
THE INDIAN CARD CLOTHING COMPANY LIMITED

CORPORATE OFFICE : 1ST FLOOR, PLOT NO. 265, MIDC SECTOR NO. 10, MIDC - BHOSARI, PUNE 411 026, MAHARASHTRA, INDIA
TEL. : +91-20-61326700, FAX : +91-20-61326731
CIN : L29261PN1955PLC009579

GST NO. : 27AAACT6211F1ZO



August 13, 2022

To,

The Listing Department,
BSE Limited,
P. J. Towers,
Dalal Street,
Mumbai – 400001.

The Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, C – 1, Block – G,
Bandra – Kurla Complex, Bandra (East),
Mumbai – 400051.

Security ID : INDIANCARD
Security Code : 509692

Symbol : INDIANCARD
Series : EQ

Madam / Sirs,

SUB : Submission of Annual Report for the financial year 2021-2022.

This is to inform you that the 68th Annual General Meeting (AGM) of the members of the Company is scheduled to take place on **Thursday, September 8, 2022, at 11:30 a.m. (IST)**, through two-way video conferencing (VC) facility / Other Audio Visual Means (OAVM) from the Registered office of the Company, i.e., "Katariya Capital", A-19, Vidyut Nagar Society, Lane No. 5, Koregaon Park, Pune – 411001 which shall be deemed to be the venue of the meeting.

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed a copy of Annual Report for the financial year 2021-2022 together with the Notice of AGM for your information and records which has been sent electronically today, i.e., on August 13, 2022 to those Members whose email IDs are registered with the Company.

The said AGM Notice and Annual Report is also available on the website of the Company at www.cardindia.com.

This is for your information and record.

Thanking you.

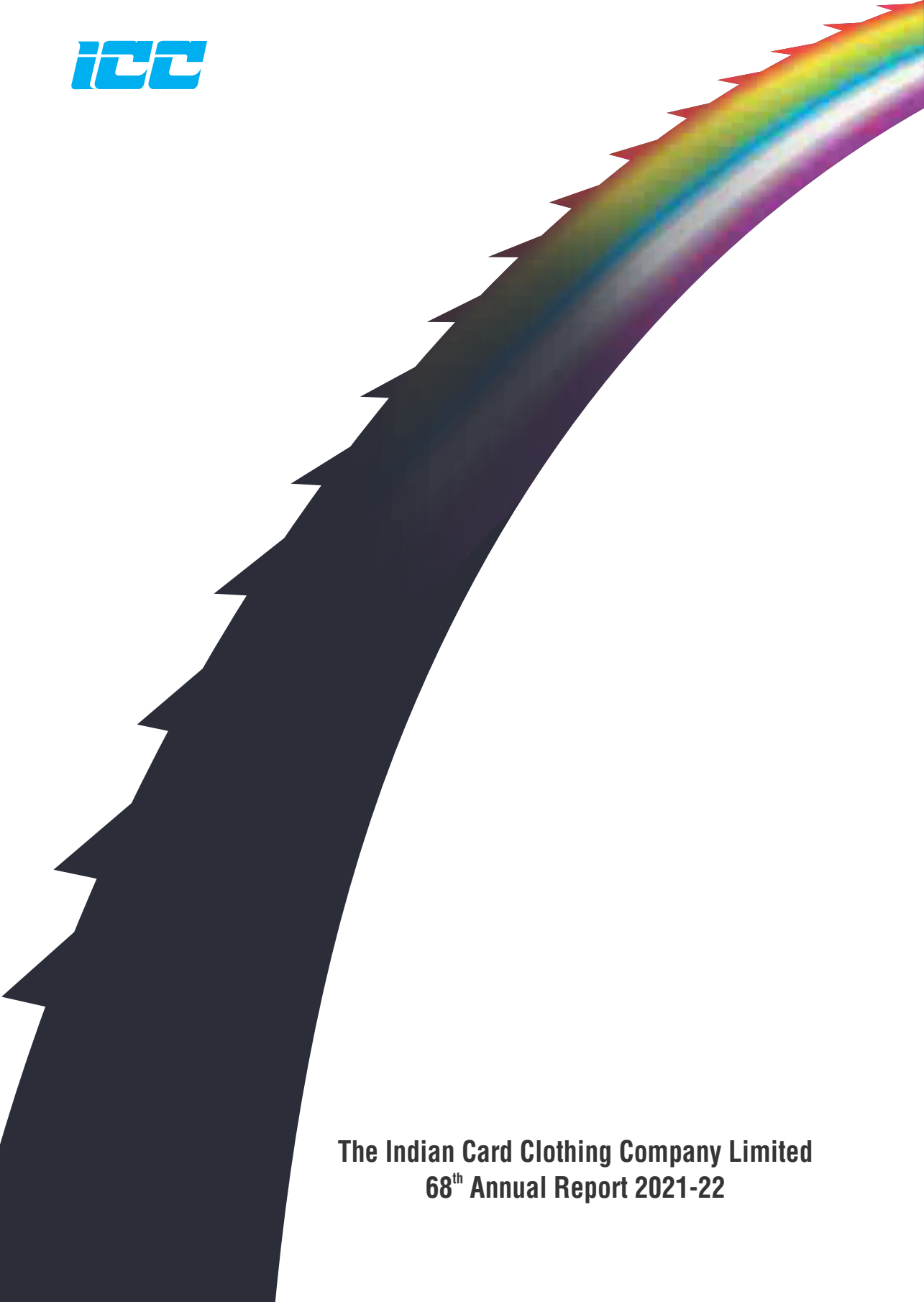
Yours faithfully,
For The Indian Card Clothing Company Limited

Amogh Barve
Company Secretary and Head Legal & Corporate Affairs
Membership No: A33080



Encl. As above

Page 1 of 1



**The Indian Card Clothing Company Limited
68th Annual Report 2021-22**

FINANCIAL DATA SUMMARY

(Rs. in Lakh)

Sr. No.	Particulars for the year ended	IND AS				
		31-Mar-22	31-Mar-21	31-Mar-20	31-Mar-19	31-Mar-18
	STATEMENT OF PROFIT AND LOSS					
1	Card Clothing Sales (Net)	5,233.41	4,043.87	4,236.00	3,864.10	5,231.42
	Includes Export	1,822.65	1,128.05	1,459.30	1,002.73	1,586.73
2	Other Income					
	Dividend & Interest	148.09	75.76	94.31	126.61	189.95
	Profit / (Loss) on Sale of Investment	320.27	148.17	54.16	170.26	139.91
	Profit on Sale of Assets	22,043.36	22.62	324.28	0.42	-
	Rent and other operating Income	319.89	486.98	893.04	763.13	686.75
	Others	102.30	82.54	8.00	14.23	220.92
	Total	22,933.91	816.06	1,373.79	1,074.65	1,237.53
3	Material Cost Including Stock Change	(2,068.53)	(1,459.59)	(1,796.91)	(1,874.55)	(2,081.20)
	Material Cost to Net Sales %	-39.53%	-36.09%	(42.42%)	(48.51%)	(39.78%)
4	Staff Cost	(1,311.65)	(1,196.84)	(1,251.51)	(1,521.23)	(2,426.04)
5	Other Expenses	(1,955.81)	(1,663.94)	(2,204.06)	(2,762.43)	(2,173.41)
6	Depreciation	(425.60)	(387.06)	(395.34)	(404.13)	(517.31)
7	Interest	(203.51)	(171.03)	(278.26)	(260.38)	(241.37)
8	Profit Before Exceptional Items and Tax	22,202.22	(18.53)	(316.29)	(1,883.97)	(970.38)
9	Exceptional item , VRS Payment	-	-	-	-	(1,302.30)
10	Profit Before Tax	22,202.22	(18.53)	(316.29)	(1,883.97)	(2,772.68)
11	Current & Deferred Tax	3,067.82	(70.31)	(101.40)	(83.36)	491.54
12	Profit After Tax	19,134.40	(88.84)	(417.69)	(1,967.33)	(1,781.14)
13	Earning Per Share Rs.	322.07	(1.70)	(9.18)	(43.23)	(39.14)
14	Dividend Per Share Rs.	25.00	-	-	-	-
	BALANCE SHEET					
15	Fixed Assets					
	Gross Block	12,154.72	12,264.31	11,202.55	11,421.17	11,315.07
	Depreciation	(7,247.97)	(8,171.81)	(8,033.19)	(8,110.33)	(7,716.19)
	Net Block	4,906.75	4,092.50	3,169.36	3,310.84	3,598.88
16	Investments	3,409.51	994.94	1,676.75	2,868.38	6,621.50
17	Other Current and non Current Assets	21,086.04	5,455.63	4,100.40	3,715.87	3,512.53
18	Less : Current and non Current liabilities and Provisions	(1,268.62)	(1,415.75)	(1,677.43)	(2,841.52)	(4,778.01)
19	Net Current and Non Current Assets	19,817.42	4,039.88	2,422.97	874.35	(1,265.48)
20	Deferred Tax	176.26	302.38	375.34	472.51	548.76
	APPLICATION OF FUNDS	28,309.94	9,429.69	7,644.42	7,526.08	9,503.66
21	Share Capital	594.11	594.11	455.11	455.11	455.11
22	Reserves & Surplus	25,820.33	6,676.10	5,446.26	5,875.20	7,862.76
23	Borrowings	1,895.50	2,159.48	1,743.05	1,195.77	1,185.79
	SOURCES OF FUNDS	28,309.94	9,429.69	7,644.42	7,526.08	9,503.66

Figures for financial year 2017-18 and 2018-19 are restated as per IND AS.

THE INDIAN CARD CLOTHING COMPANY LIMITED

DIRECTORS AS ON MARCH 31, 2022

Prashant Trivedi	Chairman
Mehul Trivedi	Deputy Chairman
Jyoteendra Kothary	Director
Sudhir Merchant	Director
Sangeeta Pandit	Director
Darshan Bhatia	Director
Sanjeevkumar Karkamkar	Director

AUDITORS

P.G. Bhagwat LLP,
Chartered Accountants,
Suites 101 – 102, 'Orchard',
Dr. Pai Marg, Baner,
Pune – 411 045.

SOLICITORS

M/s. Crawford Bayley & Co.,
State Bank Building,
N.G. Vaidya Marg,
Mumbai – 400 023.

BANKERS

HDFC Bank Limited
Union Bank of India

MANAGEMENT TEAM

Alok Misra	Chief Executive Officer
Amogh Barve	Company Secretary and Head Legal & Corporate Affairs
Chandrakant Patil	Chief Financial Officer
Nitin Latkar	Plant Head
Vishal Upadhye	Head-Human Resource

ANNUAL GENERAL MEETING

Thursday, September 8, 2022, 11:30 a.m. (IST)
through two-way video conferencing (VC)
facility / Other Audio Visual Means (OAVM)
from the Registered office of the Company.

REGISTERED OFFICE

"Katariya Capital", A-19,
Vidyut Nagar Society,
Lane No. 5, Koregaon Park,
Pune – 411001
Tele-Fax : +91-20-26151618
E-mail : investor@cardindia.com
Website : www.cardindia.com

REGISTRAR AND TRANSFER AGENT

KFin Technologies Private Limited
Selenium, Tower B,
Plot No. 31 & 32, Gachibowli,
Financial District, Nanakramguda,
Serilingampally,
Hyderabad – 500 032.
Phone : +91 40 67162222
Fax : +91 40 23420814
E-mail : einward.ris@kfintech.com

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NOTICE OF 68TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Sixty Eighth (68th) Annual General Meeting (AGM) of the members of THE INDIAN CARD CLOTHING COMPANY LIMITED will be held on Thursday, September 8, 2022, at 11:30 a.m. (IST), through two-way video conferencing (VC) facility / Other Audio Visual Means (OAVM) from the Registered office of the Company, i.e., "Katariya Capital", A-19, Vidyut Nagar Society, Lane No. 5, Koregaon Park, Pune – 411001 which shall be deemed to be the venue of the meeting to transact the following business:

ORDINARY BUSINESS :

- 1) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and the Auditors thereon.
- 2) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the report of the Auditors thereon.
- 3) To appoint a Director in place of Mr. Prashant K. Trivedi (DIN: 00167782), who retires by rotation and being eligible, offers himself for re-appointment.
- 4) To consider, and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable provisions, if any and on the recommendation of the Audit Committee and the Board of Directors, P. G. Bhagwat LLP, Chartered Accountants, Pune (Firm Registration No.: 101118W/W100682) be and are hereby re-appointed as the Statutory Auditors of the Company to hold the office for the second term of five consecutive years commencing from the conclusion of this Annual General Meeting (AGM), till the conclusion of 73rd Annual General Meeting of the Company, at such remuneration and reimbursement of actual out of pocket expenses as may be mutually agreed between the Board of Directors of the Company and the Auditors plus taxes, and the Board of Directors (including a Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, relevant, usual and / or expedient for giving effect to this resolution."

By Order of the Board of Directors
For The Indian Card Clothing Company Limited

Place : Pune
Date : August 11, 2022

Amogh Barve
Company Secretary and Head Legal & Corporate Affairs
(Membership No. : A33080)

NOTES:

- 1) The Statement pursuant to Section 102 of the Companies Act, 2013, ("the Act") setting out material facts in respect of Item No. 4 is annexed hereto. The Board of Directors of the Company at its meeting held on August 11, 2022 considered that the special business under Item Nos. 4 being considered unavoidable, be transacted at the 68th AGM of the Company. The relevant details as required under Regulation 36(3) of SEBI LODR Regulations and Secretarial Standard on General Meeting (SS-2) of the Institute of Company Secretaries of India (ICSI), of persons seeking appointment / re-appointment as Directors are provided in the **Attachment – I** to this Notice.
- 2) In view of the outbreak of the COVID-19 pandemic, social distancing norm to be followed and the continuing restriction on movement of persons at several places in the country and pursuant to General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 12, 2021, 21/2021 dated December 14, 2021 and 2/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs ("**MCA**") (hereinafter collectively referred to as "**MCA Circulars**") AND Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, issued by the Securities and Exchange Board of India ("**SEBI**") (hereinafter collectively referred to as "**SEBI Circulars**") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("**the Listing Regulations**"), the 68th AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue. Complete details and instructions for Instructions for the members for attending the e-AGM through VC/OAVM are furnished as **Attachment – II** to the Notice.
- 3) Company has appointed National Securities Depository Limited (NSDL) to provide Video Conferencing facility for the 68th Annual General Meeting (AGM) and the attendant enablers for conducting of the AGM.
- 4) Pursuant to the provisions of the circulars of MCA on the VC/OVAM(AGM):
 - a) Members can attend the meeting through the login credentials provided to them to connect to Video conference. Physical attendance of the Members at the Meeting venue is not required.
 - b) The facility of appointment of proxies to attend and cast vote on behalf of the member will not be available for the 68th AGM of the Company and hence the Proxy Form is not annexed hereto.
 - c) 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.
- 5) The members can join the AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
- 6) Members may note that the VC/OAVM Facility provided by NSDL allows participation of atleast 1000 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the AGM without any restriction on account of first-come- first-served principle.
- 7) The attendance of the members (members logins) attending the AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 8) The Register of Members and the Share Transfer Books of the Company will remain closed from Friday, September 2, 2022 to Thursday, September 8, 2022 (both days inclusive).
- 9) Members holding equity shares in multiple folios in the identical order of names are requested to consolidate their holdings into one folio by directing all correspondence to the Registrar and Transfer Agent of the Company.
- 10) Members are requested to note the following:
 - a) Members holding shares in physical form are requested to intimate any change in their address, name, bank details, ECS Mandates, nominations, power of attorney, etc. to the Company's Registrar and Transfer Agent, KFin Technologies Limited (Attention – Mr. Anil Dalvi), Selenium, Tower B, Plot Nos. 31 & 32, Financial District,

THE INDIAN CARD CLOTHING COMPANY LIMITED

Nanakramguda, Serilingampally Mandal, Hyderabad – 500032, Telephone – +91-40-67162222, E-mail ID - einward.ris@kfintech.com.

- b) Members holding shares in physical form are requested to consider converting their share certificates into dematerialized form to eliminate risks associated with physical shares and for ease in portfolio management. Members can contact the Company's Registrar and Transfer Agent for any assistance in this regard.
- c) Members holding shares in dematerialized form are requested to intimate any change in their address, name, bank details, ECS Mandates, nominations, power of attorney, etc. to their respective Depository Participants (DPs) only. Quote their registered folio number in case of shares in physical form and DP ID & Client ID in respect of shares held in dematerialized form, in all the correspondence with the Company.
- 11) The Company has during the financial year 2021-22, transferred unclaimed final dividend declared for the financial year 2013-14 to the Investor Education and Protection Fund (IEPF). During the financial year 2021-22, the Company has also transferred all the shares in respect of which dividend had remained unclaimed for seven consecutive years or more to the Investor Education and Protection Fund (IEPF).
- 12) Those members who have so far not encashed their dividend warrants for the final dividend for the financial year 2014-15 onwards, may approach the Registrar and Transfer Agent (RTA) of the Company i.e., KFin Technologies Limited [previously known as KFin Technologies Private Limited] (Attention – Mr. Anil Dalvi), Selenium, Tower B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032, Telephone – +91-40-67162222, E-mail ID [-einward.ris@kfintech.com](mailto:einward.ris@kfintech.com), for making their claim without any further delay as the said unpaid dividends will be transferred to the IEPF pursuant to the provisions of the Act. Further, the Ministry of Corporate Affairs has notified new rules, namely "Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016" which have come into force from September 7, 2016. The said Rules, amongst other matters, contain provisions for transfer of all shares in respect of which dividend has not been paid or claimed for seven (7) consecutive years in the name of IEPF Suspense Account. The details of unpaid / unclaimed dividend and number of shares liable to be transferred are available on our website i.e. www.cardindia.com.
- 13) Members are requested to note that no claim shall lie against the Company in respect of any dividend amount which was unpaid / unclaimed for a period of seven (7) years and transferred to the IEPF. However, members may claim from the IEPF Authority, both unclaimed dividend amount and the shares transferred to IEPF Suspense Account as per the applicable provisions of the Act and rules made thereunder.
- 14) The dividend for the financial year ended March 31, 2015 which remains unclaimed for a period of seven (7) years, becomes due for transfer on September 10, 2022 to the IEPF. Members who have not claimed their dividend for the above-mentioned years are requested to send their claim to the RTA, at the earliest.
- 15) This Notice of the 68th Annual General Meeting of the Company dated August 11, 2022 ("the Notice") along with the Annual Report 2021-22 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company / Depositories. The same has also been uploaded on the website of the Company, i.e. www.cardindia.com and can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The same is also available on the website of e-voting agency National Securities Depository Limited (NSDL) at their website address <https://www.evoting.nsdl.com> and can be accessed. It is hereby clarified that the members shall still be entitled to receive physical copies through permitted mode by making a specific request for the same by writing to the Company or to the Registrar and Transfer Agent of the Company mentioning their DP ID & Client ID/Folio No.
- 16) To support the 'Green Initiative', members who have not registered their e-mail addresses are requested to register the same with the Registrar and Transfer Agent / Depositories.
- 17) The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their DP with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar and Transfer Agent.
- 18) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, the register of contracts or arrangements in which the directors are interested, maintained under section 189 of the act, will be available for inspection by the members through electronic mode during the AGM and will be also available for inspection by the members on the website of the Company at www.cardindia.com.

19) Voting through electronic means:

Pursuant to the provisions of Section 108 of the Act, the rules made thereunder and Regulation 44 of the Listing Regulations (as amended), the Company is providing an option to the members to exercise their right to vote by electronic means (remote e-voting). Complete details and instructions for **remote e-voting** are furnished as **Attachment – III** to the Notice. These details form an integral part of the Notice.

20) Further, the members attending the AGM who have not cast their vote through remote e-voting, can cast their votes by using remote e-voting facility on the day of the AGM by following the instructions stated in **Attachment - III**.

21) The Board of Directors has appointed Mr. Devendra Deshpande, Proprietor of DVD & Associates, Practicing Company Secretary (Membership No. F6099 / CP. No. 6515), as a Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner.

22) The Scrutinizer's decision on the validity of the vote shall be final.

23) Once the vote on resolution stated in this notice is cast by Member through remote e-voting, the member shall not be allowed to change it subsequently and such e-vote shall be treated as final. The Members who have cast their vote by remote e-voting may also attend the Meeting, however such Member shall not be allowed to vote again.

24) The Scrutinizer after scrutinizing the votes cast on the day of AGM and vote cast through remote e-voting, will make a consolidated Scrutinizer's Report and submit the same forthwith not later than 48 hours of conclusion of the Meeting to the Chairman / any other Director/ Company Secretary of the Company or a person authorized by him in writing, who shall countersign the same.

25) The results declared along with the Scrutinizer's report will be forwarded to BSE Limited and National Stock Exchange of India Limited; be displayed at the Registered Office of the Company and simultaneously uploaded on the Company's website viz. www.cardindia.com and www.evoting.nsdl.com.

26) Subject to the receipt of requisite number of votes, the resolutions forming part of the Notice of Annual General Meeting shall be deemed to be passed on the date of AGM i.e., Thursday, September 8, 2022.

27) Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

By Order of the Board of Directors
For The Indian Card Clothing Company Limited

Place : Pune
Date : August 11, 2022

Amogh Barve
Company Secretary and Head Legal & Corporate Affairs
(Membership No. : A33080)

Annexure to the Notice

As required by Section 102(1) of the Companies Act, 2013, (hereinafter referred to as "the Act") the following Explanatory Statement sets out material facts relating to the ordinary business mentioned under Item No. 4 of the Notice dated August 10, 2022.

Item No. 4

This explanatory statement is in terms of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), however, the same is strictly not required as per Section 102 of the Act.

The Members of the Company at the 63rd Annual General Meeting had appointed M/s. P. G. Bhagwat, Chartered Accountants, Pune (Firm Registration No.: - 101118W), as Statutory Auditors of the Company to hold office from the conclusion of 63rd Annual General Meeting for the period of 5 years until the conclusion of 68th Annual General Meeting of the Company. Accordingly, the current term of P. G. Bhagwat LLP, Chartered Accountants as Statutory Auditors of the Company concludes at the conclusion of this Annual General Meeting. Section 139 (2) of the Act inter alia provides for appointment of an Audit firm as Company's Auditor for two (2) terms of five (5) consecutive years.

After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company has, based on the recommendation of the Audit Committee, at its meeting held on August 11, 2022, 2022, proposed the re-appointment of P. G. Bhagwat LLP, Chartered Accountants, Pune (Firm Registration No.: 101118W/W100682) as the Statutory Auditors of the Company, for a second term of five consecutive years from the conclusion of 68th AGM till the conclusion of 73rd AGM of the Company on such remuneration as may be mutually agreed between the Board of Directors of the Company on the recommendation of the Audit Committee from time to time.

P. G. Bhagwat LLP have consented to their appointment as Statutory Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Act.

Information as required under Regulation 36(5) of SEBI Regulations:

Brief profile, terms & conditions of appointment and the proposed fee of the Statutory Auditors, are as follows:

● Brief Profile:

Late Mr. P. G. Bhagwat (Membership Number 131) started this firm in Mumbai as a proprietary firm in the year 1938. This was converted into Partnership in the year 1955. Since then, the firm continues to be a partnership firm. Further, M/s P. G. Bhagwat, Chartered Accountants, a partnership firm was converted into Limited Liability Partnership with effect 28th September 2020, now known as P. G. Bhagwat LLP, Chartered Accountants. The Firm has varied experience in the audit, assurance & management services over last 80 years.

● Terms of Appointment:

P. G. Bhagwat LLP, Chartered Accountants, Pune ((Firm Registration No.: 101118W/W100682) shall continue as the Statutory Auditors of the Company for the second term of five consecutive years commencing from the conclusion of this 68th Annual General Meeting (AGM) till the conclusion of 73rd Annual General Meeting of the Company.

● Fees Payable:

The remuneration paid to P.G. Bhagwat LLP, Chartered Accountants, Pune at the expiry of their first term of 5 years was Rs. 10,50,000/- per annum plus applicable taxes and reimbursement of out-of-pocket expenses at actuals.

