511.40**
(II) Items of Other Comprehensive Income		
Balance at the beginning of the Financial year	198.23	395.50
Add: Other Comprehensive Income for the Financial Year		
Net Gain or (Loss) on FVTOCI Non Current Investments (Net of Tax)	728.91	130.38
- Realised gain from Non Current Equity instrument transferred to Retained Earning (Net of Tax)	-	(327.65)
TOTAL (II)	**927.14**	**198.23**
TOTAL OTHER EQUITY (I + II)	**58,368.77**	**54,709.63**

Notes:

(i) Capital Reserve:

The Company had recognised Surplus arising out of transfer of Assets and Liabilities of erstwhile Carbon Black Division to Capital Reserve. Company had 33752 forfeited equity shares of face value of ₹10 each in previous year due to non payment of call money by the shareholders. Total amount of gain under capital reserve against the cancellation of these shares during the year is ₹ Nil (Previous year ₹1.52 Lakhs).

(ii) Capital Redemption Reserve:

An amount of ₹30.60 Lakhs (equivalent to nominal value of the equity shares bought back and cancelled by the Company in the year ended March 2019) has been transferred to Capital Redemption Reserve from General Reserve pursuant to the provisions of Section 69 of the Companies Act, 2013 and article 8 of the Articles of Association of the Company.

(iii) General Reserve

General reserve represents the statutory reserve. In accordance with the erstwhile Companies Act 1956, it was mandatory to aportion a part of the Profit to the General Reserve before declaring Dividend. However under Companies Act , 2013, transfer of any amount to general reserve is at the discretion of the Company.

(iv) Retained Earnings

Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the provisions of the Companies Act, 2013.

(v) Items of Other Comprehensive Income

The Company recognises the gain or loss on fair value of non-current investments under Items of Other Comprehensive Income. Realised gain on sale of equity instrument of ₹ Nil (Previous Year ₹327.65 Lakh) (Net of tax) during the year transferred to retained earning from other comprehensive income as per IND AS 109.

(vi) During the year, the Company has paid Interim dividend of ₹7.00; (Previous year ₹7.00) per equity share. Now, final dividend of ₹7.00 (Previous year ₹7.00) per equity share for financial year 2022-23 is recommended by the Board of Directors, which is subject to the approval of the shareholders in the ensuing Annual General Meeting.

10 FINANCIAL LIABILITIES

a) BORROWING (NON CURRENT)

(₹ in Lakh)

Particulars	Non - Current Maturities		Current Maturities	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Term Loans - From Banks (Secured) (Refer (i)(a), (b) & (c) below)	7,319.83	9,324.99	3,050.48	4,143.19
Vehicle Loans from Banks (Secured) (Refer (ii) below)	6.18	67.18	33.26	76.16
Less : Current Maturities of Long Term Borrowings	-	-	(3,083.74)	(4,219.35)
TOTAL	**7,326.01**	**9,392.17**	**-**	**-**

Notes:

(i) (a) Securities:

Secured by (i) ₹157.49 Lakhs (Previous year ₹746.54 Lakhs), First pari-passu charge on Property Plant and Equipment including equitable mortgage of factory land and building at SEZ Mundra and Dharuhera Units; Second pari-passu charge on entire current assets of the Company; (ii) ₹141.01 Lakhs (Previous year ₹528.91 Lakhs) , First pari-passu charge on Property Plant and Equipment including equitable mortgage of factory land and building at SEZ Mundra Unit; Second pari-passu charge on entire Property Plant and Equipment of Dharuhera Unit including equitable mortgage of factory land and building of Dharuhera Unit; Second pari-passu charge on entire current assets of the Company; (iii) ₹211.60 Lakhs (Previous year ₹380.41 Lakhs), First pari-passu charge on entire Property Plant and Equipment including equitable mortgage of factory land and building of SEZ Mundra Unit; (iv) ₹6809.73 Lakhs (Previous year ₹7669.13Lakhs), First pari-passu charge on entire Property Plant and Equipment including equitable mortgage of factory land and building at Dharuhera and SEZ Mundra Unit; Second pari-passu charge on entire current assets of the Company.

(b) Terms of Repayments of Non-Current portion of Term Loans from Banks

(₹ in Lakhs, Unless Otherwise stated)

As at March 31, 2023			As at March 31,2022		
Outstanding Amount	Repayments		Outstanding Amount	Repayments	
	No. of outstanding Instalments	Periodicity		No. of outstanding Instalments	Periodicity
-	-	-	238.65	1	Quarterly Graded
157.49	2	Quarterly Equal	507.89	6	Quarterly Equal
-	-	-	226.13	2	Quarterly Equal
141.01	3	Quarterly Equal	302.78	7	Quarterly Equal
211.60	5	Quarterly Equal	380.41	9	Quarterly Equal
1,896.09	13	Quarterly Equal	2,157.94	17	Quarterly Equal
2,529.64	12	Quarterly Equal	2,523.31	12	Quarterly Equal
1,648.58	33	Monthly Equal	2,247.34	45	Monthly Equal
735.42	20	Quarterly Equal	740.54	20	Quarterly Equal
7,319.83			**9,324.99**		

(c) Range of interest Rate during the year on Rupee Term Loan was 8.05% to 9.90% and on foreign currency Term Loan LIBOR/SOFR+120 BPS to +300 BPS

(ii) Secured by hypothecation of vehicles purchased under the scheme and non-current portion of ₹6.18 Lakhs (Previous year ₹67.18 Lakhs) is repayable in 5 to 7 (Previous year 5 to 19) equated monthly instalments after F.Y. 2023-24 onwards as per the repayment schedule.

10 FINANCIAL LIABILITIES (Contd.)

(b) BORROWING (CURRENT)

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Loans Repayable on Demand		
Working Capital Loans from Bank (secured)		
Cash Credit and Packing Credit (i)	4,724.95	3,508.19
Bill Discounting (i)	811.81	1,091.20
Current Maturity of Long Term Borrowings (Secured)		
Current maturities of Long-Term Borrowings	3,050.48	4,143.19
Current maturities of Vehicle Loans	33.26	76.16
TOTAL	**8,620.50**	**8,818.74**

Security:

(i) Cash Credit, Packing Credit and Bill Discounting are secured by first pari passu charge on entire current assets of the Company and second pari passu charge over the entire Property Plant and Equipment at Mundra SEZ Unit and First pari passu charge on entire Property Plant and Equipment of the Company at Dharuhera unit.

(c) LEASE LIABILITY

(₹ in Lakh)

Particulars	Non - Current		Current	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Lease Liability (Refer Note No. 37)	567.31	572.53	5.22	4.79
TOTAL	**567.31**	**572.53**	**5.22**	**4.79**

(d) TRADE PAYABLES

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Trade Payables		
Total outstanding dues of Micro Enterprises and Small Enterprises (Refer Note No. 36)	185.61	189.14
Total outstanding dues of Creditors Other than Micro Enterprises and Small Enterprises	1,695.43	2,291.68
TOTAL	**1,881.04**	**2,480.82**

Trade Payables Ageing as at March 31 , 2023

(₹ in Lakh)

Outstanding for following periods from due date of payments	Less than 1 year	1-2 Year	2-3 Year	More than 3 year	Total
(i) MSME	185.61	-	-	-	185.61
(ii) Others	1,695.43	-	-	-	1,695.43
(iii) Disputed MSME	-	-	-	-	-
(iv) Disputed Others	-	-	-	-	-
Total	**1,881.04**	**-**	**-**	**-**	**1,881.04**

10 FINANCIAL LIABILITIES (Contd.)

Trade Payables Ageing as at March 31 , 2022 (₹ in Lakh)

Outstanding for following periods from due date of payments	Less than 1 year	1-2 Year	2-3 Year	More than 3 year	Total
(i) MSME	189.14	-	-	-	189.14
(ii) Others	2,291.68	-	-	-	2,291.68
(iii) Disputed MSME	-	-	-	-	-
(iv) Disputed Others	-	-	-	-	-
Total	**2,480.82**	**-**	**-**	**-**	**2,480.82**

11 OTHER FINANCIAL LIABILITIES (CURRENT)

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Interest accrued on Borrowings	67.32	52.64
Unpaid Dividend	145.10	153.58
Unpaid and Unclaimed Matured Deposits & Interest accrued thereon	1.51	3.14
Creditors for Capital Goods	400.61	1,261.18
Employees liabilities @	789.85	762.33
Directors' Commission	38.90	30.28
Security Deposits	8.64	7.89
TOTAL	**1,451.93**	**2,271.04**

@ Includes dues to Executive Directors ₹129.48 Lakh (Previous year ₹149.08 Lakh)

12 PROVISIONS

(₹ in Lakh)

Particulars	Non - Current		Current	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Provision for Employee Benefits (Refer Note No. 27)				
Compensated Absences & Gratuity	248.81	239.63	183.25	68.78
TOTAL	**248.81**	**239.63**	**183.25**	**68.78**

13 DEFERRED TAX LIABILITIES (Net) (Refer Note No. 24)

(₹ in Lakh)

Particulars		As at March 31,2023	As at March 31, 2022
The balance comprises temporary differences attributable to:			
Deferred Tax Liabilities on:			
Property, Plant & Equipment and Intangible Assets		5,548.43	4,712.83
FVOCI on Equity Investments & AIF Investment		281.58	60.21
Current Investment at Fair Value		141.17	93.04
Amortised Value of Upfront Fees of Long Term Loans		-	0.04
Exchange Difference on Forward Contracts		0.66	13.79
	A	**5,971.84**	**4,879.91**
Deferred Tax Assets on:			
Provision for employee benefits & others		116.31	101.76
	B	**116.31**	**101.76**

Notes to Financial Statements for the year ended March 31, 2023

13 DEFERRED TAX LIABILITIES (Net) (Refer Note No. 24) (Contd.)

(₹ in Lakh)

Particulars		As at March 31,2023	As at March 31, 2022
MAT credit entitlement		**2,243.58**	**1,747.24**
	C	**2,243.58**	**1,747.24**
DEFERRED TAX LIABILITIES (Net)	**A-B-C**	**3,611.95**	**3,030.91**

14 OTHER LIABILITIES

(₹ in Lakh)

Particulars	Non - Current		Current	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Advance received from and Credit balance of Customers	-	-	1.90	27.98
Advance Received from Others	-	-	0.99	0.12
Statutory dues payable	-	-	219.28	266.85
Payable on Foreign Currency Forward Contracts	-	-	100.01	95.29
Other payable	-	-	148.90	147.96
TOTAL	**-**	**-**	**471.08**	**538.20**

15 REVENUE FROM OPERATIONS

Revenue from Contracts with Customers

(i) Disaggregated Revenue Information

Set out below is the disaggregation of the Company's revenue from contracts with customers :

(₹ in Lakh)

Segment	Year Ended March 31,2023			Year Ended March 31, 2022		
	Domestic	Export	Total	Domestic	Export	Total
a) Sale of Products						
Insoluble Sulphur	16,926.27	23,181.93	40,108.20	13,890.26	19,640.36	33,530.62
Sulphuric Acid and Oleum	5,415.92	-	5,415.92	4,284.13	-	4,284.13
Commodity Trading	157.55	-	157.55	-	-	-
Total Revenue from Contracts with Customers	**22,499.74**	**23,181.93**	**45,681.67**	**18,174.39**	**19,640.36**	**37,814.75**
b) Export Benefits	**-**	**26.07**	**26.07**	**-**	**1.32**	**1.32**
c) Investment Income						
Profit On Redemption / Maturity of Current Investment (Net)	182.08	-	182.08	24.95	-	24.95
Interest Income						
On Deposit	102.29	-	102.29	290.09	-	290.09
On Bonds	7.27	-	7.27	91.16	-	91.16
Others	61.01	-	61.01	65.21	-	65.21
Income From AIF Investment	260.07	-	260.07	204.40	-	204.40
Net Gain on Fair Value of Current Investments	165.26	-	165.26	286.88	-	286.88
Total Investment Income (c)	**777.98**	**-**	**777.98**	**962.69**	**-**	**962.69**
Total Revenue from operation (a+b+c)	**23,277.72**	**23,208.00**	**46,485.72**	**19,137.08**	**19,641.68**	**38,778.76**
Timing of Revenue Recognition						
Goods Transferred at a point of time	22,499.74	23,181.93	45,681.67	18,174.39	19,640.36	37,814.75

15 REVENUE FROM OPERATIONS (Contd.)

(ii) Contract Balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Trade Receivables *	7,558.05	8,076.77
Contract Liabilities		
Advance from customers (Refer Note No. 14)	1.90	27.98

* Trade Receivables are non-interest bearing and are generally on terms of 30 to 150 days.

(iii) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Revenue as per Contracted Price	45,724.28	37,885.97
Adjustments		
Rebate & Discount	(42.61)	(71.22)
Revenue from Contracts with Customers	**45,681.67**	**37,814.75**

(iv) The transaction price allocated to the remaining performance obligation (unsatisfied or partially unsatisfied) as at March 31, 2023 are, as follows:

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Advance from customers (Refer Note No. 14)	1.90	27.98

Management expects that the entire transaction price allotted to the unsatisfied contract as at the end of the reporting period will be recognised as revenue during the next financial year.

16 OTHER INCOME

(₹ in Lakh)

Particulars	Year Ended March 31,2023		Year Ended March 31, 2022	
Interest Income				
On Deposit	29.30		27.09	
On Loans	7.57	36.87	7.22	34.31
Loans and Debts earlier Written off, now recovered		2.00		-
Net Gain on foreign Currency Translation and Transaction		-		241.10
Rent received		20.13		3.96
Provision no longer Required written back		12.45		70.29
Scrap Sales		176.59		148.64
Profit on sale/discard of Property, Plant & Equipment (Net)		-		241.04
Miscellaneous Income		11.31		30.78
TOTAL		**259.35**		**770.12**

Notes to Financial Statements for the year ended March 31, 2023

17 (a) COST OF RAW MATERIALS CONSUMED

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Cost of Raw Materials Consumed	17,985.72	14,084.29
Less: Consumption for Trial Run Production	102.44	34.43
TOTAL	**17,883.28**	**14,049.86**

17 (b) PURCHASE OF STOCK IN TRADE

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Sulphuric Acid	150.22	5.70
Commodity	154.27	-
TOTAL	**304.49**	**5.70**

18 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE

(₹ in Lakh)

Particulars	Year Ended March 31,2023		Year Ended March 31, 2022	
Inventories at the beginning of the Financial year				
Finished Goods		2,610.94		2,012.40
Work in Progress		54.54		40.35
		2,665.48		2,052.75
Add: Transferred from Trial Run Production				
Finished Goods	157.24		6.44	
Work-in-Progress	-	157.24	16.08	22.52
		2,822.72		2,075.27
Inventories at the end of the Financial year				
Finished Goods		3,024.06		2,610.94
Work in Progress		60.07		54.54
		3,084.13		2,665.48
Change in Inventories		**(261.41)**		**(590.21)**

19 EMPLOYEE BENEFITS EXPENSE

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Salaries, Wages and Bonus	4,529.48	4,254.61
Contribution to Provident & other funds (Refer Note No. 27)	196.47	188.19
Gratuity (Refer Note No. 27)	58.67	61.10
Long term compensated absences (Refer Note No. 27)	79.42	63.50
Employees Welfare Expenses	124.78	102.94
	4,988.82	4,670.34
Less: Transfer to Capital Work-in-Progress / Capitalised	0.88	99.16
TOTAL	**4,987.94**	**4,571.18**

20 FINANCE COSTS

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Interest on financial liabilities measured at amortised cost	951.14	891.45
Other Borrowing Costs	58.27	36.18
Interest on Lease Liability	47.27	47.67
Net (Gain) or Loss on Foreign Currency Transactions	232.31	248.24
	1,288.99	**1,223.54**
Less: Transfer to Capital Work-in-Progress / Capitalised	5.32	408.03
TOTAL	**1,283.67**	**815.51**

21 DEPRECIATION AND AMORTISATION EXPENSES

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Depreciation on Property, Plant and Equipment (Refer Note No. 2)	2,719.57	2,227.99
Depreciation of Right of use assets (Refer Note No. 2)	56.48	56.48
Amortisation of Intangible Assets (Refer Note No. 3)	17.30	15.99
TOTAL	**2,793.35**	**2,300.46**

22 OTHER EXPENSES

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Stores Consumed	121.87	77.57
Packing cost	876.04	871.35
Power and Fuel	4,169.25	4,042.26
Water Charges	112.54	110.79
Rent	106.11	109.92
Rates and Taxes	142.48	141.02
Insurance	314.85	264.85
Repairs to Buildings	317.16	245.02
Repairs to Machinery	1,036.55	829.57
Repairs to Others	228.95	207.42
Job & Hiring Charges	165.27	145.81
Freight & Forwarding	4,021.02	4,207.78
Commission and Discount	200.08	176.79
Travelling	158.21	94.36
Legal & Professional	378.02	252.79
Service Charges	232.63	234.20
Loss on sale/discard of Property, Plant & Equipment (Net)	73.31	-
Net Loss on Foreign Currency Translation and Transactions	129.72	-
Net Loss on Foreign Currency Forward Contracts	156.57	61.44
Provision for Doubtful Advances/Debts	40.64	-
Bad Advances / Debts written off	5.23	0.88
Corporate Social Responsibility Expenditure (Refer Note No. 23)	152.59	185.34

22 OTHER EXPENSES (Contd.)

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Directors' Commission & Fees	64.83	56.08
Auditor's Remuneration (Refer Note No. 22(a))	35.66	31.48
Cost Auditor Fees	1.40	1.34
Miscellaneous	772.93	707.63
	14,013.91	**13,055.69**
Less: Transfer to Capital Work-in-Progress / Capitalised	9.08	143.68
TOTAL	**14,004.83**	**12,912.01**

a. AUDITORS' REMUNERATION

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Audit Fees	26.02	23.65
Certificates & other matters	3.86	4.10
For Tax Audit	4.02	3.65
Reimbursement of expenses	1.76	0.08
TOTAL	**35.66**	**31.48**

23 AMOUNT SPENT ON CSR ACTIVITIES

Detail of Expenditure on Corporate social responsibilities activities as per section 135 of companies Act, 2013 read with schedule III and VII are as below :

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
a) Gross amount required to be spent by the Company during the year	151.92	185.32
b) Amount of Expenditure incurred	152.59	185.34
c) Shortfall at the end of the year	-	-
d) Total of previous years shortfall	-	-
e) Reason for the shortfall	-	-
f) Nature of CSR activities		
i) COVID 19 Relief - Meal, Health, Hygiene and Sanitation	5.02	31.49
ii) Community Development (Water harvesting /Rejuvenation Program / Economics backwardness study)	64.04	26.00
iii) Promoting Education, Mid Day Meal, Skill Development Programme and Livelihood enhancement	83.15	127.17
iv) Administrative expenses & other Misc Work	0.38	0.68
Total (f)	**152.59**	**185.34**
g) Details of related party transactions - contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard {Refer Note No. 30 (V) (e)}	46.00	5.00

24 TAX EXPENSE

a) Income tax recognised in Profit and Loss

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Current tax expense		
Current tax on profits for the year	468.94	783.83
Taxation Adjustment in respect of earlier years (Net)	36.01	-
MAT Credit Entitlement / (Utilisation)	496.34	167.86
	1,001.29	**951.69**
Deferred tax expense		
Origination and reversal of temporary differences	376.87	537.94
Income tax charged to the statement of profit and loss	**1,378.16**	**1,489.63**

b) Income tax related to items recognised in OCI during the year

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Deferred Tax Expense		
Remeasurement Gain / (Loss) on Defined Benefit Plans	(17.22)	11.23
FVTOCI Equity & AIF Investments	221.38	(59.91)
	204.16	**(48.68)**
Income Tax Expense		
FVTOCI on Equity Investment	-	89.17
Total Income tax charged to OCI	**204.16**	**40.49**

c) Reconciliation of tax expenses and the accounting profit multiplied by India's domestic tax rate for March 31, 2023 and March 31, 2022

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Accounting profit before tax	**5,748.92**	**5,484.37**
At India's Statutory Income Tax Rate of 29.12% (Previous year 29.12%)	1,674.09	1,597.05
Adjustment for Tax Purposes:		
- Difference in book depreciation & amortisation and depreciation and amortisation as per Income Tax Act, 1961	(893.84)	(616.34)
- 43B Items	7.90	0.75
- Items not deductible (Net)	(34.07)	(157.64)
- Items of Previous years (Net)	13.79	17.13
- Donation and CSR (Net)	28.13	26.51
- Exempted from Tax (Operations from SEZ)	(325.78)	(81.03)
- Others (Net)	(1.28)	(2.60)
At the effective Income Tax Rate of 8.16% (Previous year 14.29%)	**468.94**	**783.83**
Income Tax Expenses	468.94	783.83
MAT Credit Entitlement / (Utilised)	496.34	167.86
Tax adjustment for Earlier years	36.01	-
Income Tax expenses reported in the Statement of profit and loss	1,001.29	951.69
Deferred Tax expenses /(Income)reported in the Statement of profit and loss	376.87	537.94
	1,378.16	**1,489.63**

24 TAX EXPENSE (Contd.)

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Deferred Tax Expense / (Income) relates to the following:		
- Depreciation & amortisation	835.60	644.57
- Mark to Market Loss / (Gain) on Forward Contract	(13.13)	(3.34)
- Remeasurement (Gain) / Loss on Defined Benefit Plans	17.22	(11.23)
- Disallowance u/s 43B/37(1)	(14.56)	(7.53)
- Current Investments at Fair Value	48.12	83.54
- Unamortised Cost of Term Loans	(0.04)	(0.21)
- MAT Credit Utilised / (Entitlement) adjusted during the year (Net)	(532.35)	(167.86)
- MAT Credit (Entitlement) previous year	36.01	-
Deferred Tax Expense / (Income)	**376.87**	**537.94**
Deferred Tax Expense / (Income) recognised in Other Comprehensive Income	204.16	(48.68)
Total Deferred Tax Expense / (Income)	**581.03**	**489.26**
Deferred Tax relates to the following:		
- Accelerated depreciation for tax purposes	5,548.43	4,712.83
- Disallowance u/s 43B/37(1)	(116.31)	(101.76)
- Current Investments at Fair Value	141.17	93.04
- Non-Current Investments at Fair Value	281.58	60.21
- Foreign Exchange Forwards	0.66	13.79
- Unamortised Cost of Term Loans	-	0.04
- MAT Credit *	(2,243.58)	(1,747.24)
Net Deferred Tax (Assets)/ Liabilities	**3,611.95**	**3,030.91**
Reflected in the balance sheet as follows:		
Deferred Tax Liabilities	5,971.84	4,879.91
Deferred Tax Assets	116.31	101.76
MAT credit entitlement	2,243.58	1,747.24
Deferred Tax Liabilities (Net)	**3,611.95**	**3,030.91**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

* During the year the Company (Created) / Utilise MAT Credit amounting to (₹532.35 Lakhs) (Previous year ₹167.86 Lakhs).

25 RESEARCH AND DEVELOPMENT EXPENSES

Details of Expenditure on Research and Development Facilities/ divisions of the Company recognised by Department of Scientific and Industrial Research.

a) Revenue Expenditure

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Employee Benefit Expenses		
Salaries, Wages and Bonus	133.76	116.65
Contributions to Provident & Other Funds	5.11	4.32
Employee welfare Expenses	1.07	0.84
TOTAL	**139.94**	**121.81**
Consumption of Consumables	6.17	7.17

25 RESEARCH AND DEVELOPMENT EXPENSES (Contd.)

a) Revenue Expenditure

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Repair to Machinery	15.92	10.00
Repair to Others	0.29	-
Rates Taxes and Fees	0.11	0.04
Insurance	0.12	-
Travelling and Conveyance	3.09	0.70
Loss on sale/discard of Property, Plant & Equipment (Net)	0.06	-
Miscellaneous Expenses	12.76	5.00
TOTAL	**38.52**	**22.91**
Depreciation		
Depreciation	26.55	21.12
TOTAL	**26.55**	**21.12**
Total Expenditure	**205.01**	**165.84**

b) Capital expenditure

(₹ in Lakh)

Particulars	March 31, 2022	Additions during the year	Sale/Adjustments during the year	March 31,2023
Buildings	-	-	-	-
Equipments and Others	270.35	9.47	1.23	278.59
TOTAL	**270.35**	**9.47**	**1.23**	**278.59**

26 EARNINGS PER SHARE

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
a) Net Profit for Basic & Diluted EPS (in ₹ Lakhs)	4,370.76	3,994.74
b) Weighted Average Number of Equity Shares for Basic & Diluted EPS	9990092	9990092
c) Earning Per Share - Basic & Diluted (₹)	43.75	39.99
d) Face value per share (₹)	10.00	10.00

27 EMPLOYEE BENEFITS

The Company participates in defined contribution and benefit schemes, the assets of which are held (where funded) in separately administered funds. For defined contribution schemes the amount charged to the statements of profit or loss is the total of contributions payable in the year.

a) Defined Contribution Plans

Amount recognized as an expense and included in Note No. 19 Item "Contribution to Provident and Other Funds" ₹196.47 Lakh (Previous year ₹188.19 Lakh) Consist of Contribution to Superannuation Fund ₹ Nil (Previous year ₹5.05 Lakh) and to Provident and other funds ₹196.47 Lakh (Previous year ₹183.14 Lakh).

b Other long-term benefits

Amount recognized as an expense and included in Note No. 19 Item "Long Term Compensated Absences" ₹79.42 Lakh (Previous year ₹63.50 Lakh) includes ₹59.08 Lakh (Previous Year ₹37.70 Lakh) on account of Actuarial valuation.

c) Defined benefits plans - as per actuarial valuation

Gratuity Expense ₹58.67 Lakh (Previous year ₹61.10 Lakh) has been recognized in "Gratuity" under Note No. 19 as per Actuarial Valuation.