The Audit Committee and the Board of Directors have recommended that for the second term of five years, P.G. Bhagwat LLP, Chartered Accountants, Pune be paid a remuneration of Rs. 13,00,001/- per annum plus applicable taxes and reimbursement of out-of-pocket expenses at actuals with an escalation in the remuneration of 7.5% per annum.

The fees for services in the nature of statutory certifications and other professional work in addition to the remuneration mentioned above shall be decided by the management in consultation with the Statutory Auditors, subject to the recommendation of the Audit Committee and approval of the Board of Directors.

Similarly, any further revision in the above remuneration of the Statutory Auditor shall be subject to the recommendation of the Audit Committee and approval of the Board of Directors.

- Basis of recommendation for appointment including details and credentials:

The Audit Committee and the Board of Directors, while recommending the appointment of P. G. Bhagwat LLP, Chartered Accountants, Pune as the Statutory Auditors of the Company, have taken into consideration, among other things, the credentials of the firm and partners, proven track record of the firm in the industry and eligibility criteria prescribed under the Act.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 04, except to the extent of their shareholding, if any, in the Company.

The Resolution as set out in Item No. 4 of the Notice is recommended by the Board to be passed as an Ordinary Resolution.

THE INDIAN CARD CLOTHING COMPANY LIMITED

ATTACHMENT – I TO THE AGM NOTICE

ADDITIONAL INFORMATION PURSUANT TO REGULATIONS 26(4) AND 36(3) OF THE LISTING REGULATIONS AND SECRETARIAL STANDARD – 2 ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA IN RESPECT OF DIRECTOR SEEKING RE-APPOINTMENT

Name of the Director	Mr. Prashant Kunjbihari Trivedi
Director Identification Number (DIN)	00167782
Date of Birth/Age	June 4, 1960 – 62 Years
Date of first Appointment	28th December, 1990
Qualifications	Graduated BSc. (Econ.) from The Wharton School, University of Pennsylvania, CFA Charterholder
Brief Resume	Mr. Prashant Kunjbihari Trivedi, a U.K. National, graduated in B.Sc. (Econ.) from the Wharton School, University of Pennsylvania. Prior to joining the Company, Mr. Trivedi worked in the fixed securities department of S.G. Warburg, a merchant bank from 1983 to 1985 and 1988 to 1991. Mr. Prashant Trivedi is a Chartered Financial Analyst (CFA) by profession. Mr. Prashant Trivedi has been the director of the Company since December, 1990.
Expertise in specific functional area	Global currencies, global fixed income, global equities, real estate and private equity.
Directorships in other public limited Companies as on the date of appointment	Nil
Chairperson/Member of the Committees of Director of the Company	Member of the CSR Committee of the Company
Chairman/Member of the Committees of other public limited Companies as on the date of appointment	NIL
Shareholding in the Company as on the date of appointment as required under Regulation 36(3)(e)	NIL
Inter-se relationship with Directors and other Key Managerial Personnel of the Company	Brother of Mr. Mehul Trivedi, Deputy Chairman of the Company other than this he is not related to any Director, Manager or Key Managerial Personnel.

ATTACHMENT – II TO THE AGM NOTICE

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- 1) Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join Meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- 2) Members are encouraged to join the Meeting through Laptops for better experience.
- 3) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 5) Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investor@cardindia.com. The same will be replied by the company suitably.
- 6) Members, holding shares as on the cut-off date i.e. September 1, 2022 and who would like to speak or express their views or ask questions during the AGM may register themselves as speakers at www.evoting.nsd.com and clicking on "Speaker Registration" or by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at investor@cardindia.com during the period from Monday, September 5, 2022 (9:00 a.m. IST) up to Wednesday, September 7, 2022(5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to speak / express their views / ask questions during the AGM. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.
- 7) Due to limitations of transmission and coordination during the Q&A session, the company may dispense with the speaker registration during the AGM.

ATTACHMENT – III TO THE AGM NOTICE

PROCEDURE FOR REMOTE E-VOTING AND VOTING ON THE DAY OF THE AGM:

In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular"), the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means as the authorized agency at its 68th AGM. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

1) The remote e-voting facility will be available during the following period:

- a) **Day, date and time of commencement of remote e-voting** : Monday, September 5, 2022, at 09:00 a.m. IST
- b) **Day, date and time of end of remote e-voting** : Wednesday, September 7, 2022, at 05:00 p.m. IST


The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.

- 2) The voting rights of the members holding shares in physical form or in dematerialized form, in respect of e-voting shall be reckoned in proportion to their share in the paid-up equity share capital as on the cut-off date being Thursday, September 1, 2022.
- 3) In terms of SEBI e-voting Circular, e-voting process has been enabled for all 'individual demat account holders', by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participant(s) ("DP").
- 4) Any person, holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the dispatch of the AGM notice is send through e-mail and holding shares as of the cut-off date i.e. Thursday, September 1, 2022, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 44 30. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after dispatch of the AGM Notice and holding shares as of the cut-off date i.e. Thursday, September 1, 2022, may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
- 5) **How do I vote electronically using NSDL e-Voting system?**

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode is given below:

Type of Member	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>Existing Internet-based Demat Account Statement (“IDeAS”) facility Users:</p> <ol style="list-style-type: none"> Existing Internet-based Demat Account Statement (“IDeAS”) users can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name i.e., 'The Indian Card Clothing Company Limited' or e-Voting service provider i.e., NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name i.e., 'The Indian Card Clothing Company Limited' or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="text-align: center;">   </div> <div style="text-align: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e., NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP, i.e., NSDL where the e-Voting is in progress.

THE INDIAN CARD CLOTHING COMPANY LIMITED

Type of Member	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider, i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43.

B) Login Method for e-Voting and for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

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

4. Your User ID details are given below:

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

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

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to devendracs@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Prajakta Pawle at evoting@nsdl.co.in.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor@cardindia.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investor@cardindia.com. If you are an Individual shareholders holding securities in demat mode, you are

requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**

3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

IMPORTANT INSTRUCTIONS AND INFORMATION FOR SHAREHOLDERS

Pursuant to Securities & Exchange Board of India vide its circulars SEBI/HO/MIRSDMIRSD_RTAMB/P/ CIR/2021/655 dated November 3, 2021 and SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 it is mandatory for holders of physical securities to furnish valid PAN (where the PAN is linked with Aadhaar), full KYC details (address proof, email address, mobile number, bank account details) and nomination (for all the eligible folios).

Freezing of Folios without valid PAN, KYC details, Nomination

- a. In case, any of the aforesaid documents/details are not available in a Folio, on or after 01st April, 2023, the same shall be frozen by RTA.
- b. Similarly, in case the PAN(s) in a folio is/are not valid as on the cut-off date of March 31, 2022 or any other date as may be specified by The Central Board of Direct Taxes (CBDT) then also the folio shall be Frozen as above.
- c. A member/claimant will be eligible to lodge grievance or avail service request from the RTA or eligible for any payment including dividend only after furnishing the complete documents or details as aforesaid.

In case the folio continues to remain frozen as on 31st December, 2025, the RTA / Company shall refer such frozen folios to the Administering Authority under the Benami Transactions (Prohibitions) Act, 1988 and or Prevention of Money Laundering Act, 2002.

Issuance of Securities in dematerialized form in case of Investor Service Requests

We would further like to draw your attention to SEBI Notification dated January 24th, 2022 and SEBI Circular SEBI/HO/MIRSD/ MIRSD_RTAMB/P/CIR/2022/8 dated January 25th, 2022. Accordingly, while processing service requests in relation to; 1) Issue of duplicate securities certificate; 2) Claim from Unclaimed Suspense Account; 3) Renewal /Exchange of securities certificate; 4) Endorsement; 5) Sub-division / Splitting of securities certificate; 6) Consolidation of securities certificates/folios; 7) Transmission and 8) Transposition, the Company shall issue securities only in dematerialised form. For processing any of the aforesaid service requests the securities holder/claimant shall submit duly filled up Form No.: ISR-4. We hereby request to the holders of physical securities to furnish the documents/details, as per the table below for respective service request, to the Registrars & Transfer Agents i.e., M/s. KFin Technologies Limited:

Sr.No.	Particulars	Form
1.	PAN	Form No.: ISR-1
2.	Address with PIN Code	
3.	Email address	
4.	Mobile Number	
5.	Bank account details (Bank name and Branch, Bank account number, IFS Code)	
6.	Demat Account Number	
7.	Specimen Signature	Form No.: ISR-2
8.	Nomination details	Form No.: SH-13
9.	Declaration to opt out nomination	Form No.: ISR-3
10.	Cancellation or Variation of Nomination	Form No.: SH-14
11.	Request for issue of Securities in dematerialized form in case of below: i. Issue of duplicate securities certificate ii. Claim from Unclaimed Suspense Account iii. Renewal / Exchange of securities certificate iv. Endorsement v. Sub-division / Splitting of securities certificate vi. Consolidation of securities certificates/folios vii. Transmission viii. Transposition	Form No.: ISR-4

A member needs to submit Form No.: ISR-1 for updating PAN and other KYC details to the RTA of the Company.

Member may submit Form No.: SH-13 to file Nomination. However, in case a Member do not wish to file nomination 'declaration to Opt-out' in Form No.: ISR-3 shall be submitted.

In case of major mismatch in the signature of the members(s) as available in the folio with the RTA and the present signature or if the signature is not available with the RTA, then the member(s) shall be required to furnish Banker's attestation of the signature as per Form No.: ISR-2 along-with the documents specified therein. Hence, it is advisable that the members send the Form No.: ISR-2 alongwith the Form No.: ISR-1 for updating of the KYC Details or Nomination.

All the aforesaid forms can be downloaded from the website of the Company at <https://cardindia.com/investors/investor-information/updation-pan-kyc-nomination-details-shareholderspursuant-sebi-circular-dated-03-11-2021/> and from the website of the RTA at https://ris.kfintech.com/clientservices/isc/default.aspx#isc_download_hrd

The Company has been dispatching a separate communication letter to the holders of physical securities requesting them to update their KYC in record of Company/RTA.

Mode of submission of form(s) and documents

a. Submitting Hard copy through Post/Courier etc.:

Members can forward the hard copies of duly filled-in and signed form(s) along with self-attested and dated copies of relevant documentary proofs as mentioned in the respective forms, to the following address:

KFin Technologies Limited,
Unit: The Indian Card Clothing Company Limited
Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad – 500 032

b. Through Electronic Mode with e-sign:

In case members have registered their email address, they may send the scan soft copies of the form(s) along with the relevant documents, duly e-signed, from their registered email id to einward.ris@kfintech.com or upload KYC documents with e-sign on RTA's website at the link: <https://ris.kfintech.com/clientservices/isc/>.

c. Submitting Hard copy at the office of the RTA:

The form(s) along-with copies of necessary documents can be submitted by the securities holder (s) / claimant (s) in person at RTA's office. For this, the securities holder/claimant should carry Original Documents against which copies thereof shall be verified by the authorised person of the RTA and copy(ies) of such documents with IPV stamping with date and initials shall be retained for processing.

d. Mandatory Self-attestation of the documents:

Please note that, each page of the documents that are submitted in hard copy must be self-attested by the holder(s). In case the documents are submitted in electronic mode then the same should be furnished with e-sign of scan copies of the documents.

e. E-sign:

E-Sign is an integrated service which facilitates issuing a Digital Signature Certificate and performing signing of requested data by eSign user. The holder/claimant may approach any of the empanelled eSign Service Provider, details of which are available on the website of Controller of Certifying Authorities (CCA), Ministry of Communications and Information Technology (<https://cca.gov.in/>) for the purpose of obtaining an e-sign.

The members holding shares in demat are requested to update with respective Depository Participant, changes, if any, in their registered addresses, mobile number, Bank Account details, e-mail address and nomination details.

THE INDIAN CARD CLOTHING COMPANY LIMITED

BOARD'S REPORT

To
The Members of
The Indian Card Clothing Company Limited

Your directors' present their Sixty Eighth Annual Report on the business and operations of the Company, together with the Audited Financial Statements for the year ended March 31, 2022.

Directors have tried to maintain coherence in disclosures and flow of the information by clubbing required information topic-wise and thus certain information which is required in Directors' Report is clubbed elsewhere and has to be read as a part of Directors' Report.

1) FINANCIAL RESULTS:

(Rs. in Lakh)

Particulars	Financial year	
	2021-22	2020-21
Revenue from operations	5,553.30	4,464.24
Other Income	570.66	306.46
Total income	6,123.96	4,770.70
Finance cost	203.51	171.03
Depreciation	425.60	387.06
Profit / (Loss) before exceptional items	158.86	(41.15)
Exceptional items	22,043.36	22.62
Profit / (Loss) Before Tax	22,202.22	(18.53)
Provision for Tax (including deferred tax)	3,067.82	70.31
Profit / (Loss) After Tax	19,134.40	(88.84)
Other Comprehensive Income	9.83	7.51
Total Comprehensive Income for the year	19,144.23	(81.33)

2) PERFORMANCE REVIEW:

During the year under review, the Company earned a total revenue of Rs. 6,123.96 Lakh as against Rs. 4,770.70 Lakh in the previous year. The profit for the financial year 2021-22 has been Rs. 19,134.40 Lakh against loss of Rs. 88.84 Lakh for the financial year 2020-21.

Highlights:

- The Company completed the sale of part of its property (Sub-Plot A and Sub-Plot C) located at Mumbai-Pune Road, Pimpri, Pune – 411018 admeasuring approximately 85,878 sq. mtrs. for a total of Rs. 225 Crore to Panchshil Group, Pune. Sub-Plot B was jointly developed by the Company and Devi Construction Company.
- A new design of Tops developed by the Research and Development team of the Company to improve carding efficiency at higher production rate was introduced in the year under review.
- ICC Chambers - II, commercial building of the Company situated at Powai, Mumbai, remained partly occupied during the financial year 2021-22, as companies decide on the appropriate "work from home" policies. Another commercial building ICC Chambers – I situated at the same location has also been partly rented out since February, 2022.

3) SHARE CAPITAL:

The paid-up share capital of the Company as on March 31, 2022, was Rs. 594.11 Lakh. During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock option or sweat equity. As on March 31, 2022, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

4) STATE OF THE COMPANY'S AFFAIRS:

The detailed information about the Company's affairs is provided under the Management Discussion and

Analysis Report in accordance with the requirements under Regulation 34(2)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter called and referred to as "the Listing Regulations"), which forms a part of this Report.

5) DIRECTORS AND KEY MANAGERIAL PERSONNEL:**a) Meetings of the Board of Directors held during the year 2021-22:**

During the year under review, six (6) meetings of the Board of Directors took place, details of which have been provided in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between the two (2) meetings was within the period prescribed under the Companies Act, 2013, the Listing Regulations and such extended time period as granted by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) through its circulars issued from time to time during the year.

b) Declaration by the Independent Directors:

The Company has received necessary declaration from all the Independent Directors under Section 149(7) of the Companies Act, 2013, that they meet the criteria of Independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations. The Independent Directors are not liable to retire by rotation as per Section 152 of the Companies Act, 2013

c) Changes in the Board of Directors during the year 2021-22:

During the year under review, there has been no change in the constitution of the Board of Directors of the Company.

Further, Mr. Prashant Trivedi (DIN: 00167782), Director of the Company is liable to retire by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment. The brief profile of Mr. Prashant Trivedi seeking re-appointment at the ensuing Annual General Meeting, as a director liable to retire by rotation has been included in the Notice convening the AGM.

d) Changes in the Board of Directors after closure of financial year 2021-22:

Mr. Jyoteendra Kothary (DIN: 00015254), an Independent Director, ceased to be the Director of the Company with effect from July 31, 2022 due to expiry of his second term as an Independent Director. Even after the cessation of the term of Mr. Kothary as an Independent Director of the Company, the Company continues to comply with the mandatory requirements related to composition of the Board of Directors as provided under Regulation 17 of the Listing Regulations.

e) Changes in Key Managerial Personnel during the year 2021-22:

There has been no change in Key Managerial Personnel during the financial year 2021-22.

6) DIVIDEND:

The Board of Directors in its meeting held on May 3, 2022 declared Special Interim Dividend of Rs. 25/- per equity share of face value of Rs. 10/- each for the financial year 2021-22.

No amount was transferred to Reserves for the year under review.

7) SUBSIDIARY COMPANIES AND THEIR PERFORMANCE / FINANCIAL POSITION:

In accordance with Section 129(3) of the Companies Act, 2013 and Indian Accounting Standard (Ind-AS) 110, the Company has prepared the Consolidated Financial Statements of the Company and all its subsidiaries, which forms part of this Annual Report.

The Company does not have any material subsidiary whose net worth exceeds 10% of the consolidated net worth of the holding company in the immediately preceding accounting year or has generated 10% of the consolidated income of the Company and its subsidiaries during the previous financial year. However, the Company has prepared a policy for determining material subsidiaries which is uploaded on the Company's website and can be accessed vide weblink: <http://cardindia.com/wp-content/uploads/2018/01/ICC-Policy-on-Material-Subsidiaries.pdf>.

THE INDIAN CARD CLOTHING COMPANY LIMITED

The Statement in Form AOC-I containing salient features of the financial statements of Company's Subsidiaries is attached to the financial statements of the Company.

The brief details about the performance and financial position of the subsidiaries of the Company are given below:

a) ICC International Agencies Limited:

ICC International Agencies Limited (ICCIAL) recorded substantial increase of approximately 125% in its revenue from Rs. 63.77 Lakh in the previous year to Rs. 143.21 Lakh in the financial year 2021-22. Further, there was a reduction in the loss after tax from Rs. 106.67 Lakh in the previous financial year to a loss of Rs. 38.09 Lakh in the year under review.

The increase in revenue was mainly due to the resumption of trading activities of textile mills after the lockdown necessitated by the impact of Covid-19 pandemic. This helped in stabilizing the revenue from Spares, AMCs and direct commission. In addition to this, ICCIAL strategically developed its focus on comfort/sleep segment and took extensive efforts for enhancing its revenue from this segment. Stricter cost control measures exercised by the ICCIAL also helped ICCIAL reduce its losses

b) Garnett Wire Limited, U.K.:

Garnett Wire Limited, a U.K. Company, in which your Company holds 60% of the issued share capital, recorded decrease of approximately 4% in its revenue from £1,008,172 (equivalent to Rs. 979.05 Lakh) to £967,869 (equivalent to Rs. 969.77 Lakh). The after-tax loss is £64,571 (equivalent to Rs. 64.70 Lakh) as against previous year's loss of £35,874 (equivalent to Rs. 34.85 Lakh).

Export sales of Garnett Wire Limited have suffered in the year under review due to a number of its overseas markets being shut due to CoVid restrictions early in the year under review. Efforts were made to compensate the lost sales by focusing on domestic sales and service.

c) Shivraj Sugar and Allied Products Private Limited:

The Board of Directors in its meeting held on February 12, 2022 approved the proposal for making an application for closure / striking off Shivraj Sugar And Allied Products Private Limited, the non-operational subsidiary of the company, under Fast Track Exit Scheme. Accordingly, application for closure of Shivraj Sugar and Allied Products Private Limited has been filed with the Registrar of Companies (ROC). The said application was approved by ROC Pune who on May 30, 2022 struck off the name of Shivraj Sugar and Allied Products Private Limited from the register of Companies.

8) **AUDIT COMMITTEE:**

The Company has constituted an Audit Committee pursuant to the provisions of Section 177(8) of the Companies Act, 2013, read with Rules 6 and 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

Considering cessation of the term of Mr. Jyoteendra Kothary (DIN : 00015254) as an Independent Director of the Company with effect from July 31, 2022, the Board of Directors of the Company in its meeting held on August 11, 2022 reconstituted the Audit Committee in compliance with Regulation 18 of the Listing Regulations as per the details given below:

Sr. No.	Name	Designation
1)	Mr. Sudhir Merchant	Chairman (Independent Director)
2)	Dr. Sangeeta Pandit	Member (Independent Director)
3)	Mr. Darshan Bhatia	Member (Independent Director)

All the recommendations of the Audit Committee during the year were accepted by the Board of Directors of the Company.

9) **VIGIL MECHANISM:**

The Company has established a "Vigil Mechanism Policy" as per Regulation 22 of the Listing Regulations. The Company has also amended this policy from time to time as per the amendments made to the Listing Regulations and SEBI (Prohibition of Insider Trading) Regulations, 2015. The details of this Vigil

Mechanism have been provided in the Corporate Governance Report and also posted on the website of the Company at: <http://cardindia.com/wp-content/uploads/2019/03/Policy-on-Vigil-Mechanism-Revised-w.e.f.-01.04.2019.pdf>

10) STATUTORY AUDITORS:

P. G. Bhagwat LLP, Chartered Accountants (Firm Registration No. 101118W/W100682), Pune have been acting as auditors of the Company since conclusion of the 63rd Annual General Meeting (AGM) of the Company held on August 11, 2017. They were appointed for a period of five (5) consecutive years commencing from the conclusion of 63rd AGM till the conclusion of the 68th AGM of the Company. Accordingly, the term of P.G. Bhagwat LLP, Chartered Accountants, Pune would expire at the conclusion of this 68th Annual General Meeting of the Company.

The Board of Directors of the Company, therefore, in its meeting held on August 11, 2022 has, based on the recommendation of the Audit Committee and subject to the approval of the shareholders, approved the re-appointment of P.G. Bhagwat LLP, Chartered Accountants, Pune (Firm Registration No. 101118W/W100682), as the Statutory Auditors of the Company for a further period of five years commencing from the conclusion of the ensuing, i.e., sixty-eighth Annual General Meeting (AGM) till the conclusion of the seventy-third AGM of the Company.

The Company has received a written consent from P.G. Bhagwat LLP, Chartered Accountants, Pune, stating that they satisfy the criteria provided under Section 141 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and that the re-appointment, if made, shall be in accordance with the applicable provisions of the Companies Act, 2013 and rules made thereunder. As required under Regulation 33(1)(d) of the SEBI (LODR) Regulations, 2015. P.G. Bhagwat LLP, Chartered Accountants, Pune have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI).

11) AUDITOR'S REPORT:

There are no adverse remarks nor any disclaimer, qualifications or reservations in the Auditors' Report.

The Statutory Auditors of the Company have not reported any fraud as specified under the second proviso of Section 143(12) of the Companies Act, 2013 (including any statutory modification(s) or re-enactment for the time being in force).

12) SECRETARIAL AUDIT REPORT:

Mr. Devendra V. Deshpande (Membership No. F6099 / CP. No. 6515), Proprietor of DVD & Associates, Company Secretaries, Pune was appointed as the Secretarial Auditor to conduct the Secretarial Audit of the Company for the financial year 2021-22, as required under Section 204 of the Companies Act, 2013 and the rules made thereunder.

The Secretarial Audit Report for the financial year 2021-22 is annexed as Annexure - A to this Report.

There are no adverse remarks nor any disclaimer, qualifications or reservations in the Secretarial Audit Report.

13) DIRECTORS' RESPONSIBILITY STATEMENT:

In terms of Sections 134(3)(c) and 134(5) of the Companies Act, 2013, the Directors confirm that:

- a) in the preparation of the annual accounts for the financial year ended March 31, 2022, 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 and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for the year ended March 31, 2022;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and

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

14) CORPORATE GOVERNANCE:

As per Regulation 34(3) read with Schedule V of the Listing Regulations, a separate section on Corporate Governance practices followed by the Company, together with a certificate from DVD & Associates, Pune confirming compliance, is set out separately under Corporate Governance Report.

15) POLICY FOR SELECTION, APPOINTMENT AND REMUNERATION OF DIRECTORS INCLUDING CRITERIA FOR THEIR PERFORMANCE EVALUATION:

In terms of Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, the Board of your Company, on recommendation of the Nomination and Remuneration Committee ("NRC"), had adopted a Nomination Policy titled as "Nomination & Remuneration Policy" pursuant to the requirements of Listing Regulations which inter alia includes the Company's policy on Board diversity, selection, appointment and remuneration of Directors, criteria for determining qualifications, positive attributes, independence of a Director and criteria for performance evaluation of the Directors. The Company has also amended this policy from time to time as per the amendments made to the Listing Regulations. The Nomination & Remuneration Policy as approved by the Board is uploaded on the Company's website at: <http://cardindia.com/wp-content/uploads/2019/05/Nomination-Remuneration-Policy-Revised.pdf>.

16) PERFORMANCE EVALUATION:

Regulation 4(2)(f)(ii)(9) read with Regulation 17(10) of the Listing Regulations, mandates that the Board shall monitor and review the Board evaluation framework and shall carry out performance evaluation of the Independent Directors. The Companies Act, 2013, states that a formal annual evaluation needs to be done by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013, states that the performance evaluation of independent directors shall be done by the entire Board of Directors, excluding the director being evaluated.

The performance evaluation of the Directors, the Board and its Committees was accordingly carried out based on the criteria laid down under the SEBI Circular dated January 5, 2017, for Performance Evaluation in the Nomination & Remuneration Policy and approved by the Board of Directors. Further details in respect of the criteria of evaluation has been provided in the Corporate Governance Report.

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors who also assessed the quality, quantity and timelines of flow of information between the Company management and the Board. Your directors express their satisfaction with the evaluation process.

17) PARTICULARS OF EMPLOYEES AS REQUIRED UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

During the year under review, none of the employees have drawn remuneration more than the limit prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and none of the employees hold (by himself or along with his spouse and dependent children) more than 2% of the equity shares of the Company. Hence, the requirement of disclosure under Section 197(12) of the Companies Act, 2013, is not applicable.

The details of Top 10 employees together with the remuneration drawn by them is annexed as Annexure – B to this Report.

18) PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 197(12) AND THE RELEVANT RULES:

- a) *The ratio of the remuneration of each Director to the median employee's remuneration for the financial year and such other details as prescribed is as given below:*

The Company did not have any Executive Director on its roll during the financial year 2021-22.

Therefore, the ratio required above is not applicable.

- b) *The percentage increase in remuneration of each Director, Manager, Chief Executive Officer, Chief Financial Officer or Company Secretary, if any, in the financial year:*

Name	% increase
Mr. Alok Misra Manager under the Companies Act, 2013 designated as Chief Executive Officer	The percentage increase of approximately 17% in the remuneration paid to Mr. Misra during the year was on account of performance linked payment as per the terms of his remuneration approved by the shareholders by way of special resolution in the Annual General Meeting held on July 29, 2019.
Mr. Chandrakant Dattatray Patil, Chief Financial Officer	The percentage increase of approximately 38% in the remuneration paid to Mr. Patil includes payment made to Mr. Patil towards his annual appraisal for the year 2021-22 and towards the performance linked payment for the said financial year.
Mr. Amogh Barve Company Secretary	The percentage increase of approximately 64% in the remuneration paid to Mr. Barve during the year 2021-22 was on account of one-time arrears and towards the performance linked payment for the said financial year.

- c) *The percentage increase in the median remuneration of employees in the financial year:
There was an increase of approximately 5% in the median remuneration of employees in the financial year.*

- d) *The number of permanent employees on the rolls of the Company as on March 31, 2022: 229*

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

Increase in the average percentile in the salaries of employees other than managerial personnel is approximately 14% whereas average increase in the managerial remuneration is approximately 17%. There is a marginal increase of approximately 3% in the managerial remuneration as compared to the average salaries of other employees, which considering the skills and expertise of the Key Managerial Personnel, commensurate with the industry practices.

- f) *The remuneration has been paid to all the employees of the Company in accordance with the Nomination & Remuneration Policy of the Company.*

19) PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SECTION 188(1) OF THE COMPANIES ACT, 2013:

All the transactions with related parties are in the ordinary course of business and at arm's length basis; and therefore, disclosure in Form AOC-2 is not required.

Pursuant to the Amendment Regulations, the Company revised its "Policy on Related Party Transactions" wherein the threshold limit on Related Party Transactions was amended to 10% during a financial year. The revised Policy on Related Party Transactions as approved by the Board is uploaded on the Company's website at: <http://cardindia.com/wp-content/uploads/2018/01/ICC-Policy-on-Related-Party-Transactions.pdf>.

20) DEPOSITS:

During the year 2021-22, the Company did not accept any deposit from public within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014

21) PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

- During the year under review, no loans or guarantees were given pursuant to the provisions of section 186 of the Companies Act, 2013. ICCIAL, wholly owned subsidiary of the Company, repaid the entire short-term loan given to them amounting to Rs. 90 lakhs.
- During the year under review, in compliance with the provisions of section 186 of the Companies Act, 2013, the Company invested in the Equity Share Capital of ICC International Agencies Limited

(ICCIAL), Wholly Owned Subsidiary of the Company a sum of Rs. 1,49,99,450/- (Rupees One Crore Forty-Nine Lakhs Four Hundred Fifty Only) by subscribing 13,04,300 Equity Shares of face value of Rs.10/- each at an issue price of Rs. 11.50/- per equity share (including securities premium of Rs. 1.50/- per equity share) by participating under Rights Issue of ICCIAL.

- In compliance with the provisions of section 186 of the Companies Act, 2013, the Board of Directors of the Company in its meeting held on June 27, 2022 approved the proposal of acquiring balance 40% equity stake in Garnett Wire Ltd., UK – foreign subsidiary of the Company, from its Joint Venture Partner – Joseph Sellers & Son Limited.

22) SIGNIFICANT AND MATERIAL ORDERS:

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

23) ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Company is giving due consideration to the conservation of energy and all efforts are being made to properly utilize the energy resources. The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014, is annexed as Annexure - C to this Report.

24) MAINTENANCE OF COST RECORDS AND APPLICABILITY OF COST AUDIT:

The Company has a costing system to help control costs and to take decisions on pricing. Pursuant to Notification No. G.S.R. 725 (E) dated July 31, 2018 whereby the Companies (Accounts) Amendment Rules, 2018 were notified, the Company is maintaining the Cost Records under sub-section (1) of Section 148 of the Companies Act, 2013.

25) ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

The Company operates in ERP environment and has implemented the Oracle System for the purpose of "Internal Financial Controls" within the meaning of the explanation to Section 134(5)(e) of the Companies Act, 2013, read with Rule 8(5)(viii) of the Companies (Accounts) Rules, 2014. The Company has laid down internal financial controls, which are adequate and were operating effectively and the Board of Directors has adopted necessary internal control policies and procedure for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding its assets, prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and timely preparation of reliable financial information.

The Board of Directors is of the opinion that for the year ended March 31, 2022, the Company has sound internal financial controls commensurate with the nature and size of the business operations of the Company.

26) REPORTING OF FRAUDS:

There was no instance of any fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or Board under Section 143(12) of the Act and the rules made thereunder.

27) APPLICATION UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016:

During the year under review, the Company has neither made any application under Insolvency and Bankruptcy Code, 2016 nor there any proceedings pending against the Company under Insolvency and Bankruptcy Code, 2016.

28) DETAILS OF ONE-TIME SETTLEMENT WITH THE BANK OR FINANCIAL INSTITUTION TOGETHER WITH DETAILS OF VALUATION:

As on March 31, 2022, the Company has not borrowed any money from any Bank or Financial Institution nor the Company has entered into any one-time settlement with any Bank or Financial institution during the year, and hence the requirement of providing details as stated under Rule 8(5) the Companies Accounts Rules, 2014 regarding the difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions alongwith the reasons thereof does not apply to the Company.

29) RISK MANAGEMENT :

The Company has in place a Risk Management System which takes care of risk identification, assessment and mitigation. There are no risks which in the opinion of the Board threaten the existence of the Company. Risk factors and its mitigation are covered extensively in the Management Discussion and Analysis Report forming part of this Report.

30) EXTRACT OF ANNUAL RETURN:

Pursuant to Section 92(3) read with Section 134(3)(a) of Companies Act, 2013, a copy of Annual Return for the financial year 2020-21 is available on the website of the Company at <https://cardindia.com/wp-content/uploads/2022/04/Annual-Return-Form-MGT-7-F.Y.-2020-21.pdf> and a copy of Annual Return for the financial year 2021-22 will be made available on the website of the company after submission of the same to the Registrar of Companies.

31) CORPORATE SOCIAL RESPONSIBILITY (CSR):

Your Company has constituted CSR Committee considering the requirements of the Companies Act, 2013. Details regarding constitution of the Committee and its meetings have been provided in the Corporate Governance Report.

Considering the threshold requirements specified under Section 135(1) of the Companies Act, 2013, the Company was not liable for CSR spending as specified under Section 135(5) of the Companies Act, 2013, for the financial year 2021-22 and hence, has not spent any amount on CSR activities during the financial year 2021-22.

32) POLICY ON PREVENTION OF SEXUAL HARASSMENT:

The Company has in place Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment and to conduct regular awareness programs. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

During the financial year 2021-22, no complaints were received regarding sexual harassment.

33) DISCLOSURE UNDER SECTION 134(3)(I) OF THE COMPANIES ACT, 2013:

Except as stated above and disclosed elsewhere in this Report, no material changes and commitments have occurred between the end of the financial year of the Company and date of this Report which can affect the financial position of the Company.

34) SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI):

The Company complies with the Secretarial Standards issued by ICSI, one of the premier professional bodies in India.

35) CHANGES IN THE NATURE OF BUSINESS:

There were no changes in the nature of business during the financial year under review.

34) APPRECIATION:

Your directors place on record their sincere thanks and appreciation for the continued support extended by Central and State Governments, bankers, customers, suppliers and members. Your Board would like to record its sincere appreciation to the employees for the dedicated efforts and contribution in playing a significant part in the Company's operations.

For and on behalf of the Board of Directors

Prashant Trivedi
Chairman
(DIN : 00167782)

Place : Tanzania
Date : August 11, 2022

ANNEXURE – A

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2022

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

To,
The Members
The Indian Card Clothing Company Limited
"Katariya Capital", A-19, Vidyut Nagar Society,
Lane No. 5, Koregaon Park, Pune 411001

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by M/s. The Indian Card Clothing Company Limited (hereinafter called "the Company").

The Secretarial Audit was conducted for the period from 1st April 2021 to 31st March 2022, in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances of the Company and expressing our opinion thereon. We have been engaged as Secretarial Auditors of the Company to conduct the Audit of the Company to examine the compliance of Companies Act and the laws specifically listed below.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2022 according to the provisions of the following list of laws and regulations as amended from time to time. The following are our comments on the same:

- (i) The Companies Act, 2013 (the Act) and the Rules made there under:

The Company has satisfactorily complied with the provisions of the Companies Act, 2013 and the Rules made there under and there are no discrepancies observed by us during the period under review.

- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under:

The Company has complied with the provisions of The Securities Contracts (Regulation) Act, 1956 ('SCRA').

- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under:

The Company is a listed public company the shares are in dematerialised form and the Company has complied with the provisions of The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.

- (iv) The Company has satisfactorily complied with the provisions of the Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings and there are no discrepancies observed by us during the period under review.

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

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not applicable for the period under review);
- (e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable for the period under review); and

- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable for the period under review);
- (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2018 regarding the Companies Act and dealing with client;
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable for the period under review);
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company is a listed Company and provisions of Regulations and Guidelines mentioned above and prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are duly complied by the Company.

I further report that, as per the opinion of the officers of the Company and information provided by them there are no specific applicable laws on the basis of activities of the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. The Company has duly complied with the Secretarial Standards for the period under review.
- (ii) The Listing Agreement entered into by the Company with BSE Limited and National Stock Exchange of India Limited, Mumbai in respect of Shares issued by the Company and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that: -

There are adequate systems and processes in the company commensurate with its size & operation to monitor and ensure compliance with applicable laws including general laws, labour laws, competition law and environmental laws.

The Board of Directors of the Company is duly constituted with proper balance of executive and non-executive Directors and appointment of Independent Directors as required by Section 149 of the Companies Act, 2013.

Adequate notice is given to all directors about the Board and Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting. All decisions at Board and Committee Meetings were carried out with requisite majority as recorded in the minutes of the meetings of the Board of Directors.

We further report that during the audit period no major decisions, specific events/ actions have occurred which has a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

**FOR DVD & ASSOCIATES
COMPANY SECRETARIES**

Devendra Deshpande
FCS No. 6099 CP No. 6515 PR NO: 1164/ 2021

Place: Pune
Date: 29/05/2022
UDIN: F006099D000417281

ANNEXURE A

**To,
The Members
The Indian Card Clothing Company Limited**
"Katariya Capital", A-19, Vidyut Nagar Society,
Lane No. 5, Koregaon Park, Pune 411001

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, 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 efficiency or effectiveness with which the management has conducted the affairs of the Company.

**FOR DVD & ASSOCIATES
COMPANY SECRETARIES**

DEVENDRA DESHPANDE
FCS No. 6099
CP No. 6515

**Place : Pune
Date : 29/05/2022**

ANNEXURE – B

**DETAILS OF TOP TEN EMPLOYEES AS ON MARCH 31, 2022, AS REQUIRED UNDER RULE 5(2) OF THE COMPANIES
(APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

Sr. No.	Employee Name	Designation	Remuneration Received (Rs. in Lakh)	Nature of Employment	Qualifications	Experience (in years)	Date of Commencement of Employment	Age of the Employee (in years)	Last Employment before joining the Company
1	Alok Misra	Chief Executive Officer	115.45	Permanent Employee	B Tech. (Chem)	33	May 7, 2019	56	Polycab India Limited
2	Amogh Banve	Company Secretary and Head - Legal & Corporate Affairs	40.41	Permanent Employee	B. Com, LLB, CS	22	March 1, 2019	42	Mohammed Enterprises (Tanzania) Limited
3	Nitin Sharad Latkar	Plant Head	36.90	Permanent Employee	BE (Mech)	30	July 1, 2019	52	Upscale Solutions
4	Chandrakant Patil	Chief Financial Officer	29.73	Permanent Employee	CA (Inter), MBA	19	May 6, 2020	43	Delux Bearings Pvt. Ltd.
5	Vishal Upadhye	Head - HR & Administration	29.31	Permanent Employee	MBA (HR)	19	January 3, 2019	38	Genological Institute of America (GIA) India Pvt. Ltd.
6	Ashok Kumar Pal	Vice President - Product Development & Technical Support.	25.41	Permanent Employee	B.Sc. Tech (Textile Technology)	40	November 21, 1988	63	MMC Limited, Kolkata
7	Deviakumar S	Regional Head - South Zone & Head Export	21.85	Permanent Employee	Dip. (Text), BBA	35	January 22, 1999	52	G.D. Textiles Pvt. Ltd.
8	Vivek Shirbhate	Manager – ISD	18.76	Permanent Employee	MSC (Comp)	18	May 10, 2017	49	Uniken India Pvt. Ltd.
9	Aksaykumar Sharma	Manager- Security & Executive Assistant to Chairman	17.95	Permanent Employee	MBA (HR)	13	Feb 10, 2020	34	Reliance Group Support Services Pvt. Ltd.
10	Prashant Kshirsaga	DGM – Quality	17.18	Permanent Employee	BE (Metallurgy)	15	February 1, 2021	38	Titus Industries, Rajkot

ANNEXURE – C

INFORMATION IN RESPECT OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Information as per Section 134(3)(m) of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014 ("Rules") for the year ended March 31, 2022 is as follows:

A) CONSERVATION OF ENERGY:

i) Steps taken or impact on conservation of energy:

Steps taken during the year 2021-22 towards conservation of energy are given below:

- Energy saving measures initiated on machines installed in the factory.
- Improved machine availability and productivity resulting in optimum utilization of resources.
- Removed all the leakages in the system to conserve the sources of energy.

The lower consumption of power and steps taken towards the conservation of energy as mentioned above have reduced energy consumption by Rs. 2.27 Lakh in the year 2021-22 as compared to financial year 2020-21.

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

The Company has taken steps to ensure zero discharge of water outside the plant area. During the year, the Company also controlled its diesel consumption and water consumption.

The Company continuously uses its best endeavor for identifying and utilizing alternate sources of energy. In this regard, the Company has started using the waste water coming out of RO Plant in the toilets and gardening area.

iii) Capital Investment on energy conservation equipment:

During the year under review, the Capital Investment on energy conservation equipments was made to the tune of Rs. 3 Lakh.

B) TECHNOLOGY ABSORPTION:

i) The efforts made towards Technology Absorption in the process:

Your Company continues to take consistent efforts towards Technology Absorption. The major steps taken during the year 2021-22 on Technology Absorption are as follows:

- Servo mechanism system fitted on machines for improving quality, productivity & reduce cost.
- Automatic quality control measures taken for improving quality of wires on punching machines.
- Installation of machines with improved technology for enhancing wire life.
- Developed auto wire sensing system in Tops setting machines.
- New Punching machine installed with 100% servo system for heavy section wires.

ii) The efforts made towards Technology Absorption in the products:

- Developed new design Tops for improving carding efficiency on latest generation of high production cards.
- Developed Lickerin wires with improved metallurgy for high production cards with special heat treatment process for enhanced life.

- Developed stationary flats with special treatment process to improve working life on high production cards.
- Developed new design Profiles and wires for fibre recycling machineries.
- Developed complete range of service machineries for Nonwoven cards in technical textile industries.

iii) The benefits derived like product improvement, cost reduction, product development or import substitution:

By process developments:

- Servo controls in machines has improved the perfection in machine operation, improving the quality, productivity and reduction of wastage.
- Automatic quality-check measures for wires processed on punching machines, has enabled checking of the wire during manufacturing process. This continuous auto checking process helped in improving the quality of output, while reducing deviations and wastages.
- Installation of machines for improved hardening process has helped in achieving better wear resistance of card clothing. Addition of this in-house capacity has improved the life of card clothing while maintaining consistency in the quality of output in a carding machine.
- In case of interruption in the feed system, auto wire sensing systems installed on Tops setting machines stops the machine to avoid wastages.
- For manufacturing of import substitute heavy duty wires used in blow room and fibre recycling Industry, punching machine with full servo control in drive systems has enabled to achieve a great improvement in tolerance in manufacturing.
- Improved Overall Equipment Effectiveness (OEE) of critical machines by 10% and reduction in variable overhead expenses by 1.3%.

By product developments:

- The new design Tops been developed to improve carding efficiency at higher production rate. The specific design enables the tops to open the fiber tufts efficiently while remaining unclogged with impurities. The resultant output quality of card at higher production rate is consistent and improved.
- Interlocking lickerin wires manufactured out of improved metallurgy and special heat treatment process, enabled to achieve higher life and consistent quality output. This has resulted in reducing maintenance activity and increasing productivity of the high production card.
- Stationary flats with special treatment process have enabled to improve the surface hardness of the wire points. Different surface treatment processes were introduced to suit for different applications. This has enabled to improve the quality, life of stationery flats working in very high production cards.
- For sustainable production in textiles, recycled fibre industry requires a wide range of heavy-duty metallic wires. Addressing the market requirement, the Company developed a local source for manufacturing of heavy-duty wires with new profiles used in fibre recycling industry, which were earlier imported from an overseas source. Various new design wires for both export and domestic markets has been developed out of this new profile.
- Complete range of service machineries has been developed for non-woven cards used in various segments of Technical Textile industries. This will enable easier maintenance of the carding machines, lowering the stoppages for frequent maintenance activity and increasing productivity of the cards.

Your Company plans to continue to carry out improvements in its manufacturing processes.

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

No technology was imported during the year or any time during the last three financial years.

v) The expenditure incurred on Research and Development (R&D) during the financial year 2021-22: Rs. 20.21 Lakhs.

C) FOREIGN EXCHANGE USED AND EARNED:

The details of Foreign Exchange used and earned during the year are as follows:

(Rs. in Lakh)

Used	418.37
Earned	1,319.56

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A) Industry Structure and Developments:

The Indian textile industry showed signs of recovery after the setback in the last two financial years due to the pandemic. The Indian textile spinning industry, which has one of the widest variety of yarn counts relies on the production of quality products at an optimum cost to differentiate itself. Good quality of card clothing is essential for achieving good quality of yarn and it is often said “carding is the heart of spinning”.

The spinning process of yarn involves opening of fibre tufts to remove impurities, aligning, i.e., parallelising of the fibres and then spinning the fibre stands in a yarn. The cleaning and aligning of the fibres are carried out on the first two process machineries i.e., Blow Room and Carding. Carding process involves extensive cleaning of impurities in fibre mixing and separation of fibres to individual level. This function of carding is carried out by moving surfaces covered with fine wire points, generally referred to as “Card Clothing”. In a typical carding machine, a large rotating main cylinder is covered with fine metallic teeth and a number of narrow cast iron or aluminium flat bars covered with flexible wire points which travel in an endless path on belts around a portion of the main cylinder. The main Cylinder and the flat bars clothed with “Card Clothing” perform carding action while working at a very close proximity and at a different surface speed. As the extent of individualisation and cleaning of fibres depends on the Card Clothing, it is an important input for the spinning mills to produce quality yarn.

All new Carding machines are supplied with Card Clothing, which on completion of its life is replaced with new Card Clothing. The re-clothing cycle of the Cards depends on production rate of the carding machine, utilisation of the machines and the total amount of fibre being processed. The volume of re-clothing depends on the installed /operational capacity of carding machines.

The area of cotton cultivation during the financial year 2021-2022 was approx. 123 lakh hectares which is less than last financial year by approximately 9 lakh hectares. The total cotton production during the year 2021-2022 was approx. 340 Lakh bales as against production of 352 lakh bales during the previous financial year 2020-2021. The average yield in kilograms per hectare improved from 451 to 468 in the financial year 2021-22 as compared to the previous year. [Figures are as estimated by the Committee on Cotton Production and Consumption (COCP) in its meeting held on 22.03.2022].

A large number of carding machines were made in-operational during the 2020-2021 financial year during the worst phase of the pandemic. However, the active cards in the domestic market increased by approximately 70% due to ease in Covid restrictions for manufacturing businesses. The cards were made operational in various segments; in the slow speed card segment, the operational card base increased by 74%; in the medium speed cards segment it increased by 90%; and in high production cards segment it increased by 50% as compared to the active cards in 2020-2021. (Source: ICC's proprietary data and analysis April 2022).

World-wide there are only a few reputed Spinning machinery manufacturers. In Europe, Rieter, Trützschler and Marzoli are manufacturing carding machines, in India it is Lakshmi Machine Works (LMW) who is engaged in the business of manufacturing carding machines. Companies like Crosrol shifted card manufacturing operations to China, while Saurer sourced carding machines manufactured in China. Both Rieter and Trützschler have manufacturing facilities in India. However, Rieter does not manufacture cards in India whereas Trützschler India manufactures specific card models which are different from the card models manufactured in Germany. Rieter, which owns Graf, supplies all its carding machines with Graf card clothing. Similarly, Trützschler supplies carding machines from Germany and India with Trützschler Card Clothing (TCC). The Indian manufacturer, Lakshmi Machine works manufactures cards and clothes cards from Lakshmi Card Clothing (LCC). The Cards manufactured in China uses both European and Chinese card clothing.

In the re-clothing market, for initial couple of re-clothing cycles, Graf and TCC are preferred for Rieter and Trützschler cards respectively, by mills due to annual maintenance contracts promoted by the carding machine manufacturers. Card Clothing companies like ICC and Groz – Beekert compete for market share of re-clothing for all carding machines with the OEM suppliers like Graf, TCC and LCC. Chinese Card Clothing, though cheaper in cost, do not meet spinning mills' expectations on quality front.

This year the company has made a robust growth in turnover by approximately 30% as compared to the previous financial year, while maintaining a constant gain in the market share. During the year, the Company was able to gain overall market share of approximately 1% as compared to the previous financial year due to

its prompt service, quicker delivery, acceptable quality at reasonable prices and introduction of new products in line with market needs. This has resulted in increase in volumes, as the total active cards increased significantly after the pandemic year.

B) SWOT Analysis:

Strengths

- Company is focused on Research and Development activities to innovate to develop new products and continuously improve the manufacturing processes
- A continual automation of fully installed and operational capacity at Nalagarh is ready to meet the market demand of high quality with minimum possible lead time for supplies.
- The Company is the pioneer in manufacturing card clothing for a wide variety of non-woven applications including technical textiles, which is a growing segment in the textile industry and an area, which the Government of India is supporting through Production Linked Incentive (PLI) Scheme for Textiles.
- A focus on the sustainable development in textiles includes recycling of the fibres. The company has lent its support to this effort by developing various types of Card Clothing for the recycling industries. A new range of heavy section wires for effective opening of recycled materials are getting well accepted in both domestic and export markets.
- Company provides solution for many technical problems related to carding faced by spinning mills through its institutional knowledge and vast experience.
- The Company is perceived as a "value for money" brand in the market.
- Strong brand re-call due to its presence in the market for over 60 years.
- Strong sales and service support in all major spinning centers in India as well as a wide distribution network. The Company has also established its own sales and service office in Turkey and Panipat.