27 EMPLOYEE BENEFITS (Contd.)

(₹ in Lakh, unless otherwise stated)

Particulars	Year Ended March 31,2023		Year Ended March 31, 2022	
	Gratuity	Long term Compensated Absences	Gratuity	Long term Compensated Absences
	Funded	Non -Funded	Funded	Non -Funded
I. Change in present value of obligation during the year				
Present value of obligation at the beginning of the year	652.08	288.73	657.47	286.66
Included in profit and loss:				
Current Service Cost	57.24	32.20	52.89	32.39
Interest Cost	47.24	20.92	44.35	19.34
Past Service Cost	-	-	-	-
Actuarial losses/(gains)				
Experience Judgement	-	4.27	-	(0.87)
Financial assumption	-	(1.35)	-	(13.16)
demographic assumptions	-	3.04	-	-
Included in OCI:				
Actuarial losses/(gains) arising from:				
Experience Judgement	52.65	-	(9.25)	-
Financial assumption	(2.62)	-	(24.12)	-
demographic assumptions	6.01	-	-	-
Others				
Benefits Paid	(87.30)	(33.56)	(69.26)	(35.63)
Present Value of obligation as at year-end	**725.30**	**314.25**	**652.08**	**288.73**
II. Change in Fair Value of Plan Assets during the year				
Plan assets at the beginning of the year	632.41	-	578.45	-
Included in profit and loss:				
Expected return on plan assets	45.82	-	39.02	-
Included in OCI:				
Actuarial Gain/(Loss) on plan assets	(3.10)	-	5.18	-
Others:				
Employer's contribution	19.67	-	79.02	-
Benefits paid	(87.30)	-	(69.26)	-
Plan assets at the end of the year	**607.50**	**-**	**632.41**	**-**
The plan assets are managed by the Gratuity Trust formed by the Company.				
III. Reconciliation of Present value of Defined Benefit Obligation and Fair Value of Plan Assets				
1. Present Value of obligation as at year-end	725.30	314.25	652.08	288.73
2. Fair value of plan assets at year -end	607.50	-	632.41	-
3. Funded status {Surplus/ (Deficit)}	(117.80)	(314.25)	(19.67)	(288.73)
Net Asset/(Liability)	**(117.80)**	**(314.25)**	**(19.67)**	**(288.73)**
IV. Expenses recognised in the Statement of Profit and Loss				
1. Current Service Cost	57.24	79.42	52.89	63.50

27 EMPLOYEE BENEFITS (Contd.)

(₹ in Lakh, unless otherwise stated)

Particulars	Year Ended March 31,2023		Year Ended March 31, 2022	
	Gratuity	Long term Compensated Absences	Gratuity	Long term Compensated Absences
	Funded	Non -Funded	Funded	Non -Funded
2. Actuarial (Gain) / Loss	-	-	-	-
3. Past Service Cost	-	-	-	-
4. Net interest Cost/ (Income) on the net defined benefit liability	1.43	-	5.33	-
Total Expense	**58.67**	**79.42**	**58.22**	**63.50**
V. Expenses recognised in the Statement of Other Comprehensive Income				
1. Net Actuarial (Gain)/Loss	56.04	-	(33.37)	-
2. Expected return on plan assets excluding interest income	3.10	-	(5.18)	-
Total Expense	**59.14**	**-**	**(38.55)**	**-**
VI. Constitution of Plan Assets				
1. Equity Instruments	-	-	-	-
2. Debt Instruments	533.98	-	488.80	-
3. Mutual Fund Units	33.50	-	33.50	-
4. Bank Balances to be Invested	40.02	-	110.11	-
VII. Bifurcation of PBO at the end of the year				
1. Current Liability	117.80	65.44	19.67	49.10
2. Non-Current Liability	-	248.81	-	239.63
VIII. Actuarial Assumptions				
1. Discount Rate	7.30%	7.30%	7.25%	7.25%
2. Mortality Table	100% of IALM 12-14	100% of IALM 12-14	100% of IALM 12-14	100% of IALM 12-14
3. Salary Escalation	7.00%	7.00%	7.00%	7.00%
4. Turnover Rate	Age upto 44 Years - 17%, Age above 44 Years - 1%		Age upto 44 Years - 2%, Age above 44 Years - 1%	

IX. Experience Adjustment:

(₹ in Lakh)

Gratuity	2022-23	2021-22	2020-21	2019-20	2018-19
Present Value of obligation	725.30	652.08	657.47	644.57	553.92
Fair value of Plan assets	607.50	632.41	578.45	536.28	502.13
Net Asset/(Liability)	(117.80)	(19.67)	(79.02)	(108.29)	(51.79)
Actuarial (Gain)/Loss on plan obligation	56.04	(33.37)	4.35	60.94	7.27
Actuarial Gain/(Loss) on plan assets	(3.10)	5.18	(14.51)	(3.82)	(1.41)

27 EMPLOYEE BENEFITS (Contd.)

(₹ in Lakh)

Long term Compensated Absences	2022-23	2021-22	2020-21	2019-20	2018-19
Present Value of obligation	314.25	288.73	286.66	302.75	301.65
Fair value of Plan assets	-	-	-	-	-
Net Asset/(Liability)	(314.25)	(288.73)	(286.66)	(302.75)	(301.65)
Actuarial (Gain)/Loss on plan obligation	5.96	(14.03)	(35.88)	(17.16)	3.37
Actuarial Gain/(Loss) on plan assets	-	-	-	-	-

X. Sensitivity Analysis

(₹ in Lakh)

Gratuity	Year Ended March 31,2023		Year Ended March 31, 2022	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	689.15	765.44	608.56	702.08
Future salary growth (1% movement)	761.95	691.21	698.44	611.02
Employee turnover (50% of Attrition rate)	726.00	722.72	653.26	650.76

XI. Maturity Profile of projected benefit obligation: from the fund

(₹ in Lakh)

Particulars	Year Ended March 31,2023 Gratuity Funded	Year Ended March 31, 2022 Gratuity Funded
1 Year	139.94	114.32
2 to 5 Years	431.72	283.80
6 to 10 Years	214.61	222.80
More than 10 years	370.73	650.31

XII. Description of Risk Exposures:

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow -

a) Salary Increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

b) Investment Risk – If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

c) Discount Rate – Reduction in discount rate in subsequent valuations can increase the plan's liability.

d) Mortality & disability – Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

e) Withdrawals – Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

28 CAPITAL & AIF COMMITMENTS

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Estimated Amount of Capital Commitments outstanding and not provided for (Gross) (Advance paid ₹81.16 Lakh (Previous year ₹283.64 Lakh))	411.39	644.97
Estimated Amount of Investment in AIF Units Commitments outstanding and not provided for *	2,302.38	2,607.55

* Investment to be made over a period upto 5 years.

29 CONTINGENT LIABILITIES

(₹ in Lakh)

Particulars		As at March 31,2023	As at March 31, 2022
a.	Claims against the company not acknowledged as debt;		
	Income Tax (Deposited ₹ Nil Lakhs; Previous year ₹ Nil Lakhs;) (Gross)	48.10	-
b.	Bank Guarantees;		
	Bank Guarantees given to various Govt authorities/ others (Gross) (Margin Money / Short Term Deposits ₹10.26 Lakh; Previous year ₹10.26 Lakh)	10.26	10.26
c.	Bonus liabilities pursuant to the retrospective amendment in the Bonus Act, 1965 for financial year 2014-15 has not been provided considering stay orders of Hon'ble Kerala High Court & Karnataka High Court.	12.53	12.53

Note : Contingent liabilities disclosed above represent possible obligations where possibility of cash outflow to settle the obligations is not remote.

30 RELATED PARTY DISCLOSURES

Related party disclosure, as required by Indian Accounting Standard-24, is as below:

		Relationship
I.	**Subsidiary Companies**	**Relationship**
(a)	Duncan Engineering Limited	Subsidiary Company
(b)	OCCL Ltd.	Wholly Owned Subsidiary Company
II.	**Name of the Related Party**	
(a)	Duncan International (India) Limited	Enterprise over which relative of key management personnel is having significant influence.
(b)	Cosmopolitan Investments Ltd.	Enterprise over which key management personnel is having significant influence.
(c)	New India Investment Corporation Ltd.	Enterprise over which key management personnel is having significant influence.
III.	**Key Management Personnel (KMP) & Directors**	
(i)	Mr. J.P. Goenka	Chairman and Relative of Key Management Personnel
(ii)	Mr. Arvind Goenka	Managing Director
(iii)	Mr. Akshat Goenka	Joint Managing Director
(iv)	Mr. Anurag Jain	Chief Financial Officer
(v)	Mr. Pranab Kumar Maity	Company Secretary
(vi)	Mr. S.J. Khaitan	Non-Executive Independent Director
(vii)	Mr. O.P. Dubey	Non-Executive Independent Director
(viii)	Mr. K. Raghuraman	Non-Executive Independent Director
(ix)	Mrs. Runa Mukherjee	Non-Executive Independent Director
(x)	Ms. Kiran Sahdev - Nominee of Life Insurance Corporation of India(LIC) (Resigned w.e.f 08.09.2022)	Non-Executive Director
(xi)	Ms. Sanjay Verma - Nominee of Life Insurance Corporation of India(LIC) (Appointed w.e.f 07.11.2022)	Non-Executive Director
IV.	**Entities Controlled by Key Management Personnel with whom transactions have taken place:**	
(i)	Oriental CSR Trust	Trust in which key management personnel are Trustees
(ii)	Oriental Carbon & Chemicals Limited Employees Gratuity Fund	Trust in which key management personnel are Trustees

Note : - The list of related parties under S.No. II and IV consists of the parties with which the Company has entered into transactions during the year.

30 RELATED PARTY DISCLOSURES (Contd.)

V. The following transactions were carried out with related parties in the ordinary course of business:

(₹ in Lakh)

Particulars		Year Ended March 31,2023	Year Ended March 31, 2022
(a) Key Management Personnel (KMP) & Directors			
Mr. J.P. Goenka	Commission and Sitting fee	4.50	1.25
Mr. Arvind Goenka	Remuneration#	243.99	236.76
Mr. Akshat Goenka	Remuneration#	227.08	220.81
Mr. Anurag Jain	Remuneration#	162.32	153.41
Mr. Pranab Kumar Maity	Remuneration#	46.66	42.44
Mr. S.J. Khaitan	Commission and Sitting fee	17.73	15.83
Mr. O.P. Dubey	Commission and Sitting fee	14.40	13.25
Mr. K. Raghuraman	Commission and Sitting fee	12.00	10.50
Mrs. Runa Mukherjee	Commission and Sitting fee	9.30	9.00
Ms. Kiran Sehdev	Sitting fee	1.30	2.50
(b) Subsidiary Company :			
Duncan Engineering Limited	Expenses Reimbursed / (Recovered) (Net)	(3.09)	(2.99)
	Purchases of Stores & Spares	3.47	7.42
	Purchases of Capital Stores & Spares	27.45	6.22
	Sale of Asset	-	(9.23)
OCCL Ltd.	Investment	1.00	-
	Loan and Advances	5.00	-
	Interest Income	(0.30)	-
(c) Enterprise over which relative of key management personnel is having significant influence :			
Duncan International (India) Limited	Service charges paid	84.00	84.00
	Expenses Reimbursed / (Recovered) (Net)	(5.78)	(7.45)
	Rent Income	(0.42)	-
(d) Enterprise over which key management personnel is having significant influence :			
Cosmopolitan Investments Ltd.	Rent paid	82.50	82.50
	Expenses Reimbursed / (Recovered) (Net)	(6.97)	(7.86)
	Rent Income	(0.42)	-
New India Investment Corporation Ltd.	Service charges paid	42.30	42.30
	Expenses Reimbursed / (Recovered) (Net)	(0.73)	(0.51)
	Rent Income	(1.08)	(1.08)
(e) Trust in which key management personnel are Trustees			
Oriental CSR Trust	Donations towards CSR Activities	46.00	5.00
Oriental Carbon & Chemicals Limited Employees Gratuity Fund	Contribution to Gratuity Fund	19.67	79.02

Excludes Actuarial Valuation of Retirement Benefits and nature of amount is "short term employee benefits".

30 RELATED PARTY DISCLOSURES (Contd.)

VI. Balances outstanding: (₹ in Lakh)

	Particulars		As at March 31,2023	As at March 31, 2022
(a)	**Payable to :**			
(i)	**Key Management Personnel (KMP) & Directors**			
	Mr. Arvind Goenka	Remuneration	67.00	74.76
	Mr. Akshat Goenka	Remuneration	62.48	74.32
	Mr. Anurag Jain	Remuneration	43.52	40.04
	Mr. Pranab Kumar Maity	Remuneration	6.96	6.08
	Mr. J.P. Goenka	Commission	2.70	0.68
	Mr. S.J. Khaitan	Commission	10.64	8.55
	Mr. O.P. Dubey	Commission	8.64	7.16
	Mr. K. Raghuraman	Commission	7.20	5.67
	Mrs. Runa Mukherjee	Commission	5.58	4.86
(ii)	**Trust in which key management personnel are Trustees :**			
	Oriental Carbon & Chemicals Limited Employees Gratuity Fund		117.80	19.67
(b)	**Receivable from**			
	Subsidiary Company :			
	Duncan Engineering Limited	Expenses Reimbursed	-	0.03
	Occl Ltd.	Loan and Advances	5.00	-

31 SEGMENT REPORTING

Segment information has been prepared in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company.

As part of Secondary reporting, revenues are attributed to Geographic areas based on the location of the customers.

The following tables present the Revenue, Profit, Assets and Liabilities information relating to the Business/Geographical segment for the year ended 31.03.2023

Information about Business Segment - Primary (₹ in Lakh)

Reportable Segments	Chemicals		Investments		Total	
	2022-2023	2021-2022	2022-2023	2021-2022	2022-2023	2021-2022
Revenue	45,707.74	37,816.07	777.98	962.69	46,485.72	38,778.76
Total Revenue from operations	**45,707.74**	**37,816.07**	**777.98**	**962.69**	**46,485.72**	**38,778.76**
Result						
Segment Result	6,481.32	5,592.46	736.12	932.80	7,217.44	6,525.26
Less : Finance Costs					1,283.67	815.51
Less : Other unallocable expenditure net off unallocable (income)					184.85	225.38
Profit before tax					**5,748.92**	**5,484.37**
Less: Provision for Taxation(Including Deferred Tax)					1,378.16	1,489.63
Profit for the period					**4,370.76**	**3,994.74**

31 SEGMENT REPORTING (Contd.)

Information about Business Segment - Primary (₹ in Lakh)

Reportable Segments	Chemicals		Investments		Total	
	2022-2023	2021-2022	2022-2023	2021-2022	2022-2023	2021-2022
Other Comprehensive Income (Net of Tax)					**686.99**	**157.70**
Total Comprehensive income for the period					**5,057.75**	**4,152.44**
Other Information						
Segment Assets	61,626.88	64,052.62	20,274.78	17,283.47	81,901.66	81,336.09
Unallocated Corporate Assets					1,833.22	1,790.16
Total Assets	**61,626.88**	**64,052.62**	**20,274.78**	**17,283.47**	**83,734.88**	**83,126.25**
Segment Liabilities	20,569.63	24,199.69	-	-	20,569.63	24,199.69
Unallocated Corporate Liabilities					3,797.47	3,217.92
Total Liabilities	**20,569.63**	**24,199.69**	**-**	**-**	**24,367.10**	**27,417.61**

Secondary Segment - Geographical by location of customers (₹ in Lakh)

Reportable Segments	Domestic		Export		Total	
	2022-2023	2021-2022	2022-2023	2021-2022	2022-2023	2021-2022
Revenue	23,277.72	19,137.08	23,208.00	19,641.68	46,485.72	38,778.76
Carrying amount of Trade Receivables	3,777.38	4,109.36	3,780.67	3,967.41	7,558.05	8,076.77
Finished Goods Stock	1,085.82	649.39	1,938.24	1,961.55	3,024.06	2,610.94

Other Information:

The Company has common assets for producing goods for domestic market and overseas market.

Notes:

(i) The Company is organised into two main business segments, namely;

- Chemicals
- Investments

Segments have been identified and reported taking into account, the nature of products, the differing risks and returns, the organisation structure, and the internal financial reporting systems.

(ii) The segment revenue in the geographical segments considered for disclosure are as follows:

(a) Revenue within India includes sales to customers and investment income in India.

(b) Revenue outside India includes sales to customers located outside India and earnings outside India and export incentives/ benefits.

(iii) Segment Revenue, Results, Assets and Liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

32 FINANCIAL INSTRUMENTS

Financial instruments – Fair values and risk management

Financial instruments by category (₹ in Lakh)

Particulars	Note Reference	Fair Value Hierarchy	As at March 31,2023 FVTPL	FVTOCI	Amortised Cost	As at March 31, 2022 FVTPL	FVTOCI	Amortised Cost
Financial Assets								
Non-current Assets								
Loans	4c	Level 3	-	-	82.23	-	-	63.37
Investment in Subsidiary	4a	Level 3	-	-	1,454.65	-	-	1,453.65
Investments others	4a	Level 2	-	9,299.04	-	-	5,990.22	-
Investments others	4a	Level 3	-	-	100.00	-	-	1,000.00
Others	4g	Level 3	-	-	796.03	-	-	775.47
Current Assets								
Investments	4b	Level 1	8,603.80	-	-	6,819.52	-	-
Investments	4b	Level 3	-	-	2,200.00	-	-	3,400.00
Trade receivables	4d	Level 3	-	-	7,558.05	-	-	8,076.77
Cash and cash Equivalents	4e	Level 3	-	-	47.22	-	-	46.54
Other Bank balances	4f	Level 3	-	-	148.65	-	-	157.08
Loans	4c	Level 3	-	-	86.43	-	-	69.86
Other Financial Assets	4g	Level 3	-	-	145.34	-	-	145.76
TOTAL			**8,603.80**	**9,299.04**	**12,618.60**	**6,819.52**	**5,990.22**	**15,188.50**
Financial Liabilities								
Non-current Liabilities								
Borrowings	10a	Level 3	-	-	7,326.01	-	-	9,392.17
Lease Liability	10c	Level 3	-	-	567.31	-	-	572.53
Other financial Liabilities		Level 3	-	-	-	-	-	-
Current liabilities								
Borrowings	10b	Level 3	-	-	8,620.50	-	-	8,818.74
Lease Liability	10c	Level 3	-	-	5.22	-	-	4.79
Trade payables	10d	Level 3	-	-	1,881.04	-	-	2,480.82
Other financial liabilities	11	Level 3	-	-	1,451.93	-	-	2,271.04
TOTAL			**-**	**-**	**19,852.01**	**-**	**-**	**23,540.09**

The fair value of cash and cash equivalents, other bank balances, trade receivables, short term loans, current financial assets, trade payables, current financial liabilities and borrowings at their carrying amount.

Fair value hierarchy

The table shown above analysis financial instruments carried at fair value, by valuation method. The different levels have been defined below:

Level 1 This includes financial instruments measured using quoted prices.

Level 2 The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates.

Level 3 If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. There are no transfers between level 1, level 2 and level 3 during the year.

32 FINANCIAL INSTRUMENTS (Contd.)

Valuation technique used to determine fair value:

Specific valuation techniques used to value financial instruments include:

The use of quoted market prices.

The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date (Mark to Market).

As per Para D-15 of Appendix D of Ind AS 101, Company has opted to value its investment in Subsidiaries at Cost.

The fair values for security deposits (assets & liabilities) were based on their carrying values.

33 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

A Financial risk factors

The Company is exposed to various financial risks i.e. market risk, credit risk and risk of liquidity. These risks are inherent and integral aspect of any business. The primary focus of the Risk Management Policy is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk consists of foreign exchange risk and interest rate risk. The Company calculates and compares the various proposals of funding by including cost of currency hedging also. The Company uses derivative financial instruments (Forward Covers) to reduce foreign exchange risk exposures.

i. Credit risk

The Company evaluates the customer credentials carefully from trade sources before extending credit terms and credit terms are extended to only financially sound customers. The Company secures adequate advance from its customers whenever necessary and hence risk of bad debt is limited. The credit outstanding is sought to be limited to the sum of advances and credit limit determined by the Company. The Company have stop supply mechanism in place in case outstanding goes beyond agreed limits.

Ageing Analysis of Trade Receivables for the year ended March 31, 2023 (₹ in Lakh)

Ageing	Outstanding for following periods from due date of payment: Less than 6 Months	6 Months - 1 Years	1 Years - 2 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables – considered good	7,556.63	1.42	-	-	7,558.05
(ii) Disputed Trade Receivables – credit impaired	17.93	22.71	-	-	40.64
Total	**7,574.56**	**24.13**	**-**	**-**	**7,598.69**
Less : Impairment Allowance for doubtful debts					(40.64)
Net Trade Receivables					**7,558.05**

Ageing Analysis of Trade Receivables for the year ended March 31, 2022 (₹ in Lakh)

Ageing	Outstanding for following periods from due date of payment: Less than 6 Months	6 Months - 1 Years	1 Years - 2 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables – considered good	8,076.75	0.02	-	-	8,076.77
(ii) Disputed Trade Receivables – credit impaired	-	-	-	-	-
Total	**8,076.75**	**0.02**	**-**	**-**	**8,076.77**
Less : Impairment Allowance for doubtful debts					-
Net Trade Receivables					**8,076.77**

33 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

ii Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of fluctuation in market prices. These comprise three types of risk i.e. currency rate , interest rate and other price related risks. Financial instruments affected by market risk include loans and borrowings, deposits, investments, and derivative financial instruments. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Regular interaction with bankers, intermediaries and the market participants help us to mitigate such risk.

a) Foreign Currency risk

The primary market risk to the Company is foreign exchange risk. The Company uses derivative financial instruments to reduce foreign exchange risk exposures and follows its risk management policies to mitigate the same. After taking cognisance of the natural hedge, the company takes appropriate hedges to mitigate its risk resulting from fluctuations in foreign currency exchange rate(s).

The following table analysis foreign currency risk from financial instruments as of March 31, 2023:

(Foreign Currency and Indian Currency in Lakh)

Particulars	₹	USD	EURO	GBP	JPY
Financial Assets					
Cash and cash equivalents	-	-	-	-	-
Trade receivables	2,968.86	14.02	20.26	-	-
Other Financial Assets	-	-	-	-	-
Total	**2,968.86**	**14.02**	**20.26**	**-**	**-**
Financial liabilities					
Trade payables	250.11	2.74	0.28	-	-
Borrowings	7,532.78	65.94	15.27	-	1,202.04
Other Liabilities	-	-	-	-	-
Total	**7,782.89**	**68.68**	**15.55**	**-**	**1,202.04**

The following table analysis foreign currency risk from financial instruments as of March 31, 2022:

(Foreign Currency and Indian Currency in Lakh)

Particulars	₹	USD	EURO	GBP	JPY
Financial Assets					
Cash and cash equivalents	-	-	-	-	-
Trade receivables	2,876.21	17.76	18.07	-	-
Other Financial Assets	-	-	-	-	-
Total	**2,876.21**	**17.76**	**18.07**	**-**	**-**
Financial liabilities					
Trade payables	87.97	0.93	0.20	-	-
Borrowings	9,437.65	92.57	19.75	-	1,201.87
Other Liabilities	-	-	-	-	-
Total	**9,525.62**	**93.50**	**19.95**	**-**	**1,201.87**

The following significant exchange rates have been applied during the year. (Amount in ₹)

Currency	Year End Spot Rate As at March 31,2023	Year End Spot Rate As at March 31, 2022
USD	82.2169	75.8071
EURO	89.6076	84.6599
GBP	101.8728	99.5524
JPYs (100)	61.8000	62.2300

33 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

Sensitivity Analysis

A reasonable possible strengthening (weakening) of the Indian Rupee at March 31 would have affected the measurement of financial instruments denominated in Foreign Currencies and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. A 1% increase or decrease is used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonable possible change in foreign currency rate.

1% Increase and Decrease in Foreign Exchange rates will have the following impact on Profit before tax. (₹ in Lakh)

Particulars	2022-2023		2021-2022	
	1 % Increase	1 % Decrease	1 % Increase	1 % Decrease
USD Sensitivity	(44.94)	44.94	(57.40)	57.40
EURO Sensitivity	4.22	(4.22)	(1.59)	1.59
GBP Sensitivity	-	-	-	-
JPYs (100) Sensitivity	(7.43)	7.43	(7.48)	7.48

Forward Contract outstanding for the purpose of Hedging as at the Balance Sheet Date:

(Foreign Currency and Indian Currency in Lakh)

Currency	Cross Currency	As at March 31,2023		As at March 31, 2022	
		Foreign Currency	₹	Foreign Currency	₹
Financial Assets					
USD *	₹	35.00	2,877.59	43.00	3,259.71
EURO *	₹	40.00	3,584.30	33.00	2,793.78
			6,461.89		**6,053.49**
Financial Liabilities					
USD	₹	29.75	2,445.95	66.08	5,009.32
JPY	₹	900.00	556.20	900.00	560.07
JPY	USD	-	-	-	-
			3,002.15		**5,569.39**

* Includes USD 21.30 Lakhs (Previous year USD 25.98 Lakhs) and EURO 21.79 Lakhs (Previous year EURO 20.84 Lakhs) against Sales Orders.