Weaknesses

- The Company does not have a close association with a leading carding machine manufacturer neither in India nor overseas.
- Low-cost solutions offered by Chinese card clothing manufacturers with the strategy to gain market share in some south-east markets which are Company's stronghold.

Opportunities:

- New textile policy formulated by Government of India with an aim to attract large investment and employment generation in the textile sector to further boost domestic manufacturing and to create world class infrastructure at one place.
- Production linked incentive (PLI) scheme initiated worth Rs. 10,683 Crore for manmade fibre (MMF) products, MMF apparels and technical textile products over a period of five years.
- Reduction of customs duty on manmade fibres which will help to develop the non-woven and technical textiles.
- Opportunities arising out of development and high-quality new products and quality improvement initiatives taken by the Company.
- Expected growth in nonwoven and technical textile industry in India and overseas markets in which the Company has inherent product and application knowledge.
- The potential of unit volume growth in high production card market segments in which the Company has a lower share both in the domestic and export markets.
- Improved competitiveness of the Indian textile spinning industry relative to the Chinese textile industry.

Threats:

- Continuous increase in cotton prices due to strong global demand, diminishing stock of raw cotton, 10% import levy on cotton imposed during the financial year 2022-2023 and lower production of cotton in USA has pushed the global textile spinning industries in an uncertain situation.
- Continued threat of Covid-19 Pandemic and its overall impact on the industry.
- European card clothing manufacturers willing to reduce prices to capture market share in medium and high production card market.
- Competition from Chinese card clothing manufacturers who are endeavoring to position themselves as a value for money provider placing pressure on margins.

C) Operations

i) Product-wise Operational performance:

The Company has registered a growth in turnover of 30% as compared to the previous financial year. The Product-wise performance of the Company is as given below:

• Metallic:

The company's sale in Metallic sector increased by approx. 30% in the financial year 2021-22 as compared to the previous financial year, riding on a prominent growth of ProLyf sales by 77% as compared to the previous year

• Non-woven:

On account of demand from technical textiles, there was an increase in sales of the non-woven sector by approx. 18% in the financial year 2021-22 as compared to the previous financial year.

• Machines:

The mills restarted capital investments which resulted in increase in sales of Machines sector by approx. 76% in the financial year 2021-22 as compared to the previous financial year.

• Servicing:

The servicing revenue during the financial year 2021-22 increased by 31% in the financial year 2021-22 as compared to the previous year.

ii) Measures taken for improving the operational efficiency:

Better production planning and improvement in uptime of the machines in the plant helped the Company to improve Overall Equipment Effectiveness (OEE) of the machines.

In its continuous efforts to improve its operational efficiency principles of LEAN manufacturing were adopted. Various automation projects were undertaken during the year under review for the purpose of quality improvement of the products of the Company. In addition to this, various technical training sessions were conducted to consciously improve the operational efficiency. All this helped the Company to improve its delivery schedules and make timely supplies to its customers. Strict controls were also exercised to further improve cost rationalisation.

During the year, the team worked extensively on development of its new products, and its acceptability in super production card segment. Development and localisation of wires used in fibre recycling industry, which was earlier imported, has gained acceptability both in domestic and export markets resulting in substantial material cost savings.

D) Outlook:

Global economic recovery, which begun in the previous financial year, after the dampened demand due to the pandemic, has continued in the current financial year. Although, slow to pick up, the domestic textile sales has

gained momentum with a corresponding effect on textile spinning mills who supply to weavers supplying into the domestic market.

Indian export of textiles and garments has benefited from the ban on Chinese cotton by the USA and is likely to continue growing in the medium term. The readymade garment sector is expected to grow further, riding on favourable environment of reopening of offices, commercial premises and educational institutions.

With significant focus on health and hygiene due to the pandemic, the technical textile and non-woven industry is expected to grow. (Source: ICRA Report on Indian Cotton Spinning Industry Trends & Outlook, January 2021 and CRISIL tracker 29.3.22).

For increasing global competitiveness of the textile sector and with a view to making India a global hub of manufacturing under 'Make in India' initiative, the Government of India has initiated several export promotion and other policy initiatives which will benefit certain sectors of the Indian textile industry.

In view of the above, your Management is cautiously optimistic about the improvement in the present revenue levels in the coming financial year 2022-23. Further, the Company is fully focused on its efforts to carry out all round improvements in plant efficiency and productivity and develop new products for latest generation of carding machines.

E) Risks and Concerns:

The demand for Card Clothing in the re-clothing market is entirely dependent on the current operational capacity of carding machines, their production rate and consumption of fibre. Any slowdown in demand in the textile spinning industry, particularly cotton, directly impacts the prospects of the Company.

The Spinning Mills in India have faced following challenges during the financial year 2021-22:

- Steady increase in cotton price due to depleting stock and lower production in major cotton producing countries.
- Ongoing conflict between Russia and Ukraine causing an increase in the price of oil and its knock-on effects on the cost of transportation due to comparatively higher cost on power and fuel in India.
- Manufacturing cost of cotton garments and made ups in India is comparatively higher than other countries like Bangladesh and Vietnam.
- Loss of yarn export sale to Pakistan on account of trade barriers.
- Continued effect of Pandemic in different countries.

The card clothing industry depends on a limited number of suppliers for commodities like steel, cotton and rubber due to the criticality of raw material required for manufacturing card clothing. The card clothing manufacturers have very little control over such suppliers, since their volume of business is comparatively small for the suppliers. Apart from the risk associated with the volatility in raw material prices the Company is also exposed to other general risks related to volatility in Foreign Exchange rates, change in taxation structures, changes in interest rates, natural / manmade disasters, and political risks.

While tapping the growth opportunities, the major risks and areas of concern for the card clothing industry are, increasing input costs, high price of power and its inadequate supply and lack of infrastructure among companies in small and very small-scale sector.

F) Internal control systems and their adequacy:

The Company has a proper and well-established accounting and auditing system covering all areas of operations. ERP has been strengthened and more rigorous processes have been instituted and the same is being monitored on continuous basis. The Company functions with Oracle R12 ERP system thereby enabling seamless operations. The Company has taken all the necessary steps in preparing its ERP System as well as other internal systems for its smooth functioning in the Goods and Service Tax (GST) era.

The Company has laid down internal financial controls, which are adequate and were operating effectively and the Board of Directors has adopted necessary internal control policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, safeguarding its assets,

prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and timely preparation of reliable financial information.

The Company's manufacturing facility has ISO 9001 certification, which is renewed from time to time.

A firm of auditors manned by technically and commercially qualified personnel carries out internal audit, of Nalagarh plant, which is followed up by discussion with each department, the Chief Executive Officer and in the Audit Committee. Wherever risks have been identified in processes or systems, these have been addressed by implementing a more robust process.

The Company has a costing system to help control costs and to take decisions on pricing. Pursuant to Notification No. G.S.R. 725(E) dated July 31, 2018 whereby the Companies (Accounts) Amendment Rules, 2018 were notified, the Company is maintaining the Cost Records under sub-section (1) of section 148 of the Companies Act, 2013. A certificate of a Practising Cost Accountant has been obtained certifying that the Company has maintained the Cost Records as per the statutory requirements mentioned above.

G) Financial performance and operational performance:

- **Standalone Financial Performance**

During the year under review, the Company earned a total revenue of Rs. 6,123.96 Lakh as against Rs. 4,770.70 Lakh in the previous year. The profit for the financial year 2021-22 has been Rs. 19,134.40 Lakh against loss of Rs. 88.84 Lakh for the financial year 2020-21.

- **Consolidated Financial Performance**

During the year under review, the Company along with its subsidiaries achieved a total consolidated revenue of Rs. 7,220.21 Lakh for the year ended March 31, 2022, as against Rs. 5,720.25 Lakh for the previous year ended March 31, 2021. The consolidated profit after tax for the year under review has been Rs. 19,066.73 Lakh as against consolidated loss after tax of Rs. 244.35 Lakh for the previous year.

H) Material developments in Human Resources / Industrial Relations:

Industrial relations of the Company were cordial throughout the year. Your Company recognises the need for a strong, dynamic and motivated Human Resources. Over the years Company has maintained consistency in its efforts in training and developing its human resource to sustain in the increasing competition.

I) Key financial ratios, significant changes therein and its explanation:

Particulars	2021-22	2020-21	Remarks
Debtors Turnover Ratio	71 days	82 days	Debtors Turnover ratio improved due to better collection from debtors.
Inventory Turnover Ratio (includes entire Inventory)	123 days	205 days	Inventory turnover ratio improved due to higher consumption during the year, which resulted into decrease in inventory levels.
Interest Coverage Ratio	3.27 times	2.2 times	Interest coverage ratio has improved as the operating profit increased and the company repaid the Bank OD loan during the year under review.
Current Ratio	19.82 times	3.38 times	Current ratio increased as proceeds from sale of Land were mainly invested in Bank Fixed Deposit by the Company during the year under review.
Debt Equity Ratio	0.07 times	0.30 times	Debt- Equity ratio improved as profit on sale of land resulted into increase in Equity and Reserves.
Operating Profit Margin (%)	49.22%	51.58%	Small decrease in Operating Profit Margin is because of removal of old obsolete stock and due to an increase in finance cost on account of exchange loss on the ECB Loan
Net Profit Margin (%)	344.60%	-2%	Net Profit Margin improved as profit increased due to profit on sale of land during the year under review.

J) Return on net worth, significant changes therein and its explanation:

Return on net worth for the financial year 2020-21 was 1.22% as against 72.44% for the financial year under review. Return on net worth improved as the profit for the year under review increased due to profit on sale of land.

K) Cautionary Statement:

Statements in the Management Discussions and Analysis Report describing the Company's projections, estimations, expectation and predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from the expressed or implied. Important factors that would make a difference to the Company's operations include demand and supply conditions, raw material prices, changes in government regulations, tax regimes, competition and economic developments within and outside the country.

REPORT ON CORPORATE GOVERNANCE

Pursuant to the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015

1) COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's Corporate Governance Policy aims at ensuring transparency, accountability and integrity in all its operations and in its relations with all the stakeholders (i.e. investors, customers, employees, suppliers and Government) with a view to increase value for all of them.

2) BOARD OF DIRECTORS:

a) Composition:

As on March 31, 2022, the strength of the Board of Directors was Seven(7) and all the Directors are Non-Executive Directors including a Woman Director. Out of the total number of Directors, four (4) are Independent Directors who constitute more than one-half of the total strength of the Board. The Company is in compliance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") in respect of Corporate Governance, taking into account the exemption given under Regulation 15(2) (a) of the Listing Regulations.

Further, Mr. Jyoteendra Kothary (DIN : 00015254), an Independent Director, ceased to be the Director of the Company due to expiry of his second term as an Independent Director of the Company with effect from July 31, 2022. Even after the cessation of the term of Mr. Kothary as an Independent Director of the Company, the Company continues to comply with the mandatory requirements related to composition of the Board of Directors as required under Regulation 17 of the Listing Regulations.

b) Meetings of the Board of Directors:

During the financial year 201-22, six (6) meetings of the Board of Directors of your Company were held. They were held on: April 17, 2021, June 24, 2021, August 12, 2021, November 12, 2021, January 20, 2022 and February 12, 2022.

c) Director's attendance record and other directorships held:

The composition, category of the Board of Directors, details regarding the attendance of the Directors at the Board Meetings and the Annual General Meeting held during the financial year 2021-22, along with the details in respect of Directorships and Committee positions of each director in other public limited companies where they are members/chairman, are presented in the following table:

Name of the Director	Category of Directorship	Board Meetings attended	AGM attended	No. of Directorships in other Indian public limited Companies	Committee Memberships in other Indian public limited companies*	Chairman ship held out of the Committees shown in column no. **	Inter-se relationship between the Directors
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Mr. Prashant Trivedi (DIN: 00167782)	Chairman Non-Executive Non-Independent (Promoter Group)	5	Yes	-	-	-	Brother of Mr. Mehul Trivedi
Mr. Mehul Trivedi (DIN: 00030481)	Non-Executive Non-Independent (Promoter Group)	6	Yes	1	1	0	Brother of Mr. Prashant Trivedi
Mr. Sanjeevkumar Karkamkar (DIN: 00575970)	Non-Executive Non-Independent	6	Yes	1	1	0	-
Mr. Jyoteendra Kothary (DIN: 00015254)	Independent	6	Yes	3	5	2	-
Mr. Sudhir Merchant (DIN: 00033406)	Independent	6	Yes	2	4	2	-
Dr. Sangeeta Pandit (DIN: 06748608)	Independent	5	Yes	1	0	-	-
Mr. Darshan Bhatia (DIN: 08257246)	Independent	6	Yes	0	-	-	-

*includes only chairmanship/membership of Audit Committee and Stakeholders Relationship Committee.

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None of the Directors on the Board is a member of more than ten (10) committees and Chairman None of the Directors on the Board is a member of more than ten (10) committees and Chairman of more than five (5) committees across all the public companies in which they are Directors.

d) Name of other listed entities where Directors of the company are Directors and the category of Directorship:

Sr. No.	Name of Director	Name of listed entity in which concerned Director is a Director	Category of Directorship
1	Mr. Prashant Kunjbihari Trivedi	-	-
2	Mr. Mehul Kunjbihari Trivedi	-	-
3	*Mr. Jyoteendra Mansukhlal Kothary	**Harrisons Malayalam Ltd.	Non-Executive - Independent Director
4	Mr. Sudhir Ajitkumar Merchant	TCPL Packaging Limited	Non-Executive - Independent Director
5	Dr. Sangeeta Sanjeev Pandit	Seamec Limited	Non-Executive - Independent Director
6	Mr. Darshan Vijaysinh Bhatia	-	-
7	Mr.Sanjeevkumar Walchand Karkamkar	-	-

* Ceased to be the director with effect from July 31, 2022.

** Resigned from the Board of Harrisons Malayalam with effect from July 22, 2022

e) Code of Conduct:

Your Company's Board of Directors has prescribed a Code of Conduct for all Board Members and the Company's Senior Management. The Code of Conduct is available on your Company's website www.cardindia.com.

All the Board Members and the Senior Management personnel of your Company have affirmed their compliance with the Code of Conduct for the year ended March 31, 2022. A declaration by the Director confirming that all the Board members and senior management personnel have affirmed compliance with the code of conduct of the Company and that they have not come across any instance of non-compliance of the Code during the year ended March 31, 2022, is included in the certificate issued by the Chief Executive Officer and the Chief Financial Officer on the financial statements and other matters of the Company for the financial year ended March 31, 2022, which is enclosed as Attachment – I to this Report on Corporate Governance.

f) Skills/ Expertise/ Competence of the Board of Directors:

Skills/ Expertise/ Competence	Name of the Directors possessing such Skills/Expertise/Competence
Technical/ Professional skills and specialized knowledge in relation to Company's business (Card Clothing and Realty)	Mr. Prashant Trivedi Mr. Mehul Trivedi Mr. Sanjeevkumar Karkamkar
Knowledge of Company's business policies, culture (including the Mission, Vision and Values), major risks/ threats and potential business opportunities in the industry in which the Company operates	All directors
Financial and Management skills	All directors
Marketing Strategy, Competitive Analysis, Innovation and Research and Development	Mr. Prashant Trivedi Mr. Mehul Trivedi Mr. Sanjeevkumar Karkamkar
Corporate Governance, Human Resource Development, Administration	All directors

Your Board of Directors hereby confirm that the independent directors fulfill the conditions specified under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

3) AUDIT COMMITTEE:

a) Brief Description and Terms of Reference:

The Audit Committee of the Company has been constituted in line with the provisions of Regulation 18 of the Listing Regulations, read with Section 177 of the Companies Act, 2013.

The terms of reference of the Audit Committee as amended from time to time are stated below in brief:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Recommending to the Board the appointment, re-appointment and if required, the replacement or removal of the statutory auditors and the fixation of audit fees and confirm their independence.
- Approval of payment to statutory auditors for any other services rendered, if authorised by the Board.
- Review with the management, the quarterly financial statements before submission to the Board for approval and secure certificate from CFO in terms of Regulation 17(8) of the Listing Regulations.
- Evaluate internal financial controls and risk management systems.
- Review with the management, performance of statutory and internal auditors and adequacy of the internal control systems.
- Reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the effective date of the Amendment Regulations.
- Any other terms of reference as may be included from time to time in the Listing Regulations.

b) Composition and attendance at the Audit Committee meetings:

The Audit Committee currently comprises of three(3) members and all of whom are Independent Directors.

During the year under review five(5) meetings of the Audit Committee were held, viz., June 24, 2021, August 12, 2021, November 12, 2021, January 20, 2022, February 12, 2022.

The composition of the Audit Committee as on March 31, 2022 and attendance of members in the meetings held during the financial year 2021-22 is as under:

Name of the Member	No. of meetings attended
Mr. Jyoteendra Kothary (Chairman)	5
Mr. Sudhir Merchant (Member)	5
Dr. Sangeeta Pandit (Member)	5

The Company Secretary is the Secretary of the Committee.

Considering cessation of the term of Mr. Jyoteendra Kothary (DIN : 00015254) as an Independent Director of the Company with effect from July 31, 2022, the Board of Directors of the Company in its meeting held on August 11, 2022 reconstituted the Audit Committee in compliance with Regulation 18 of the Listing Regulations as per the details given below:

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No.	Name of the Member	Designation
1.	Mr. Sudhir Merchant	Chairman (Independent Director)
2.	Dr. Sangeeta Pandit (Member)	Member (Independent Director)
3.	Mr. Darshan Bhatia (Member)	Member (Independent Director)

4) NOMINATION & REMUNERATION COMMITTEE:

a) Brief Description and Terms of Reference:

The Nomination & Remuneration Committee looks after the due diligence and recommendation process for appointment/re-appointment of Directors, evaluation of performance of Directors and remuneration to CEO and other Key Managerial Personnel of the Company and monitoring of the Nomination & Remuneration Policy of the Company. The terms of reference of the Nomination & Remuneration as amended from time to time are stated below in brief:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to, the remuneration of the directors, key managerial personnel and other employees;
- For every appointment of an independent director, the Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description.
- Formulation of criteria for evaluation of performance of Independent Directors and the Board;
- Devising a policy on Board diversity;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
- Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors; and

b) Composition and attendance at the Nomination & Remuneration Committee meetings:

The Nomination & Remuneration Committee comprises three (3) members and all are Independent Directors.

During the year under review one(1) meeting of the Nomination & Remuneration Committee was held on June 24, 2021.

The composition of the Nomination & Remuneration Committee as on March 31, 2022 and attendance of members in the meetings held during the financial year 2021-22 is as under:

Name of the Member	No. of meetings attended
Mr. Sudhir Merchant (Chairman)	1
Mr. Jyoteendra Kothary (Member)	1
Mr. Sanjeevkumar Karkamkar (Member)	1

The Company Secretary is the Secretary of the Committee.

Considering cessation of the term of Mr. Jyoteendra Kothary (DIN : 00015254) as an Independent Director of the Company with effect from July 31, 2022, the Board of Directors of the Company in its meeting held on August 11, 2022 reconstituted the Nomination and Remuneration Committee in compliance with Regulation 19 of the Listing Regulations as per the details given below:

No.	Name of the Member	Designation
1.	Mr. Sudhir Merchant	Chairman (Independent Director)
2.	Mr. Darshan Bhatia	Member (Independent Director)
3.	Mr. Mehul Trivedi	Member (Non-Independent Non-Executive Director)

c) Nomination & Remuneration Policy:

The Board of Directors of the Company has adopted a Nomination & Remuneration Policy in terms of the provisions of the Companies Act, 2013 and the Listing Regulations and in order to harmonize the aspirations of human resources consistent with the goals of the Company which interalia includes the Company's policy on Board Diversity, selection, appointment and remuneration of directors, criteria for determining qualifications, positive attributes, independence of a director and criteria for performance evaluation of the Directors.

During the year, the Board carried out an Annual Evaluation of its own performance and the performance of individual Directors, as well as evaluation of Committees of the Board in its meeting held on June 24, 2021.

The Nomination and Remuneration Committee (NRC) has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors.

d) Remuneration to Directors:

The Company pays remuneration by way of salary, variable pay, perquisites and allowances to its Manager.

The remuneration paid to the Manager is in line with the provisions of the Companies Act, 2013 and Schedule V attached thereto.

All Non-Executive Directors of the Company receive sitting fees for each meeting of Board and Committee thereof attended by them. Pursuant to approval of the members accorded in the Annual General Meeting held on August 1, 2013, the net profits of the Company, not exceeding 1%, are distributable as commission, amongst the Non-Executive Directors considering the special services and efforts rendered by them and their attendance of the Board Meetings. Other than sitting fees, no other remuneration is paid to the Non-Executive Directors during the financial year.

Further, the Board has revised the sitting fees to be paid to the Independent Directors for attending each meeting of the Board of Directors and/or any Committee thereof, with effect from April 1, 2022 as per the details given below:

Name of the Member	Sitting Fees per meeting
Meeting of Board of Directors	Rs. 75,000/-
Meeting of Audit Committee	Rs. 37,500/-
Meeting of Nomination and Remuneration Committee	Rs. 15,000/-
Meeting of Independent Directors	Rs. 10,000/-
Meeting of Stakeholders Relationship Committee, Corporate Social Responsibility Committee and any other committee of the Board	Rs. 10,000/-

The details of remuneration paid/payable to Directors of the Company during the financial year 2020-21 are as under:

THE INDIAN CARD CLOTHING COMPANY LIMITED

(Rupees in Lakhs)

Particulars of Remuneration	Name of Directors							Total Amount
	Mr. Prashant Trivedi	Mr. J.M. Kothary	Mr. Sudhir Merchant	Dr. Sangeeta Pandit	Mr. Darshan Bhatia	Mr. Mehul Trivedi	Mr. S. Karkamkar	
Independent Directors and other Non-Executive Directors								
∫ Fees for attending the Board Meetings	1.55	3.55	3.50	3.00	1.80	1.85	2.00	17.25
∫ Commission	-	-	-	-	-	-	-	-
∫ Others – Consultancy Fee	-	-	-	-	-	-	-	-
Total Managerial Remuneration	-	-	-	-	-	-	15.00	15.00
Ceiling as per the Act	1.00/ Meeting	1.00/ Meeting	1.00/ Meeting	1.00/ Meeting	1.00/ Meeting	1.00/ Meeting	1.00/ Meeting	1.00/ Meeting

None of the Directors has any pecuniary relationships or transactions with the Company except by way of sitting fees paid to Non-Executive Directors.

Your Company presently does not have performance linked incentives for its Directors. No severance fee is payable.

5) STAKEHOLDERS' RELATIONSHIP COMMITTEE:

a) Brief Description and Terms of Reference:

The brief terms of reference of the Stakeholders' Relationship Committee as amended from time to time are as follows:

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

b) Composition and attendance at the Stakeholders' Relationship Committee meetings:

The Stakeholders' Relationship Committee comprised of three (3) members and two (2) of them were Independent Directors.

During the year under review one (1) meeting of the Stakeholders' Relationship Committee was held, on June 24, 2021.

The composition of the Committee as on March 31, 2022 and attendance of members in the meetings held during the financial year 2021-22 are as under

Name of the Member	No. of meetings attended
Mr. Jyoteendra Kothary (Chairman)	1
Mr. Mehul Trivedi (Member)	1
Mr. Sanjeevkumar Karkamkar (Member)	1

Mr. Amogh Barve, Company Secretary and Head Legal & Corporate Affairs is also the Secretary of the Committee and Compliance Officer of the Company.