Foreign Currency Exposure not Hedged as at the Balance Sheet Date:

(Foreign Currency and Indian Currency in Lakh)

Currency	Cross Currency	As at March 31,2023		As at March 31, 2022	
		Foreign Currency	₹	Foreign Currency	₹
Financial Assets					
USD	₹	0.32	26.42	0.74	56.34
EURO	₹	2.06	184.19	5.91	500.49
GBP	₹	-	-	-	-
			210.61		**556.83**
Financial Liabilities					
USD**	₹	38.93	3,200.65	27.43	2,079.07
EURO**	₹	15.55	1,393.43	19.95	1,689.31
JPY	₹	302.04	186.66	301.87	187.85
			4,780.74		**3,956.23**

** Includes Pre-shipment Credit of USD 22.93 Lakh (Previous year USD 21.08 Lakh) and EURO 15.27 Lakh (Previous year EURO 19.75 Lakh) which shall be liquidated from Export proceeds.

33 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

b) Interest Rate Risk and Sensitivity

The Company's exposure to the risk of changes in market interest rates relates primarily to long term debt. Borrowings at variable rates expose the Company to cash flow interest rate risk. With all other variables held constant, the following table demonstrates composition of fixed and floating rate borrowing of the Company and impact of floating rate borrowings on Company's profitability.

Interest Rate Risk Exposure

Particulars	As at March 31, 2023		As at March 31, 2022	
	₹ in Lakh	% of Total	₹ in Lakh	% of Total
Fixed Rate Borrowings	39.44	0.25%	143.34	0.79%
Variable Rate Borrowings	15,907.07	99.75%	18,067.57	99.21%
Total Borrowings	**15,946.51**	**100.00%**	**18,210.91**	**100.00%**

Sensitivity on Variable Rate Borrowings (₹ in Lakh)

Particulars	Impact on Profit & Loss Account		Impact on Equity	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Interest Rate Increase by 25 bp	(39.77)	(45.17)	(39.77)	(45.17)
Interest Rate Decrease by 25 bp	39.77	45.17	39.77	45.17

iii Liquidity risk

Liquidity risk arises when the Company will not be able to meet its present and future cash and collateral obligations. The risk management action focuses on the unpredictability of financial markets and tries to minimise adverse effects. The Company uses derivative financial instruments to hedge risk exposures. Risk management is carried out by the Finance department under Forex Policies as adopted and duly approved by the Board. The Company's approach is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due and company monitors rolling forecasts of its liquidity requirements.

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2023:

(₹ in Lakh)

Particulars	Carrying Amount	Less than 1 Year	1-5 Years	Total
Borrowings - Current	8,620.50	8,620.50	-	8,620.50
Borrowings - Non-Current	7,326.01	-	7,326.01	7,326.01
Lease Liability - Current	5.22	5.22	-	5.22
Lease Liability - Non Current	567.31	-	567.31	567.31
Trade payables	1,881.04	1,881.04	-	1,881.04
Other financial liabilities - Current	1,451.93	1,451.93	-	1,451.93

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2022:

(₹ in Lakh)

Particulars	Carrying Amount	Less than 1 Year	1-5 Years	Total
Borrowings - Current	8,818.74	8,818.74	-	8,818.74
Borrowings - Non-Current	9,392.17	-	9,392.17	9,392.17
Lease Liability - Current	4.79	4.79	-	4.79
Lease Liability - Non Current	572.53	-	572.53	572.53
Trade payables	2,480.82	2,480.82	-	2,480.82
Other financial liabilities	2,271.04	2,271.04	-	2,271.04

33 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

B Capital Risk Management

The Company's Policy is to maintain an adequate capital base so as to maintain creditor and market confidence and to sustain future development. Capital includes issued capital, share premium and all other equity reserves attributable to equity holders. In order to strengthen the capital base, the Company may use appropriate means to enhance or reduce capital, as the case may be.

(₹ in Lakh, unless otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022
Borrowings	15,946.51	18,210.91
Equity	59,367.78	55,708.64
Gearing Ratio	**26.86%**	**32.69%**

34 CAPITAL WORK IN PROGRESS (CWIP) AND INTANGIBLE ASSTES UNDER DEVELOPMENT

A) Capital work in progress ageing schedule

(₹ in Lakh)

Capital Work in progress	Amount in CWIP as on 31.03.2023 for a period of				
	Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
a) Projects in Progress					
(i) Sulphuric Acid Plant	13.76	-	-	-	13.76
(ii) Insoluble Sulphur Plant - Dharuhera	91.21	-	-	-	91.21
(iii) Insoluble Sulphur Plant - Mundra	27.85	2.61	-	-	30.46
b) Projects temporary suspended	**-**	**-**	**-**	**-**	**-**
Total	**132.82**	**2.61**	**-**	**-**	**135.43**

(₹ in Lakh)

Capital Work in progress	Amount in CWIP as on 31.03.2022 for a period of				
	Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
a) Projects in Progress					
(i) Sulphuric Acid Plant	1,928.02	1,152.93	266.33	-	3,347.28
(ii) Insoluble Sulphur Plant - Dharuhera	191.19	3.99	-	-	195.18
(iii) Insoluble Sulphur Plant - Mundra	447.11	142.48	0.36	-	589.95
b) Projects temporary suspended	**-**	**-**	**-**	**-**	**-**
Total	**2,566.32**	**1,299.40**	**266.69**	**-**	**4,132.41**

B) Intangible Assets under Development ageing schedule

(₹ in Lakh)

Intangible Assets under Development	Amount in intangible assets under development as on 31.03.2023 for a period of				
	Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
Projects in Progress					
Insoluble Sulphur Plant - Dharuhera	11.19	-	-	-	11.19
Total	**11.19**	**-**	**-**	**-**	**11.19**

34 CAPITAL WORK IN PROGRESS (CWIP) AND INTANGIBLE ASSTES UNDER DEVELOPMENT (Contd.)

B) Intangible Assets under Development ageing schedule (₹ in Lakh)

Intangible Assets under Development	Amount in intangible assets under development as on 31.03.2022 for a period of				
	Less Than one year	1-2 Years	2-3 years	More than 3 years	Total
Projects in Progress					
Insoluble Sulphur Plant - Dharuhera	1.12	-	-	-	1.12
Total	**1.12**	**-**	**-**	**-**	**1.12**

(C) No completion is overdue as on 31.03.2023 & 31.03.2022.

(D) No project has exceeded its cost compared to its original plan as on 31.03.2023 & 31.03.2022.

35 The following are analytical ratios for the year ended 31 March 2023 and 31 March 2022

Particulars	Numerator	Denominator	March 31, 2023	March 31, 2022	Variance
(a) Current Ratio	Current assets	Current liabilities	2.02	1.81	12%
(b) Debt – Equity Ratio	Total Debt	Shareholder's Equity	0.27	0.33	-18%
(c) Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	1.95	1.36	43%
(d) Return on Equity (ROE) (%)	Net Profits after taxes	Average Shareholder's Equity	7.60%	7.33%	4%
(e) Inventory turnover ratio	Cost of Goods Sold	Average Stock	3.02	2.72	11%
(f) Trade receivables turnover ratio	Sales	Average Trade Receivable	5.84	4.86	20%
(g) Trade payables turnover ratio	Purchases of Goods	Average Trade Payables	14.10	13.59	4%
(h) Net capital turnover ratio	Revenue from operation	Working Capital	3.61	3.39	6%
(i) Net profit ratio (%)	Net Profit	Total Income	9.35%	10.14%	-8%
(j) Return on capital employed (ROCE) (%)	Earning before interest and taxes	Capital Employed	9.11%	8.38%	9%
(k) Return on Investment (ROI) (%)	Earning before interest and taxes	Average Total Assets	8.43%	7.77%	9%

(a) Debt Service coverage ratio has been computed as earning available for debt service divided by debt service. Earning available for debt service has increased from ₹ 6,869.67 Lakhs to ₹8,521.09 Lakhs on account of Increase in cash Profits and decrease in Current maturity & Finance cost of Debts from ₹5,034.86 Lakhs to ₹4,367.41 Lakhs.

36 THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT (MSMED) ACT, 2006

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act are as follows:

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
a. Principal amount and the interest due remaining unpaid at the end of the accounting year		
- Principal	185.61	189.14
- Interest due there on	-	-
b. The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year		
- Financial Year 2022-23	-	-
- Financial Year 2021-22	-	-
c. The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
d. The amount of interest accrued and remaining unpaid at the end of each accounting year		
- Financial Year 2022-23	-	-
- Financial Year 2021-22	-	-
e. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

The above information regarding Micro and Small Enterprises has been determined on the basis of information available with the Company.

37 LEASES

(i) Following is carrying value of right of use assets recognised on date of transition and the movements thereof during the year ended March 31, 2023:

(₹ in Lakh)

Particulars	Right of use Asset Lease Hold Land
Balance as at April 1, 2022	**1,034.34**
Additions during the year	-
Deletion during the year	-
Depreciation of Right of use assets (refer note 21)	56.48
Balance as at March 31, 2023	**977.86**

(ii) The following is the carrying value of lease liability on the date of transition and movement thereof during the year ended March 31, 2023:

(₹ in Lakh)

Particulars	Amount
Balance as at April 1, 2022	**577.32**
Transition impact on account of adoption of Ind AS 116 "Leases"	-
Additions during the year	-
Finance cost accrued during the year	47.27
Deletions	-
Payment of lease liabilities	(52.06)
Balance as at March 31, 2023	**572.53**
Current maturities of Lease liability {refer note 10 (c)}	5.22
Non-Current Lease Liability {refer note 10 (c)}	567.31

37 LEASES (Contd.)

(iii) Maturity Analysis of Lease Liabilities as required by Para 58 of Ind AS-116 has been disclosed as follow:

(₹ in Lakh)

Period	Amount
0-1 Year	52.06
1-5 Year	229.08
More than 5 Year	818.34
Total undiscounted lease liability	**1,099.48**
Impact of discounting	(526.95)
Lease Liability included in Balance Sheet	**572.53**

(iv) The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2019 is 9%.

(v) Rental expense recorded for short-term leases was ₹106.11 Lakh (Previous year ₹109.92 Lakh) for the year ended March 31, 2023. (refer note 22).

(vi) The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

38 The Company has transactions with the companies Struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956 during the financial year ended March 31, 2023.

S. No.	Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding as on 31.03.2023	Relationship with the Struck off company, if any, to be disclosed
1	Gunwal Services Private Limited	Payables	Nil	Unrelated

39 Note on Demerger

The Board of Directors of the Company at their meeting held on May 24' 2022 approved the Scheme of Arrangement between the Company and OCCL Limited (wholly owned subsidiary of the Company). Consequent to the approval of the Stock Exchanges, the application has been filed with NCLT, Ahmedabad. The Scheme has been approved by the Secured and Unsecured Creditors and Shareholders of the Company. The Scheme is pending before Tribunal for their sanction and approval.

40 A. Disclosure of loan and advances as per regulation 34(3) and 53(f) read with Schedule V of SEBI (LODR) regulation of listing regulation with Stock Exchanges:

Loans and advances in the nature of loans given to subsidiaries :

S. No.	Name of Company	Balance as at		Maximum outstanding during	
		March 31, 2023	March 31, 2022	2022-2023	2021-2022
1	OCCL Limited	5.00	-	5.00	-

B. Disclosure Required by Companies Act. 2013

Particulars of Loans given (under Section 186 (4) of the Companies Act 2013) :

S. No.	Name of the Loanee	Opening Balance	Loan given	Loan repaid	Closing Balance	Purpose
1	OCCL Limited	-	5.00	-	5.00	Formation and Day to day expenses

Notes to Financial Statements for the year ended March 31, 2023

41 Monthly statements/returns filled by the Company with banks or financial institutions are in agreement with books of accounts.

42 The figures for the corresponding year have been regrouped / reclassified wherever necessary, to make them comparable.

As per our Report of even date

For S S Kothari Mehta & Company
Chartered Accountants
Firm Reg. No. 000756N

Naveen Aggarwal
Partner
Membership No. 094380

Date: 19th May, 2023
Place : Noida

For and on behalf of the Board of Directors

Arvind Goenka
Managing Director
DIN-00135653
Place : Noida

Akshat Goenka
Jt. Managing Director
DIN-07131982
Place : Noida

Pranab Kumar Maity
Company Secretary
Membership No. A20606
Place : Noida

Anurag Jain
Chief Financial Officer
Place : Noida

Consolidated Financial Statements

Independent Auditors' Report

To
The Members,
Oriental Carbon & Chemicals Limited

Report on the Audit of Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Oriental Carbon & Chemicals Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries as referred in Annexure A below together referred to as "the Group"), comprising of the consolidated Balance Sheet as at March 31, 2023, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated Statement of Cash Flows and the Statement of Changes in Equity for the year then ended and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditor on separate financial statements of the subsidiary referred to in the other matters below, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standard prescribed under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules, 2015 made thereunder, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2023, of consolidated profit and consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SA's) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the consolidated financial statements section of our report. We are independent of the group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditor in terms of their report referred to in Other Matter paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No	Key Audit Matter	Auditor's Response
1.	**Recognition of Revenue** **(In respect of Holding Company)** The Company recognizes revenue on satisfaction of performance obligations upon transfer of control of promised products to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those products. In determining the transaction price for the sale, and consideration receivable from the customer. As at 31st March 2023, the Company's statement of profit and loss included Sales of INR 45,681.67 Lakhs. The nature of rebates and sales returns, if any, involve judgment in determining sales revenues and revenue cut-off. The risk is, therefore, that revenue may not be recognised in the correct period or that revenue and associated profit is misstated.	Our audit procedure included but not limited to: 1. We performed walkthroughs to understand the adequacy and the design of the revenue cycle for all significant components. We tested controls in the revenue and trade account receivables cycles over the accuracy and timing of revenue accounted in the financial statements. 2. We checked the contracts of customers (giving due regards to incoterm) along with revenue recognition policy applied by the Company to ensure satisfaction of performance obligation upon transfer of control of products to customer at a point in time. Our checking procedure includes consideration of the accounting and presentation of the rebates and discount arrangements.

Sr. No	Key Audit Matter	Auditor's Response
	Refer to accounting policies Note 1(III)(i) and Note No.14 of the Consolidated Financial Statements.	3. We read and understood the Company's accounting policy for recognition of revenue for each stream as per Ind AS 115. 4. We requested and obtained independent balance confirmations from the Company's customers on a sample basis. 5. In addition to substantive analytical reviews performed to understand how the revenue has trended over the year, we performed a detailed testing on transactions around the year-end, ensuring revenues were recognized in the correct accounting period. We also tested journal entries recognized to revenue focusing on unusual or irregular transactions. 6. We validated the appropriateness and completeness of the related disclosures in Note No. 14 of the consolidated financial statements.

Information Other than the Consolidated Financial Statements and Auditor's Report thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Holding company's annual report particularly with respect to the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the other information identified above, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements.

The Holding Company's Board of Directors is responsible for preparation and presentation of these consolidated financial statements in terms of the requirement of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including Ind AS. The respective Board of Directors of the Companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of their respective Company included in the Group and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent, and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the directors of the holding company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the Companies included in the Group are responsible for assessing ability of their respective Company included in the group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the group are responsible for overseeing the financial reporting process of their respective Company included in the group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company & Subsidiaries Companies (based on the auditors' report of the auditors of the subsidiaries Companies) Group has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statement. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditor. For the subsidiaries included in the consolidated financial statement, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them, we remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance of the Holding Company and such other entities including in the consolidated financial statement of which we are the independent auditors 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 consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

The accompanying Financial Statement includes the audited financial statement and other information in respect of the one subsidiary (OCCL Limited), whose financial statement reflects total assets of ₹3.80 lakhs, total revenues of ₹ Nil, total net profit/ (loss) after tax ₹(2.37) lakhs total comprehensive income/(loss) of ₹(2.37) lakhs and cash Inflow (net) of ₹2.90 lakhs for the year ended as on date, as considered in the consolidated financial statements. These financial statement have been audited by other auditor whose reports have been furnished to us by the Management of the Holding Company and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditor.

Our opinion on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the report of the other auditor.

Report on Other Legal and Regulatory Requirements

1. As required by section 143 (3) of the Act, we report, to the extent applicable, that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

   (c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the Consolidated statement of change in equity and the consolidated statement of cash flow dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

   (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rules made thereunder, as amended.

   (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries companies none of the directors is disqualified as on March 31, 2023 from being appointed as a director of that company in terms of sub-section 2 of Section 164 of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiaries Companies incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure B", Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the consolidated financial statements.

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. the consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group refer to Note no 26 to the consolidated financial statements;

      ii. provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

      iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company and further there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the subsidiaries companies.

      iv. (a) The respective Managements of the Company and its subsidiaries companies, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such subsidiaries to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

      (b) The respective Managements of the Company and its subsidiaries companies, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiaries from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

      (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

      v) (a) The final dividend proposed in the previous year, declared and paid by the Holding Company during the year is in accordance with Section 123 of the Act, as applicable. (refer Note 9 to the consolidated financial statement)

      (b) The interim dividend declared and paid by the Holding Company during the year is in compliance with Section 123 of the Act. (Refer Note 9 to the consolidated financial statement)

      (c) The Board of Directors of the Holding Company and one of the subsidiary company (Duncan Engineering Limited) have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable. (Refer Note 9 to the consolidated financial statement)

      vi) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Group with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the companies (Auditor's Report) Order, 2020 (the "Order"/" CARO") issued by the Central Government in terms of section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO report issued by us for the Company and its Subsidiaries included in the Consolidated Financial Statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For **S S KOTHARI MEHTA & COMPANY**
Chartered Accountants
Firm Registration Number: 000756N

NAVEEN AGGARWAL
Partner
Membership Number: 094380
UDIN: 23094380BGUMYN5660

Place: Noida
Date: May 19, 2023

Annexure A

List of entities included in the Statement

(a) Subsidiaries:

1. Duncan Engineering Limited.
2. OCCL Limited (incorporated on April 25th , 2022)

"Annexure B" to the Independent Auditor's Report

of even date on the Consolidated Financial Statements of Oriental Carbon & Chemicals Limited.

Report on the Internal Financial Controls over financial reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements'

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2023, we have audited the internal financial controls with reference to financial statements of Oriental Carbon & Chemicals Limited ('the Holding Company') and its subsidiaries companies which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Management and Board of Directors of the Holding Company and its subsidiary companies which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting with reference to financial statements criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 ('the Act').

Auditors' Responsibility

Our responsibility is to express an opinion on the Group's internal financial controls with reference to financial statements based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls` Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 judgment, 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Group's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements includes those policies and procedures that : 1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; 2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; 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 consolidated 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 consolidated 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 consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according the explanations given to us, the Group have maintained, in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2023, based on the internal control with reference to consolidated 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 with reference to financial statements issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements in so far as it relates to subsidiaries, which are companies incorporated in India, is based on the corresponding reports of the auditors of such Companies.

For **S S KOTHARI MEHTA & COMPANY**
Chartered Accountants
Firm Registration Number: 000756N

NAVEEN AGGARWAL
Partner
Membership Number: 094380
UDIN: 23094380BGUMYN5660

Place: Noida
Date: May 19, 2023

Consolidated Balance Sheet as at 31st March 2023

(₹ in Lakh)

Particulars	Note No.	As at March 31,2023	As at March 31, 2022
I ASSETS			
1. Non Current Assets			
a. Property, Plant & Equipment	2	47,758.86	45,274.68
b. Capital work in Progress	2a	135.43	4,132.41
c. Intangible Assets	3	72.02	54.03
d. Intangible Assets under Development	3a	11.19	1.12
e. Financial Assets			
i. Investments	4a	9,399.04	6,990.23
ii. Loans	4c	84.92	66.80
iii. Other Financial Assets	4g	806.46	786.92
f. Other Non Current Assets	6	209.24	406.04
TOTAL NON CURRENT ASSETS		**58,477.16**	**57,712.23**
2. Current Assets			
a. Inventories	5	7,045.94	6,823.72
b. Financial Assets			
i. Investments	4b	13,122.52	11,114.42
ii. Trade Receivables	4d	8,153.72	8,655.64
iii. Cash and Cash Equivalents	4e	56.57	174.18
iv. Bank Balances other than (iii) above	4f	707.47	705.55
v. Loans	4c	88.80	75.86
vi. Other Financial Assets	4g	170.86	153.26
c. Current Tax Assets (Net)	7	67.01	123.09
d. Other Current Assets	6	703.46	1,004.45
TOTAL CURRENT ASSETS		**30,116.35**	**28,830.17**
TOTAL ASSETS		**88,593.51**	**86,542.40**
II. EQUITY AND LIABILITIES			
A Equity			
a. Equity Share Capital	8	999.01	999.01
b. Other Equity	9	59,233.88	55,089.92
Equity attributable to Owner of the Parent		60,232.89	56,088.93
c. Non Controlling Interest		2,319.89	1,832.94
TOTAL EQUITY		**62,552.78**	**57,921.87**
B Liabilities			
1. Non Current Liabilities			
a. Financial Liabilities			
i. Borrowings	10a	7,337.21	9,413.67
ii. Lease Liability	10c	601.17	614.82
iii. Other Financial Liabilities	10e	6.70	9.35
b. Provisions	11	305.60	284.50
c. Deferred Tax Liabilities (Net)	12	3,671.63	2,792.91
TOTAL NON CURRENT LIABILITIES		**11,922.31**	**13,115.25**
2. Current Liabilities			
a. Financial Liabilities			
i. Borrowings	10b	8,715.54	8,866.98
ii. Lease Liability	10c	13.65	11.79
iii. Trade Payables	10d		
Total outstanding dues of Micro Enterprises and Small Enterprises		468.02	443.80
Total outstanding dues of Creditors Other than Micro Enterprises and Small Enterprises		2,144.70	2,705.90
iv. Other Financial Liabilities	10f	1,898.31	2,669.68
b. Other Current Liabilities	13	647.34	716.91
c. Provisions	11	230.86	90.22
TOTAL CURRENT LIABILITIES		**14,118.42**	**15,505.28**
TOTAL EQUITY AND LIABILITIES		**88,593.51**	**86,542.40**
Corporate Information	1(I)		
Basis of preparation of financial statement	1(II)		
Significant accounting policies	1(III)		
Notes to Accounts	2 - 39		

The accompanying notes referred to above form an integral part of the consolidated financial statements.

As per our Report of even date

For and on behalf of the Board of Directors

For S S Kothari Mehta & Company
Chartered Accountants
Firm Reg. No. 000756N

Arvind Goenka
Managing Director
DIN-00135653
Place : Noida

Akshat Goenka
Jt. Managing Director
DIN-07131982
Place : Noida

Naveen Aggarwal
Partner
Membership No. 094380

Pranab Kumar Maity
Company Secretary
Membership No. A20606
Place : Noida

Anurag Jain
Chief Financial Officer
Place : Noida

Date: 19th May, 2023
Place : Noida

Consolidated Statement of Profit and Loss for the year ended March 31, 2023

(₹ in Lakh)

Particulars	Note No.	Year Ended March 31, 2023	Year Ended March 31, 2022
I. Revenue from Operations	14	53,585.76	44,371.23
II. Other Income	15	313.66	804.89
III. Total Income (I+II)		**53,899.42**	**45,176.12**
IV. Expenses:			
Cost of Raw materials consumed	16 (a)	21,666.22	17,258.17
Purchase of stock in trade	16(b)	304.49	5.70
Changes in Inventories of finished goods, work in progress and stock in trade	17	(229.35)	(728.62)
Employee benefits expense	18	6,194.34	5,671.16
Finance costs	19	1,300.09	832.42
Depreciation and amortisation expenses	20	2,940.51	2,419.44
Other expenses	21	14,684.43	13,386.00
Total Expenses (IV)		**46,860.73**	**38,844.27**
V. Profit before tax (III - IV)		**7,038.69**	**6,331.85**
VI. Tax Expense :			
Current tax	22(a)	991.92	958.41
Deferred Tax (Net)	22(a)	688.04	754.22
Total Tax Expense (VI)		**1,679.96**	**1,712.63**
VII. Profit for the period (V-VI)		**5,358.73**	**4,619.22**
VIII. Profit for the Year attributable to:			
Owners of the Parent		4,863.69	4,307.07
Non-Controlling Interest		495.04	312.15
IX. Other Comprehensive Income (Net of Tax)			
Items that will not be reclassified to Profit or Loss			
Remeasurement Gain or (Loss) on Defined Benefit Plans	9(I)(d)	(88.78)	42.83
Income Tax on the above item		30.68	(11.23)
Net Gain or (Loss) on FVTOCI Equity & AIF Investments	9(II)	950.28	159.64
Income Tax on the above item		(221.38)	(29.26)
Total Other Comprehensive Income / (Loss) for the period (Net of Tax) (IX)		**670.80**	**161.98**
X. Total Other Comprehensive Income / (Loss) for the period attributable to:			
Owners of the Parent		678.89	159.84
Non-Controlling Interest		(8.09)	2.14
XI. Total Comprehensive Income for the period (VII+IX)		**6,029.53**	**4,781.20**
XII. Total Comprehensive income for the period attributable to :			
Owners of the Parent		5,542.58	4,466.91
Non-Controlling Interest		486.95	314.29
XIII. Earnings per equity shares (Face value of ₹10/- each) :			
Basic & Diluted (₹)	24	48.69	43.11
Corporate Information	1(I)		
Basis of preparation of financial statement	1(II)		
Significant accounting policies	1(III)		
Notes to Accounts	2 - 39		

The accompanying notes referred to above form an integral part of the consolidated financial statements.

As per our Report of even date

For and on behalf of the Board of Directors

For S S Kothari Mehta & Company
Chartered Accountants
Firm Reg. No. 000756N

Arvind Goenka
Managing Director
DIN-00135653
Place : Noida

Akshat Goenka
Jt. Managing Director
DIN-07131982
Place : Noida

Naveen Aggarwal
Partner
Membership No. 094380

Pranab Kumar Maity
Company Secretary
Membership No. A20606
Place : Noida

Anurag Jain
Chief Financial Officer
Place : Noida

Date: 19th May, 2023
Place : Noida

Consolidated Statement of Cash Flow for the year ended March 31, 2023

(₹ in Lakh)

Particulars	2022-23		2021-22	
A. Cash Flow From Operating Activities				
Net Profit before tax and Extra ordinary items	**7,038.69**		**6,331.85**	
Adjustments for Non Cash and Non Operating items :				
Depreciation & Amortisation Expense	2,940.51		2,419.44	
(Gain) / Loss on Sale / Discard of Property, Plant & Equipment (Net)	79.97		(237.96)	
Finance Costs	1,300.09		832.42	
Interest Income	(76.67)		(59.02)	
Effect of Exchange Rate Change on Borrowings	305.67		(133.80)	
Loans and Debts earlier written off, now recovered	(2.00)		-	
Bad Advances / Debts written off	5.49		1.64	
Provision for Doubtful debts	41.72		-	
(Gain) / Loss on financial assets measured at fair value through Profit or loss (Net)	(183.99)		(291.43)	
Operating Profit before Working Capital Changes	**11,449.48**		**8,863.14**	
Adjustments for :				
Trade and Other Receivables	675.62		(62.12)	
Inventories	(222.22)		(2,084.68)	
Trade and Other Payables	(457.41)		513.87	
Cash generated from Operations before tax	**11,445.47**		**7,230.21**	
Direct Tax Paid (Net)	(935.84)		(1,116.65)	
Net Cash from Operating Activities		**10,509.63**		**6,113.56**
B. Cash Flow From Investing Activities				
Payments for purchase of Property, Plant & Equipment including Capital work in progress, Intangible Assets and Capital Advances	(2,248.89)		(5,477.24)	
Proceeds from sale of Property, Plant & Equipment	87.89		441.22	
Purchase and Sale of Non Current Investments (Net)	(1,458.54)		(3,727.02)	
Purchase and Sale of Current Investments (Net)	(1,824.12)		4,606.89	
Movement in Fixed deposits with Banks	(29.50)		(33.62)	
Interest Received	73.12		89.31	
Net Cash (used in) investing activities		**(5,400.04)**		**(4,100.46)**
C. Cash Flow From Financing Activities				
Dividend Paid	(1,398.62)		(1,698.32)	
Proceeds from Borrowing - Non Current	340.00		4,393.21	
Repayment of Borrowing - Non Current	(3,900.50)		(4,754.87)	
Borrowing - Current (Net)	682.44		642.75	
Repayment of Lease Liability	(15.68)		(5.74)	
Interest and Financial Costs paid (excluding Transfer to Capital Work-in-Progress)	(934.84)		(628.52)	
Net Cash from/ (used in) Financing Activities		**(5,227.20)**		**(2,051.49)**
Net (decrease) in Cash and Cash Equivalents (A+B+C)		**(117.61)**		**(38.39)**

Consolidated Statement of Cash Flow for the year ended March 31, 2023

(₹ in Lakh)

Particulars	2022-23		2021-22	
Opening Balance of Cash and Cash Equivalents		**174.18**		**212.57**
Closing Balance of Cash and Cash Equivalents		**56.57**		**174.18**
Cash & Cash Equivalents Comprise				
Cash on Hand		6.65		6.83
Balance with Scheduled Banks in Current Accounts and fixed deposits maturing within 3 months		49.92		167.35
		56.57		**174.18**

Notes:

(i) Figures in bracket represent outflows.

(ii) Other Bank Balances of Rs. 145.10 Lakh (Previous Year Rs. 153.58 Lakh) lying in designated account with scheduled banks on account of unclaimed dividend and Rs. 1.50 Lakh (Previous Year Rs. 1.50 Lakh) in Deposit Repayment Reserve Account and Term Deposits maturing beyond three months are not included in Cash and Cash Equivalents. These are shown under Investing Activities.

(iii) Previous year's figures have been regrouped wherever necessary, to conform to this year's classification.

Change in Liability arising from financing activities (₹ in Lakh)

Particulars	April 01, 2022	Cash Flow	Foreign Exchange Movement	March 31, 2023
Borrowings - Non Current & Current Maturities (Refer Note 10(a))	13,641.15	(3,560.50)	346.70	10,427.35
Borrowings - Current (Refer Note 10(b))	4,639.50	682.44	303.46	5,625.40

As per our Report of even date

For S S Kothari Mehta & Company
Chartered Accountants
Firm Reg. No. 000756N

Naveen Aggarwal
Partner
Membership No. 094380

Date: 19th May, 2023
Place : Noida

For and on behalf of the Board of Directors

Arvind Goenka
Managing Director
DIN-00135653
Place : Noida

Akshat Goenka
Jt. Managing Director
DIN-07131982
Place : Noida

Pranab Kumar Maity
Company Secretary
Membership No. A20606
Place : Noida

Anurag Jain
Chief Financial Officer
Place : Noida

Consolidated Statement of Changes in Equity for the year ended March 31, 2023

a) Equity Share Capital

Current Reporting Period {Refer Note No. 8(b)} (₹ in Lakh)

Balance at the beginning of the current reporting period	Change in Equity shares capital due to prior period errors	Restated balance at the beginning of the current reporting period	Change in Equity share capital during the current year	Balance at the end of the current reporting period
999.01	-	999.01	-	999.01

Previous Reporting Period (₹ in Lakh)

Balance at the beginning of the previous reporting period	Change in Equity shares capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Change in Equity share capital during the previous year	Balance at the end of the previous reporting period
1,000.53	-	1,000.53	(1.52)	999.01

b) Other Equity (Refer Note No. 9)

(₹ in Lakh)

Particulars	Reserves					Other Comprehensive Income (OCI)	Total Equity attributable to equity holder of the Company	Attributable to Non controlling interest	Total Other Equity
	Capital Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings					
				Retained Earnings	Remeasurement Gain / (Loss) of the defined benefit plans (Net of Tax)	Equity Instruments through OCI (Net of Tax)			
Balance as at March 31, 2021	**2,008.99**	**30.85**	**878.07**	**49,148.41**	**(142.02)**	**395.50**	**52,319.80**	**1,518.65**	**53,838.45**
Gain on Cancellation of forfeited shares	**1.52**	**-**	**-**	**-**	**-**	**-**	**1.52**	**-**	**1.52**
Profit/(Loss) for the year ended March 31, 2022	-	-	-	4,307.07	-	-	4,307.07	312.15	4,619.22
Other comprehensive income (net of tax) for the year ended March31, 2022	-	-	-	327.64	29.46	(197.26)	159.84	2.14	161.98
Total Comprehensive income for the year ended March 31, 2022	**-**	**-**	**-**	**4,634.71**	**29.46**	**(197.26)**	**4,466.91**	**314.29**	**4,781.20**
Dividend	**-**	**-**	**-**	**(1,698.31)**	**-**	**-**	**(1,698.31)**	**-**	**(1,698.31)**
Balance as at March 31, 2022	**2,010.51**	**30.85**	**878.07**	**52,084.81**	**(112.56)**	**198.24**	**55,089.92**	**1,832.94**	**56,922.86**
Profit/(Loss) for the year ended March 31, 2023	-	-	-	4,863.69	-	-	4,863.69	495.04	5,358.73
Other comprehensive income (net of tax) for the year ended March31, 2023	-	-	-	-	(50.01)	728.90	678.89	(8.09)	670.80
Total Comprehensive income for the year ended March 31, 2023	**-**	**-**	**-**	**4,863.69**	**(50.01)**	**728.90**	**5,542.58**	**486.95**	**6,029.53**
Dividend	**-**	**-**	**-**	**(1,398.62)**	**-**	**-**	**(1,398.62)**	**-**	**(1,398.62)**
Balance as at March 31, 2023	**2,010.51**	**30.85**	**878.07**	**55,549.88**	**(162.57)**	**927.14**	**59,233.88**	**2,319.89**	**61,553.77**

As per our Report of even date

For and on behalf of the Board of Directors

For S S Kothari Mehta & Company
Chartered Accountants
Firm Reg. No. 000756N

Arvind Goenka
Managing Director
DIN-00135653
Place : Noida

Akshat Goenka
Jt. Managing Director
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Company Secretary
Membership No. A20606
Place : Noida

Anurag Jain
Chief Financial Officer
Place : Noida

Date: 19th May, 2023
Place : Noida

Notes to Consolidated Financial Statements for the year ended March 31, 2023

NOTE 1: GROUP OVERVIEW, BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

I CORPORATE INFORMATION

Oriental Carbon & Chemicals Limited ("OCCL" or "the Holding Company") is a public limited company domiciled in India and has its Registered Office at Gujarat. The shares of the Holding Company are listed on National Stock Exchange of India Ltd. and Bombay Stock Exchange Ltd.

The Consolidated Financial Statements comprise the Holding Company and its subsidiary (referred to collectively as "the Group"). The Holding Company's core business is manufacturing and sales of Insoluble Sulphur, Sulphuric acid and Investments as other business. The Holding Company is a global supplier of Insoluble Sulphur of which major turnover of the Holding Company is from Exports. The Holding Company has two manufacturing facilities, one in Haryana and other one in Gujarat. The principal activities of the subsidiary Company is manufacturing & trading of fluid power and automation products. The Subsidiary Company has its manufacturing facility in Maharashtra. The Subsidiary Company is a Public Limited Company and is listed on the Bombay Stock Exchange (BSE).

II BASIS OF PREPARATION

a) Statement of compliance

These financial statements have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 (As amended) notified under Section 133 of the Companies Act, 2013 ('the Act') and other relevant provisions of the Act.

These financial statements were authorised for issue by the Board of Directors on May 19, 2023

b) Basis of measurement

The financial statements have been prepared on an accrual basis and under the historical cost convention, except for the following:

i. Certain financial assets and liabilities (including derivative instruments) measured at Fair Value / Amortised Cost; (refer significant accounting policy (3e))

ii. Defined benefit plan assets measured at Fair Value; (refer significant accounting policy III(k))

iii. Investments in equity shares, preference share Bonds and Mutual funds (refer significant accounting policy III(e))

c) Functional and presentation currency

Items included in the financial statements of the Group are measured using the currency of the primary economic environment in which the Group operates ("the functional currency") which is the Indian National Rupee ('INR'). All amounts have been rounded to two decimal points of lakhs, except number of shares , face value of shares , earning per share or wherever otherwise indicated.

d) Current or Non current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is classified as current when it is:

i. Expected to be realized or intended to sold or consumed in normal operating cycle;

ii. Held primarily for the purpose of trading;

iii. Expected to be realized within twelve months after the reporting period; or

iv. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All the other assets are classified as non-current.

A liability is current when:

i. It is expected to be settled in normal operating cycle;

ii. It is held primarily for the purpose of trading;

iii. It is due to be settled within twelve months after the reporting period; or

iv. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current. Deferred Tax Assets and Liabilities are classified as non-current assets and liabilities respectively.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

e) Use of judgements and estimates

The preparation of financial statements in conformity with Ind AS requires the Management to make judgement, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities and contingent assets at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon the Management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

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

Recognition and measurement of defined benefit obligations

The cost of the leave encashment, defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation".

Property, plant and equipment and intangible assets

The useful life and residual value of Property, plant and equipment and intangible assets are determined based on technical evaluation made by the management of the expected usage of the asset, the physical wear and tear and technical or commercial obsolescence of the asset. Due to the judgements involved in such estimations, the useful life and residual value are sensitive to the actual usage in future period. The management evaluates and reviews the pattern of expected economic benefits from the asset along with commensurate method of depreciation on periodic basis and decides to follow suitable method of charging depreciation.

Fair value measurement of financial instruments

When the fair value of the financial assets and liabilities recorded in the balance sheet cannot be measured based on the quoted market price in active markets, their fair value is measured using valuation technique. The input to these models are taken from the observable market wherever possible, but where this is not feasible, a review of judgment is required in establishing fair values. Changes in the underlying inputs could affect the fair value of financial instrument.

Provision for litigations and contingencies

The provision for litigations and contingencies are determined based on evaluation made by the management of the present obligation arising from past events the settlement of which is expected to result in outflow of resources embodying economic benefits, which involves judgements around estimating the ultimate outcome of such past events and measurement of the obligation amount.

The impairment provision for financial assets are based on assumptions about risk of default and expected losses. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

The Group assesses at each reporting date whether there is an indication that a Non-financial asset may be impaired.

If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount which is higher of an asset's or Cash generating unit (CGU) fair value less costs of disposal and its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

III SIGNIFICANT ACCOUNTING POLICY

The Group has consistently applied the following accounting policies to all periods presented in the financial statements.

a) Principle of Consolidation

i) The consolidated Financial statement includes the financial statement of the parent company, its subsidiary company. The consolidated financial statement have been prepared in accordance with Ind AS 110 on "Consolidated financial statement" as per Companies (Indian Accounting Standard) Rules 2015 notified under section 133 of the Companies Act , 2013 ('the Act') and other relevant provisions of the Act to the extent possible.

ii) The Financial Statement of the Parent Company and its Subsidiary company are prepared on line by line adding together like items of assets, liabilities, equity, income and expenses , intercompany balances and transactions and any unrealised gains arising from inter company transactions are eliminated. Unrealised losses are eliminated in the same way as unrealised gains but only to the extent that there is no evidences of impairment.

iii) The consolidated Financial Statements are prepared by adopting uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Holding Company's separate financial statements except provision for depreciation for some assets, which is not material to the Consolidated Financial Statements.

iv) Non controlling Interest in the consolidated financial statement is identified and recognised after taking into consideration the amount of equity attributable to non controlling interest at date on which investment in subsidiary is made.

v) Non Controlling Interest in Equity since the date parent/ Subsidiary relationship came into existence, the losses attributable to the minorities are adjusted against the minority interest in the equity of the subsidiary.

vi) Financial statement of Subsidiary used for the purpose of Consolidation are drawn up to the same reporting date as that of the Holding company i.e. Year Ended March 31 2023.

vii) The Subsidiary company which is included in the consolidation and the parent company's holding are as under:

Name of Company	% of Holdings		Place of Incorporation
	As on March 31, 2023	As on March 31, 2022	
Duncum Engineering Limited	50.01%	50.01%	India
OCCL Limited	100%	Na	India

b) Property, plant and equipment and Capital Work in progress

i) Recognition and measurement

Property, plant and equipment are measured at original cost net of taxes/duties credit availed, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Interest on borrowings used to finance the construction of qualifying assets are capitalized as part of cost of the asset until such time that the asset is ready for its intended use. The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. The cost of replacing part of an item of property, plant and equipment are recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The costs of all other repairs and maintenance are recognised in the Statement of Profit & Loss as incurred.

Capital work-in-progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date. Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other noncurrent assets.

An item of property, plant and equipment is derecognised when no future economic benefit are expected to arise from the continued use of the asset or upon disposal. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

ii) Depreciation

Depreciation on property, plant and equipment is provided on the Straight Line Method based on the useful life of assets as prescribed under Schedule II of the Companies Act, 2013, which are as follows:

Buildings including Factory Buildings and Roads	:	5 - 60 years
Plant & Equipment (Including Continuous Process Plant, Components & Laboratory Equipment)	:	5 - 25 years
Electrical Installations	:	10 years
Furniture and Fixtures	:	10 years
Air Conditioners and coolers	:	5 years
Office Equipment	:	5 - 10 years
Motor Vehicles	:	5 years
Computer and Servers & Networks	:	3 - 6 years

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the underlying assets. Buildings constructed on Right-of-use assets are depreciated based on the useful life prescribed in the Schedule II of the Companies Act, 2013 or balance useful life of Right-of-use assets whichever is lower.

Depreciation on additions to or on disposal of assets is calculated on pro-rata basis i.e. from (upto) the date on which the property, plant and equipment is available for use (disposed off).

The Group, based on technical assessment made by technical expert and management estimate, depreciates these items of property, plant and equipment less than estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

c) Intangible assets

i) Recognition and measurement

Intangible Assets Acquired Separately

Intangible assets that are acquired by the Group are measured at cost. Subsequent to initial recognition, the assets are measured at cost, less accumulated amortisation and accumulated impairment losses, if any.

Subsequent expenditures are capitalized only when they increase the future economic benefits embodied in the specific asset to which they relate.

All intangible assets are tested for impairment when there are indications that the carrying value may not be recoverable. Impairment losses, if any, are recognised immediately in profit or loss.

An item of intangible asset is derecognised when no future economic benefit are expected to arise from the continued use of the asset or upon disposal. Any gain or loss on disposal of an item of intangible assets is recognised in profit or loss.

Notes to Consolidated Financial Statements for the year ended March 31, 2023

ii) Amortisation

Amortization is recognised in the Profit & Loss on a straight-line basis over the estimated useful lives of intangible assets or on any other basis that reflects the pattern in which the asset's future economic benefits are expected to be consumed by the entity. Intangible assets that are not available for use are amortized from the date they are available for use.

The estimated useful lives are as follows:

Software : 5 years

The amortization period and the amortization method for intangible assets are reviewed at each reporting date.

d) Impairment of non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication on impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or a cash generating unit is higher of its fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is recognised if the carrying amount of an asset exceeds its estimated recoverable amount. Impairment losses are recognised in Statement of Profit and Loss.

In respect of assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the assets carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

e) Financial Instruments

i) Initial recognition

The Group recognises financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognised at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

ii) Subsequent measurement

(a) Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost by applying the Effective Interest Rate (EIR) Method to gross carrying amount of the financial asset, if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. When the financial asset is derecognised or impaired, the gain or loss is recognised in the statement of profit and loss.

(b) Financial assets at fair value through other comprehensive income

Financial instruments are subsequently measured at fair value **(based on Last available audited information)**. On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment by investment basis. Fair value gains and losses recognised in OCI are not reclassified to profit and loss.

(c) Financial assets at fair value through profit or loss

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

(d) Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest rate method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(e) Reclassification of Financial Assets and Financial Liabilities

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

iii) Impairment of financial assets

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. Except Trade receivables, expected credit losses are measured at an amount equal to the 12-month Expected Credit Loss (ECL), unless there has been a significant increase in credit risk from initial recognition, in which case those are measured at lifetime ECL.

With regard to trade receivable, the Group applies the simplified approach , which requires expected lifetime losses to be recognised from the initial recognition of the trade receivables.

iv) Derecognition

Financial Assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial Liabilities

The Group derecognises a financial liability when its contractual obligations are discharged, cancelled or expired.

v) Derivative financial instruments

The Group uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks and interest rate risk respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value provided by the respective banks. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are recorded directly to statement of profit and loss.

vi) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

f) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using other valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Fair values for measurement and/ or disclosure purposes are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

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

g) Inventories

Inventories are valued at lower of Cost and Net Realisable value. The cost of finished goods is determined by taking material, labour and related factory overheads including depreciation. Cost of material is determined on weighted average cost basis. Further the cost for Work-in-Progress includes material cost, stage wise direct cost and other related manufacturing overheads including depreciation. Materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Net realisable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and making the sale.

Cost of raw materials, packing materials, stores and spares are determined on weighted average basis.

h) Provisions, Contingent Liabilities and Contingent Assets

Provision

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event and it is probable that the outflow of resources embodying economic benefits will be required to settled the obligation in respect of which reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, the expense relating to provision presented in the statement of profit & loss is net of any reimbursement.

If the effect of the time value of money is material, provisions are disclosed using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as finance cost.

Contingent liability is disclosed in the notes in case of:

There is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group.

- A present obligation arising from past event, when it is not probable that as outflow of resources will be required to settle the obligation.
- A present obligation arises from the past event, when no reliable estimate is possible.
- A present obligation arises from the past event, unless the probability of outflow are remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.
Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

Onerous Contracts

A provision for onerous contracts is measured at the lower of the present value of expected cost of terminating the contract and the expected cost of continuing with the contract. Before a provision is established, the group recognizes the impairment on the assets, if any, with the contract.

Contingent assets :

Contingent assets are not accounted in the financial statements unless an inflow of economic benefits is probable.

i) Revenue from Operations:

(i) Revenue from Contracts with Customers

The Group derives revenue from sale of Insoluble Sulphur, Sulphuric Acid, Oleum and General Engineering Products.

Ind AS 115 "Revenue from Contracts with Customers" provides a control-based revenue recognition model and provides a five step application approach to be followed for revenue recognition.

- Identify the contract(s) with a customer;
- Identify the performance obligations;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations;
- Recognise revenue when or as an entity satisfies performance obligation.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services net of discounts, rebates or schemes, if any, offered by the Group. The Group has generally concluded that it is the principal in its revenue arrangements.

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in Note 14.

Sale of goods

For sale of goods, revenue is recognised on satisfaction of performance obligation upon transfer of control of promised products to customers at an amount that reflects the consideration the Group expects to receive in exchange for those products.

(ii) Export Benefits

In case of direct exports made by the Group, export benefits arising from Govt. incentives and schemes are recognised on shipment of direct exports.

(iii) Investment Income

Investment income is recognised as and when accrued/reinstated as per the terms of the Investments based on the effective interest rate/appreciation(depreciation) in value of investment as applicable on the basis of quoted price/ statements received from the relevant funds/institutions as applicable. Income from Investments including interest income is included in revenue from operations in the statement of Profit and Loss.

Dividend income is recognised when the Group's right to receive dividend is established, and is included in other income in the statement of profit and loss.

j) Other Revenue Streams

Interest Income

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 asset to the asset's net carrying amount on initial recognition. Interest income is included in other income in the statement of profit and loss.

k) Employee Benefits

i) Short term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the statement of profit and loss for the year in which the related service is rendered.

Notes to Consolidated Financial Statements for the year ended March 31, 2023

ii) Defined contribution plans

Employees benefits in the form of the Group's contribution to Provident Fund, Pension scheme, Superannuation Fund and Employees State Insurance are defined contribution schemes. The Group recognises contribution payable to these schemes as an expense, when an employee renders the related service.

If the contribution payable exceeds contribution already paid, the deficit payable is recognised as a liability (accrued expense), after deducting any contribution already paid. If the contribution already paid exceeds the contribution due for service before the end of the reporting period, the Group recognise that excess as an asset (prepaid expense) to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

iii) Defined benefit plans

Retirement benefits in the form of gratuity are considered as defined benefit plans. The Group's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The Group provides for its gratuity liability based on actuarial valuation of the gratuity liability as at the Balance Sheet date, based on Projected Unit Credit Method, carried out by an independent actuary. The Group contributes to the gratuity fund, which are recognised as plan assets. The defined benefit obligation as reduced by fair value of plan assets is recognised in the Balance Sheet.

When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in Other Comprehensive Income. Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

iv) Other long-term employee benefits

Employee benefits in the form of long term compensated absences are considered as long term employee benefits. The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Remeasurement are recognised in profit or loss in the period in which they arise.

The liability for long term compensated absences are provided based on actuarial valuation as at the Balance Sheet date, based on Projected Unit Credit Method, carried out by an independent actuary.

l) Foreign currency transactions

Initial recognition:

Transactions in foreign currencies are translated into the Group's functional currency at the exchange rates at the dates of the transactions.

Conversion:

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Nonmonetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Exchange difference:

Exchange differences are recognised in Statement of profit & loss. In accordance with Ind-AS 101 'First Time Adoption of Indian Accounting Standards', the Group has continued the policy of capitalisation of exchange differences on foreign currency loans taken before the transition date. Accordingly, exchange differences arising on translation of long term foreign currency monetary items relating to acquisition of depreciable fixed assets taken before the transition date are capitalized and depreciated over the remaining useful life of the asset.

m) Research and Development Expenses

Revenue Expenditure on Research and Development is charged to Statement of Profit and loss in the year in which it is incurred and capital expenditure is added to Property, Plant & Equipment.

n) Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

o) Income Tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to items recognised directly in Other Comprehensive Income.

i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year after taking credit of the benefits available under the Income Tax Act and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date.

Current tax assets and liabilities are offset only if, the Group:

a) has a legally enforceable right to set off the recognised amounts; and

b) intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding tax bases used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss; and

A deferred income tax asset is recognised to the extent that it is probable that future taxable profits will be available against which deductible temporary differences and tax losses can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

For operations carried out in tax free units, deferred tax assets or liabilities, if any, have been recognised for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday ends.