Considering cessation of the term of Mr. Jyoteendra Kothary (DIN : 00015254) as an Independent Director of the Company with effect from July 31, 2022, the Board of Directors of the Company in its meeting held on August 11, 2022 reconstituted the Stakeholders' Relationship Committee in compliance with Regulation 20 of the Listing Regulations as per the details given below:

No.	Name of the Member	Designation
1.	Dr. Sangeeta Pandit	Chairperson (Independent Director)
2.	Mr. Mehul Trivedi	Member (Non-Independent Non-Executive Director)
3.	Mr. Sanjeevkumar Karkamkar	Member (Executive Director)

Details regarding shareholders' complaints received by the Company during the financial year 2021-22 together with the status on its disposal is given below:

Shareholders' complaints received during the quarter ended	No. of complaints received	No. of complaints disposed-off during the quarter	Balance complaints
June 30, 2021	2	2	00
September 30, 2021	0	0	0
December 31, 2021	0	0	0
March 31, 2022	0	0	

6) CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:

a) Brief Description and Terms of Reference:

The roles and responsibilities of the Committee are briefly stated below:

- Formulate and recommend to the Board, a CSR policy;
- Recommend the amount of expenditure incurred on the activities as mentioned in Schedule VII of the Companies Act, 2013; and
- Monitor the CSR policy from time to time.

b) Composition and attendance at the CSR committee meeting:

The Board has constituted a CSR Committee consisting of the following members:

Name of the Member	No. of meetings attended
Mr. Prashant Trivedi	Chairman (Non-Independent Non-Executive Director)
Mr. Mehul Trivedi	Member (Non-Independent Non-Executive Director)
Mr. Sudhir Merchant	Member (Independent Director)

The Company Secretary is the Secretary of the Committee.

The CSR Committee did not meet during the year.

Considering the threshold requirements specified under Section 135 of the Companies Act, 2013, the Company was not liable to spend for CSR activities for the financial year 2021-22 and hence, has not spent any amount thereof.

7) INVESTMENT COMMITTEE:

a) Brief Description and Terms of Reference:

THE INDIAN CARD CLOTHING COMPANY LIMITED

The Investment Committee is authorized to invest surplus funds of the Company in shares, debentures, bonds and other recognized securities of companies in government securities, bonds issued by public sector companies / corporations or in units issued by recognized mutual funds for cash in one or more tranches upto an aggregate amount not exceeding Rs. 225 Crores in a single security or in multiple securities.

b) Composition and attendance at the Investment Committee meeting:

The Investment Committee comprise of three (3) members out of which two (2) were Independent Directors.

During the year under review one (1) meeting of the Investment Committee was held, on February 12, 2022.

The composition of the Committee as on March 31, 2022 and attendance of members in the meetings held during the financial year 2021-22 are as under:

Name of the Member	No. of meetings attended
Mr. Jyoteendra Kothary (Chairman)	1
Mr. Sudhir Merchant (Member)	1
Mr. Prashant Trivedi (Member)	1

Considering cessation of the term of Mr. JyoteendraKothary (DIN : 00015254) as an Independent Director of the Company with effect from July 31, 2022, the Board of Directors of the Company in its meeting held on August 11, 2022 reconstituted the Investment Committee as per the details given below:

No.	Name of the Member	Designation
1.	Mr. Prashant Trivedi	Chairman (Non-Independent Non-Executive Director)
2.	Mr. Sudhir Merchant	Member (Independent Director)
3.	Mr. Sanjeevkumar Karkamkar	Member (Non-Independent Non-Executive Director)

8) MEETING OF THE INDEPENDENT DIRECTORS:

A separate meeting of the Independent Directors of the Company as per the requirements of Schedule IV of the Companies Act, 2013 and Regulation 25(3) of the Listing Regulations was held on June 24, 2021, without the attendance of Non-Independent Directors and the members of the management, interalia, to discuss the following:

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

All the independent Directors were present at the meeting.

9) PERFORMANCE EVALUATION:

Pursuant to the provisions of the Companies Act, 2013, read with Regulation 4(2)(f)(ii)(9) and Regulation 17(10) of the Listing Regulations, the performance evaluation of the Directors, the Board and its Committees was carried out based on the criteria / manner approved by the Nomination & Remuneration Committee and approved by the Board of Directors.

The revised criteria / manner for evaluation as recommended by the Nomination & Remuneration Committee and approved by the Board in its meeting held on February 11, 2017, is as stated below:

A) Criteria / Manner of Performance Evaluation of the Board:

- Structure of the Board covering the following:
 - Competency of directors
 - Experience of directors
 - Mix of qualifications of directors
 - Diversity in Board under various parameters
 - Process of appointment to the Board.
- Meetings of the Board covering the following:
 - Regularity and frequency of meetings
 - Quality of agenda
 - Quality of discussions at the meeting
 - Recording of dissent of director at the meeting
 - Proper recording of minutes
- Key responsibilities and functions of the Board covering the following:
 - Roles and responsibilities of the Board as defined under the statute
 - Strategy and performance evaluation
 - Governance and compliance
 - Evaluation of Risks
 - Investor Grievance redressal
 - Conflict of interest
 - Stakeholder value and responsibility
 - Corporate culture and values
 - Review of Board evaluation
 - Facilitation of independent directors
- Board and Management:
 - Evaluation of performance of the management and feedback
 - Independence of the management from the Board
 - Access of the management to the Board and vice versa
 - Adequate Secretarial support for conducting Board Meetings
 - Availability of funds for the meetings, for seeking expert(s) opinion, etc.
 - Succession plan
- Professional development:
 - Adequacy of induction and professional development programs made available to new and old directors.
 - Training of continuing directors to ensure that the members of the Board are kept up to date.

B) Criteria / Manner of Performance Evaluation of the Committees:

- Mandate and composition of the Committee
- Effectiveness of the Committee
- Structure of the Committee and its meetings
- Independence of the Committee from the Board
- Contribution to decisions of the Board

C) Criteria / Manner of Performance Evaluation of Individual Directors:

- Qualifications, experience, knowledge and competency of the director
- Understanding and fulfillment of the functions assigned by the Board and by the law
- Ability to function as a team and to take initiative with respect to various areas
- Attendance of the director at the meetings
- Adequate Commitment of director towards the Board and the entity
- Contributions made by the director at the Meetings of the Board and of the Committees
- Performance characteristics of the Director such as integrity and commitment to the Board and the Company, acting in good faith, exercising reasonable care, skill and diligence, independent judgment and

avoiding conflict of interest situation.

In case of a chairperson, additional consideration to be given to:

- Effectiveness of leadership and ability to steer the meetings
- Impartiality in conducting discussions, seeking views and dealing with dissent
- Commitment and ability to keep shareholders' interests in mind during discussions and decisions.

10) FAMILIARIZATION PROGRAMME FOR THE INDEPENDENT DIRECTORS:

Pursuant to provisions of Regulation 25(7) of the Listing Regulations, during the year 2020-21, the Company prepared and pursued the Familiarization Programme for Independent Directors as hosted on Company's website at:

<https://cardindia.com/wp-content/uploads/2021/06/Details-of-Familiarisation-Programme-imparted-to-Independent-Directors-during-the-year-2020-21.pdf>

11) ADDITIONAL INFORMATION REQUIRED UNDER REGULATION 36 OF THE LISTING REGULATIONS:

Additional information as required under Regulation 36(3) of the Listing Regulations in respect of Director seeking appointment / re-appointment is provided as **Attachment – I** to the Notice convening 68th Annual General Meeting.

12) DISCLOSURES:

a) **Materially Significant Related Party Transactions (“RPT”):**

All related party transactions form part of the Notes to the Financial Statements.

The above materially significant related party transaction does not have any potential conflict with the interest of the Company.

The Register of Contracts containing transactions, in which Directors are interested, is placed before the Board regularly.

Pursuant to the Amendment Regulations, the Company revised its “Policy on Related Party Transactions” wherein the threshold limit on Related Party Transactions was amended to 10% of the annual consolidated turnover of the Company. The RPT Policy is placed on the Company's website at <http://cardindia.com/wp-content/uploads/2018/01/ICC-Policy-on-Related-Party-Transactions.pdf>

b) **Accounting Treatment:**

No treatment different from that prescribed in the Accounting Standards has been followed by the Company.

c) **Non-compliance of any requirement of Report on Corporate Governance of sub-paras (2) to (10) of Para C to Schedule V of the Listing Regulations:**

The Company has complied with all the requirements in this regard, to the extent applicable.

d) **Policy for determining material subsidiaries:**

The Company has disclosed the policy for determining material subsidiaries as per the requirement of Regulation 46(2)(h) of the Listing Regulations on its website: <http://cardindia.com/wp-content/uploads/2018/01/ICC-Policy-on-Material-Subsidiaries.pdf>

e) **Commodity Price Risk or Foreign Exchange Risk and Commodity Hedging Activities:**

Disclosure with respect to Commodity Price Risk or Foreign Exchange Risk and Commodity Hedging Activities is not applicable.

f) **Statutory Compliance, Strictures and Penalties:**

The Company has complied with rules and regulations prescribed by the Stock Exchanges, Securities and Exchange Board of India (“SEBI”) and any other statutory authority relating to capital market.

No penalties and/or strictures have been imposed on the Company by any Stock Exchange or SEBI or any statutory authority during the last three years.

Your Company has complied with all the mandatory requirements of the Listing Regulations specified under Regulations 17 to 27 to the extent applicable and clauses (b) to (i) of the sub-regulation (2) of Regulation 46 of the Listing Regulations.

g) Reconciliation of Share Capital:

Pursuant to Regulation 55(A) of the SEBI (Depositories and Participants) Regulations, 1996, Mr. S Anand S S Rao, Company Secretary in Practice carried out a Reconciliation of Share Capital Audit for the financial year 2021-22 to reconcile the total admitted capital with National Securities Depository Limited and Central Depository Services (India) Limited ("the Depositories") and the total issued and listed capital. The audit confirms that the total issued / paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares held with the Depositories in dematerialized form.

h) Vigil Mechanism:

The Company has established a vigil mechanism as per Regulation 22 of the Listing Regulations and oversees through the committee the genuine concerns expressed by the employees and other Directors. The Company has provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided the complainant direct access to the Chairman of the Audit Committee. The "Vigil Mechanism Policy", of the Company as amended from time to time is placed on the website of the Company at: <http://cardindia.com/wp-content/uploads/2019/03/Policy-on-Vigil-Mechanism-Revised-w.e.f.-01.04.2019.pdf>

i) Compliance Certificate under Regulation 17(8) of the Listing Regulations:

A compliance certificate from the Chief Executive Officer and the Chief Financial Officer of the Company, on the Financial Statements and other matters of the Company for the financial year ended March 31, 2022, is provided as Attachment – I to this Report on Corporate Governance

13) MEANS OF COMMUNICATION:

The Company's corporate website www.cardindia.com consists of Investor Relations section, which provides comprehensive information to the Shareholders.

Quarterly and annual financial results are published in one of the renowned English and Marathi dailies, viz. Indian Express and Loksatta respectively. The said results are also made available on the Company's website, www.cardindia.com. There is hardly any official news required to be released on website or even in Press.

The Company's Shareholding Pattern is filed on a quarterly basis with the Stock Exchanges and also displayed on the Company's website www.cardindia.com.

14) DISCRETIONARY REQUIREMENTS:

Pursuant to the Regulation 27(1) of the Listing Regulations, the Company is complying with following discretionary requirements:

- a) The Company's financial statement for the financial year 2021-22 does not contain any modified audit opinion.
- b) The Company has appointed separate person to the post of Chairperson and Chief Executive Officer.
- c) The Internal Auditor of the Company directly reports to the Audit Committee.

15) UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT:

In the last Financial Year, the Company had raised Rs. 14,59,50,000 (Rupees Fourteen Crores Fifty-Nine Lakh Fifty Thousand) through preferential issue by allotting 13,90,000 fully paid-up equity shares of face value of Rs. 10/- at an issue price of Rs. 105/- [including a premium of Rs. 95/-] per equity share, to Multi-Act

THE INDIAN CARD CLOTHING COMPANY LIMITED

Industrial Enterprises Limited ("MAIEL"), Mauritius, the holding Company belonging to promoter category of the Company.

During the year under review, the funds raised through the Preferential Issue as mentioned above were utilized as given below:

No.	Particulars of Utilisation	Amount (In Rs.)
1.	Operational Expenses of Card Clothing Division	10,00,000
2.	Investment in ICC International Agencies Limited (ICCIAL), Wholly Owned Subsidiary of the Company under its Rights Issue	1,49,99,450
3.	Balance amount paid at the time of possession of commercial property at Baner – Pune	1,38,65,350
4.	Capital Expenditure at Company's commercial property located at Powai-Mumbai	2,29,28,300
Total		5,27,93,100

The balance proceeds of the Preferential Issue have currently been parked in fixed deposit with Scheduled Bank.

16) GENERAL SHAREHOLDER INFORMATION:

a) Details of the Annual General Meetings:

The details of previous three (3) Annual General Meetings of the Company are as follows:

Financial Year	Date and Time	Venue	Special Resolutions passed
2018-19	July 29, 2019, at 12:00 noon	SumantMoolgaonkar Auditorium, Ground Floor, A Wing, MCCA Trade Tower, Senapati Bapat Road, Pune - 411 016.	<ul style="list-style-type: none"> ∩ Re-appointment as an Independent Director of Dr. Sangita Pandit for a second term of 5 (five) consecutive years. ∩ Re-appointment as an Independent Director of Mr. Sudhir Merchant for a second term of 5 (five) consecutive years. ∩ Appointment of Mr. Alok Misra as "Manager" of the Company designated as "Chief Executive Officer" for a period of 3 (three) years.
2019-20	September 24, 2020, at 10:30 a.m.	Through two-way video conferencing(VC) facility / Other Audio Visual Means (OAVM) from the Registered office of the Company.	<ul style="list-style-type: none"> ∩ Adoption of new set of Articles of Association in place of existing Articles of Association. ∩ Approval to the long-term capital-raising proposal by way of Preferential Issue of equity shares of the Company to Multi-Act Industrial Enterprises Limited, Mauritius, Promoters of the Company.
2020-21	Tuesday, September 28, 2021, at 12:00 noon	Through two-way video conferencing(VC) facility / Other Audio Visual Means (OAVM) from the Registered office of the Company.	Adoption of new set of Articles of Association in place of existing Articles of Association.

b) During the financial year under review, no resolutions have been passed by postal ballot.

c) **AGM Information and Financial Year:**

Day, Date and Time of AGM	:	Thursday, September 8, 2022, at 11.30 a.m. (IST)
Venue	:	Registered office of the Company at "Katariya Capital", A-19, Vidyut Nagar Society, Lane No. 5, Koregaon Park, Pune – 411001, Maharashtra, India through video conferencing (VC) / Other Audio Visual Means (OAVM)..
Financial Year	:	April 1, 2021 to March 31, 2022
Date of Book Closure	:	September 2, 2022 to September 8, 2022 (Both days inclusive)

d) **Listing on Stock Exchanges and Scrip Code:**

The Company's shares have been listed on the following exchanges:

i.	Name	:	National Stock Exchange of India Limited("NSE"),
	Address	:	Exchange Plaza, C-1, Block – G, Bandra-Kurla Complex, Bandra (East), Mumbai – 400051.
	Symbol	:	INDIANCARD
	Series	:	EQ
ii.	Name	:	BSE Limited ("BSE"),
	Address	:	P. J. Towers, Dalal Street, Mumbai – 400001.
	Security ID	:	INDIANCARD
	Security Code	:	509692

The Company confirms that the Annual listing fees for each of the Stock Exchanges where shares of the Company are listed have been paid.

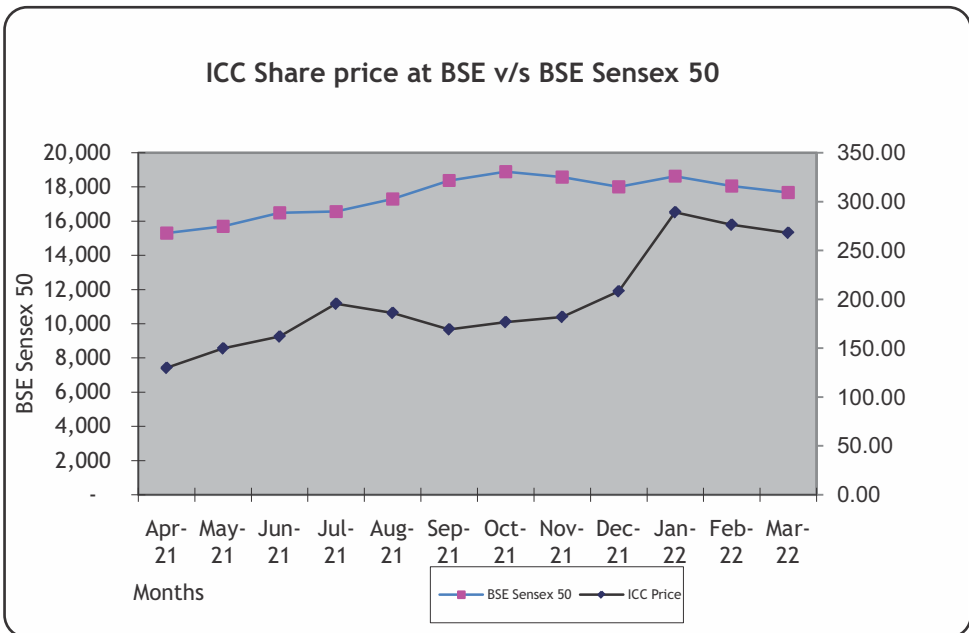
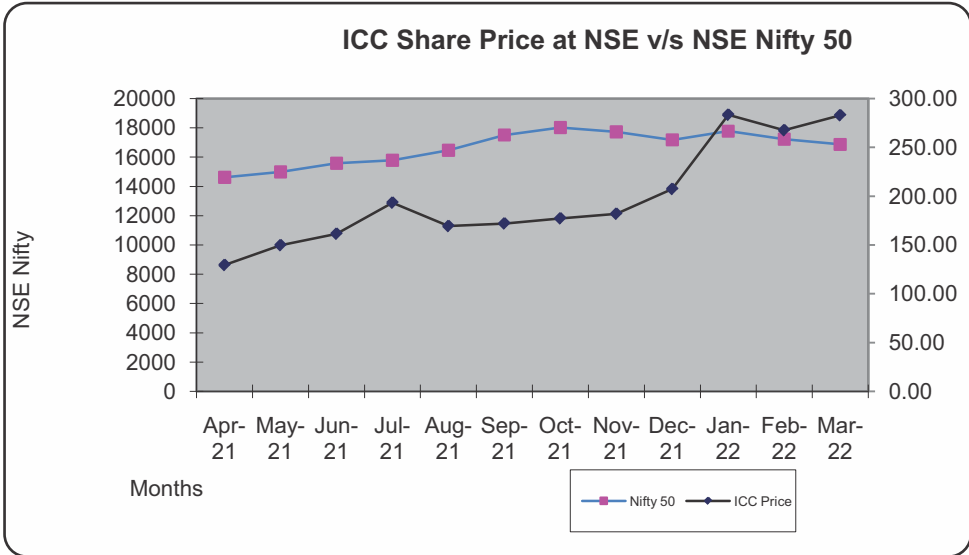
e) **Market Price Data:**

The monthly high and low quotations and volume of shares traded on BSE and NSE from April 1, 2021 upto March 31, 2022, is as follows:

Month	BSE		NSE	
	High (Rs.)	Low (Rs.)	High (Rs.)	Low (Rs.)
April 2021	144.80	120.55	138.95	117.35
May 2021	177.00	126.05	171.95	125.50
June 2021	194.00	155.20	181.50	153.50
July 2021	232.00	155.35	234.90	155.45
August 2021	215.00	158.25	-	-
September 2021	183.60	160.25	-	-
October 2021	186.20	167.60	186.25	167.50
November 2021	190.70	172.65	195.00	170.60
December 2021	294.00	177.10	294.00	177.00
January 2022	319.00	260.95	317.80	259.55
February 2022	299.95	256.00	-	-
March 2022	293.25	241.75	292.20	271.75

f) Share performance:

Share performance in comparison to BSE Sensex and NSE Nifty are graphically presented as given below:



g) Registrar & Transfer Agent:

Share transfer and transmission are processed by the Registrar & Transfer Agent of the Company ("RTA") i.e. KFin Technologies Limited (Previously KFin Technologies Private Limited) on fortnightly basis. The address of the RTA is as follows:

*KFin Technologies Limited
(Previously KFin Technologies Private Limited)
Selenium, Tower B, Plot No.31 & 32,
Financial District, Nanakramguda,
Serilingampally,
Hyderabad – 500032.
Tel. : +91-40-67162222/18003094001
Fax. : +91-40-23420814
E-mail : einward.ris@kfintech.com
Website: www.kfintech.com

*The name of our Registrar and Share Transfer Agent of the Company, has been changed from "KFin Technologies Private Limited" to "KFin Technologies Limited" with effect from 24th February, 2022.

h) Share Transfer System:

The share transfer activities are carried out by our Registrar & Transfer Agent, the details of which are given above. Transfer in physical form has to be lodged with Registrar & Transfer Agent. The transfers are processed, if technically found to be in order and complete in all respects. As per directives issued by SEBI, it is compulsory to trade in the Company's equity shares in dematerialized form.

Effective April 1, 2019, transfer of shares in physical form has ceased. Shareholders who had lodged their request for transfer prior to March 31, 2019 and, have received the same under objection can re-lodge the transfer request after rectification of the documents. Request for transmission of shares and dematerialization of shares will continue to be accepted.

The share transfer activities are carried out by our Registrar & Transfer Agent, the details of which are given above. Transfer in physical form has to be lodged with Registrar & Transfer Agent.

Pursuant to the SEBI circular no. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and SEBI Notification SEBI/LAD-NRO /GN/ 2018/49 dated November 30, 2018, amendment to Regulation 40 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was made effective from April 1, 2019.

As per the said Amendment, the shareholders of any listed entity who are holding securities in physical form, shall have to get their securities dematerialized in case they wish to transfer them. This amendment is not applicable to transmission and transposition of securities.

Hence, the shareholders of the Company are requested to get their securities dematerialized in order to receive the benefits linked to dematerialized securities.

All shares received for transfer were registered and dispatched within thirty days of receipts, if the documents were correct and valid in all respects. The time taken to process dematerialization of shares is ten days upon receipt of documents from Depository Participant.

It was clarified that transfer deeds lodged prior to deadline of April 01, 2019 and rejected / returned due to deficiency in the documents may be re-lodged with requisite documents and SEBI, vide circular no. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated September 07, 2020, has fixed March 31, 2021 as the cut-off date for re-lodgment of transfer requests and has stipulated that such transferred shares shall be issued only in demat mode.

Further, SEBI, vide circular no. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/236 dated December 02, 2020 has also issued operational guidelines for Transfer and Dematerialization of re-lodged physical shares.

THE INDIAN CARD CLOTHING COMPANY LIMITED

i) Shareholding pattern as on March 31, 2021:

Category	Number of shares	Percentage (%)
Promoter and Promoter Group	40,00,166	67.33
Resident Individuals	16,73,619	28.17
Bodies Corporates	95,134	1.60
HUF	1,21,948	2.05
Non-Resident Indians	2,058	0.02
Clearing Members	1,825	0.03
Non-Resident Indian Non-Repatriable	7,865	0.13
Financial Institutions	1,782	0.03
Trusts	50	0.00
Banks	175	0.00
IEPF	36,498	0.61
TOTAL	59,41,120	100.00

j) Distribution of shareholding as on March 31, 2021:

Category	No. of shareholders	Total holding in shares	Percentage of total shares (%)	Percentage of total holders (%)
1 – 5,000	7,128	5,38,328	9.06	94.65
5,001 – 10,000	179	1,38,460	2.33	2.38
10,001 – 20,000	93	1,41,609	2.38	1.23
20,001 – 30,000	38	93,149	1.57	0.50
30,001 – 40,000	21	72,812	1.23	0.28
40,001 – 50,000	18	82,678	1.39	0.24
50,001 – 1,00,000	26	1,93,583	3.26	0.35
1,00,001 & above	28	46,80,501	78.78	0.37
TOTAL	7,531	59,41,120	100.00	100.00

k) Dematerialization of shares and liquidity:

The Company's equity shares are being dealt with in dematerialized form and the ISIN is INE061A01014.