Deferred tax assets and liabilities are offset only if:

a) The entity has a legally enforceable right to set off current tax assets against current tax liabilities; and

b) The deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is probable evidence that the Group will pay normal income tax in future. Accordingly, MAT is recognised as deferred tax asset in the Balance Sheet.

p) Segment Reporting

The accounting policies adopted for the segment reporting are in conformity with the accounting policies adopted for the Group. Primary Segments are identified by the chief operational decision maker (CODM) based on the nature of products and services, the different risks and returns and the internal business reporting system. Revenue, Expense, Assets and Liabilities, which relate to the Group as a whole and could not be allocated to segments on a reasonable basis, have been classified as unallocated. Secondary segment is identified based on geography by location of customers i.e. in India and outside India. Segment revenue includes sales and other income directly identifiable with / allocable to the segment including intersegment transfers.Inter segment transfers are accounted for based on the transaction price agreed to between the segments which is at cost in case of transfer of Group`s intermediate and final products and estimated realisable value in case of by-products.

q) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand and short-term deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

r) Cash flow statement

Cash flow statements are prepared in accordance with "Indirect Method" as explained in the Accounting Standard on Statement of Cash Flows (Ind AS - 7). The cash flows from regular revenue generating, financing and investing activity of the Group are segregated.

s) Lease

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as lessee

The Group's lease asset classes primarily comprise of lease for land and building. The Group 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 asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of lowvalue assets. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets as below:.

i) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the underlying assets.

Notes to Consolidated Financial Statements for the year ended March 31, 2023

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in section 'Impairment of non financial assets'.

ii) Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Group's lease liabilities are included in other current and non-current financial liabilities (see Note 10c).

iii) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

"Lease liability" and "Right of Use" asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

t) Scheme of Arrangement

The Board of Directors of the Parent Company has approved the Scheme of Arrangement between the Parent Company and OCCL Limited (wholly owned subsidiary of the Parent Company) and their respective shareholders and creditors for the demerger of the Chemical Business undertaking of the Parent Company to OCCL Limited ("Scheme"). The Appointed Date of the Scheme is the Effective Date and the Scheme is subject to approval of requisite regulatory authorities and will be given effect to in the financial results of the Parent Company on the effective date.

u) Earning per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to Equity Shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted Earning per Share, the net profit or loss for the period attributable to Equity Shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Notes to Consolidated Financial Statements for the year ended March 31, 2023

2 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakh)

	Description	Gross Carrying Value				Depreciation / Amortisation				Net Carrying Value	
		As at April 1, 2022	Additions/ adjustments	Sales/ adjustments	As at Mar 31, 2023	As at April 1, 2022	Additions/ Adjustments	Sales/ Adjustments	As at Mar 31, 2023	As at Mar 31, 2023	As at March 31, 2022
	Property Plant & Equipment :										
	Land - Freehold	162.59	-	-	162.59	-	-	-	-	162.59	162.59
	Right of Use Assets - Land	1,622.68	-	-	1,622.68	411.86	58.55	-	470.41	1,152.27	1,210.82
	Right of Use Assets - Building	50.85	-	-	50.85	1.23	10.16	-	11.39	39.46	49.62
	Building	19,945.04	348.75	42.01	20,251.78	4,071.52	473.48	17.27	4,527.73	15,724.05	15,873.52
	Plant & Equipment	37,406.43	4,266.34	396.40	41,276.37	12,885.25	1,767.06	307.33	14,344.98	26,931.39	24,521.18
	Electrical Installations	4,724.29	610.34	0.92	5,333.71	2,203.14	341.74	0.88	2,544.00	2,789.71	2,521.15
	Furniture and Fixture	649.61	18.84	11.44	657.01	476.70	29.98	11.01	495.67	161.34	172.91
	Vehicles	1,124.75	215.63	153.60	1,186.78	568.08	165.03	102.28	630.83	555.95	556.67
	Air Conditioners and coolers	232.95	11.44	19.54	224.85	181.35	13.55	18.13	176.77	48.08	51.60
	Office Equipment	560.59	98.17	72.13	586.63	405.97	57.93	71.29	392.61	194.02	154.62
	Total	**66,479.78**	**5,569.51**	**696.04**	**71,353.25**	**21,205.10**	**2,917.48**	**528.19**	**23,594.39**	**47,758.86**	**45,274.68**
2a	**Capital work in Progress**	**4,132.41**	**93.31**	**4,090.29**	**135.43**	**-**	**-**	**-**	**-**	**135.43**	**4,132.41**

(₹ in Lakh)

2	Description	Gross Carrying Value				Depreciation / Amortisation				Net Carrying Value	
		As at April 1, 2021	Additions/ adjustments	Sales/ adjustments	As at Mar 31, 2022	As at April 1, 2021	Additions/ Adjustments	Sales/ Adjustments	As at Mar 31, 2022	As at Mar 31, 2022	As at March 31, 2021
	Property Plant & Equipment :										
	Land - Freehold	162.59	-	-	162.59	-	-	-	-	162.59	162.59
	Right of Use Assets - Land	1,622.68	-	-	1,622.68	353.31	58.55	-	411.86	1,210.82	1,269.37
	Right of Use Assets - Building	-	50.85	-	50.85	-	1.23	-	1.23	49.62	-
	Building	16,998.25	3,062.87	116.08	19,945.04	3,671.69	424.37	24.54	4,071.52	15,873.52	13,326.56
	Plant & Equipment	29,001.72	8,500.71	96.00	37,406.43	11,609.20	1,339.93	63.88	12,885.25	24,521.18	17,392.52
	Electrical Installations	3,160.08	1,688.84	124.63	4,724.29	2,023.81	289.92	110.59	2,203.14	2,521.15	1,136.27
	Furniture and Fixture	626.77	38.01	15.17	649.61	456.01	34.97	14.28	476.70	172.91	170.76
	Vehicles	979.85	211.32	66.42	1,124.75	422.50	173.08	27.50	568.08	556.67	557.35
	Air Conditioners and coolers	219.00	17.74	3.79	232.95	160.81	23.93	3.39	181.35	51.60	58.19
	Office Equipment	490.60	83.84	13.85	560.59	365.99	52.77	12.79	405.97	154.62	124.61
	Total	**53,261.54**	**13,654.18**	**435.94**	**66,479.78**	**19,063.32**	**2,398.75**	**256.97**	**21,205.10**	**45,274.68**	**34,198.22**
2a	**Capital work in Progress**	**11,330.91**	**4,295.13**	**11,493.63**	**4,132.41**	**-**	**-**	**-**	**-**	**4,132.41**	**11,330.91**

Notes:

(i) Gross Block of vehicles includes ₹ 207.89 Lakhs (Previous year ₹455.85 Lakhs) purchased under Car Finance Scheme.

(ii) Building includes properties of ₹ 2,946.70 Lakhs pending for registration (Previous year ₹ 2,946.70 Lakhs).

(iii) Property plant and equipment are subject to charge to secure the company's borrowings (refer Note 10).

3 INTANGIBLE ASSETS

(₹ in Lakh)

	Description	Gross Carrying Value				Amortisation				Net Carrying Value	
		As at April 1, 2022	Additions/ adjustments	Sales/ adjustments	As at Mar 31, 2023	As at April 1, 2022	Additions/ adjustments	Sales/ adjustments	As at Mar 31, 2023	As at Mar 31, 2023	As at March 31, 2022
	Computer Software	456.21	41.02	64.43	432.80	402.18	23.03	64.43	360.78	72.02	54.03
	Total	**456.21**	**41.02**	**64.43**	**432.80**	**402.18**	**23.03**	**64.43**	**360.78**	**72.02**	**54.03**
3a	**Intangible Assets under Development**	**1.12**	**11.19**	**1.12**	**11.19**	**-**	**-**	**-**	**-**	**11.19**	**1.12**

(₹ in Lakh)

	Description	Gross Carrying Value				Amortisation				Net Carrying Value	
3		As at April 1, 2021	Additions/ adjustments	Sales/ adjustments	As at Mar 31, 2022	As at April 1, 2021	Additions/ adjustments	Sales/ adjustments	As at Mar 31, 2022	As at Mar 31, 2022	As at Mar 31, 2021
	Computer Software	428.48	27.73	-	**456.21**	381.49	20.69	-	**402.18**	**54.03**	**46.99**
	Total	**428.48**	**27.73**	**-**	**456.21**	**381.49**	**20.69**	**-**	**402.18**	**54.03**	**46.99**
3a	**Intangible Assets under Development**	**6.96**	**1.12**	**6.96**	**1.12**	**-**	**-**	**-**	**-**	**1.12**	**6.96**

4 FINANCIAL ASSETS

4 (a) NON CURRENT INVESTMENTS

(₹ in Lakh, unless otherwise stated)

Particulars	Face Value / Share	As at March 31, 2023 No. of Shares	As at March 31, 2023 Value	As at March 31, 2022 No. of Shares	As at March 31, 2022 Value
(i) Unquoted, Equity/Preference shares fully paid up					
Investments Carried at Fair Value Through OCI					
a) Investment in Equity Shares (Others)					
(1) Duncan International (India) Limited	100/-	8351	441.46	8351	318.31
(2) New India Investment Corporation Limited	75/-	1753	195.61	1753	185.56
(3) Transformative Learning Solutions P Ltd	10/-	27	75.67	27	50.94
(4) Wingreens Farms Private Limited	10/-	28902	267.74	28902	200.00
(5) Startup Health Just Matters Pvt Ltd	10/-	65	-	65	25.00
b) Investment in Preference Shares (Others)					
(1) B 9 Beverages Private Limited (CCCPS)	100/-	25837	144.12	25837	100.00
(2) B 9 Beverages Private Limited (CCCPS)	15/-	20000	111.56	20000	100.00
(3) Muhavra Enterprise P Ltd (CCPS)	10/-	96	99.30	96	49.51
(4) High Street Essentials P Ltd (CCPS)	100/-	3307	116.31	3307	100.00
(5) Red Room Technology P Ltd (CCPS)	100/-	163	25.47	163	14.98
(6) Transformative Learning Solutions P Ltd (CCPS)	100/-	124	347.51	53	100.00

4 FINANCIAL ASSETS (Contd.)

4 (a) NON CURRENT INVESTMENTS

(₹ in Lakh, unless otherwise stated)

Particulars	Face Value / Share	As at March 31, 2023 No. of Shares	As at March 31, 2023 Value	As at March 31, 2022 No. of Shares	As at March 31, 2022 Value
(7) Transformative Learning Solutions P Ltd (CCPS)	10/-	22	61.65	22	41.51
(8) Shield Health Care Private Ltd - Investment in CCP	200/-	1302	105.59	1302	100.00
(9) Singularity Furniture Private Limited CCPS	10/-	8628	100.00	8628	100.00
(10) Ocean Drinks Private Limited	10/-	6449	124.98	5159	99.98
(ii) Unquoted, Other Investment					
a) Investment in AIF Funds (Investments Carried at Fair Value Through OCI)					
(1) Grand Anicut Fund - II			500.00		500.00
(2) Xponentia Opportunities Fund -I			404.33		403.09
(3) JM Financial India Fund II			227.38		177.35
(4) Paragon Partners Growth Fund-II			778.00		586.07
(5) Fireside Ventures Investment Fund -II			426.30		177.33
(6) Grand Anicut Angel Fund			1,083.00		758.00
(7) Real Estate Credit Opportunities Fund			950.37		450.37
(8) IQ Start-up Fund IQ Alpha III			458.42		454.73
(9) IQ Start-up Fund IQ Alpha IV			217.20		175.00
(10) Alteria Capital Fund II Scheme I			500.00		375.00
(11) Alteria Capital Fund III Scheme A			142.50		-
(12) Waterbridge Ventures II Trust			454.10		250.00
(13) WEH Ventures II			265.47		97.50
(14) Grand Anicut Fund - 3			175.00		-
(15) Grand Anicut Fund - 4			500.00		-
b) Investment in NBFC Corporate Deposit (Investments Carried at Amortised Cost)					
(1) HDFC Ltd.			-		1,000.00
c) Investment in Optionally Convertible Debentures (Investments Carried at Amortised Cost)					
(1) Vendiman Pvt Ltd 100 Nos of ₹100000/- each			100.00		-
TOTAL			**9,399.04**		**6,990.23**
Aggregate Fair Value of Unquoted Investments			**9,399.04**		**6,990.23**
Aggregate amount of Impairment on Value of Investment			**25.00**		**-**

4 FINANCIAL ASSETS (Contd.)

4(b) CURRENT INVESTMENTS (₹ in Lakh, unless otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022
(i) Quoted		
a) Investment in Mutual Funds at FVTPL		
(1) DSP Banking and PSU Debt Fund	-	1,145.08
(March 31, 2023 Nil Units; March 31, 2022 5886434.31 Units)		
(2) HDFC Corporate Bond Fund - Short Term	1,372.76	1,319.89
(March 31, 2023 5050629.31 Units; March 31, 2022 5050629.31 Units)		
(3) ICICI Prudential Corporate Bond Fund	1,273.99	1,206.83
(March 31, 2023 5101624.25 Units; March 31, 2022 5101624.25 Units)		
(4) Aditya Birla Sunlife Banking and PSU Debt Fund	786.38	1,153.33
(March 31, 2023 254218.61 Units; March 31, 2022 388960.94 Units)		
(5) IDFC Bond Fund Short Term Plan	-	526.27
(March 31, 2023 Nil Units; March 31, 2022 1132433.38 Units)		
(6) Aditya Birla Sunlife Corporate Bond Fund Growth	441.54	421.89
(March 31, 2023 467779.49 Units; March 31, 2022 467779.49 Units)		
(7) ICICI Prudential Saving Fund	441.04	417.78
(March 31, 2023 96405.02 Units; March 31, 2022 96405.02 Units)		
(8) HDFC Low Duration Fund	-	572.76
(March 31, 2023 Nil Units; March 31, 2022 1223478.796 Units)		
(9) HDFC Short Term Debt Fund	219.85	210.59
(March 31, 2023 819661.38 Units; March 31, 2022 819661.38 Units)		
(10) Bharat Bond	5,236.96	-
(March 31, 2023 47906153.63 Units; March 31, 2022 Nil Units)		
(ii) Unquoted		
a) Investment in Debts fund (Investments Carried at Amortised Cost)		
(1) ESTEE 1 Alpha Fund	1,600.00	1,600.00
b) Investment in NBFC Corporate Deposit (Investments Carried at Amortised Cost)		
(1) HDFC Ltd.	1,750.00	2,540.00
TOTAL	**13,122.52**	**11,114.42**
Aggregate Market Value of Quoted Investments	**9,772.52**	**6,974.42**
Aggregate Market Value of Unquoted Investments	**3,350.00**	**4,140.00**
Aggregate amount of Impairment on Value of Investment	**-**	**-**

4 (c) LOANS (₹ in Lakh)

Particulars	Non- Current		Current	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Unsecured, considered good				
Other Loans and advances				
Employee Loans and advances	84.92	66.80	88.80	75.86
TOTAL	**84.92**	**66.80**	**88.80**	**75.86**

4 FINANCIAL ASSETS (Contd.)

4 (d) TRADE RECEIVABLES (₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Considered Good Unsecured	8,153.72	8,655.64
Considered Good Secured	-	-
Disputed, which have significant increase in Credit Risk	-	-
Credit impaired	46.95	5.23
TOTAL	**8,200.67**	**8,660.87**
Less:-Impairment Allowance for doubtful debts	46.95	5.23
Net Trade Receivables	**8,153.72**	**8,655.64**

(i) No trade or other receivable are due from directors or other officers of the Group either severally or jointly with any other person. Nor any trade or other receivable are due from firm or private companies respectively in which any director is a partner, a director or a member other than stated above.

(ii) Trade receivables are non-interest bearing and are generally on terms of 7 to 150 days (for ageing analysis refer Note No 29 (A) (i)).

(iii) Impairment of Trade Receivables has been considered ₹46.95 Lakhs (Previous year ₹5.23 Lakhs) based on the Expected Credit Loss Method and in other cases based on the management judgement.

4 (e) CASH AND CASH EQUIVALENTS (₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Balance with banks In Current Accounts		
In Current Accounts	49.92	42.35
Cash on hand	6.65	6.83
Fixed Deposit with Maturity less than 3 Months	-	125.00
TOTAL	**56.57**	**174.18**

4 (f) OTHER BANK BALANCES (₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Other Term Deposits with remaining maturity less than 12 months*	560.76	550.37
Deposit Repayment reserve Account	1.50	1.50
Earmarked - Gratuity Repayment Account	0.11	0.10
Unpaid Dividend Accounts	145.10	153.58
TOTAL	**707.47**	**705.55**

*Includes pledged with banks towards bank guarantee issued ₹31.07 Lakh (previous year ₹28.72 Lakh)

4 (g) OTHER FINANCIAL ASSETS (₹ in Lakh)

Particulars	Non- Current		Current	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Unsecured, considered good unless stated otherwise				
Measured at Amortised Cost				
Other Bank Deposits with more than 12 months maturity @	536.82	517.71	-	-
Security Deposits	269.64	269.21	61.38	52.97
Accrued Interest Income	-	-	109.48	100.29
TOTAL	**806.46**	**786.92**	**170.86**	**153.26**

@ Includes Margin Money for Bank Guarantees ₹124.51 Lakhs (Previous year ₹123.33 Lakhs)

5 INVENTORIES (Lower of Cost or Net Realisable Value)

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Raw Materials (Includes Stock-in-transit ₹300.39 Lakhs; Previous year ₹152.90 Lakhs)	2,853.56	2,967.20
Work in Progress	130.17	117.89
Finished Goods*	3,272.35	2,896.58
Stores & Spares (Includes Stock-in-transit ₹ 0.79 Lakhs; Previous year ₹ Nil)	684.15	761.07
Scrap	-	1.46
Fuel	105.71	79.52
TOTAL	**7,045.94**	**6,823.72**

Inventories are subject to charge to secure the company's borrowings (refer Note 10).

*after considering write down of ₹20.52 Lakhs (Previous year ₹14.72 Lakhs) in the value of inventory to it's net realizable value and net of provision for non moving / slow moving inventory ₹ 42.43 Lakhs (Previous year ₹ 74.17 Lakhs).

6 OTHER ASSETS

(₹ in Lakh)

Particulars	Non- Current		Current	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Unsecured, considered good unless stated otherwise				
Export incentive Receivable	-	-	0.12	47.90
Capital Advances *	156.89	388.43	-	-
Receivable on Foreign Currency Forward Contracts	-	-	35.59	97.85
Balance with Revenue Authorities	-	-	94.32	89.62
Other Receivables	-	-	-	0.57
Prepaid Expenses	52.35	17.61	278.01	478.99
Other Advances	-	-	295.42	289.52
TOTAL	**209.24**	**406.04**	**703.46**	**1,004.45**

* Includes ₹75.00 Lakhs (Previous year ₹75.00 Lakhs) to a Company under liquidation against the use of an office premises which is pending transfer in favour of the Company.

7 CURRENT TAX ASSETS (NET)

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Current Tax Assets (Net of Provision for Income Tax)	67.01	123.09
TOTAL	**67.01**	**123.09**

8 EQUITY SHARE CAPITAL

(₹ in Lakh , unless otherwise stated)

Particulars	As at March 31,2023	As at March 31, 2022
Authorised Shares		
1,49,90,000 (Previous year 1,49,90,000) Equity Shares of ₹10 each (Previous year ₹10 each)	1,499.00	1,499.00
1,000 (Previous year 1,000) Redeemable Cumulative Preference Shares of ₹100 each (Previous year ₹100 each)	1.00	1.00
	1,500.00	**1,500.00**

Notes to Consolidated Financial Statements for the year ended March 31, 2023

8 EQUITY SHARE CAPITAL (Contd.)

(₹ in Lakh , unless otherwise stated)

Particulars	As at March 31,2023	As at March 31, 2022
Issued Shares		
99,90,092 (Previous year 99,90,092) Equity Shares of ₹10 each (Previous year ₹10 each)	999.01	999.01
	999.01	**999.01**
Subscribed & Fully Paid up Shares		
99,90,092 (Previous year 99,90,092) Equity Shares of ₹10 each (Previous year ₹10 each)	999.01	999.01
Total subscribed and fully paid up share capital	**999.01**	**999.01**

a. Terms / rights attached to Equity Shares

Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. There is no restriction on distribution of dividend. However, same except interim dividend is subject to the approval of the shareholders in the Annual General Meeting.

b. Reconciliation of Shares outstanding at the beginning and at the end of the reporting period

Issued Share Capital

Equity Shares

(₹ in Lakh, unless otherwise stated)

Particulars	Equity Share (No. of Shares)		Equity Share (Value. of Shares)	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Share outstanding at beginning of period	9990092	10023844	999.01	1,002.38
Less : Shares cancelled during the year	-	33752	-	3.37
Share outstanding at end of period	**9990092**	**9990092**	**999.01**	**999.01**

Subscribed & Paid up

Equity Shares

(₹ in Lakh , unless otherwise stated)

Particulars	Equity Share (No. of Shares)		Equity Share (Value. of Shares)	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Share outstanding at beginning of period	9990092	9990092	999.01	999.01
Share outstanding at end of period	9990092	9990092	999.01	999.01

Aggregate number of bonus shares issued, shares issued for consideration other than cash during the period of five years immediately preceding the reporting date.-Nil

The Company bought back 3,05,970 equity shares in the Financial Year 2018-19.

8 EQUITY SHARE CAPITAL (Contd.)

c. Shareholdings of promoters

Equity Shares

Name of Shareholders	Category	As at March 31,2023		As at March 31, 2022	
		No of Shares	% of Holding	No of Shares	% of Holding
Cosmopolitan Investments Ltd	Promoter Group	1907528	19.09%	1907528	19.09%
New India Investment Corporation Ltd	Promoter Group	1212136	12.13%	1212136	12.13%
Duncan International (India) Ltd	Promoter Group	994616	9.96%	994616	9.96%
Haldia Investment Company Ltd	Promoter Group	619344	6.20%	619344	6.20%
Aparna Goenka	Promoters	200000	2.00%	200000	2.00%
Arvind Goenka	Promoters	107500	1.08%	107500	1.08%
Akshat Goenka	Promoters	100000	1.00%	100000	1.00%
Disciplined Investments Limited	Promoter Group	30000	0.30%	30000	0.30%

No Change during the year/previous year in promoter/ Promoter's group shareholding

d. Details of shareholders holding more than 5% shares in the Company other than promoter / promoter's group

Equity Shares

Name of Shareholders	As at March 31,2023		As at March 31, 2022	
	No of Shares	% of Holding	No of Shares	% of Holding
HDFC Trustee Company Ltd	926250	9.27%	926250	9.27%

As per records of the company, including it's register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

9 OTHER EQUITY

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
(I) Reserves		
a. Capital Reserve		
Balance at the beginning of the Financial year	2,010.51	2,008.99
Add : Gain on Cancellation of Forfeited Shares	-	1.52
Balance at the end of the Financial year	**2,010.51**	**2,010.51**
b. Capital Redemption Reserve		
Balance at the beginning of the Financial year	30.85	30.85
Balance at the end of the Financial year	**30.85**	**30.85**
c. General Reserve		
Balance at the beginning of the Financial year	878.07	878.07
Balance at the end of the Financial year	**878.07**	**878.07**
d. Retained Earnings		
Balance at the beginning of the Financial year	51,972.25	49,006.39
Addition during the Financial year	4,863.69	4,307.07
Items of Other Comprehensive Income recognised directly in retained earnings		

9 OTHER EQUITY (Contd.)

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
- Realised gain from Non Current Equity instrument transferred from Other comprehensive income (Net of Tax)	-	327.65
- Remeasurement Gain or (Loss) on Defined Benefit Plans (Net of Tax)	(50.01)	29.46
	56,785.93	53,670.57
Less: Appropriations		
Interim Dividend	699.31	699.31
Final Dividend of previous year	699.31	999.01
	55,387.31	**51,972.25**
TOTAL (I)	**58,306.74**	**54,891.68**
(II) Items of other comprehensive income		
Balance at the beginning of the Financial year	198.24	395.50
Add: Other Comprehensive Income for the Financial year		
Net Gain or (Loss) on FVTOCI Non Current Investments (Net of Tax)	728.90	130.39
- Realised gain from Non Current Equity instrument transferred to Retained Earnings (Net of Tax)	-	(327.65)
TOTAL (II)	**927.14**	**198.24**
TOTAL OTHER EQUITY (I + II)	**59,233.88**	**55,089.92**

Notes:

(i) Capital Reserve:

The Holding Company had recognised Surplus arising out of transfer of Assets and Liabilities of erstwhile Carbon Black Division to Capital Reserve. The Holding Company had 33752 forfeited equity shares of face value of ₹10 each in previous year due to non payment of call money by the shareholders. Total amount of gain under capital reserve against the cancellation of these shares during the year is Nil (Previous year ₹1.52 Lakhs).

(ii) Capital Redemption Reserve:

An amount of ₹30.60 Lakh (equivalent to nominal value of the equity shares bought back and cancelled by the Holding Company in the Year Ended March 2019) has been transferred to Capital Redemption Reserve from General Reserve pursuant to the provisions of Section 69 of the Companies Act, 2013 and article 8 of the Articles of Association of the Company.

(iii) General Reserve

General reserve represents the statutory reserve. In accordance with the erstwhile Companies Act 1956, it was mandatory to aportion a part of the Profit to the General Reserve before declaring Dividend. However under Companies Act , 2013, transfer of any amount to general reserve is at the discretion of the Company.

(iv) Retained Earnings

Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the provisions of the Companies Act, 2013.

(v) Items of Other Comprehensive Income

The holding Company recognises the gain or loss on fair value of non-current investments under Items of Other Comprehensive Income. Realised gain on sale of equity instrument of ₹ Nil (Previous Year ₹327.65 Lakhs) (Net of tax) during the year transferred to retained earning from other comprehensive income as per IND AS 109.

(vi) During the year, the Holding Company has paid Interim dividend of ₹7.00; (Previous year ₹7.00) per equity share. Now, final dividend of ₹7.00 (Previous year ₹7.00) per equity share for financial year 2022-23 is recommended by the Board of Directors, which is subject to the approval of the shareholders in the ensuing Annual General Meeting.

Board of Directors of Subsidiary Company (Duncan Engineering Limited (formerly known as Schrader Duncan Limited)) has recommended dividend of ₹1.00 per share (Previous year Nil) which is subject to the approval of the shareholders in the ensuing Annual General Meeting.

10 FINANCIAL LIABILITIES

a) BORROWING (NON CURRENT)

(₹ in Lakh)

Particulars	Non - Current Maturities		Current Maturities	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Term Loans - From Banks (Secured) (Refer (i)(a), (b) & (c) below)	7,319.83	9,324.99	3,050.48	4,143.19
Vehicle Loans from Banks (Secured) (Refer (ii) below)	17.38	88.68	39.66	84.29
Less : Current Maturities of Long Term Borrowings	-	-	(3,090.14)	(4,227.48)
TOTAL	**7,337.21**	**9,413.67**	**-**	**-**

Notes:

(i) (a) Securities:

Secured by (i) ₹157.49 Lakhs (Previous year ₹746.54 Lakhs), First pari-passu charge on Property Plant and Equipment including equitable mortgage of factory land and building at SEZ Mundra and Dharuhera Units; Second pari-passu charge on entire current assets of the Holding Company; (ii) ₹141.01 Lakhs (Previous year ₹528.91 Lakhs), First pari-passu charge on Property Plant and Equipment including equitable mortgage of factory land and building at SEZ Mundra Unit; Second pari-passu charge on entire Property Plant and Equipment of Dharuhera Unit including equitable mortgage of factory land and building of Dharuhera Unit; Second pari-passu charge on entire current assets of the Holding Company; (iii) ₹211.60 Lakhs (Previous year ₹380.41 Lakhs), First pari-passu charge on entire Property Plant and Equipment of the Holding Company including equitable mortgage of factory land and building of SEZ Mundra Unit; (iv) ₹6,809.73 Lakhs (Previous year ₹7,669.13 Lakhs), First pari-passu charge on entire Property Plant and Equipment including equitable mortgage of factory land and building at Dharuhera and SEZ Mundra Unit; Second pari-passu charge on entire current assets of the Holding Company.

(b) Terms of Repayments of Non-Current portion of Term Loans from Banks

(₹ in Lakhs, Unless Otherwise stated)

As at March 31, 2023			As at March 31, 2022		
Outstanding Amount	Repayments		Outstanding Amount	Repayments	
	No. of outstanding Instalments	Periodicity		No. of outstanding Instalments	Periodicity
-	-	-	238.65	1	Quarterly Graded
157.49	2	Quarterly Equal	507.89	6	Quarterly Equal
-	-	-	226.13	2	Quarterly Equal
141.01	3	Quarterly Equal	302.78	7	Quarterly Equal
211.60	5	Quarterly Equal	380.41	9	Quarterly Equal
1,896.09	13	Quarterly Equal	2,157.94	17	Quarterly Equal
2,529.64	12	Quarterly Equal	2,523.31	12	Quarterly Equal
1,648.58	33	Monthly Equal	2,247.34	45	Monthly Equal
735.42	20	Quarterly Equal	740.54	20	Quarterly Equal
7,319.83			**9,324.99**		

(c) Range of interest Rate during the year on Rupee Term Loan was 8.05% to 9.90% and on foreign currency Term Loan LIBOR/ SOFR+120 BPS to +300 BPS.

(ii) Secured by hypothecation of vehicles purchased under the scheme and non-current portion of ₹17.38 Lakhs (Previous year ₹88.68 Lakhs) is repayable in 5 to 28 (Previous year 5 to 40) equated monthly instalments after F.Y. 2023-24 onwards as per the repayment schedule.

10 FINANCIAL LIABILITIES (Contd.)

(b) BORROWING (CURRENT)

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Loans Repayable on Demand		
Working Capital Loans from Bank (secured)		
Cash Credit and Packing Credit (i)	4,813.59	3,548.30
Bill Discounting (i)	811.81	1,091.20
Current Maturity of Long Term Borrowings (Secured)		
Current maturities of Long-Term Borrowings	3,050.48	4,143.19
Current maturities of Vehicle Loans	39.66	84.29
TOTAL	**8,715.54**	**8,866.98**

Security:

(i) Cash Credit, Packing Credit and Bill Discounting of the Holding Company amounting to ₹5,536.76 Lakhs (Previous year ₹4,599.39 Lakhs) are secured by first pari passu charge on entire current assets of the Holding Company and second pari passu charge over the entire Property Plant and Equipment at Mundra SEZ Unit of Holding Company and First pari passu charge on entire Property Plant and Equipment at Dharuhera unit of Holding Company with State Bank of India. In respect of Subsidiary Company, Cash Credit amounting to ₹88.64 Lakhs (Previous year ₹40.10 Lakhs) was secured by primary first exclusive charge on the current assets of the subsidiary Company and collateral charge on the tangible movable/ immovable Property Plant and Equipment of the subsidiary company at Ranjangaon, Pune .

(c) LEASE LIABILITY

(₹ in Lakh)

Particulars	Non - Current		Current	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Lease Liability (Refer Note No. 32)	601.17	614.82	13.65	11.79
TOTAL	**601.17**	**614.82**	**13.65**	**11.79**

(d) TRADE PAYABLES

(₹. in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Trade Payables		
Total outstanding dues of Micro Enterprises and Small Enterprises	468.02	443.80
Total outstanding dues of Creditors Other than Micro Enterprises and Small Enterprises	2,144.70	2,705.90
TOTAL	**2,612.72**	**3,149.70**

Trade Payables Ageing as at March 31 , 2023

(₹ in Lakh)

Outstanding for following periods from due date of payments	Less than 1 year	1-2 Year	2-3 Year	More than 3 year	Total
(i) MSME	468.02	-	-	-	468.02
(ii) Others	2,144.70	-	-	-	2,144.70
(iii) Disputed MSME	-	-	-	-	-
(iv) Disputed Others	-	-	-	-	-
Total	**2,612.72**	**-**	-	-	**2,612.72**

10 FINANCIAL LIABILITIES (Contd.)

Trade Payables Ageing as at March 31 , 2022 (₹ in Lakh)

Outstanding for following periods from due date of payments	Less than 1 year	1-2 Year	2-3 Year	More than 3 year	Total
(i) MSME	443.80	-	-	-	443.80
(ii) Others	2,705.90	-	-	-	2,705.90
(iii) Disputed MSME	-	-	-	-	-
(iv) Disputed Others	-	-	-	-	-
Total	**3,149.70**	**-**	-	-	**3,149.70**

(e) OTHER FINANCIAL LIABILITIES (NON CURRENT)

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Trade deposits	6.70	9.35
Total	**6.70**	**9.35**

(f) OTHER FINANCIAL LIABILITIES (CURRENT)

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Interest accrued on Borrowings	67.32	52.65
Unpaid Dividend	145.10	153.58
Unpaid and Unclaimed Matured Deposits & Interest accrued thereon	1.51	3.14
Creditors for Capital Goods	414.28	1,270.74
Employees liabilities @	1,222.56	1,148.15
Directors' Commission & Sitting Fees	38.90	33.53
Security Deposits	8.64	7.89
Total	**1,898.31**	**2,669.68**

@ Includes dues to Executive Directors ₹196.41 Lakhs (Previous year ₹193.72 Lakhs)

In case of Subsidiary Company, the company closed its ABU division in the year 2016 and erstwhile employee of the company filed the case against the company for wrongful dismissal and demanded reinstatement with back wages. In the financial year 2019-20, Company has made the provision of ₹175.58 Lakhs as per order received from 2nd Labour court, pune, subsequently the company filed a writ petition before Hon'ble Mumbai High Court for stay on the order of the 2nd Labour Court, Pune. During financial year 2021-22, based on order of Hon'ble Mumbai High Court, the company paid the back wages of ₹64.20 Lakhs from the date of dismissal up to the date of closure of ABU division, i.e, Aug 2016 and same were booked as expense in the financial statement. The case is sub-judice and management is of the view that the provision of ₹175.58 lakhs as carrying in the financials is sufficient for any future liability which may arise on the company.

Notes to Consolidated Financial Statements for the year ended March 31, 2023

11 PROVISIONS

(₹ in Lakh)

Particulars	Non - Current		Current	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Provision for Employee Benefits :				
Compensated Absences & Gratuity	305.60	284.50	223.85	84.96
Other Provisions:				
Provision for Warranty	-	-	7.01	5.26
TOTAL	**305.60**	**284.50**	**230.86**	**90.22**

12 DEFERRED TAX LIABILITIES (Net)

(₹ in Lakh)

Particulars		As at March 31,2023	As at March 31, 2022
The balance comprises temporary differences attributable to:			
Deferred Tax Liabilities on:			
Property, Plant & Equipment and Intangible Assets		5,687.83	4,712.83
FVOCI on Equity Investments		281.58	60.21
Current Investment at Fair Value		145.88	93.04
Amortised Value of Upfront Fees of Long Term Loans		-	0.04
Exchange Difference on Forward Contracts		0.66	13.79
	A	**6,115.95**	**4,879.91**
Deferred Tax Assets on:			
Provision for employee benefits & others.		200.17	101.75
Unabsorbed Depreciation/Carry forward business Loss		0.57	238.01
	B	**200.74**	**339.76**
MAT credit entitlement		2,243.58	1,747.24
	C	**2,243.58**	**1,747.24**
DEFERRED TAX LIABILITIES (Net)	**A-B-C**	**3,671.63**	**2,792.91**

13 OTHER LIABILITIES

(₹ in Lakh)

Particulars	Non - Current		Current	
	As at March 31,2023	As at March 31, 2022	As at March 31,2023	As at March 31, 2022
Advance received from and Credit balance of Customers	-	-	80.25	155.85
Advance received from Others	-	-	0.99	0.12
Statutory dues payable	-	-	317.10	317.69
Payable on Foreign Currency Forward Contracts	-	-	100.01	95.29
Other payable	-	-	148.99	147.96
TOTAL	**-**	**-**	**647.34**	**716.91**

14 REVENUE FROM OPERATIONS

Revenue from Contracts with Customers

(i) Disaggregated Revenue Information

Set out below is the disaggregation of the Company's revenue from contracts with customers: (₹ in Lakh)

Segment	Year Ended March 31,2023			Year Ended March 31, 2022		
	Domestic	Export	Total	Domestic	Export	Total
a) Sale of products						
Insoluble Sulphur	16,926.27	23,181.93	40,108.20	13,890.26	19,640.36	33,530.62
Sulphuric Acid and Oleum	5,415.92	-	5,415.92	4,284.13	-	4,284.13
Commodity Trading	157.55	-	157.55	-	-	-
Hydraulic and Pneumatic Equipment	6,871.77	134.28	7,006.05	5,377.90	191.49	5,569.39
Total Revenue from Contracts with Customers	**29,371.51**	**23,316.21**	**52,687.72**	**23,552.29**	**19,831.85**	**43,384.14**
b) Export Benefits	**-**	**26.07**	**26.07**	**-**	**1.32**	**1.32**
c) Investment Income						
Profit on Redemption / Maturity of Current Investment (Net)	206.49	-	206.49	26.83	-	26.83
Interest Income						
On deposit	132.82	-	132.82	303.28	-	303.28
On Bonds	7.27	-	7.27	91.16	-	91.16
Others	81.34	-	81.34	68.67	-	68.67
Income From AIF Investment	260.07	-	260.07	204.40	-	204.40
Net Gain on Fair Value of Current Investments	183.98	-	183.98	291.43	-	291.43
Total Investment Income (c)	**871.97**	**-**	**871.97**	**985.77**	**-**	**985.77**
Total Revenue from operation (a+b+c)	**30,243.48**	**23,342.28**	**53,585.76**	**24,538.06**	**19,833.17**	**44,371.23**
Timing of Revenue Recognition						
Goods Transferred at a point of time	29,371.51	23,316.21	52,687.72	23,552.29	19,831.85	43,384.14

(ii) Contract Balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Trade Receivables *	8,153.72	8,655.64
Contract Liabilities		
Advance from customers (Refer Note No. 13)	80.25	155.85

* Trade Receivables are non-interest bearing and are generally on terms of 7 to 150 days.

(iii) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Revenue as per Contracted Price	52,739.03	43,509.21
Adjustments		
Rebate & Discount	(51.31)	(125.07)
Revenue from Contracts with Customers	**52,687.72**	**43,384.14**

14 REVENUE FROM OPERATIONS (Contd.)

(iv) The transaction price allocated to the remaining performance obligation (unsatisfied or partially unsatisfied) as at March 31, 2023 are, as follows:

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Advance from customers (Refer Note No. 13)	80.25	155.85

Management expects that the entire transaction price allotted to the unsatisfied contract as at the end of the reporting period will be recognised as revenue during the next financial year.

15 OTHER INCOME

(₹ in Lakh)

Particulars	Year Ended March 31,2023		Year Ended March 31, 2022	
Interest Income				
On Deposit	56.67		50.94	
On Loans	20.01	76.68	8.08	59.02
Loans and Debts earlier Written off, now recovered		2.00		-
Net Gain on foreign Currency Translation and Transactions		-		243.96
Rent received		20.13		3.96
Provision no longer Required Written Back		26.77		80.48
Provision for Doubtful Debts Written Back		-		0.09
Advance Received Written Back		0.18		-
Scrap Sales		176.59		148.64
Profit on sale/discard of Property, Plant & Equipment (Net)		-		237.96
Miscellaneous Income		11.31		30.78
TOTAL		**313.66**		**804.89**

16 (a) COST OF RAW MATERIALS CONSUMED

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Cost of Raw Materials Consumed	21,768.66	17,292.60
Less: Consumption for Trial Run Production	102.44	34.43
TOTAL	**21,666.22**	**17,258.17**

16 (b) PURCHASE OF STOCK IN TRADE

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Sulphuric Acid	150.22	5.70
Commodity	154.27	-
TOTAL	**304.49**	**5.70**

17 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE

(₹ in Lakh)

Particulars	Year Ended March 31,2023		Year Ended March 31, 2022	
Inventories at the beginning of the Financial year				
Finished Goods		2,896.58		2,175.70
Work in Progress		117.89		89.08
Scrap		1.46		0.01
		3,015.93		2,264.79
Add: Transferred from Trial Run Production				
Finished Goods	157.24		6.44	
Work-in-Progress	-	157.24	16.08	22.52
		3,173.17		2,287.31
Inventories at the end of the Financial year				
Finished Goods		3,272.35		2,896.58
Work in Progress		130.17		117.89
Scrap		-		1.46
		3,402.52		3,015.93
Change in Inventories		**(229.35)**		**(728.62)**

18 EMPLOYEE BENEFITS EXPENSE

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Salaries, Wages and Bonus	5,601.82	5,223.72
Contribution to Provident & other funds (Refer Note No. 34(A) and 34(B))	257.46	247.74
Gratuity (Refer Note No. 34(A) and 34(B))	75.49	78.30
Long term compensated absences (Refer Note No. 34(A) and 34(B))	107.36	84.68
Employees Welfare Expenses	153.09	135.87
	6,195.22	5,770.31
Less: Transfer to Capital Work-in-Progress / Capitalised	0.88	99.15
TOTAL	**6,194.34**	**5,671.16**

19 FINANCE COSTS

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Interest on financial liabilities measured at amortised cost	963.67	907.66
Other Borrowing Costs	58.27	36.18
Interest on Lease Liability	51.16	48.37
Net (Gain) or Loss on Foreign Currency Transactions	232.31	248.24
	1,305.41	1,240.45
Less: Transfer to Capital Work-in-Progress / Capitalised	5.32	408.03
TOTAL	**1,300.09**	**832.42**

20 DEPRECIATION AND AMORTISATION EXPENSES

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Depreciation on Property, Plant and Equipment (Refer Note No. 2)	2,848.77	2,338.97
Depreciation of Right of use assets (Refer Note No. 2)	68.71	59.78
Amortisation of Intangible Assets (Refer Note No. 3)	23.03	20.69
TOTAL	**2,940.51**	**2,419.44**

21 OTHER EXPENSES

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Stores Consumed	178.90	117.31
Packing cost	876.04	871.35
Power and Fuel	4,201.71	4,069.66
Water Charges	117.53	115.68
Rent	138.48	109.92
Rates and Taxes	164.97	172.83
Insurance	350.60	296.13
Repairs to Buildings	332.78	251.51
Repairs to Machinery	1,050.13	834.95
Repairs to Others	256.81	226.33
Job & Hiring Charges	165.27	145.81
Freight & Forwarding	4,040.06	4,222.72
Commission and Discount	204.92	178.21
Travelling	282.98	173.03
Legal & Professional	420.34	327.53
Provision for Doubtful Debts	41.72	-
Service Charges	232.63	234.20
Loss on sale/discard of Property, Plant & Equipment (Net)	79.97	-
Net Loss on Foreign Currency Translations and Transactions	131.92	-
Net Loss on Foreign Currency Forward Contracts	156.57	61.44
Bad Advances / Debts written off	5.49	1.64
Corporate Social Responsibility Expenditure	163.11	185.35
Directors' Commission & Fees	77.66	66.78
Auditor's Remuneration	48.53	42.15
Cost Auditor Fees	1.40	1.34
Miscellaneous	972.99	823.81
	14,693.51	**13,529.68**
Less: Transfer to Capital Work-in-Progress / Capitalised	9.08	143.68
TOTAL	**14,684.43**	**13,386.00**

22 TAX EXPENSE

a) Income tax recognised in Profit and Loss

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Current tax expense		
Current tax on profits for the year	481.13	784.30
Taxation Adjustment in respect of earlier years (Net)	14.45	6.25
MAT Credit Entitlement / (Utilisation)	496.34	167.86
	991.92	**958.41**
Deferred tax expense		
Origination and reversal of temporary differences	688.04	754.22
Income tax charged to the statement of profit and loss	**1,679.96**	**1,712.63**

b) Income tax related to items recognised in OCI during the year

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Deferred Tax Expense		
Remeasurement Gain / (Loss) on Defined Benefit Plans	(30.68)	11.23
FVTOCI Equity & AIF Investments	221.38	(59.91)
	190.70	**(48.68)**
Income Tax Expense		
FVTOCI Equity & AIF Investments	-	89.17
Total Income tax charged to OCI	**190.70**	**40.49**

23 RESEARCH AND DEVELOPMENT EXPENSES

Details of Expenditure on Research and Development Facilities/ divisions of the company recognised by Department of Scientific and Industrial Research.

a) Revenue Expenditure

(₹ in Lakh)

Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
Employee Benefit Expenses		
Salaries, Wages and Bonus	133.76	116.65
Contributions to Provident & Other Funds	5.11	4.32
Employee welfare Expenses	1.07	0.84
TOTAL	**139.94**	**121.81**
Consumption of Consumables	6.17	7.17
Repair to Machinery	15.92	10.00
Repair to Others	0.29	-
Rates Taxes and Fees	0.11	0.04
Auditor's Remuneration	0.12	-
Travelling and Conveyance	3.09	0.70
Loss on sale/discard of Property, Plant & Equipment (Net)	0.06	-
Miscellaneous Expenses	12.76	5.00
TOTAL	**38.52**	**22.91**
Depreciation		
Depreciation	26.55	21.12
TOTAL	**26.55**	**21.12**
Total Expenditure	**205.01**	**165.84**

Notes to Consolidated Financial Statements for the year ended March 31, 2023

23 RESEARCH AND DEVELOPMENT EXPENSES (Contd.)

b) Capital expenditure

(₹ in Lakh)

Particulars	March 31, 2022	Additions during the year	Sale/Adjustments during the year	March 31,2023
Buildings	-	-	-	-
Equipments and Others	270.35	9.47	1.23	278.59
TOTAL	**270.35**	**9.47**	**1.23**	**278.59**

24 EARNINGS PER SHARE

Particulars	Year Ended March 31,2023	March 31, 2022
a) Net Profit for Basic & Diluted EPS (in ₹ Lakhs)	4,863.69	4,307.07
b) Weighted Average Number of Equity Shares for Basic & Diluted EPS	9990092	9990092
c) Earning Per Share - Basic & Diluted (₹)	48.69	43.11
d) Face value per share (₹)	10.00	10.00

25 CAPITAL & AIF COMMITMENTS

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Estimated Amount of Capital Commitments outstanding and not provided for (Gross) (Advance paid Rs. 81.81 Lakh (Previous year Rs. 312.56 Lakh))	415.07	699.41
Estimated Amount of Investment in AIF Units Commitments outstanding and not provided for *	2,302.38	2,607.55

* Investment to be made over a period upto 5 years.

26 CONTINGENT LIABILITIES

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
a. Claims against the group not acknowledged as debt;		
Income Tax (Deposited ₹ Nil Lakh; Previous year ₹ Nil Lakh;) (Gross) - Holding Company	48.10	-
Excise Duty (Deposited ₹ Nil Lakhs ; Previous year ₹ Nil Lakhs) (Gross) - Subsidiary Company	28.50	28.50
Service Tax (Deposited ₹0.51 Lakhs ; Previous year ₹0.51 Lakhs) (Gross) -Subsidiary Company	15.43	15.43
Goods and Service Tax (Deposited ₹0.27 Lakhs; Previous year ₹ Nil Lakhs) (Gross)- Subsidiary Company	5.50	-
Other matters, MIDC issued notice dated 23rd of Oct 2020, directing Subsidiary Company to deposit differential amount for affecting change of name of the Company in MIDC records under the reason that change in the share holding pattern of the Company. (Deposited ₹ Nil Lakh; Previous year ₹ Nil Lakh) (Gross)	53.94	53.94
b. Guarantees excluding financial guarantees;		
Bank Guarantees given to various Govt authorities/ others (Gross) (Margin Money / Short Term Deposits ₹41.99 Lakhs; Previous year ₹40.81 Lakhs)	36.95	54.49
c. Statutory bonus liabilities pursuant to the retrospective amendment in the Bonus Act, 1965 for financial year 2014-15 has not been provided considering stay orders of Hon'ble Kerala High Court & Karnataka High Court.	42.89	42.89

Note : Contingent liabilities disclosed above represent possible obligations where possibility of cash outflow to settle the obligations is not remote.

27 CAPITAL WORK IN PROGRESS (CWIP) AND INTENGIBLE ASSTES UNDER DEVELOPMENT

A) Capital work in progress ageing schedule (₹ in Lakh)

Capital Work in progress	Amount in CWIP as on 31.03.2023 for a period of				
	Less than 1 year	1-2 Year	2-3 Year	More than 3 year	Total
a) Projects in Progress					
(i) Sulphuric Acid Plant	13.76	-	-	-	13.76
(ii) Insoluble Sulphur Plant - Dharuhera	91.21	-	-	-	91.21
(iii) Insoluble Sulphur Plant - Mundra	27.85	2.61	-	-	30.46
b) Projects temporary suspended	-	-	-	-	-
Total	**132.82**	**2.61**	**-**	**-**	**135.43**

(₹ in Lakh)

Capital Work in progress	Amount in CWIP as on 31.03.2022 for a period of				
	Less than 1 year	1-2 Year	2-3 Year	More than 3 year	Total
a) Projects in Progress					
(i) Sulphuric Acid Plant	1,928.02	1,152.93	266.33	-	3,347.28
(ii) Insoluble Sulphur Plant - Dharuhera	191.19	3.99	-	-	195.18
(iii) Insoluble Sulphur Plant - Mundra	447.11	142.48	0.36	-	589.95
b) Projects temporary suspended	-	-	-	-	-
Total	**2,566.32**	**1,299.40**	**266.69**	**-**	**4,132.41**

B) Intangible Assets under Development ageing schedule (₹ in Lakh)

Intangible Assets under Development	Amount in intangible assets under development as on 31.03.2023 for a period of				
	Less than 1 year	1-2 Year	2-3 Year	More than 3 year	Total
Projects in Progress					
Insoluble Sulphur Plant - Dharuhera	11.19	-	-	-	11.19
Total	**11.19**	**-**	**-**	**-**	**11.19**

(₹ in Lakh)

Intangible Assets under Development	Amount in intangible assets under development as on 31.03.2022 for a period of				
	Less than 1 year	1-2 Year	2-3 Year	More than 3 year	Total
Projects in Progress					
Insoluble Sulphur Plant - Dharuhera	1.12	-	-	-	1.12
Total	**1.12**	**-**	**-**	**-**	**1.12**

(C) No completion is overdue as on 31.03.2023 & 31.03.2022.

(D) No project has exceeded its cost compared to its original plan as on 31.03.2023 & 31.03.2022.