58,46,515(98.41%) number of shares are in the dematerialized form as on March 31, 2022.

l) Outstanding GDRs / ADRs/Warrants or convertible bonds, conservation dates and likely impact on liquidity:

The Company has not issued any GDRs/ADRs/Warrants or other instruments, which are pending for conversion.

m) Plant Locations:

Nalagarh (HP) Works
Village Manjholi,
Nalagarh Roper Road,
Tehsil Nalagarh,
Dist. Solan – 174101,
Himachal Pradesh, India.
Tel. : +91-1795-660400
Tel. : +91-1795-660400

n) Financial calendar of the Company relating to future immediate reporting:

The current financial year covers the period from April 1, 2022 to March 31, 2023 and the calendar of the Company relating to future immediate reporting is given below:

Quarter ending June 30, 2022	Upto August 14, 2022
Half year ending September 30, 2022	Upto November 14, 2022
Quarter ending December 31, 2022	Upto February 14, 2023
Year ending March 31, 2023	Upto May 30, 2023
Annual General Meeting for the year ended March 31, 2023	Upto September 30, 2023

o) Details of unpaid or unclaimed dividend as on March 31, 2022:

Sr. No.	Year	Balance (Rs. Lakh)	Date of completion of 7 years*
1	For the financial year 2014-15	1.86	September 10, 2022
2	For the financial year 2015-16 (Interim)	8.64	June 23, 2023
3	For the financial year 2015-16 (Final)	1.92	September 15, 2023
4	For the financial year 2016-17 (Interim)	7.16	September 15, 2023
5	For the financial year 2016-17 (Final)	1.74	September 14, 2024

* Pursuant to the provisions of the Companies Act, 2013, ("the Act") dividend which remains unpaid or unclaimed for a period of seven (7) years from the date of its transfer to unpaid dividend account, is required to be transferred by the Company to the Investor Education and Protection Fund ("IEPF"), established by the Central Government under the provisions of the Act. Members are advised to claim their unpaid dividend lying in the unpaid dividend account of the Company before the due date.

As required under Section 124 of the Act, the Unclaimed Dividend amount aggregating to Rs. 2,34,573/- pertaining to the financial year ended on 31st March 2014, lying with the Company for a period of seven years were transferred during the financial year 2021-22, to the Investor Education and Protection Fund established by the Central Government.

Further, the Ministry of Corporate Affairs has notified new rules namely "Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016" which have come into force from September 7, 2016. The said Rules, amongst other matters, contain provisions for transfer of all shares in respect of which dividend has not been paid or claimed for seven (7) consecutive years in the name of IEPF Suspense Account. The details of unpaid /unclaimed dividend and number of shares liable to be transferred are available on our website www.cardindia.com.

Members are requested to note that no claim shall lie against the Company in respect of any dividend amount which was unpaid / unclaimed for a period of seven (7) years and transferred to the IEPF. However, members may claim from the IEPF authority, both unclaimed dividend amount and the shares transferred to IEPF Suspense Account as per the applicable provisions of the Act and Rules made thereunder.

According to the provisions of Section 124 of the Companies Act, 2013, 2,963 equity shares, in respect of which dividend had not been claimed by the members of the Company for seven consecutive years or more, have been transferred by the Company to the Investor Education and Protection Fund (IEPF) during the financial year 2021-2022. Details of shares transferred have been uploaded on the website of IEPF as well as the Company.

The dividend for the financial year ended March 31, 2015 which remains unclaimed for a period of seven years, becomes due for transfer on September 10, 2022 to the IEPF. Members who have not claimed their dividends are requested to send their claim to the Registrar & Transfer Agent of the Company, at the earliest.

THE INDIAN CARD CLOTHING COMPANY LIMITED

p) Disclosure with respect to demat suspense account / unclaimed suspense account:

The Company does not have any shares in demat suspense account / unclaimed suspense account.

q) Address for Correspondence:

Registered Office:

The Indian Card Clothing Company Limited
A-19, "Katariya Capital", Vidyut Nagar Society,
Lane No. 5, Koregaon Park, Pune-411001.

r) During the year under review, the Company did not issue any debt instruments or fixed deposits or had undertaken any scheme or proposal involving mobilization of funds in India or abroad. Hence, the requirement of disclosure of credit ratings in respect of such debt instruments or fixed deposits or scheme or proposal are not applicable.

s) All the Directors of the Company have submitted a declaration stating that they are not debarred or disqualified by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority from being appointed or continuing as Directors of Companies.

In this regard, Mr. Devendra Deshpande, Proprietor, DVD & Associates, Company Secretaries (ACS: 6099, CP: 6515) has certified this fact in his separate certificate issued to the Company pursuant to the requirements of Schedule V to the Listing Regulations, which is enclosed herewith as **Attachment – II**.

t) Details of total fees for all services paid by the Company and its subsidiaries on a consolidated basis to the statutory auditor and all entities in the network firm / network entity of which the statutory auditor is a part are given below:

(In Rs.)

Year	Balance (Rs. Lakh)	Fees
The Indian Card Clothing Co. Ltd.	Audit Fees and other services availed including tax audit	10,50,000
ICC International Agencies Limited	Audit Fees and other services availed including tax audit	80,000
	TOTAL	11,30,000

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

- 1) Number of complaints filed during the financial year : Nil
- 2) Number of complaints disposed off during the financial year : Nil
- 3) Number of complaints pending as on end of the financial year : Nil

Compliance Certificate regarding compliance of conditions of Corporate Governance issued Mr. Devendra Deshpande, DVD & Associates, Practicing Company Secretaries to the Company pursuant to the requirements of Schedule V to the Listing Regulations is enclosed herewith as **Attachment – III**.

ATTACHMENT – I TO THE REPORT ON CORPORATE GOVERNANCE

May 3, 2022

To,
The Board of Directors,
The Indian Card Clothing Company Limited,
Pune.

**SUB :Certificate under Regulation 17(8) of Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Madam/Sirs,

This is to certify that:

- A. We have reviewed the financial statements and the cash flow statement for the financial year ended March 31, 2022 and that to the best of our knowledge and belief:
- i) these statements do not contain any materially untrue statement of fact or omit to state any material fact or contain any statement that might be misleading;
 - ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct;
- C. We hereby declare that all the Board members and senior management personnel have affirmed compliance with the code of the Company and that they have not come across any instance of non-compliance of the Code during the financial year ended March 31, 2022.
- D. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies;
- E. We have indicated to the auditors and the Audit Committee –
- i) significant changes in internal controls over financial reporting during the year;
 - ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For the Indian Card Clothing Company Limited

Chandrakant Patil
Chief Financial Officer

Alok Misra
Chief Executive Officer

ATTACHMENT – II TO THE REPORT ON CORPORATE GOVERNANCE

Pursuant to regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

To,
The Members
The Indian Card Clothing Company Limited
“Katariya Capital”, A-19, Vidyut Nagar Society,
Lane No. 5, Koregaon Park, Pune 411001

We have examined the relevant books, papers, minutes books, forms and returns filed, Notices received from the Directors during the last financial Year, and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives of (The Indian Card Clothing Company Limited, CIN: L29261PN1955PLC009579) having its Registered office at “Katariya Capital”, A-19, Vidyut Nagar Society, Lane No. 5, Koregaon Park, Pune 411001, for the purpose of issue of a Certificate, in accordance with Regulation 34 (3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) 2015 (LODR), as amended vide notification no SEBI/LAD/NRO/GN/2018/10 dated May 9, 2018 issued by SEBI.

In our opinion and to the best of our knowledge and based on such examination as well as information and explanations furnished to us, which to the best of our knowledge and belief were necessary for the purpose of issue of this certificate and based on such verification as considered necessary, we hereby certify that None of the Directors as stated below who are on the Board of the Company as on 31st March 2022 have been debarred or disqualified from being appointed or continuing as Directors of the Companies by SEBI/Ministry of Corporate Affairs or any such other statutory authority.

Sr. No.	DIN	Name of the Director	Designation	Date of Appointment in the Company
1	00167782	Mr. Prashant Kunjbihari Trivedi	Director	28/12/1990
2	00030481	Mr. Mehul Trivedi Kunjbihari	Director	01/10/2011
3	00015254	Mr. JyoteendraMansukhlalKothary	Director	20/02/1985
4	00033406	Mr. Sudhir Ajitkumar Merchant	Director	29/12/1980
5	06748608	Mrs.Sangeeta Sanjeev Pandit	Director	12/11/2014
6	00575970	Mr. SanjeevkumarWalchandKarkamkar	Director	29/07/2018
7	08257246	Mr. Darshan Bhatia Vijaysinh	Director	30/10/2018

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 DVD & ASSOCIATES
COMPANY SECRETARIES**

DEVENDRA V. DESHPANDE
Proprietor
FCS 6099 CP 6515 PR NO: 1164/ 2021

Date : 29/05/2022
Place : Pune
UDIN : F006099D000417268

ATTACHMENT – III TO THE REPORT ON CORPORATE GOVERNANCE

**COMPLIANCE CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF
CORPORATE GOVERNANCE**

To,
The Members,
The Indian Card Clothing Company Limited,
A– 19, “Katariya Capital”, Vidyut Nagar Society,
Lane No. 5, Koregaon Park,
Pune - 411001

We have examined the compliance of conditions of Corporate Governance by The Indian Card Clothing Company Limited (the Company) for the year ended on 31st March, 2022, as stipulated under Regulation 15 (2) read with Schedule V Part E of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We have been explained that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company.

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

**FOR DVD& ASSOCIATES
COMPANY SECRETARIES**

Devendra Deshpande
Proprietor
FCS No. 6099CP No. 6515 PR NO: 1164/ 2021

Date : 29/05/2022
Place : Pune
UDIN : F006099D000417301

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF THE INDIAN CARD CLOTHING COMPANY LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone Financial Statements of The Indian Card Clothing Company Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2022, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the Financial Statements, including a summary of Significant Accounting Policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Financial Statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the standalone state of affairs of the Company as at March 31, 2022, and its standalone profit (including Other Comprehensive Income), standalone changes in equity and its standalone cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 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 together with the ethical requirements that are relevant to our audit of the standalone Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information provided to us included in the Management Discussion and Analysis; Board of Directors' Report along with its Annexures and Corporate Governance Report included in the Annual Report 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 draft other information provided to us and, in doing so, consider whether the draft other information is materially inconsistent with the standalone Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

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 key audit matters to be communicated in our report.

1) Valuation of Investments

Description of Key Audit Matters

The company has total investments of Rs. 3409.51 Lakhs which constitutes 11.53% of total assets of the company. During the year fair valuation gain is Rs 320.24 Lakhs accounted for under other income in the statement of Profit and loss. In terms of Ind AS 109 "Financial Instruments" Investments, which are financial assets, are required to be fair valued. Improper fair valuation of investments would have adverse effect on profit/ loss for the year or other comprehensive income for the year. Considering the quantum of investment and fair valuation gain, we have considered the same as Key Audit Matter.

Description of Auditor's Response

We have performed the following audit procedures in relation to the audit of investments and its fair valuation:

- a) Verification of Portfolio Report / Account Statement in respect of Market linked bonds and Private pooled funds for confirming existence of investments as on 31st March 2022.
- b) In respect of investments in private pooled funds and Market linked bonds, which are fair valued through statement of profit and loss, fair value for the same is verified from statement of NAV from Private pooled funds and Portfolio report of Market linked bonds.
- c) Gain/loss is verified from the sale consideration and the fair value of investment as on the date of sale. Our Audit process did not identify any improper fair valuation in respect of above investments.

1) Trade Receivables**Description of Key Audit Matters**

Trade Receivables, as on 31st March 2022, are Rs. 1210.20 Lakhs and impairment provision against the same is Rs. 44.05 Lakhs.

Management's judgment is involved in identifying impairment in the value of the receivable as well as in formulating a policy for creating provisioning against impairment which has an adverse effect on the profits / loss of the Company. Considering the management judgement involved for impairment provisioning against trade receivable, we have considered the same as Key Audit Matter.

Description of Auditor's Response

We have performed the following audit procedures in relation to Management's Judgment in identification of impairment of value of Receivables and adequacy of impairment provision:

- a) We have verified age wise analysis of receivables.
- b) We have sought information and explanation from the management regarding status of receivables in respect of overdue receivables for the purpose of ensuring adequacy of provision.
- c) We have also tested subsequent collections made from the overdue receivables.

Our Audit process did not identify any material inadequate provisioning for impairment in the value of Receivables.

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 standalone financial position, standalone financial performance (including other comprehensive income), (standalone changes in equity) and standalone cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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, the 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.

Those Board of Directors are also 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.

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 purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Cash Flow Statement 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 Companies (Indian Accounting Standards) Rules, 2015, as amended.
- e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) As required by section 197 (16) of the Act; in our opinion and according to information and explanation provided to us, the remuneration paid by the company to its directors / manager is in accordance with the provisions of section 197 of the Act and remuneration paid to directors / manager is not in excess of the limit laid down under this section.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company has disclosed the impact of pending litigations on its financial position in its standalone Financial Statements – Refer Note 33 of the standalone Financial Statements.
 - (ii) The Company did not have any long-term contracts including derivative contracts as at 31st March 2022.
 - (iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company
 - (iv) (a) The management has represented to us that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries(Note No 40 (b)(iv) of standalone Financial Statements)
 - (b) The management has represented to us, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts to the Financial Statements(Note No 40(b)(v) of standalone Financial Statements), no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 information and explanation given to us and audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us

to believe that the representations made by the management and as mentioned under sub-clause (iv)(a) and (iv)(b) above contain any material misstatement.

- (v) (a) The Company has not paid any dividend during the year.
- (b) The Board of directors of the company has declared Special Interim Dividend, paid in FY 2022-23, is in accordance with section 123 of the Act.
- (vi) The requirement to the use of accounting software for maintaining Company's books of account which has a feature of recording audit trail (edit log) facility is deferred to financial years commencing on or after April 1, 2023, therefore reporting under Rule 11(g) of Companies (Audit & Auditors) Rules, 2014 is not applicable for financial year ended on March 31, 2022.

For **P G BHAGWAT LLP**

Chartered Accountants

Firm Registration Number: 101118W/W100682

Sandeep Rao

Partner

Membership Number:

UDIN:22047235AJVLNM3107

Mumbai

29-05-2022

Annexure A to the Independent Auditors' Report

Referred to in paragraph 1 under the heading, "Report on Other legal and Regulatory Requirements" of our report on even date:

- i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant & Equipment, which is under reconciliation and having minor differences.
- (B) The Company is maintaining proper records showing full particulars of intangible assets. However net carrying amount of the same is Nil.
- (b) The Property, Plant & Equipment of the Company have been physically verified by the Management during the year. The discrepancies noticed on such verification were not material and have been properly dealt with in the books of account. In our opinion, the frequency of verification is reasonable.
- (c) The title deeds of immovable properties, as disclosed in Note 2 on Property, Plant & Equipment, to the financial statements, are held in the name of the Company.
- (d) The Company has adopted cost model and as such not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year.
- (e) According to the information and explanations provided to us there have been no proceedings initiated or are pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder. Hence reporting under clause 3(i)(e) of the order is not applicable.
- ii. (a) The physical verification of inventory excluding stocks with third parties have been conducted at reasonable intervals by the Management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. In our opinion and based on the policy adopted by the management, the coverage and procedure of such verification is appropriate. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.
- (b) According to the information and explanations provided to us, the company has not been sanctioned working capital limits in excess of five crore rupees during the year, in aggregate, from banks or financial institutions on the basis of security of current assets. Hence reporting under clause 3(ii)(b) of the order is not applicable.
- iii. (a) According to the information and explanation given to us and on the basis of examination of the records of the Company, the company during the year has not provided any guarantee or security. The company has made an investment and granted loan to a subsidiary, details of the loan as under:

Particulars	Loans
Aggregate amount of loan granted/ provided during the year to subsidiary	Rs. 62 lacs
Balance outstanding as at balance sheet date in respect of above loan	Rs. NIL

- (b) In terms of the information and explanations given to us and the books of account and records examined by us, investments made and the terms and conditions of the grant of unsecured loan during the year is not prejudicial to the Company's interest.
- (c) In respect of the aforesaid loan, no specific schedule for repayment of principal and interest had been stipulated by the Company. The said loan was repaid during the year along with interest.
- (d) The above loan along with the outstanding balance at the beginning of the year was repaid along with interest during the year and as such there is no overdue amount against the same.
- (e) There were no loans which had fallen due during the year and which had been renewed or extended or fresh loans were granted to settle the overdue loan.
- (f) The Company had granted a loan to subsidiary amounting to Rs. 62 Lacs and the opening outstanding balance of the loan to the same subsidiary was Rs. 28 Lacs. As stated above this loan was granted without specific terms of repayment and it was the only loan granted by the company.
- iv. In our opinion, and according to the information and explanations given to us, the Company has not

THE INDIAN CARD CLOTHING COMPANY LIMITED

provided any loans under Section 185 of the Companies Act 2013. The company has complied with the provisions of Section 186 of the Companies Act, 2013 in respect of the loans and investments made.

- v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified. According to the information and explanations given to us, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal
- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including Goods and Service Tax, provident fund, employees state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities. According to the information and explanation provided to us, there are no undisputed amounts payable in respect of statutory dues as at 31st March 2022 which were outstanding for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and the records of the Company examined by us, there are no statutory dues of Goods and Service Tax, provident fund, employees state insurance, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, which have not been deposited on account of any dispute. The particulars of statutory dues as at balance sheet date which have not been deposited on account of dispute, are as follows:

Name of the statute	Nature of dues	Amount (in Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Income Tax Act 1961	Penalty u/s 271(1)(c) for addition under Section 50C of IT Act	16.08	FY 12-13	Commissioner of Income Tax
Entry Tax	Octroi Audit due payable	0.18	FY 1996-97	Octroi Department
LBT Act	LBT demand including penalty and interest	89.47	FY 2013-14, FY 2014-15, FY 2015-16,	Assistant Commissioner of LBT Pimpri.

- viii. In terms of the information and explanations given to us and the books of account and records examined by us, the Company has not surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Hence reporting under clause 3(viii) of the order is not applicable.
- ix. (a) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender as at the balance sheet date.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) According to the information and explanations given to us and on the basis of our audit procedures, the Company has not availed any term loan during the year.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company. Company has no short term borrowings outstanding as at the date of the Balance sheet.

- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the company, we report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x. (a) The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) during the year. Accordingly, the provisions of Clause 3(x)(a) of the Order are not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares or fully or partly or optionally convertible debentures during the year. Accordingly, the provisions of Clause 3(x)(b) of the Order are not applicable to the Company.
- xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the Management.
- (b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, report in the form ADT-4 as specified under sub-section (12) of section 143 of the Companies Act has not been filed. Accordingly reporting under clause 3(xi)(b) of the order is not applicable.
- (c) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us and as represented to us by the management, there are no whistle blower complaints received by the company during the year.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii)(a)(b)(c) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Ind AS 24, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. (Refer Note No 32 of the standalone Financial Statements.)
- xiv. (a) In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the company issued till date, for the period under audit.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi)(a) of the Order are not applicable to the Company.
- (b) According to the information and explanations given to us and procedures performed by us, we report that the Company has not conducted any Non-Banking Financial or Housing Finance activities during the year. Therefore reporting under clause 3(xvi)(b) of the order is not applicable.
- (c) According to the information and explanations given to us and procedures performed by us, the Company is not Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, hence reporting under clause 3(xvi)(c) of the order is not applicable.
- (d) Based on information and explanation given to us and as represented by the management, the Group

does not have any Core Investment Company (CIC) as part of the Group, hence reporting under clause 3(xvi)(d) of the order is not applicable.

- (xvii) The Company has not incurred cash losses during current financial year and had not incurred cash losses during immediately preceding financial year.
- (xviii) There has been no resignation by statutory auditors during the year hence reporting under clause 3(xviii) of the order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that 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) As per Section 135 of the Act, the company is not required to spend any amount on Corporate Social Responsibility (CSR). Accordingly, reporting under clause 3(xx)(a)(b) of the Order are not applicable.
- (xxi) There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies including in the consolidated Financial Statements during the year hence reporting under clause 3(xxi) of the order is not applicable.

For **PG BHAGWAT LLP**
Chartered Accountants
Firm Registration Number: 101118W/W100682

Sandeep Rao
Partner
Membership Number: 047235
UDIN: 22047235AJVLNM3107

Mumbai
29-05-2022

Annexure B to the Independent Auditors' Report

Referred to in paragraph 2 (f) under the heading, "Report on Other legal and Regulatory Requirements" of our report on even date:

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

We have audited the internal financial controls with reference to the Standalone Financial Statements of The Indian Card Clothing Company Limited ("the Company") as of March, 31, 2022 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 is responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 the Standalone 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, to the extent applicable to an audit of internal financial controls, 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Statements

A company's internal financial controls with reference to the Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to the Standalone 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 Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Statements

Because of the inherent limitations of internal financial controls with reference to the Standalone 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 the Standalone Financial Statements to future periods are subject to the risk that the internal financial controls with reference to the Standalone Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

Though the Company has, in all material respects, adequate internal financial controls with reference to the Standalone Financial Statements and such internal financial controls with reference to the Standalone Financial Statements were operating effectively as at March 31, 2022, based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India, we are of the opinion that formal documentation to substantiate controls needs to be strengthened.

We have considered the opinion expressed above in determining the nature, timing and extent of audit test applied in our audit of Ind AS financial statements of the company and the same does not affect our opinion on the Ind AS financial statements of the Company

For **P G BHAGWAT LLP**
Chartered Accountants
Firm Registration Number: 101118W/W100682

Sandeep Rao
Partner
Membership Number: 047235
UDIN:22047235AJVLNM3107

Mumbai
29th May, 2022

STANDALONE BALANCE SHEET AS AT 31ST MARCH 2022

(Rs. in Lakh)

Particulars	Notes	As At 31st March 2022	As At 31st March 2021
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	2(a)	4,906.75	4,052.00
Other Intangible Assets	2(a)	-	-
Right-Of-Use Assets	2(b)	-	4.90
Capital Work-in-Progress	3	4.13	35.59
Financial Assets			
i. Investments	4	3,409.51	830.17
ii. Loans	5(a)	-	-
iii. Other Financial Assets	5(b)	93.65	52.71
Other Non Current Assets	6	20.52	674.05
Income Tax Assets (Net)	-	124.66	103.06
Deferred Tax Assets (Net)	7	176.26	302.39
Total Non-Current Assets		8,735.48	6,054.87
Current Assets			
Inventories	8	672.80	837.35
Financial Assets			
i. Investments	9	-	164.77
ii. Trade Receivables	10	1,166.15	987.88
iii. Cash and Cash Equivalents	11(a)	18,063.75	1,831.62
iv. Other Bank Balances	11(b)	611.72	655.74
v. Other Financial Assets	12	23.44	41.23
Other Current Assets	13	305.22	271.99
Total Current Assets		20,843.08	4,790.58
Total Assets		29,578.56	10,845.45

As per our report attached

P G BHAGWAT LLP
Chartered Accountants
FRN-101118W/W100682

Prashant Trivedi
Director
(DIN: 00167782)

SanjeevKumar Karkamkar
Director
(DIN: 00575970)

Sandeep Rao
Partner
Membership No. : 047235

Alok Misra
Chief Executive Officer

Chandrakant Patil
Chief Financial Officer

Amogh Barve
Company Secretary

Date : 29th May, 2022
Place : Mumbai

THE INDIAN CARD CLOTHING COMPANY LIMITED

STANDALONE BALANCE SHEET AS AT 31ST MARCH 2022

(Rs. in Lakh)

Particulars	Notes	As At 31st March 2022	As At 31st March 2021
EQUITY AND LIABILITIES			
Equity			
Equity share capital	14	594.11	594.11
Other equity	15	25,820.33	6,676.10
Total Equity		26,614.44	7,270.21
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
i. Borrowings	16 (a)	1,895.50	1,836.13
ii. Other Financial Liabilities	17	58.82	181.90
iii. Lease Liability		-	-
Provisions (Non - Current)	18	134.55	121.83
Other Liabilities	19	23.74	18.20
Total Non-Current Liabilities		2,112.61	2,158.06
Current liabilities			
Financial Liabilities			
i. Borrowings	16 (b)	-	323.35
ii. Trade Payables	20		
- Trade Payables - Total outstanding dues of micro enterprises and small enterprises.		58.80	64.17
- Trade Payables - Total outstanding dues of creditors other than micro enterprises and small enterprises.		569.94	578.26
iii. Other Financial Liabilities	17	244.16	175.45
iv. Lease Liability		-	5.97
Provisions (Current)	18	23.69	25.64
Other Current Liabilities	21	154.92	244.34
Total Current Liabilities		1,051.51	1,417.19
Total Liabilities		3,164.12	3,575.24
Total Equity and Liabilities		29,578.56	10,845.45
Summary of significant accounting policies			
	1		
The accompanying notes are integral part of the Financial Statements			
	1 - 43		

As per our report attached

P G BHAGWAT LLP
Chartered Accountants
FRN-101118W/W100682

Prashant Trivedi
Director
(DIN: 00167782)

SanjeevKumar Karkamkar
Director
(DIN: 00575970)

Sandeep Rao
Partner
Membership No. : 047235

Alok Misra
Chief Executive Officer

Chandrakant Patil
Chief Financial Officer

Amogh Barve
Company Secretary

Date : 29th May, 2022
Place : Mumbai

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31ST MARCH 2022

(Rs. in Lakh)

Particulars	Notes	As At 31st March 2022	As At 31st March 2021
Continuing operations			
Revenue from operations	22	5,553.30	4,464.24
Other income	23	570.66	306.46
Total Income		6,123.96	4,770.70
Expenses			
Cost of materials consumed		1,805.65	1,214.84
Purchases of stock-in-trade		123.34	81.39
Changes in inventories of work-in-progress, stock-in-trade and finished goods	24	139.54	186.37
Employee benefit expense	25	1,311.65	1,194.15
Depreciation and amortisation expense	26	425.60	387.05
Other expenses	27	1,955.81	1,577.02
Finance costs	28	203.51	171.03
Total expenses		5,965.10	4,811.85
Profit/(Loss) before exceptional items and Tax		158.86	(41.15)
Exceptional items			
Profit on sale of Assets	41	22,043.36	22.62
Profit/(Loss) before tax from continuing operations		22,202.22	(18.53)
Income tax expense			
- Current tax		2,945.00	-
- Deferred tax	7	122.82	70.31
Total tax expense		3,067.82	70.31
Profit/(Loss) from continuing operations		19,134.40	(88.84)
Discontinued operations			
Profit from discontinued operation before tax			
Tax expense of discontinued operations			
Profit/(Loss) from discontinued operation			
Profit/(Loss) for the year		19,134.40	(88.84)

Particulars	Notes	As At 31st March 2022	As At 31st March 2021
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Actuarial Gain / (Loss)	7	13.14	10.15
Income tax relating to these items		(3.31)	(2.64)
Other Comprehensive Income		9.83	7.51
Total comprehensive income for the year		19,144.23	(81.33)
Earnings per equity share (Nominal Value per Share INR 10)			
Basic & Diluted		322.07	(1.70)

As per our report attached

P G BHAGWAT LLP
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(DIN: 00167782)

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Alok Misra
Chief Executive Officer

Chandrakant Patil
Chief Financial Officer

Amogh Barve
Company Secretary

Date : 29th May, 2022
Place : Mumbai

THE INDIAN CARD CLOTHING COMPANY LIMITED

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022

(Rs. in Lakh)

	Particulars	31-Mar-22	31-Mar-21
A.	Cash flow from operating activities		
	Net profit before tax	22,202.22	(18.53)
	Adjustments for:		
	Loss / (profit) on sale of property, plant and equipment	(22,043.36)	(22.62)
	Dividend from mutual fund investments	(1.83)	(5.99)
	Interest earned	(146.85)	(70.37)
	Unrealised (gain) / loss on private pooled fund investments	(320.24)	(124.15)
	Net gain / (loss) on sale of investments	(0.04)	(13.49)
	Provision for doubtful debts and advances and write back	(23.85)	(35.39)
	Income from private pooled fund Investment	(13.48)	(10.53)
	Excess provision / creditors written back (including advances)	(59.64)	(36.68)
	Depreciation and amortisation	425.60	387.05
	Provision for doubtful advances	3.88	0.09
	Bad Debts / receivable / advances written off (Net)	49.29	18.36
	Investment Written off	0.24	-
	Unrealised foreign exchange (gain) / loss (net)	9.05	15.07
	Interest charged	203.51	171.03
	Deferred Rent Income Ind AS	(10.49)	(18.45)
	Operating profit before working capital changes	274.01	235.40
	Changes in working capital		
	(Increase) /decrease in trade receivables	(211.38)	40.28
	(Increase)/decrease in inventories	164.55	149.81
	(Increase)/decrease in other non-current assets	(0.75)	1.40
	(Increase)/decrease in non-current financial assets	(40.94)	25.45
	(Increase)/decrease in Other Current Financial Assets	17.95	(29.79)
	(Increase)/decrease in other current assets and other Bank balances	6.90	(416.47)
	Increase/(decrease) in other non current financial liabilities	(123.07)	27.63
	Increase/(decrease) in trade payables	46.02	(123.99)
	Increase/(decrease) in other current financial liabilities	62.20	(69.58)
	Increase/(decrease) in other non current liabilities	5.54	(4.86)
	Increase/(decrease) in other current liabilities	(78.94)	(6.62)
	Increase/(decrease) in long term provisions	12.72	(46.10)
	Increase/(decrease) in short term provisions	11.19	6.85
	Cash generated from operations	146.00	(210.59)
	Direct taxes paid (including taxes deducted at source), net of refunds	-	53.03
	NET CASH FROM OPERATING ACTIVITIES	146.00	(157.56)
B.	Cash flow from investing activities		
	Purchase of property, plant and equipment and intangible assets	(619.69)	(1,165.86)
	Proceeds from sale of property, plant and equipment	22,073.34	26.03
	Direct Tax Paid on sale of property, plant and equipment	(2,966.60)	-
	Purchase of Investments net of sale proceeds	(1,944.53)	819.45
	Investment in subsidiary	(149.99)	-
	Interest received on investments	146.69	66.92
	Dividend received on investments	1.83	5.99
	Income received from private pooled fund Investment	13.48	10.53
	NET CASH FROM / (USED) IN INVESTING ACTIVITIES	16,554.53	(236.94)
C.	Cash flow from financing activities		
	Proceeds from issuance of share capital (Net of expenses)	-	1,450.16
	Increase / (Decrease) in Long term borrowings	(0.00)	1,080.04
	Increase / (Decrease) in borrowings	(323.35)	(655.64)
	Payment Against Right to use	(5.97)	(30.89)
	Interest on Lease Liability	(0.08)	(2.39)
	Dividend paid including dividend distribution tax	(2.35)	(2.37)
	Interest paid	(135.22)	(123.42)
	NET CASH FROM / (USED) IN FINANCING ACTIVITIES	(466.97)	1,715.49
D	Net increase/(decrease) in cash and cash equivalents (A+B+C)	16,233.56	1,320.99
E	Effect of exchange rate Difference on cash and cash equivalents	(1.43)	(0.09)
F	Cash and cash equivalents at the beginning of the period (Refer Note 11)	1,831.62	510.72
G	Cash and cash equivalents less cash credit at the end of the period (Refer Note 11)	18,063.75	1,831.62

Note:- The statement of Cashflow has been prepared under "Indirect Method" as set out in Ind-AS 7

P G BHAGWAT LLP
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Prashant Trivedi
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(DIN: 00167782)

SanjeevKumar Karkamkar
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(DIN: 00575970)

Sandeep Rao
Partner
Membership No. : 047235

Alok Misra
Chief Executive Officer

Chandrakant Patil
Chief Financial Officer

Amogh Barve
Company Secretary

Date : 29th May, 2022
Place : Mumbai

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2022

A. Equity Share Capital

(Rs. in Lakh)

Particulars	31-Mar-22	31-Mar-21
Balance at the beginning of the year	594.11	455.11
Changes in equity share capital due to prior period errors	-	-
Restated balance as at beginning of the period	594.11	455.11
Changes in equity share capital during the year	-	139.00
Balance at the end of the year	594.11	594.11

B. Other Equity

Particulars	Securities Premium Reserve	General Reserve	Retained Earnings	Other Comprehensive Income	Total
Balance as on 1st April 2020	910.22	1,644.49	3,007.40	(115.85)	5,446.27
Profit for the year	-	-	(88.84)	-	(88.84)
Dividends paid	-	-	-	-	-
Other deductions / write backs/ adjustments	-	-	-	-	-
Remeasurement of post-employment benefit obligations, net of tax	-	-	-	7.51	7.51
Total	910.22	1,644.49	2,918.56	(108.34)	5,364.94
Transactions with owners in their capacity as owners:					
Issue of equity shares, net of transaction costs	1,311.16	-	-	-	1,311.16
Dividends paid	-	-	-	-	-
Balance at 31st March 2021	2,221.39	1,644.49	2,918.56	(108.34)	6,676.10
Profit for the year	-	-	19,134.40	-	19,134.40
Dividends paid	-	-	-	-	-
Other deductions / write backs/ adjustments	-	-	-	-	-
Remeasurement of post-employment benefit obligations, net of tax	-	-	-	9.83	9.83
Total	2,221.39	1,644.49	22,052.96	(98.51)	25,820.33
Transactions with owners in their capacity as owners:					
Issue of equity shares, net of transaction costs	-	-	-	-	-
Dividends paid	-	-	-	-	-
Balance at 31st March 2022	2,221.39	1,644.49	22,052.96	(98.51)	25,820.33

As per our report attached

P G BHAGWAT LLP
Chartered Accountants
FRN-101118W/W100682

Prashant Trivedi
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SanjeevKumar Karkamkar
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Partner
Membership No. : 047235

Alok Misra
Chief Executive Officer

Chandrakant Patil
Chief Financial Officer

Amogh Barve
Company Secretary

Date : 29th May, 2022
Place : Mumbai

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2022.

The Company and Nature of its Operations

The Indian Card Clothing Company Limited having its corporate office in Pune, Maharashtra, India, carries out its business in the card clothing and real estate segments. The Company is a public limited company and is listed on the National Stock Exchange of India and the Bombay Stock Exchange Limited.

Note 1: Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these standalone financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of Preparation

i. Compliance with Ind AS

The standalone financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The financial statements of the company were authorised by the Board of Directors on 29th May 2022.

ii. Historical Cost Conversion

The Financial Statements have been prepared on historical cost basis, except the following:

- Certain financial assets and liabilities are measured at fair value;
- Defined benefit plans – plan assets measured at fair value

iii. Current/non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

(b) Accounting estimates, assumptions & judgement

The preparation of the financial statements requires management to make estimates, assumptions and judgments that affect the reported balances of assets and liabilities and disclosures as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates considering different assumptions and conditions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Impact on account of revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying values of assets and liabilities within the next financial year are discussed below.

Deferred Income Tax Assets and Liabilities

Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits. The amount of total deferred tax assets could change if estimates of projected future taxable income or if tax regulations undergo a change.

Useful life of Property, Plant & Equipment (PPE)

The Management reviews the estimated useful lives and residual value of PPE at the end of each reporting period.

The factors such as changes in the expected level of usage, number of shifts of production, technological developments and product life-cycle, could significantly impact the economic useful lives and the residual values of these assets. Consequently, the future depreciation charge could be revised and thereby could have an impact on the profit of the future years.

Employee Benefit Obligations

Employee benefit obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, employee benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Litigations

From time to time, the Company is subject to legal proceedings, the ultimate outcome of each being always subject to many uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a payment will be made and the amount of the loss can be reasonably estimated. Significant judgement is made when evaluating, among other factors, the probability of unfavourable outcome and the ability to make a reasonable estimate of the amount of potential loss. Litigation provisions are reviewed at each accounting period and revisions made for the changes in facts and circumstances.

(c) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of the Company are identified as the Chief operating decision maker. Refer note 39(a) for segment information presented.

(d) Foreign Currency

The financial statements are presented in Indian rupee (INR), which is Indian Card Clothing Limited functional and presentation currency. On initial recognition, all foreign currency transactions are translated into the functional currency using the exchange rates prevailing on the date of the transaction. As at the reporting date, foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the Balance Sheet date and the exchange gains or losses are recognised in the Statement of Profit and Loss. Exchange differences arising on settlement of transactions and translation of monetary items are recognized in the statement of Profit or Loss as Exchange gain/loss except to the extent, exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings, is expenses out as borrowing costs.

(e) Revenue Recognition**i) Sale of products & Services.**

Under Ind AS 115, revenue is recognized when a customer obtains control of the goods or services. Determining the timing of the transfer of control – at a point in time or over time – requires judgement. Revenue from the sale of goods is recognized when the performance obligation is satisfied by transfer of the promised goods to customer for a consideration which company expects to be entitled for these goods.

(ii) Income from Lease Rentals

Income from leasing of buildings and related services is recognized at the rates prescribed over the tenure of the lease/service agreement.

(iii) Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis,

by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset's net carrying amount on initial recognition.

(iv) Dividends

Dividends are recognized in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the company, and the amount of the dividend can be measured reliably.

(v) Export Incentives

Export benefits in the form of Duty Draw Back are recognised on receipt basis in the statement of Profit and Loss. Revenue from export incentives in the form of refund of duties and taxes on Export Products(RODTEP scheme) are accounted for on export of goods if the entitlements can be estimated with reasonable assurance and conditions precedent to claim are fulfilled.

(f) Borrowing Cost

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a Qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowing pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Other borrowing costs are expressed in the period in which they are incurred.

(g) Income Taxes

During the FY 2019-20, Section 115BAA has been inserted in the Income Tax Act, 1961 to give the benefit of a reduced corporate tax rate for the domestic companies. Section 115BAA states that domestic companies have the option to pay tax at a rate of 22% plus surcharge and cess from the FY 2019-20 (AY 2020-21) onwards if such domestic companies adhere to certain conditions specified. The company need not pay tax under MAT if it opts for Section 115BAA. Since the new rate is beneficial, Company has adopted new rate of 25.168% (i.e. 22% including surcharge and cess) for computing income tax and deferred tax for the year 31st March 2022.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(h) Leases

Lease is a contract that provides to the customer (lessee) the right to use an asset for a period of time in exchange for consideration.

Company as a Lessee

A lessee is required to recognise assets and liabilities for all leases and to recognise depreciation of leased assets separately from interest on lease liabilities in the statement of Profit and Loss. The Company uses the practical expedient to apply the requirements of this standard to a portfolio of leases with similar characteristics if the effect on the financial statements of applying to the portfolio does not differ materially from applying the requirement to the individual leases within that portfolio.

However according to Ind AS 116, for leases with a lease term of 12 months or less (short-term leases) and for leases for which the underlying asset is of low value, not to recognize a right-of-use asset and a lease liability. The Company applies both recognition exemptions. The lease payments associated with those leases are generally recognized as an expense on a straight-line basis over the lease term or another systematic basis if appropriate.

a.1 Right to use asset

Right-of-use assets, which are included under property, plant and equipment, are measured at cost less any accumulated depreciation and, if necessary, any accumulated impairment. The cost of a right-of-use asset comprises the present value of the outstanding lease payments plus any lease payments made at or before the commencement date less any lease incentives received, any initial direct costs and an estimate of costs to be incurred in dismantling or removing the underlying asset. In this context, the Company also applies the practical expedient that the payments for non-lease components are generally recognized as lease payments. If the lease transfers ownership of the underlying asset to the lessee at the end of the lease term or if the cost of the right-of-use asset reflects that the lessee will exercise a purchase option, the right-of-use asset is depreciated to the end of the useful life of the underlying asset. Otherwise, the right-of-use asset is depreciated to the end of the lease term.

a.2 Lease liability

Lease liabilities, which are assigned to financing liabilities, are measured initially at the present value of the lease payments. Subsequent measurement of a lease liability includes the increase of the carrying amount to reflect interest on the lease liability and reducing the carrying amount to reflect the lease payments made.

b. Company as a Lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Where the Company is a lessor under an operating lease, the asset is capitalised within property, plant and equipment and depreciated over its useful economic life. Payments received under operating leases are recognised in the Statement of profit and Loss on a straight-line basis over the term of the lease.

Critical accounting estimates and judgements

Critical judgements required in the application of Ind AS 116 may include, among others, the following:

- Identifying whether a contract (or part of a contract) includes a lease;
- Determining whether it is reasonably certain that an extension or termination option will be exercised;
- Classification of lease agreements (when the entity is a lessor);
- Determination of whether variable payments are in-substance fixed;
- Establishing whether there are multiple leases in an arrangement;
- Determining the stand-alone selling prices of lease and non-lease components.

Key sources of estimation uncertainty in the application of Ind AS 116 may include, among others, the following :

- Estimation of the lease term;
- Determination of the appropriate rate to discount the lease payments;
- Assessment of whether a right-of-use asset is impaired.

(i) Cash & Cash Equivalent

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments 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.

(j) Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. The Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables for calculation of expected credit losses on trade receivables

(k) Inventories - Raw materials and stores, work in progress and finished goods

Raw materials and stores, work in progress and finished goods are stated at the lower of cost and net realisable value. Cost of raw materials comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also includes all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory on the basis of weighted average basis. Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

(l) Investments

Classification

The Company classifies its investments in the following measurement categories:

- i) Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or (loss), and those measured at amortised cost.
- ii) The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

Measurement

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income.

For investments in debt instruments, this will depend on the business model in which the investment is held.

For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Company subsequently measures all equity investments at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss when the Company's right to receive payments is established.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

(m) Property, Plant & equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment's. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the

item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred. Depreciation on tangible assets is provided on the written down value (WDV) method over the useful lives of assets as prescribed in Schedule – II of the Companies Act, 2013. On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and used that carrying value as the deemed cost of the property, plant and equipment.

n) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost. measured at amortised cost.

(o) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn.

(p) Provisions & Contingencies

Provisions for legal claims and returns are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

A Contingent Liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements. A disclosure for a contingent liability is made where there is a possible obligation arising out of 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 or a present obligation arising out of a past event where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Contingent asset is not recognised in the financial statements. A contingent asset is disclosed, where an inflow of economic benefits is probable. Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

(q) Employee benefit obligations

Short-term employee benefits

Employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and are recognised in the period in which the employee renders the related service.

Post-employment benefits

Defined contribution plans

Contributions to superannuation fund, which are defined contribution schemes, are recognised as an employee benefit expense in the statement of profit and loss in the period in which the contribution is due.

Subsequent to the surrender of exemption and transfer of entire provident fund balances of the employees to the government managed provident fund, the Company's contributions to the employees' provident fund are made in accordance with the provisions of the act as amended from time to time or such other statute as

made applicable. The Company has adopted a policy of charging Company's Contributions to provident fund of employees directly to its Statement of Profit and Loss by recognising it as an expenses in the year when the contributions to the provident fund of the employees fall due. Accordingly, Company's contribution to the provident fund of the employee is paid to the government managed provident fund immediately after the employee becomes entitled to receive Salary for the required service rendered by him. The employee's contribution to his own provident fund is deducted from his salary and paid by the Company to the government managed provident fund on behalf of the employee.

Defined benefit plans

Gratuity - The employees' gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plans is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, is based on the market yields on government securities as at the reporting date, having maturity periods approximating to the terms of related obligations.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income (OCI) in the period in which they occur. Re-measurements are not reclassified to the statement of profit and loss in subsequent periods.

In case of funded plans, the fair value of the plan's assets is reduced from the gross obligation under the defined benefit plans, to recognise the obligation on net basis.

When the benefits of the plan are changed or when a plan is curtailed, the resulting change in benefits that relates to past service or the gain or loss on curtailment is recognised immediately in the statement of profit and loss. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The company recognises gains/losses on settlement of a defined plan when the settlement occurs.

Other long-term employee benefits - The liabilities for earned leave & sick leave are not expected to be settled wholly within twelve months after the end of the reporting period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method as determined by actuarial valuation. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating the terms of the related obligation.

Re-measurements as a result of experience adjustments and change in actuarial assumptions are recognised in the statement of profit and loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

Termination benefits - Termination benefits are expensed at the earlier of when the company can no longer withdraw the offer of those benefits and when the company recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are discounted.

(r) Cash dividend to equity holders

The company recognises a liability to make cash distributions to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

(s) Earnings per share (EPS)

Basic EPS is calculated by dividing the profit for the year attributable to equity holders of the company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted EPS adjust the figures used in the determination of basic EPS to consider

- The after-income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(t) Intangible assets**Recognition and measurement**

Intangible assets are recognised when the asset is identifiable, is within the control of the company, it is probable that the future economic benefits that are attributable to the asset will flow to the company and cost of the asset can be measured reliably. Expenditure on research activities is recognised in the statement of profit and loss as incurred. Development expenditure is capitalised only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the company intends to and has sufficient resources to complete development and to use or sell the asset. Intangible assets acquired by the company that have finite useful lives are measured at cost less accumulated amortisation and any accumulated impairment losses. Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level.

Subsequent measurement

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates.

Amortization

Amortisation is calculated over the cost of the asset, or other amount substituted for cost, less its residual value. Amortisation is recognised in statement of profit and loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset.

The estimated useful lives for current and comparative periods are as follows :

Asset	Useful Life
Software	3 to 5 years

(u) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

In the principal market for the asset or liability, or

- In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.
- A fair value measurement of a non-financial asset considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another.
- The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

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.

- For assets and liabilities that are recognised in the financial statements on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.
- For the purpose of fair value disclosures, the company has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Standards issued but not effective

Amendment to Indian Accounting Standard Rules, 2015

The Ministry of Corporate Affairs (MCA) on 5 April 2022, vide Notification dated 23 March 2022 has issued Companies (Indian Accounting Standard) Amendment Rules, 2022 in consultation with the National Financial Reporting Authority (NFRA).

The notification states that these rules shall be applicable from 1 April 2022 and would thus be applicable for the financial year ending 31 March 2023.

The amendments to Ind As are intended to keep the Ind As aligned with the amendments made in IFRS.

1. Amendments to Ind AS 16, "Property, Plant and Equipment" – Proceeds before Intended use.
2. Amendments to Ind AS 37, "Provisions, Contingent Liabilities and Contingent Assets" – Onerous Contracts
3. Amendments to 41, "Agriculture" – Taxation in Fair Value Measurements
4. Amendments to 101, "First-time Adoption of Indian Accounting Standards" – Subsidiary as a First-time Adopter
5. Amendments to Ind AS 103, "Business Combinations" - Reference to the Conceptual Framework
6. Amendments to Ind AS 109, "Financial Instruments" - Treatment of fees involved during exchange between an existing borrower and lender of debt instrument with substantially different terms

Exposure Drafts:

Following exposure drafts have been issued by the Institute of Chartered Accountants of India:

1. Amendments to Ind AS 8, "Definition of accounting estimates" – Changes in accounting estimates and changes in accounting policies
2. Amendments to Ind AS 12, "Income Taxes" - Exception to the initial recognition exemption in Ind AS 12.
3. Amendment to Ind AS 1, "Presentation of financial statements" - Related to disclosure of its material accounting policy information
4. Amendment to Ind AS 107 and AS 34, "Financial Instruments" – Disclosure, Interim financial reporting
5. New Indian Accounting Standard (Ind AS) 117, Insurance Contracts

The above exposure drafts have not been notified by the Ministry of Corporate Affairs ('MCA') to be applicable from 1 April, 2022 as at the date of approval of these financial statements. On issue of the amendment by MCA, the Company would evaluate the impact of the change in the standalone financial statements.