28 FINANCIAL INSTRUMENTS

Financial instruments – Fair values and risk management

Financial instruments by category (₹ in Lakh)

Particulars	Note Reference	Fair Value Hierarchy	March 31,2023			March 31, 2022		
			FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Assets								
Non-current Assets								
Loans	4c	Level 3	-	-	84.92	-	-	66.80
Investments others	4a	Level 2	-	9,299.04	-	-	5,990.23	-
Investments others	4a	Level 3	-	-	100.00	-	-	1,000.00
Others	4g	Level 3	-	-	806.46	-	-	786.92
Current Assets								
Investments	4b	Level 1	9,772.52	-	-	6,974.42	-	-
Investments	4b	Level 3	-	-	3,350.00	-	-	4,140.00
Trade receivables	4d	Level 3	-	-	8,153.72	-	-	8,655.64
Cash and cash Equivalents	4e	Level 3	-	-	56.57	-	-	174.18
Other Bank balances	4f	Level 3	-	-	707.47	-	-	705.55
Loans	4c	Level 3	-	-	88.80	-	-	75.86
Other Financial Assets	4g	Level 3	-	-	170.86	-	-	153.26
TOTAL			**9,772.52**	**9,299.04**	**13,518.80**	**6,974.42**	**5,990.23**	**15,758.21**
Financial Liabilities								
Non-current Liabilities								
Borrowings	10a	Level 3	-	-	7,337.21	-	-	9,413.67
Lease Liability	10c	Level 3	-	-	601.17	-	-	614.82
Other financial Liabilities	10e	Level 3	-	-	6.70	-	-	9.35
Current liabilities								
Borrowings	10b	Level 3	-	-	8,715.54	-	-	8,866.98
Lease Liability	10c	Level 3	-	-	13.65	-	-	11.79
Trade payables	10d	Level 3	-	-	2,612.72	-	-	3,149.70
Other financial liabilities	10f	Level 3	-	-	1,898.31	-	-	2,669.68
TOTAL			**-**	**-**	**21,185.30**	**-**	**-**	**24,735.99**

The fair value of cash and cash equivalents, Other bank balances, trade receivables, short term loans, current financial assets, trade payables, current financial liabilities and borrowings approximate their carrying amount.

Fair value hierarchy

The table shown above analysis financial instruments carried at fair value, by valuation method. The different levels have been defined below:

Level 1 This includes financial instruments measured using quoted prices.

Level 2 The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates.

Level 3 If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. There are no transfers between level 1, level 2 and level 3 during the year.

Valuation technique used to determine fair value:

Specific valuation techniques used to value financial instruments include:

The use of quoted market prices.

The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date (Mark to Market).

The fair values for security deposits (assets & liabilities) were based on their carrying values.

29 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

A Financial risk factors

The Group is exposed to various financial risks i.e. market risk, credit risk and risk of liquidity. These risks are inherent and integral aspect of any business. The primary focus of the Risk Management Policy is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk consists of foreign exchange risk and interest rate risk. The Group calculates and compares the various proposals of funding by including cost of currency hedging also. The Group uses derivative financial instruments (Forward Covers) to reduce foreign exchange risk exposures.

i. Credit risk

The Group evaluates the customer credentials carefully from trade sources before extending credit terms and credit terms are extended to only financially sound customers. The Group secures adequate advance from its customers whenever necessary and hence risk of bad debt is limited. The credit outstanding is sought to be limited to the sum of advances and credit limit determined by the Group. The Group have stop supply mechanism in place in case outstanding goes beyond agreed limits.

Ageing Analysis of Trade Receivables for the year ended March 31, 2023 (₹ in Lakh)

Ageing	Outstanding for following periods from due date of payment					
	Less than 6 Months	6 Months - 1 Years	1 Years - 2 Years	2 Years - 3 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables – considered good	8,133.60	20.12	-	-	-	8,153.72
(ii) Undisputed Trade Receivable - Credit Impaired	0.91	0.90		0.40		2.21
(iii) Disputed Trade Receivables – credit impaired	17.93	22.71		4.10		44.74
Total	**8,152.44**	**43.73**	**-**	**4.50**	**-**	**8,200.67**
Less : Impairment Allowance for doubtful debts						(46.95)
Net Trade Receivables						**8,153.72**

Ageing Analysis of Trade Receivables for the year ended March 31, 2022 (₹ in Lakh)

Ageing	Outstanding for following periods from due date of payment					
	Less than 6 Months	6 Months - 1 Years	1 Years - 2 Years	2 Years - 3 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables – considered good	8,651.13	0.10	4.41	-	-	8,655.64
(ii) Undisputed Trade Receivable - Credit Impaired	0.65	0.08	0.40	-		1.13
(iii) Disputed Trade Receivables – credit impaired	-	-	4.10	-	-	4.10
Total	**8,651.78**	**0.18**	**8.91**	**-**	**-**	**8,660.87**
Less : Impairment Allowance for doubtful debts						(5.23)
Net Trade Receivables						**8,655.64**

ii Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of fluctuation in market prices. These comprise three types of risk i.e. currency rate , interest rate and other price related risks. Financial instruments affected by market risk include loans and borrowings, deposits, investments, and derivative financial instruments. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Regular interaction with bankers, intermediaries and the market participants help us to mitigate such risk.

29 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

a) Foreign Currency risk

The primary market risk to the Group is foreign exchange risk. The Group uses derivative financial instruments to reduce foreign exchange risk exposures and follows its risk management policies to mitigate the same. After taking cognisance of the natural hedge, the Group takes appropriate hedges to mitigate its risk resulting from fluctuations in foreign currency exchange rate(s).

The following table analysis foreign currency risk from financial instruments as of March 31, 2023:

(Foreign Currency and Indian Currency in Lakh)

Particulars	₹	USD	EURO	GBP	JPY
Financial Assets					
Cash and cash equivalents	-	-	-	-	-
Trade receivables	2,968.86	14.02	20.26	-	-
Other Financial Assets	-	-	-	-	-
Total	**2,968.86**	**14.02**	**20.26**	**-**	**-**
Financial liabilities					
Trade payables	359.06	3.39	0.89	-	-
Borrowings	7,532.78	65.94	15.27	-	1,202.04
Other Liabilities	-	-	-	-	-
Total	**7,891.84**	**69.33**	**16.16**	**-**	**1,202.04**

The following table analysis foreign currency risk from financial instruments as of March 31, 2022:

(Foreign Currency and Indian Currency in Lakh)

Particulars	₹	USD	EURO	GBP	JPY
Financial Assets					
Cash and cash equivalents	-	-	-	-	-
Trade receivables	2,918.06	18.32	18.07	-	-
Other Financial Assets	-	-	-	-	-
Total	**2,918.06**	**18.32**	**18.07**	**-**	**-**
Financial liabilities					
Trade payables	156.20	1.54	0.47	-	-
Borrowings	9,437.65	92.57	19.75	-	1,201.87
Other Liabilities	7.52	0.04	0.05	-	-
Total	**9,601.37**	**94.15**	**20.27**	**-**	**1,201.87**

(Amount in ₹)

Currency	Year End Spot Rate As at	
	March 31,2023	March 31, 2022
USD	82.2169	75.8071
EURO	89.6076	84.6599
GBP	101.8728	99.5524
JPYs (100)	61.8000	62.2300

Sensitivity Analysis

A reasonable possible strengthening (weakening) of the Indian Rupee at March 31 would have affected the measurement of financial instruments denominated in Foreign Currencies and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. A 1% increase or decrease is used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonable possible change in foreign currency rate.

29 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

1% Increase and Decrease in Foreign Exchange rates will have the following impact on Profit before tax. (₹ in Lakh)

Particulars	2022 - 2023		2021 - 2022	
	1 % Increase	1 % Decrease	1 % Increase	1 % Decrease
USD Sensitivity	(45.47)	45.47	(57.49)	57.49
EURO Sensitivity	3.67	(3.67)	(1.87)	1.87
JPYs (100) Sensitivity	(7.43)	7.43	(7.48)	7.48

Forward Contract outstanding for the purpose of Hedging as at the Balance Sheet Date:

(Foreign Currency and Indian Currency in Lakh)

Currency	Cross Currency	As at March 31,2023		As at March 31, 2022	
		Foreign Currency	₹	Foreign Currency	₹
Financial Assets					
USD *	₹	35.00	2,877.59	43.00	3,259.71
EURO *	₹	40.00	3,584.30	33.00	2,793.78
			6,461.89		**6,053.49**
Financial Liabilities					
USD	₹	29.75	2,445.95	66.08	5,009.32
JPY	₹	900.00	556.20	900.00	560.07
			3,002.15		**5,569.39**

* Includes USD 21.30 Lakhs (Previous year USD 25.98 Lakhs) and EURO 21.79 Lakhs (Previous year EURO 20.84 Lakhs) against Sales Orders.

Foreign Currency Exposure not Hedged as at the Balance Sheet Date:

(Foreign Currency and Indian Currency in Lakh)

Currency	Cross Currency	As at March 31,2023		As at March 31, 2022	
		Foreign Currency	₹	Foreign Currency	₹
Financial Assets					
USD	₹	0.32	26.42	1.30	98.19
EURO	₹	2.06	184.19	5.91	500.49
			210.61		**598.68**
Financial Liabilities					
USD**	₹	39.59	3,254.63	28.07	2,127.97
EURO**	₹	16.16	1,448.40	20.27	1,716.16
JPY	₹	302.04	186.66	301.87	187.85
			4,889.69		**4,031.98**

** Includes Pre-shipment Credit of USD 22.93 Lakh (Previous year USD 21.08 Lakh) and EURO 15.27 Lakh (Previous year EURO 19.75 Lakh) which shall be liquidated from Export proceeds.

b) Interest Rate Risk and Sensitivity

The Group's exposure to the risk of changes in market interest rates relates primarily to long term debt. Borrowings at variable rates expose the Group to cash flow interest rate risk. With all other variables held constant, the following table demonstrates composition of fixed and floating rate borrowing of the Group and impact of floating rate borrowings on Group's profitability.

29 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

Interest Rate Risk Exposure

Particulars	As at March 31,2023		As at March 31, 2022	
	₹ in Lakhs	% of Total	₹ in Lakhs	% of Total
Fixed Rate Borrowings	57.04	0.36%	172.97	0.95%
Variable Rate Borrowings	15,995.71	99.64%	18,107.68	99.05%
Total Borrowings	**16,052.75**	**100.00%**	**18,280.65**	**100.00%**

Sensitivity on Variable Rate Borrowings (₹ in Lakh)

Particulars	Impact on Profit & Loss Account		Impact on Equity	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Interest Rate Increase by 25 bp	(39.99)	(45.27)	(39.99)	(45.27)
Interest Rate Decrease by 25 bp	39.99	45.27	39.99	45.27

iii **Liquidity risk**

Liquidity risk arises when the Group will not be able to meet its present and future cash and collateral obligations. The risk management action focuses on the unpredictability of financial markets and tries to minimise adverse effects. The Group uses derivative financial instruments to hedge risk exposures. Risk management is carried out by the Finance department under Forex Policies as adopted and duly approved by the Board. The Group's approach is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due and Group monitors rolling forecasts of its liquidity requirements.

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2023:

(₹ in Lakh)

Particulars	Carrying Amount	Less than 1 Year	1-5 Years	Total
Borrowings - Current	8,715.54	8,715.54	-	8,715.54
Borrowings - Non-Current	7,337.21	-	7,337.21	7,337.21
Lease Liability - Current	13.65	13.65	-	13.65
Lease Liability - Non Current	601.17	-	601.17	601.17
Trade payables	2,612.72	2,612.72	-	2,612.72
Other financial liabilities - Current	1,898.31	1,898.31	-	1,898.31
Other financial liabilities - Non-Current	6.70	-	6.70	6.70

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2022:

(₹ in Lakh)

Particulars	Carrying Amount	Less than 1 Year	1-5 Years	Total
Borrowings - Current	8,866.98	8,866.98	-	8,866.98
Borrowings - Non-Current	9,413.67	-	9,413.67	9,413.67
Lease Liability - Current	11.79	11.79	-	11.79
Lease Liability - Non Current	614.82	-	614.82	614.82
Trade payables	3,149.70	3,149.70	-	3,149.70
Other financial liabilities - Current	2,669.68	2,669.68	-	2,669.68
Other financial liabilities - Non-Current	9.35	-	9.35	9.35

29 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

B Capital Risk Management

The Group's Policy is to maintain an adequate capital base so as to maintain creditor and market confidence and to sustain future development. Capital includes issued capital, share premium and all other equity reserves attributable to equity holders. In order to strengthen the capital base, the Group may use appropriate means to enhance or reduce capital, as the case may be.

(₹ in Lakh , Unless Otherwise stated)

Particulars	As at March 31,2023	As at March 31, 2022
Borrowings	16,052.75	18,280.65
Equity	62,552.78	57,921.87
Gearing Ratio	**25.66%**	**31.56%**

30 SEGMENT REPORTING

Segment information has been prepared in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Group.

As part of Secondary reporting, revenues are attributed to Geographic areas based on the location of the customers.

The following tables present the Revenue, Profit, Assets and Liabilities information relating to the Business/Geographical segment for the year ended 31.03.2023

Information about Business Segment - Primary (₹ in Lakh)

Reportable Segments	Chemicals		Investments		General Engineering Products		Total	
	2022-2023	2021-2022	2022-2023	2021-2022	2022-2023	2021-2022	2022-2023	2021-2022
Revenue	45,707.74	37,816.07	871.97	985.77	7,006.05	5,569.39	53,585.76	44,371.23
Total Revenue from operations	**45,707.74**	**37,816.07**	**871.97**	**985.77**	**7,006.05**	**5,569.39**	**53,585.76**	**44,371.23**
Result								
Segment Result	**6,481.32**	**5,592.46**	**820.16**	**954.61**	**1,246.55**	**852.53**	**8,548.03**	**7,399.60**
Less : Finance Costs							1,300.09	832.42
Less : Other unallocable expenditure net off unallocable income							209.25	235.33
Profit before exceptional items and tax							**7,038.69**	**6,331.85**
Less : Exceptional Items							-	-
Profit before tax							**7,038.69**	**6,331.85**
Less: Provision for Taxation (Including Deferred Tax)							1,679.96	1,712.63
Profit for the period							**5,358.73**	**4,619.22**
Profit for the period attributable to:								
Owners of the Parent							4,863.69	4,307.07
Non-Controlling Interest							495.04	312.15
Other Comprehensive Income (Net of Tax)							**670.80**	**161.98**
Other Comprehensive Income for the Period attributable to:								
Owners of the Parent							678.89	159.84

30 SEGMENT REPORTING (Contd.)

Information about Business Segment - Primary (₹ in Lakh)

Reportable Segments	Chemicals		Investments		General Engineering Products		Total	
	2022-2023	2021-2022	2022-2023	2021-2022	2022-2023	2021-2022	2022-2023	2021-2022
Non-Controlling Interest							(8.09)	2.14
Total Comprehensive income for the period							**6,029.53**	**4,781.20**
Total Comprehensive income for the period attributable to:								
Owners of the Parent							5,542.58	4,466.91
Non-Controlling Interest							486.95	314.29
Other Information								
Segment Assets	61,626.88	64,052.23	22,605.12	18,182.11	3,970.82	3,887.13	88,202.82	86,121.47
Unallocated Corporate Assets							390.69	420.93
Total Assets	**61,626.88**	**64,052.23**	**22,605.12**	**18,182.11**	**3,970.82**	**3,887.13**	**88,593.51**	**86,542.40**
Segment Liabilities	20,569.63	24,199.33	-	-	1,613.76	1,438.05	22,183.39	25,637.38
Unallocated Corporate Liabilities							3,857.34	2,983.15
Total Liabilities	**20,569.63**	**24,199.33**	**-**	**-**	**1,613.76**	**1,438.05**	**26,040.73**	**28,620.53**

Secondary Segment - Geographical by location of customers (₹ in Lakh)

Reportable Segments	Domestic		Export		Total	
	2022-2023	2021-2022	2022-2023	2021-2022	2022-2023	2021-2022
Revenue	30,243.48	24,538.06	23,342.28	19,833.17	53,585.76	44,371.23
Carrying amount of Trade Receivables	4,373.05	4,646.52	3,780.67	4,009.12	8,153.72	8,655.64
Finished Goods Stock	1,332.89	925.97	1,939.46	1,970.61	3,272.35	2,896.58

Other Information:

The Group has common assets for producing goods for domestic market and overseas market.

Notes:

(i) The Group is organised into three main business segments, namely;

- Chemicals
- Investments
- General Engineering Products

Segments have been identified and reported taking into account, the nature of products, the differing risks and returns, the organisation structure, and the internal financial reporting systems.

(ii) The segment revenue in the geographical segments considered for disclosure are as follows:

(a) Revenue within India includes sales to customers located within India and earnings in India.

(b) Revenue outside India includes sales to customers located outside India and earnings outside India and export incentives/benefits.

(iii) Segment Revenue, Results, Assets and Liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

31 RELATED PARTY DISCLOSURES

Related party disclosure, as required by Indian Accounting Standard-24, is as below:

I.	Name of the Related Party	Relationship
(a)	Duncan International (India) Limited	Enterprise over which relative of key management personnel is having significant influence.
(b)	Cosmopolitan Investments Ltd.	Enterprise over which key management personnel is having significant influence.
(c)	New India Investment Corporation Ltd.	Enterprise over which key management personnel is having significant influence.
II.	**Key Management Personnel (KMP) and Directors**	
(i)	Mr. J.P. Goenka - Chairman of Holding Company & Subsidiary Company	Chairman and Relative of Key Management Personnel
(ii)	Mr. Arvind Goenka Managing Director of Holding Company & Director of Duncan Engineering Limited (Subsidiary Company) and Director of OCCL Limited (wholly owned Subsidiary)	Managing Director
(iii)	Mr. Akshat Goenka -Joint Managing Director of Holding Company & Managing Director of Duncan Engineering Limited (Subsidiary Company) and Director of OCCL Limited (wholly owned Subsidiary)	Joint Managing Director
(iv)	Mr. Anurag Jain - Chief Financial Officer of Holding Company	Chief Financial Officer
(v)	Mr. Pranab Kumar Maity - Company Secretary of Holding Company	Company Secretary
(vi)	Mr. S.J. Khaitan (Director of Holding Company)	Non-Executive Independent Director
(vii)	Mr. O.P. Dubey (Director of holding Company and Subsidiary Company)	Non-Executive Independent Director
(viii)	Mr.B.B.Tandon (Resigned w.e.f 31.01.22 from Holding Company) (Resigned w.e.f 19.07.22 from Subsidiary Company)	Non-Executive Independent Director
(ix)	Mr. K. Raghuraman (Director of Holding Company)	Non-Executive Independent Director
(x)	Mrs. Runa Mukherjee (Director of Holding Company and wholly owned subsidiary Company)	Non-Executive Independent Director
(xi)	Ms. Kiran Sahdev - Nominee of Life Insurance Corporation of India(LIC) in Holding Company (Resigned w.e.f 08.09.2022)	Non-Executive Nominee Director
(xii)	Mrs. Arti Kant - Director of Subsidiary Company	Non-Executive Independent Director
(xiii)	Mr. K. Nitin Kaul - Director of Subsidiary Company	Non-Executive Independent Director
(xiv)	Mr. K. Raghu Raman - Chief Financial Officer of Subsidiary Company(Resigned w.e.f 17.05.2022)	Chief Financial Officer
(xv)	Mr.Kamal Saria -Chief Financial Officer of Subsidiary Company (Appointed w.e.f 18.05.2022)	Chief Financial Officer
(xvi)	Mr. Rajib Kumar Gope - Company Secretary of Subsidiary Company (Resigned w.e.f 22.07.2022)	Company Secretary
(xvii)	Miss.Sayalee Anil Yengul - Company Secretary of Subsidiary Company (Appointed w.e.f 01.11.2022)	Company Secretary
III.	**Entities Controlled by Key Management Personnel with whom transactions have taken place:**	
(i)	Oriental CSR Trust	Trust in which key management personnel are Trustees
(ii)	Oriental Carbon & Chemicals Limited Employees Gratuity Fund	Trust in which key management personnel are Trustees

Note : - The list of related parties under S.No. I and III consists of the parties with which the Company has entered into transactions during the year.

Notes to Consolidated Financial Statements for the year ended March 31, 2023

31 RELATED PARTY DISCLOSURES (Contd.)

IV. The following transactions were carried out with related parties in the ordinary course of business: (₹ in Lakh)

Particulars		Year ended March 31, 2023	Year ended March 31, 2022
(a) Key Management Personnel (KMP) and Directors :			
Mr. J.P. Goenka	Commission and Sitting fee	5.10	2.00
Mr. Arvind Goenka	Remuneration#	243.99	236.76
	Director Sitting Fees	1.98	1.15
Mr. Akshat Goenka	Remuneration#	294.49	265.56
Mr. Anurag Jain	Remuneration#	162.32	153.41
Mr. Pranab Kumar Maity	Remuneration#	46.66	42.44
Mr. Rajib Kumar Gope	Remuneration#	5.05	11.42
Mr K Raghu Raman	Remuneration#	6.90	38.96
Mr.Kamal Saria	Remuneration#	20.94	-
Miss.Sayalee Anil Yengul	Remuneration#	5.58	-
Mr. S.J. Khaitan	Commission and Sitting fee	17.73	15.83
Mr. O.P. Dubey	Commission and Sitting fee	17.80	15.95
Mr. B.B. Tandon	Commission and Sitting fee	-	1.15
Mr. Nitin Kaul	Sitting fee	3.10	2.40
Mrs. Arti Kant	Sitting fee	3.00	2.55
Mr. K. Raghuraman	Commission and Sitting fee	12.00	10.50
Mrs. Runa Mukherjee	Commission and Sitting fee	9.68	9.00
Ms. Kiran Sehdev	Sitting fee	1.30	2.50
(b) Enterprise over which relative of key management personnel is having significant influence :			
Duncan International (India) Limited	Service charges paid	84.00	84.00
	Expenses Reimbursed / (Recovered) (Net)	(5.78)	(7.45)
	Rent Income	(0.42)	-
(c) Enterprise over which key management personnel is having significant influence :			
Cosmopolitan Investments Ltd.	Rent paid	82.50	82.50
	Expenses Reimbursed / (Recovered) (Net)	(6.97)	(7.86)
	Rent Income	(0.42)	-
New India Investment Corporation Ltd.	Service charges paid	42.30	42.30
	Expenses Reimbursed / (Recovered) (Net)	(0.73)	(0.51)
	Rent Income	(1.08)	(1.08)
(d) Trust in which key management personnel are Trustees			
Oriental CSR Trust	Donations towards CSR Activities	46.00	5.00
Oriental Carbon & Chemicals Limited Employees Gratuity Fund	Contribution to Gratuity Fund	19.67	79.02

Excludes Actuarial Valuation of Retirement Benefits and nature of amount is "short term employee benefits".

31 RELATED PARTY DISCLOSURES (Contd.)

V. Balances outstanding as at year end:

(₹ in Lakh)

Particulars		Year ended March 31, 2023	Year ended March 31, 2022
Payable to :			
(i) **Key Management Personnel (KMP) and Directors :**			
Mr. Arvind Goenka	Remuneration & Sitting Fees	67.00	75.16
Mr. Akshat Goenka	Remuneration	129.41	118.96
Mr. Anurag Jain	Remuneration	43.52	40.04
Mr. Pranab Kumar Maity	Remuneration	6.96	6.08
Mr.Kamal Saria	Remuneration	4.52	-
Mr. J.P. Goenka	Commission & Sitting Fees	2.70	0.93
Mr. S.J. Khaitan	Commission	10.64	8.55
Mr. O.P. Dubey	Commission & Sitting Fees	8.64	7.89
Mr. B.B. Tandon	Sitting Fees	-	0.65
Mr. K. Raghuraman	Commission	7.20	5.67
Mrs. Runa Mukherjee	Commission	5.58	4.86
Mr. Nitin Kaul	Sitting Fees	-	0.65
Mrs. Arti Kant	Sitting Fees	-	0.58
Mr. K Raghu Raman	Remuneration	-	7.08
Mr. Rajib Kumar Gope	Remuneration	-	1.17
Miss.Sayalee Anil Yengul	Remuneration	1.72	-
(ii) **Trust in which key management personnel are Trustees :**			
Oriental Carbon & Chemicals Limited Employees Gratuity Fund	Contribution to gratuity fund	117.80	19.67

32 LEASES

(i) Following is carrying value of right of use assets recognised on date of transition and the movements thereof during the year ended March 31, 2023:

(₹ in Lakh)

Particulars	Right of use Asset	
	Lease Hold Land	Office Premises
Balance as at April 1, 2022	**1,210.82**	**49.62**
Additions during the year	-	-
Deletion during the year	-	-
Depreciation of Right of use assets (refer note 20)	58.55	10.16
Balance as at March 31, 2023	**1,152.27**	**39.46**

32 LEASES (Contd.)

(ii) The following is the carrying value of lease liability on the date of transition and movement thereof during the year ended March 31, 2023:

(₹ in Lakh)

Particulars	Amount
Balance as at April 1, 2022	**626.61**
Transition impact on account of adoption of Ind AS 116 "Leases"	-
Additions during the year	-
Finance cost accrued during the year	51.16
Deletions	-
Payment of lease liabilities	(62.95)
Balance as at March 31, 2023	**614.82**
Current maturities of Lease liability {refer note 10 (c)}	13.65
Non-Current Lease Liability {refer note 10 (c)}	601.17

(iii) Maturity Analysis of Lease Liabilities as required by Para 58 of Ind AS-116 has been disclosed as follow:

(₹ in Lakh)

Period	Amount
0-1 Year	63.72
1-5 Year	267.29
More than 5 Year	818.34
Total undiscounted lease liability	**1,149.35**
Impact of discounting	(534.53)
Lease Liability included in Balance Sheet	**614.82**

(iv) The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2019 is approx 9%.

(v) Rental expense recorded for short-term leases was Rs. 138.48 Lakh (previous year Rs. 109.92 Lakhs) for the year ended March 31,2023. (refer note 21).

(vi) The Group does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

33 Events occurring After the Balance Sheet date

No adjusting or significant non adjusting events have occurred between the reporting date and date of authorization of financial statements.

34 EMPLOYEE BENEFITS

A Holding Company :

The Company participates in defined contribution and benefit schemes, the assets of which are held (where funded) in separately administered funds. For defined contribution schemes the amount charged to the statements of profit or loss is the total of contributions payable in the year.

a) Defined Contribution Plans

Amount recognized as an expense and included in Note No. 18 Item "Contribution to Provident and Other Funds" Rs. 196.47 Lakh (Previous year Rs. 188.19 Lakh) Consist of Contribution to Superannuation Fund Rs. Nil (Previous year Rs. 5.05 Lakh) and to Provident and other funds Rs. 196.47 Lakh (Previous year Rs. 183.14 Lakh).

34 EMPLOYEE BENEFITS (Contd.)

b) Other long-term benefits

Amount recognized as an expense and included in Note No. 18 Item "Long Term Compensated Absences" Rs. 79.42 Lakh (Previous year Rs. 63.50 Lakh) includes Rs. 59.08 Lakh (Previous Year Rs. 37.70 Lakh) on account of Actuarial valuation.

c) Defined benefits plans - as per actuarial valuation

Gratuity Expense Rs. 58.67 Lakh (Previous year Rs.61.10 Lakh) has been recognized in "Gratuity" under Note No. 18 as per Actuarial Valuation.

(₹ in Lakh , unless otherwise stated)

Particulars	Year Ended March 31,2023		Year Ended March 31, 2022	
	Gratuity	Long term Compensated Absences	Gratuity	Long term Compensated Absences
	Funded	Non -Funded	Funded	Non -Funded
I. Change in present value of obligation during the year				
Present value of obligation at the beginning of the year	652.08	288.73	657.47	286.66
Included in profit and loss:				
Current Service Cost	57.24	32.20	52.89	32.39
Interest Cost	47.24	20.92	44.35	19.34
Past Service Cost	-	-	-	-
Actuarial losses/(gains)				
Experience Judgement	-	4.27	-	(0.87)
Financial assumption	-	(1.35)	-	(13.16)
demographic assumptions	-	3.04	-	-
Included in OCI:				
Actuarial losses/(gains) arising from:				
Experience Judgement	52.65	-	(9.25)	-
Financial assumption	(2.62)	-	(24.12)	-
demographic assumptions	6.01	-	-	-
Others				
Benefits Paid	(87.30)	(33.56)	(69.26)	(35.63)
Present Value of obligation as at year-end	**725.30**	**314.25**	**652.08**	**288.73**
II. Change in Fair Value of Plan Assets during the year				
Plan assets at the beginning of the year	632.41	-	578.45	-
Included in profit and loss:				
Expected return on plan assets	45.82	-	39.02	-
Included in OCI:				
Actuarial Gain/(Loss) on plan assets	(3.10)	-	5.18	-
Others:				
Employer's contribution	19.67	-	79.02	-
Benefits paid	(87.30)	-	(69.26)	-
Plan assets at the end of the year	**607.50**	**-**	**632.41**	**-**
The plan assets are managed by the Gratuity Trust formed by the Company.				
III. Reconciliation of Present value of Defined Benefit Obligation and Fair Value of Plan Assets				
1. Present Value of obligation as at year-end	725.30	314.25	652.08	288.73
2. Fair value of plan assets at year -end	607.50	-	632.41	-
3. Funded status {Surplus/ (Deficit)}	(117.80)	(314.25)	(19.67)	(288.73)
Net Asset/(Liability)	**(117.80)**	**(314.25)**	**(19.67)**	**(288.73)**

34 EMPLOYEE BENEFITS (Contd.)

(₹ in Lakh , unless otherwise stated)

Particulars	Year Ended March 31,2023		Year Ended March 31, 2022	
	Gratuity	Long term Compensated Absences	Gratuity	Long term Compensated Absences
	Funded	Non -Funded	Funded	Non -Funded
IV. Expenses recognised in the Statement of Profit and Loss				
1. Current Service Cost	57.24	79.42	52.89	63.50
2. Actuarial (Gain) / Loss	-	-	-	-
3. Past Service Cost	-	-	-	-
4. Net interest Cost/ (Income) on the net defined benefit liability	1.43	-	5.33	-
Total Expense	**58.67**	**79.42**	**58.22**	**63.50**
V. Expenses recognised in the Statement of Other Comprehensive Income				
1. Net Actuarial (Gain)/Loss	56.04	-	(33.37)	-
2. Expected return on plan assets excluding interest income	3.10	-	(5.18)	-
Total Expense	**59.14**	**-**	**(38.55)**	**-**
VI. Constitution of Plan Assets				
1. Equity Instruments	-	-	-	-
2. Debt Instruments	533.98	-	488.80	-
3. Mutual Fund Units	33.50	-	33.50	-
4. Bank Balances to be Invested	40.02	-	110.11	-
VII. Bifurcation of PBO at the end of the year				
1. Current Liability	117.80	65.44	19.67	49.10
2. Non-Current Liability	-	248.81	-	239.63
VIII. Actuarial Assumptions				
1. Discount Rate	7.30%	7.30%	7.25%	7.25%
2. Mortality Table	100% of IALM 12-14	100% of IALM 12-14	100% of IALM 12-14	100% of IALM 12-14
3. Salary Escalation	7.00%	7.00%	7.00%	7.00%
4. Turnover Rate	Age upto 44 Years - 17%, Age above 44 Years - 1%		Age upto 44 Years - 2%, Age above 44 Years - 1%	

IX. Experience Adjustment:

(₹ in Lakh)

Gratuity	2022-23	2021-22	2020-21	2019-20	2018-19
Present Value of obligation	725.30	652.08	657.47	644.57	553.92
Fair value of Plan assets	607.50	632.41	578.45	536.28	502.13
Net Asset/(Liability)	(117.80)	(19.67)	(79.02)	(108.29)	(51.79)
Actuarial (Gain)/Loss on plan obligation	56.04	(33.37)	4.35	60.94	7.27
Actuarial Gain/(Loss) on plan assets	(3.10)	5.18	(14.51)	(3.82)	(1.41)

34 EMPLOYEE BENEFITS (Contd.)

(₹ in Lakh)

Long term Compensated Absences	2022-23	2021-22	2020-21	2019-20	2018-19
Present Value of obligation	314.25	288.73	286.66	302.75	301.65
Fair value of Plan assets	-	-	-	-	-
Net Asset/(Liability)	(314.25)	(288.73)	(286.66)	(302.75)	(301.65)
Actuarial (Gain)/Loss on plan obligation	5.96	(14.03)	(35.88)	(17.16)	3.37
Actuarial Gain/(Loss) on plan assets	-	-	-	-	-

X. Sensitivity Analysis

(₹ in Lakh)

Gratuity	Year Ended March 31,2023		Year Ended March 31, 2022	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	689.15	765.44	608.56	702.08
Future salary growth (1% movement)	761.95	691.21	698.44	611.02
Employee turnover (50% of Attrition rate)	726.00	722.72	653.26	650.76

XI. Maturity Profile of projected benefit obligation: from the fund

(₹ in Lakh)

Particulars	Year Ended March 31,2023 Gratuity Funded	Year Ended March 31, 2022 Gratuity Funded
1 Year	139.94	114.32
2 to 5 Years	431.72	283.80
6 to 10 Years	214.61	222.80
More than 10 years	370.73	650.31

XII. Description of Risk Exposures:

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow -

a) Salary Increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

b) Investment Risk – If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

c) Discount Rate – Reduction in discount rate in subsequent valuations can increase the plan's liability.

d) Mortality & disability – Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

e) Withdrawals – Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

34 EMPLOYEE BENEFITS (Contd.)

B Subsidiary Company (Duncan Engineering Limited (formerly known as Schrader Duncan Limited))

1 Gratuity

Employee Benefits

As per Ind AS 19 Employee Benefits, the Company participates in defined contribution and benefit schemes, the assets of which are held (where funded) in separately administered funds. For defined contribution schemes the amount charged to the statements of profit or loss is the total of contributions payable in the year.

(a) Defined Contribution Plans

Amount recognized as an expense and included "Contribution to Provident and Other Funds" Rs 60.99 Lakhs (Previous year Rs 59.55 Lakhs).

(b) Gratuity

Amount recognized as an expense and included in Note No. 18 Item "Gratuity" Rs. 16.82 Lakhs (Previous year Rs. 17.21 Lakhs) includes Rs. 16.82 Lakhs (Previous year Rs. 15.96 Lakhs) on account of Actuarial valuation.

(c) Defined benefits plans

The following table sets out the status of gratuity plan as required under Ind As-19 (₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Reconciliation of present value of defined Benefit Obligation		
I. Change in present value of obligation during the year		
obligation at the beginning of the year	107.04	89.96
Transfer In	-	3.73
Current Service Cost	15.17	13.54
Interest Cost	7.57	6.18
Actuarial losses/(gains) arising from:		
Experience Judgement	(0.44)	0.49
Demographic Judgement	14.91	
Financial assumption	14.80	(4.78)
Benefits Paid	(6.82)	(2.08)
obligation at the end of year	**152.23**	**107.04**
Reconciliation of present value of Plan assets		
II. Change in Fair Value of Plan Assets during the year		
Plan assets at the beginning of the year, at Fair Value	94.56	81.37
Interest Income on Plan Assets	7.65	5.91
Return on plan assets	(0.38)	(0.01)
Contribution	27.16	10.66
Mortality Charges and Taxes	(1.73)	(1.30)
Benefits paid	(6.82)	(2.08)
Plan assets at the end of the year, Fair Value	**120.44**	**94.56**
Net Defined Benefit Liability	**31.79**	**12.48**

34 EMPLOYEE BENEFITS (Contd.)

(₹ in Lakh)

	Particulars	As at March 31,2023	As at March 31, 2022
III.	**Reconciliation of Present value of Defined Benefit Obligation and Fair Value of Plan Assets**		
	1. Present Value of obligation as at year-end	152.23	107.04
	2. Fair value of plan assets at year -end	120.44	94.56
	3. Funded status {Surplus/ (Deficit)}	(31.79)	(12.48)
	Net Defined Benefit Liability	**(31.79)**	**(12.48)**

(₹ in Lakh)

	Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
IV.	**Expenses recognised in the Statement of Profit and Loss**		
	1. Current Service Cost	15.17	13.54
	2. Transfer In	-	0.86
	3 .Paid against back wages	-	1.24
	4. Interest Cost	7.57	6.18
	5. Interest Income	(7.65)	(5.91)
	6.Mortality Charges and Taxes	1.73	1.30
	Total Expense	**16.82**	**17.21**

(₹ in Lakh)

	Particulars	Year Ended March 31,2023	Year Ended March 31, 2022
V.	**Remeasurement recognised in the Statement of Other Comprehensive Income**		
	1. Net Actuarial (Gain)/Loss	29.27	(4.29)
	2. Expected return on plan assets excluding interest income	0.38	0.01
	Total Expense	**29.65**	**(4.28)**

(₹ in Lakh)

	Particulars	As at March 31,2023	As at March 31, 2022
VI.	**Bifurcation of Present value obligation at the end of the year**		
	1. Current Liability	31.79	12.48
	2. Non-Current Liability	120.44	94.56

(₹ in Lakh)

	Particulars	As at March 31,2023	As at March 31, 2022
VII.	**Experience Adjustment**		
	Present Value of obligation	152.23	107.04
	Fair value of Plan assets	120.44	94.56
	Net Asset/(Liability)	(31.79)	(12.48)
	Actuarial (Gain)/Loss on plan obligation	29.27	(4.29)
	Actuarial Gain/(Loss) on plan assets	0.38	0.01

34 EMPLOYEE BENEFITS (Contd.)

(₹ in Lakh)

	Particulars	As at March 31,2023	As at March 31, 2022
VIII.	**Constitution of Plan Assets**		
	LIC of India	120.44	94.56

	Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
IX.	**Actuarial Assumptions**		
	1. Discount Rate	7.50%	7.30%
	2. Mortality Table	IALM 12-14	IALM 12-14
	3. Salary Escalation	7.00%	5.00%
	4. Rate of Return on Plan Assets	7.30%	6.90%
	5. Expected Average remaining working lives of employees in number of Years	16.77	16.81
	6. Turnover Rate	9% Per Annum	2% Per Annum

X. A quantitative sensitivity analysis for significant assumption as at 31 March 2023 is as shown below: (₹ in Lakh)

Particulars	As at March 31,2023		As at March 31, 2022	
	Increase	Decrease	Increase	Decrease
Sensitivity Analysis				
Discount rate (1% movement)	(9.85)	11.22	(10.57)	12.65
Future salary growth (1% movement)	9.42	(8.65)	11.81	(10.08)
Employee turnover (1% movement)	0.39	(0.44)	2.59	(2.94)

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

2 Long Term Compensatory Absences

(a) Other Long-Term Benefits

Amount recognized as an expense and included in Note No. 18 Item "Long Term Compensated Absences" ₹27.95 Lakhs (Previous year ₹21.18 Lakhs) includes ₹27.95 Lakhs (Previous year ₹16.38 Lakhs) on account of Actuarial valuation .

(b) Defined benefits plans

The following table sets out the status of Leave Encashment plan : (₹ in Lakh)

	Particulars	As at March 31,2023	As at March 31, 2022
	Reconciliation of present value of defined Benefit Obligation		
I.	**Change in present value of obligation during the year**		
	obligation at the beginning of the year	48.57	37.32
	Transfer In	-	2.57
	Current Service Cost	9.64	8.15
	Interest Cost	3.15	2.38

34 EMPLOYEE BENEFITS (Contd.)

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
Actuarial losses/(gains) arising from:		
Experience Judgement	6.68	6.93
Demographic Judgement	1.99	-
Financial assumption	6.49	(2.15)
Benefits Paid	(10.92)	(6.63)
obligation at the end of year	**65.60**	**48.57**

(₹ in Lakh)

Particulars	As at March 31,2023	As at March 31, 2022
II. Reconciliation of Present value of Defined Benefit Obligation and Fair Value of Plan Assets		
1. Present Value of obligation as at year-end	65.60	48.57
2. Non-Funded status {Surplus/ (Deficit)}	(65.60)	(48.57)
Net Defined Benefit Liability	**(65.60)**	**(48.57)**

(₹ in Lakh)

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
III. Expenses recognised in the Statement of Profit and Loss		
1. Current Service Cost	9.64	8.15
2. Transfer In	-	1.08
3. Paid against back wages	-	4.79
4. Interest Cost	3.15	2.38
5. Remeasurements on obligation - (Gain) / Loss	15.16	4.78
Total Expense	**27.95**	**21.18**

(₹ in Lakh)

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
IV. Bifurcation of Present value obligation at the end of the year		
1. Current Liability	8.81	3.70
2. Non-Current Liability	56.79	44.87

(₹ in Lakh)

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
V. Experience Adjustment		
Present Value of obligation	65.60	48.57
Net Asset/(Liability)	(65.60)	(48.57)
Actuarial (Gain)/Loss on plan obligation	-	-

Notes to Consolidated Financial Statements for the year ended March 31, 2023

34 EMPLOYEE BENEFITS (Contd.)

(Rs. in Lakh, unless otherwise stated)

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
VI. Experience Adjustment		
Actuarial Assumptions		
1. Discount Rate	7.5%	7.3%
2. Mortality Table	IALM 12-14	IALM 12-14
3. Salary Escalation	7.0%	5.0%
4. Expected Average remaining working lives of employees in number of Years	16.77	16.81
5. Turnover Rate	9% Per Annum	2% Per Annum

VII. A quantitative sensitivity analysis for significant assumption as at 31 March 2023 is as shown below: (₹ in Lakh)

Particulars	As at March 31,2023		As at March 31, 2022	
	Increase	Decrease	Increase	Decrease
Sensitivity Analysis				
Discount rate (1% movement)	(4.31)	4.87	(4.80)	5.66
Future salary growth (1% movement)	4.20	(3.80)	5.22	(4.52)
Employee turnover (1% movement)	4.74	(5.27)	7.12	(8.20)

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

35 (a) Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary:

Particulars	As at 31st March 2023							
	Net Assets i.e. Total Asset less Total Liabilities		Share in Profit/ (Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (₹ in Lakh)	As % of Consolidated Profit/ (Loss)	Amount (₹ in Lakh)	As % of Consolidated Other Comprehensive Income	Amount (₹ in Lakh)	As % of Consolidated Total Comprehensive Income	Amount (₹ in Lakh)
Parent								
Oriental Carbon & Chemical Limited	94.91	59,367.78	81.56	4,370.76	102.41	686.99	83.88	5,057.75
Indian Subsidiary								
Duncan Engineering Limited*	3.71	2,321.13	9.24	495.30	(1.21)	(8.10)	8.08	487.20
OCCL Limited*	(0.00)	(1.37)	(0.04)	(2.37)	-	-	(0.04)	(2.37)
Non Controlling Interest	3.71	2,319.89	9.24	495.04	(1.21)	(8.09)	8.08	486.95
Inter Company Elimination	(2.33)	(1,454.65)	-	-	-	-	-	-
Total	**100.00**	**62,552.78**	**100.00**	**5,358.73**	**100.00**	**670.80**	**100.00**	**6,029.53**

35 (a) Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary: (Contd.)

Particulars	As at 31st March 2022							
	Net Assets i.e. Total Asset less Total Liabilities		Share in Profit/ (Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (₹ in Lakh)	As % of Consolidated Profit/ (Loss)	Amount (₹ in Lakh)	As % of Consolidated Other Comprehensive Income	Amount (₹ in Lakh)	As % of Consolidated Total Comprehensive Income	Amount (₹ in Lakh)
Parent								
Oriental Carbon & Chemical Limited	96.18	55,708.64	86.48	3,994.74	97.36	157.70	86.85	4,152.44
Indian Subsidiary								
Duncan Engineering Limited*	3.17	1,833.94	6.76	312.33	1.32	2.14	6.58	314.47
Non Controlling Interest	3.16	1,832.94	6.76	312.15	1.32	2.14	6.57	314.29
Inter Company Elimination	(2.51)	(1,453.65)	-	-	-	-	-	-
Total	**100.00**	**57,921.87**	**100.00**	**4,619.22**	**100.00**	**161.98**	**100.00**	**4,781.20**

* Includes share of holding Company only.

(b) Statement containing salient features of the financial statement of Subsidiary Company, Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 in the prescribed form AOC-1 related to Subsidiary Company.

Name of the subsidiary : **Duncan Engineering Limited (formerly known as Schrader Duncan Limited)**

The date since when subsidiary was acquired : **April 13, 2012**

(₹ in Lakh)

Particulars	As at March 31, 2023	As at March 31, 2022
Reporting period	1st April 2022 to 31st March 2023	1st April 2021 to 31st March 2022
Reporting currency	INR	INR
Share capital	369.60	369.60
Other Equity	4,271.44	3,297.27
Total assets	6,315.05	5,108.20
Total Liabilities	1,674.01	1,441.33
Revenue from Operations	7,009.52	5,576.81
Profit/ (Loss) before exceptional items and tax	1,292.72	847.47
Exceptional Items	-	-
Profit/(Loss) before Tax	1,292.72	847.47
Tax Expenses	302.37	223.00
Profit/(Loss) for the year after taxation	990.35	624.47
Other Comprehensive Income	(16.19)	4.28
Total Comprehensive Income	974.16	628.75
Percentage of shareholding	50.01%	50.01%

35 (b) Statement containing salient features of the financial statement of Subsidiary Company, Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 in the prescribed form AOC-1 related to Subsidiary Company. (Contd.)

Name of the subsidiary : **OCCL Limited (Wholly owned Subsidiary)**

The date since when subsidiary was acquired : **April 25, 2022**

(₹ in Lakh)

Particulars	As at March 31, 2023
Reporting period	25th April 2022 to 31st March 2023
Reporting currency	INR
Share capital	1.00
Other Equity	(2.37)
Total assets	3.80
Total Liabilities	5.17
Revenue from Operations	-
Profit/ (Loss) before exceptional items and tax	(2.94)
Exceptional Items	-
Profit/(Loss) before Tax	(2.94)
Tax Expenses	(0.57)
Profit/(Loss) for the year after taxation	(2.37)
Other Comprehensive Income	-
Total Comprehensive Income	(2.37)
Percentage of shareholding	100.00%

36 The group has transactions with the companies Struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956 during the financial year ended March 31, 2023.

(₹ in Lakh)

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding as on 31.03.2023	Balance outstanding as on 31.03.2022	Relationship with the Struck off company, if any, to be disclosed
1. Gunwal Services Private Limited	Payables	Nil	Nil	Unrelated
2. Fluid Technic Pvt. Ltd.	Receivables	Nil	Nil	Unrelated
3. Leo Royal Techserve Private Limited	Receivables	Nil	(0.40)	Unrelated
4. Microvision Calibration Laboratory's Private Limited	Payables	Nil	0.09	Unrelated

37 Note on Demerger

The Board of Directors of the Company at their meeting held on May 24' 2022 approved the Scheme of Arrangement between the Company and OCCL Limited (wholly owned subsidiary of the Company). Consequent to the approval of the Stock Exchanges, the application has been filed with NCLT, Ahmedabad. The Scheme has been approved by the Secured and Unsecured Creditors and Shareholders of the Company. The Scheme is pending before Tribunal for their sanction and approval.

38 Monthly statements/returns filled by the group with banks or financial institutions are in agreement with books of accounts.

39 The figures for the corresponding year have been regrouped / reclassified wherever necessary, to make them comparable.

As per our Report of even date

For S S Kothari Mehta & Company
Chartered Accountants
Firm Reg. No. 000756N

Naveen Aggarwal
Partner
Membership No. 094380

Date: 19th May, 2023
Place : Noida

For and on behalf of the Board of Directors

Arvind Goenka
Managing Director
DIN-00135653
Place : Noida

Akshat Goenka
Jt. Managing Director
DIN-07131982
Place : Noida

Pranab Kumar Maity
Company Secretary
Membership No. A20606
Place : Noida

Anurag Jain
Chief Financial Officer
Place : Noida

Corporate Information

BOARD OF DIRECTORS

Mr Jagdish Prasad Goenka
Chairman

Mr Arvind Goenka
Managing Director

Mr Akshat Goenka
Joint Managing Director

Mr Suman Jyoti Khaitan
Independent Director

Mr Om Prakash Dubey
Independent Director

Mr Kailasam Raghuraman
Independent Director

Mrs Runa Mukherjee
Independent Director

Mr Sanjay Verma
Nominee Director (Nominee of Life Insurance Corporation of India)

AUDIT COMMITTEE

Mr Om Prakash Dubey
Chairman

Mr Suman Jyoti Khaitan
Member

Mr Akshat Goenka
Member

NOMINATION AND REMUNERATION COMMITTEE

Mr Om Prakash Dubey
Chairman

Mr Kailasam Raghuraman
Member

Mrs Runa Mukherjee
Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr Suman Jyoti Khaitan
Chairman

Mr Arvind Goenka
Member

Mr Akshat Goenka
Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr Suman Jyoti Khaitan
Chairman

Mr Arvind Goenka
Member

Mr Kailasam Raghuraman
Member

RISK MANAGEMENT COMMITTEE

Mr Kailasam Raghuraman
Chairman

Mrs. Runa Mukherjee
Member

Mr Akshat Goenka
Member

Mr Vijay Sabarwal
(President-Operation) - Member

Mr Muneesh K Batta
(Vice President-Marketing) – Member

OPERATIONAL & FINANCE COMMITTEE

Mr Suman Jyoti Khaitan
Chairman

Mr Arvind Goenka
Member

Mr Akshat Goenka
Member

CHIEF FINANCIAL OFFICER

Mr Anurag Jain

COMPANY SECRETARY

Mr Pranab Kumar Maity

STATUTORY AUDITORS

S S Kothari Mehta & Co.
Chartered Accountants

SECRETARIAL AUDITOR

P Sarawagi & Associates
Company Secretaries

SOLICITORS

Khaitan & Co.

BANKERS

State Bank of India

Export Import Bank of India

Kotak Mahindra Bank Ltd.

CORPORATE IDENTITY NUMBER (CIN)

L24297GJ1978PLC133845

REGISTERED OFFICE

Plot No. 30-33, Survey No. 77
Nishant Park, Nana Kapaya
Mundra, Kachchh
Gujarat – 370415
Email: investorfeedback@occlindia.com

CORPORATE OFFICE

14th Floor, Tower-B, World Trade Tower
Plot no. C-1, Sector-16,
Noida-201301, (U.P.), India
Phone : (0120) 2446850

REGISTRAR AND SHARE TRANSFER AGENT (RTA)

Link Intime India Pvt. Ltd,
Vaishno Chamber, 5th Floor,
Flat Nos-502 & 503
6, Brabourne Road, Kolkata - 700 001
Phone: (033) 4004 9728 / 4073 1698
Telefax : (033) 4073 1698
Email : kolkata@linkintime.co.in

MANUFACTURING UNITS

Dharuhera, Haryana
Plot 3 & 4, Dharuhera Industrial Estate
P.O. Dharuhera
Dist. Rewari 123 106, Haryana

Mundra, Gujarat
Survey No. 141, Palki of Mouje
SEZ Mundra, Taluka Mundra
Dist. Kutch - 370 421, Gujarat

WEBSITE

http://www.occlindia.com

Investor Relations Email

investorfeedback@occlindia.com