Note 2 (a) : Property, Plant & Equipment

Particulars	Freehold land	Freehold buildings	Plant and Equipment	Furniture and Fittings	Vehicles	Office Equipment and Computer	Electrical Installation	Total Tangible Assets	Computer Software	Total Tangible & Intangible Assets
Gross Block										
As at 1st April 2020	807.97	3943.26	5393.63	157.52	250.27	515.11	571.13	11638.89	41.57	11680.46
Exchange differences	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Additions	329.79	791.56	148.81	7.07	41.51	10.90	16.49	1346.14	0.00	1346.14
Disposal/ Other Adjustment	0.00	0.00	-56.94	-0.02	-162.51	-3.37	0.00	-222.84	0.00	-222.84
Asset held for disposal	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
As at 31st March 2021	1137.76	4734.82	5485.49	164.58	129.27	522.63	587.63	12762.19	41.57	12803.76
Gross Block										
As at 1st April 2021	1137.76	4734.82	5485.49	164.58	129.27	522.63	587.63	12762.19	41.57	12803.76
Exchange differences	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Additions	0.00	941.82	297.54	41.71	22.08	20.48	23.28	1346.91	0.00	1346.91
Disposal/ Other Adjustment	-0.46	-314.64	-649.61	-41.74	-19.55	-283.55	-54.51	-1364.06	-24.65	-1388.71
Asset held for disposal	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
As at 31st March 2022	1137.30	5362.00	5133.42	164.55	131.80	259.57	556.40	12745.04	16.92	12761.96
Accumulated Depreciation and Amortisation										
Upto 1st April 2020	0.00	2594.68	4498.21	129.99	206.66	433.91	545.94	8409.41	41.32	8450.73
Depreciation charge during the year	0.00	132.75	175.57	8.80	17.70	38.36	8.24	381.42	0.25	381.67
Disposals	0.00	0.00	-55.58	-0.02	-160.46	-3.35	0.00	-219.41	0.00	-219.41
Asset held for disposal	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Exchange differences	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
As at 31st March 2021	0.00	2727.43	4618.19	138.77	63.91	468.92	554.18	8571.41	41.57	8612.98
Accumulated Depreciation and Amortisation										
Upto 1st April 2021	0.00	2727.43	4618.19	138.77	63.91	468.92	554.18	8571.41	41.57	8612.98
Depreciation charged during the year	0.00	197.44	181.12	8.03	22.92	28.26	9.82	447.58	0.00	447.58
Disposals	0.00	-306.28	-627.64	-1.27	-15.83	-283.35	-53.24	-1327.62	-24.65	-1352.27
Asset held for disposal	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Exchange differences	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
As at 31st March 2022	0.00	2618.59	4171.67	105.53	70.99	213.62	510.76	7691.37	16.92	7708.29
Net carrying amount at 31st March 2021	1137.76	2007.39	867.30	25.80	65.36	53.71	33.45	4190.78	0.00	4190.78
Net carrying amount at 31st March 2022	1137.30	2743.41	961.76	59.02	60.80	45.75	45.64	5053.68	0.00	5053.68

Notes :

- The group has elected to continue with the carrying value of Property, Plant and Equipment and Intangible assets as recognised in Financial statements as per previous GAAP and regarded those values as deemed cost on the date of transition.
- The group has carried forward the gross block and accumulated depreciation as above for disclosure purposes only.
- Movable and Immovable property plant and equipment including plant and machinery at Nalagarh (Himachal Pradesh Location) are given as security for Foreign Currency Loan [For details refer note no 16(a)]
- No intangible as well as intangible assets have been revalued by the group during the year.
- No proceeding has been initiated or pending against the group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- Figures of the one of the subsidiary have been regrouped.

THE INDIAN CARD CLOTHING COMPANY LIMITED

Note 2 (b) : Right-Of-Use Assets- Building

Particulars	31-Mar-22	31-Mar-21
Opening gross carrying amount	63.60	63.60
Exchange differences	-	-
Additions	-	-
Disposal/ Other Adjustment	-	-
Asset held for disposal	-	-
Closing gross carrying amount	63.60	63.60
Opening accumulated depreciation	58.70	29.35
Depreciation charged during the year	4.90	29.35
Disposals	-	-
Asset held for disposal	-	-
Exchange differences	-	-
Closing accumulated depreciation and impairment	63.60	58.70
Net carrying amount	-	4.90

Note:

- The aggregate depreciation expense on Right-of-use assets is included under depreciation and amortisation expense in the Statement of Profit and Loss (Refer Note no. 26)

Note 3: Capital Work in Progress

Particulars	31-Mar-22	31-Mar-21
Opening balance	35.59	61.04
Additions during the year	29.81	10.22
Capitalised	(36.17)	(35.67)
Land related expenses adjusted against sale of land during the year	(25.10)	-
Retirement during the year	-	-
Net carrying amount	4.13	35.59

Note :

Capital Work in Progress mainly comprises of plant & machinery

Capital Work in progress as on 31st March 2022

Particulars	Amount in CWIP for a period				Total
	< 1 year	1-2 Year	2-3 Year	> 3 year	
Project in progress:					
i. Machine related cost	4.13	-	-	-	4.13
ii. Land development charges	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	4.13	-	-	-	4.13

Capital Work in progress as on 31st March 2021

Particulars	Amount in CWIP for a period				Total
	< 1 year	1-2 Year	2-3 Year	> 3 year	
Project in progress:					
i. Machine related cost	10.21	0.28	-	-	10.49
ii. Land development charges	-	-	-	25.10	25.10
Projects temporarily suspended	-	-	-	-	-
Total	10.21	0.28	-	25.10	35.59

Note 4: Non - Current Investment

Particulars	31-Mar-22	31-Mar-21
Investment in subsidiaries - Amortised cost		
Unquoted		
2,10,000 (31st March 2021 : 2,10,000) shares of Garnett Wire Ltd (Face Value GBP 1 per share)- Partly Owned	136.39	136.39
23,04,300 (31st March 2021 : 10,00,000) shares of ICC International Agencies Ltd (Face Value Rs. 10 per share) - Wholly Owned	231.28	81.28
Nil (31st March 2021 : 940) shares of Shivraj Sugar & Allied Products Pvt Ltd (Face Value Rs. 100 per share) - Partly Owned	-	0.24
Total (equity instruments)	367.67	217.91
Investment in Market Linked Bonds - FVTPL		
Unquoted		
200 (31st March 2021 : Nil) Edelweiss Finance And Investment Ltd (Face Value Rs. 10,00,000 per Unit)	2,109.35	
Redemption Date: Face Value (₹) 1000 Lakhs Date 7th Dec 2023 Face Value (₹) 1000 Lakhs Date 15th May 2023		
Investment in Private Pooled Funds - FVTPL		
Unquoted:		
495 (31 March 2021 : 495) units of Multi Act Private Equity Investment Fund (AIF)	932.49	612.26
Total (Market linked Bonds and Private Pooled Fund)	3,041.84	612.26
Total Non Current Investments	3,409.51	830.17
Aggregate amount of quoted investments and market value thereof	-	-
Aggregate amount of unquoted investments	3,409.51	830.17
Aggregate amount of impairment in the value of investments	-	-

Note: The Board of Directors of the Company in its meeting held on February 12, 2022 had approved the proposal for making an application for closure / striking off of Shivraj Sugar And Allied Products Private Limited, the non-operational subsidiary of the company, under Fast Track Exit Scheme. Accordingly, the application for closure of Shivraj Sugar and Allied Products Private Limited was filed with the Registrar of Companies (ROC) during the year ended March 31, 2022. Hence the Investment in same is written off as on 31st March 2022

Note 5 (a) : Non - Current Loans (Asset)

Particulars	31-Mar-22	31-Mar-21
Unsecured, Considered Good	-	-
Total Non - Current Loans	-	-

Note 5 (b) : Non - Current Other Financial Assets

Particulars	31-Mar-22	31-Mar-21
Bank deposits with maturity more than 12 months	48.20	
Unsecured, Considered Good		
Security deposits	45.45	52.71
Total Non - Current Other Financial Assets	93.65	52.71

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Note 6: Other Non current Assets

Particulars	31-Mar-22	31-Mar-21
Capital Advances	18.17	672.45
Prepaid Expenses	2.35	1.60
Total Other Non Current Assets	20.52	674.05

Note 7 : Deferred Tax Assets

Particulars	Property, plant and equipment (including investment property)	Allowance for doubtful debts – trade receivables	Valuation of defined employee benefit plans and other employee benefit	Financial assets at fair value through profit or loss	Net effect of unwinding of security deposits and deferred income & expenses	Right to use / Lease Liability	Other dis allowances under Income Tax	Total
At 31st March 2020	115.86	29.29	240.00	(9.66)	(1.15)	0.99	-	375.34
(Charged)/credited: - to profit or loss - to other comprehensive income	(1.78)	(9.18)	(63.58) (2.64)	(2.02)	0.70	(0.55)	6.10	(70.31) (2.64)
At 31st March 2021	114.08	20.11	173.78	(11.67)	(0.45)	0.43	6.10	302.39
(Charged)/credited: - to profit or loss - to other comprehensive income	(14.99)	(5.67)	(65.10) (3.31)	(37.80)	0.12	(0.43)	1.05	(122.82) (3.31)
At 31st March 2022	99.10	14.44	105.38	(49.48)	(0.32)	-	7.15	176.26

Note 8: Inventories

Particulars	31-Mar-22	31-Mar-21
Raw materials	253.35	274.49
Work-in-progress	153.74	385.89
Finished goods	161.94	76.65
Traded goods	7.32	-
Stores and spares	75.41	100.32
Stock in transit	21.04	-
Total Inventories	672.80	837.35

Amounts recognised in Profit and Loss

Write back of provision for non moving inventory amounted to Rs. 91.12 Lakhs for the year ended 31st March 2022 which was on account of utilisation / disposal of slow moving inventory. This has been adjusted in the consumption in the statement of profit and loss for the year. (For the year ended 31st March, 2021 there was increase of provision for slow moving inventory amounting to Rs. 26.73 Lakhs. These were recognised as expenses during the year and included in the consumption in the statement of profit and loss)

Note 9: Current Investments

Particulars	31-Mar-22	31-Mar-21
Investment in mutual funds - FVTPL		
Quoted:		
Nil (31 March 2021 : 15979.141) units of HDFC Liquid Fund - Weekly Dividend	-	164.77
Total (mutual funds)	-	164.77
Total current investments		
Aggregate amount of quoted investments and market value thereof	-	164.77
Aggregate amount of unquoted investments	-	-
Aggregate amount of impairment in the value of investments	-	-

Note 10 : Trade Receivables

Particulars	31-Mar-22	31-Mar-21
Trade receivables	1,210.20	1,055.79
Less: Allowance for doubtful debts	44.05	67.90
Total Trade Receivables	1,166.15	987.88
Current	1,166.15	987.88
Non - Current		

Break-up of security details

Particulars	31-Mar-22	31-Mar-21
Secured, considered good	-	-
Unsecured, considered good*	1,166.15	987.88
Unsecured, considered Doubtful	44.05	67.90
Total	1,210.20	1,055.78
Allowance for doubtful debts	44.05	67.90
Total trade receivables	1,166.15	987.88
*Includes dues from Subsidiaries/ Related parties	0.12	30.02

Note : For aging of Trade Receivables refer Note 39 (b)

Note 11 a: Cash & Cash Equivalents

Particulars	31-Mar-22	31-Mar-21
Balances with banks:		
i. In current accounts	460.94	1,816.10
ii. In EEFC accounts	2.85	14.97
Deposits with original maturity of less than three months	17,599.71	-
Cash on hand	0.25	0.56
Total cash and cash equivalents	18,063.75	1,831.62

Note 11 b : Other Bank Balances

Particulars	31-Mar-22	31-Mar-21
Earmarked Balances:		
i. Unpaid Dividend Account	21.29	23.64
ii. Fixed deposit against Bank Guarantee	35.00	141.60
Bank deposits with maturity more than 3 months but less than 12 months	555.43	490.50
Total other Bank Balances	611.72	655.74

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Note 12: Other Current Financial Assets

Particulars	31-Mar-22	31-Mar-21
Accrued Interest	9.24	9.66
Unsecured, Considered Good		
Advance to Employees	3.40	2.37
Short term loans and advances to Related party	-	29.20
Security deposits	10.80	-
Total other current financial assets	23.44	41.23

Type of Borrower	FY 2021-22	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	-	-
Directors	-	-
KMPs	-	-
Related Parties	-	-
Total	-	-

Type of Borrower	FY 2020-21	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	-	-
Directors	-	-
KMPs	-	-
Related Parties	29.20	100%
Total	29.20	100%

Note 13: Other Current Assets

Particulars	31-Mar-22	31-Mar-21
Export benefits receivable	-	49.20
Licenses on Hand	28.16	-
Balances with revenue authorities	140.99	123.99
Prepaid expenses	28.04	20.36
Advance to Suppliers Considered Good	100.37	78.44
Advance to Suppliers Considered Doubtful	13.34	9.46
Less: Provision for Doubtful advances	(13.34)	(9.46)
Other receivables	7.66	-
Total other current assets	305.22	271.99

Note 14: Share Capital

Particulars	31-Mar-22	31-Mar-21
Authorised 1,00,00,000 equity shares of Rs. 10 each (31st March 2021 : 100,00,000 equity shares of Rs. 10 each)	1000.00	1000.00
	1000.00	1000.00
Issued, subscribed & fully paid up share capital 59,41,120 equity shares of Rs. 10 each (31st March 2021 : 59,41,120 equity shares of Rs. 10 each)	594.11	594.11

(i) Movement in Equity Share Capital

Particulars	Number of shares	Equity share capital (par value)
As at 1st April 2020	4,551,120	455.11
Additions/Deletions	1,390,000	139.00
As at 31st March 2021	5,941,120	594.11
Additions/Deletions	-	-
As at 31st March 2022	5,941,120	594.11

Terms and rights attached to equity shares

Equity shares have a par value of INR 10. They entitle the holder to participate in dividends, and to share in the proceeds of winding up of the company in proportion to the number of and amounts paid on the shares held. Every holder of equity shares present at a meeting in person, is entitled to one vote.

The Company has not paid any dividend during the year.

The Board of Directors in its meeting held on May 3, 2022 declared Special Interim Dividend of Rs. 25/- per equity share of face value of Rs. 10/- each. Accordingly, Reserves & Surplus of the company will be reduced by Rs. 1,485.28 Lakhs in Quarter 1 of the financial year 2022-23.

(ii) Details of Equity Shareholders holding more than 5% shares in the company

Particulars	31-Mar-22		31-Mar-21	
	Number of shares	% Holding	Number of shares	% Holding
Holding Company Multi Act Industrial Enterprises Limited, Mauritius	4,000,066	67.33	4,000,066	67.33

(iii) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: Nil

(iv) Shareholding pattern of Promoters as on 31st March 2022

Particulars	31-Mar-22		31-Mar-21		% Change during the year
	Number of shares	% Holding	Number of shares	% Holding	
Multi-Act Industrial Enterprises Limited, Mauritius	4,000,066	67.33%	4,000,066	67.33%	0.00%
Multi-Act Trade and Investments Private Limited	100	0.00%	100	0.00%	0.00%

(v) Shareholding pattern of Promoters as on 31st March 2021

Particulars	31-Mar-21		31-Mar-20		% Change during the year
	Number of shares	% Holding	Number of shares	% Holding	
Multi-Act Industrial Enterprises Limited, Mauritius	4,000,066	67.33%	2,610,066	57.35%	9.98%
Multi-Act Trade and Investments Private Limited	100	0.00%	100	0.00%	0.00%

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Note 15: Other Equity

Particulars	31-Mar-22	31-Mar-21
Securities Premium Reserve	2,221.39	2,221.39
General Reserve	1,644.49	1,644.49
Retained Earnings	22,052.96	2,918.56
Other Comprehensive Income	(98.51)	(108.34)
Total Reserves and surplus	25,820.33	6,676.10

(i) Securities Premium Reserve

Particulars	31-Mar-22	31-Mar-21
Opening Balance	2,221.39	910.22
Additions during the year	-	1,320.50
Less: Expenses incurred on issue of shares	-	(9.34)
Closing Balance	2,221.39	2,221.39

(ii) General Reserve

Particulars	31-Mar-22	31-Mar-21
Opening Balance	1,644.49	1,644.49
Appropriations during the year	-	-
Closing Balance	1,644.49	1,644.49

(iii) Retained earnings

Particulars	31-Mar-22	31-Mar-21
Opening balance	2,918.56	3,007.40
Net profit/(loss) for the period	19,134.40	(88.84)
Dividends	-	-
Closing Balance	22,052.96	2,918.56

(iv) Other Comprehensive Income

Particulars	31-Mar-22	31-Mar-21
Opening Balance	(108.34)	(115.85)
Re-measurement of post-employment benefit obligations, net of tax	9.83	7.51
Closing Balance	(98.51)	(108.34)

Note 16 (a): Non - Current Borrowings

Particulars	Security	Terms of repayment	Interest rate	31-Mar-22	31-Mar-21
Foreign Currency Loan Loan From - Holding Company From Multi-Act Industrial Enterprises Limited	Movable and Immovable asset including Property (Land, Building and Machinery) situated at Nalagarh (Himachal Pradesh)	It will commence after the Statutory Minimum Average Maturity Period of 5 years and shall be structured in 4 six monthly installments, which shall not be later than 31 December 2026.	Fixed interest rate of 6.25% p.a.	1,927.35	1,870.05
Total non-current borrowings				1,927.35	1,870.05
Less: Interest accrued but not due (included in note 17)				31.85	33.92
Non-current borrowings (as per balance sheet)				1,895.50	1,836.13

Note 16 (b): Current Borrowings

Particulars	31-Mar-22	31-Mar-21
Loans repayable on demand		
Secured		
Loan From - Bank		
Bank Overdraft	-	323.35
Total current borrowings	-	323.35

Note No 1 : In FY 20-21, the above Bank OD facility was Primarily Secured by hypothecation of inventory and book debts and Collateral security of land at Nalagarh, HP. However in current year, the above facilities security was replaced by FD of (₹) 499 Lakhs and the same facility was closed in the month of July-21. Hence, during the year company was not required to file quarterly stock statement with Bank.

Note No 2 : During the year company has created charge for Rs. 1844 Lakhs with ROC, for the facilities availed from Holding Co. and satisfied the charges regarding various facility availed of Rs. 1920 Lakhs from HDFC Bank. There were two Old charges worth Rs. 110 Lakhs. of one bank pending for satisfaction as on 31st March 2022 which are satisfied subsequently.

Note 17: Other Financial Liabilities

Particulars	31-Mar-22	31-Mar-21
Non-current		
Security Deposits	58.82	181.90
Total Other Non - Current Financial Liabilities	58.82	181.90
Current		
Security Deposits	75.61	17.15
Payable to employees	115.41	100.74
Interest accrued but not due	31.85	33.92
Unpaid Dividend	21.29	23.64
Total Other Current Financial Liabilities	244.16	175.45

Note 18: Provisions (Current & Non Current)

Particulars	31-Mar-22			31-Mar-21		
	Current	Non - Current	Total	Current	Non - Current	Total
Employee Benefits						
Gratuity	15.76	83.89	99.65	18.91	74.02	92.93
Leave Encashment	7.93	50.66	58.59	6.73	47.81	54.53
Total Provisions	23.69	134.55	158.24	25.64	121.83	147.46

Leave Obligations

The leave obligations cover the Company's liability for sick and earned leave.

The amount of the provision of Rs. 58.59 lakhs is presented as current as well as non current. Though the Company does not have an unconditional right to defer settlement for any of these obligations, as based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months. The amounts that reflect leave that is not expected to be taken or paid within the next 12 months is shown under non current portion.

Defined Contribution Plan

a) Superannuation

The Company provides retirement benefits in the form of contribution to superannuation fund at the rate of 15% of annual salary. Contribution made during the year Rs. 1.60 Lakhs (2.32 Lakhs).

b) Provident Fund

Amount of Rs. 55.74 Lakhs (31 March 2021: Rs. 55.22 Lakhs) is recognised as expenses and included in Note No. 25 "Employee Benefit Expense" During the previous year 20-21 Company had a Provident Fund Plan, which was a defined benefit plan, which was managed through the Provident Fund Trust of the Company. The contributions were made to the Trust and shortfall in interest obligation, if any was met by the Company. During the same previous year 20-21, the company had transferred the provident fund obligation to PF Commissioner Pune and the same was classified as defined contribution plan.

Defined Benefit Plan

Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees' last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India. The cost of providing benefit under above mentioned defined benefit plan is determined using the projected unit credit method with actuarial valuation being carried out balance sheet date. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

The amounts recognised in the balance sheet and the movement in the defined benefit obligations over the years are as follows:

Particulars	Gratuity		
	Present value of obligation	Fair value of plan asset	Net amount
Balance at 31st March 2020	136.86	55.87	81.00
Current Service Cost	18.72	-	18.72
Interest expense / (income)	7.40	4.00	3.40
Loss/(gain) due to curtailment or settlement	-	-	-
Total amount recognised in profit or loss	26.12	4.00	22.12
Components of actuarial gain/losses on obligations:			
Due to Change in financial assumptions	(4.60)	-	(4.60)
Due to experience adjustments	(6.25)	-	(6.25)
Due to change in demographic assumption	-	-	-
Return on plan assets (income) excluding amounts included above	-	(0.70)	0.70
Total amount recognised in other comprehensive income	(10.84)	(0.70)	(10.15)
Employer contributions	-	0.04	(0.04)
Benefits paid	(19.99)	(19.99)	-
Balance at 31st March 2021	132.16	39.23	92.93
Current Service Cost	18.91	-	18.91
Interest expense / (income)	7.90	2.52	5.38
Loss/(gain) due to curtailment or settlement	-	-	-
Total amount recognised in profit or loss	26.81	2.52	24.30
Components of actuarial gain/losses on obligations:			
Due to Change in financial assumptions	(6.06)	-	(6.06)
Due to experience adjustments	(7.84)	-	(7.84)
Due to change in demographic assumption	-	-	-
Return on plan assets (income) excluding amounts included above	-	(0.77)	0.77
Total amount recognised in other comprehensive income	(13.89)	(0.77)	(13.13)
Employer contributions	-	4.45	(4.45)
Benefits paid	(20.42)	(20.42)	-
Balance at 31st March 2022	124.66	25.01	99.65

Sensitivity Analysis

The key assumptions of the defined benefit obligation to changes in the weighted principal assumption are:

a) Gratuity

Particulars	31-Mar-22	31-Mar-21
Discount rate	7.00%	6.45%
Salary growth rate	4.00%	4.00%
Normal retirement age	60	60
Mortality table	Indian Assured Lives Mortality (2012-14) Table	Indian Assured Lives Mortality (2012-14) Table
Employee turnover	10% at younger ages reducing to 0% at older ages	10% at younger ages reducing to 0% at older ages
Particulars	Impact on defined benefit obligation	
Assumption	31-Mar-22	31-Mar-21
Discount rate		
0.50% increase	Decrease by Rs.5.05 Lakhs	Decrease by Rs.5.34 Lakhs
0.50% decrease	Increase by Rs.5.48 Lakhs	Increase by Rs.5.79 Lakhs
Future salary growth rate		
0.50% increase	Increase by Rs.5.62 Lakhs	Increase by Rs.5.91 Lakhs
0.50% decrease	Decrease by Rs.5.21 Lakhs	Decrease by Rs.5.49 Lakhs
Withdrawal Rate		
10.00% increase	Increase by Rs.0.74 Lakhs	Increase by Rs.0.67 Lakhs
10.00% decrease	Decrease by Rs.0.77 Lakhs	Decrease by Rs.0.72 Lakhs

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b) Leave Benefits

Particulars	31-Mar-22	31-Mar-21
Discount rate	7.00%	6.45%
Salary growth rate	4.00%	4.00%
Normal retirement age	60	60
Mortality table	Indian Assured Lives Mortality (2012-14) Table	Indian Assured Lives Mortality (2012-14) Table
Employee turnover	10% at younger ages reducing to 0% at older ages	10% at younger ages reducing to 0% at older ages

Particulars	Impact on defined benefit obligation	
	31-Mar-22	31-Mar-21
Assumption		
Discount rate		
0.50% increase	Decrease by Rs. 1.35 Lakhs	Decrease by Rs. 1.51 Lakhs
0.50% decrease	Increase by Rs. 1.44 Lakhs	Increase by Rs. 1.62 Lakhs
Future salary growth rate		
0.50% increase	Increase by Rs. 1.45 Lakhs	Increase by Rs. 1.63 Lakhs
0.50% decrease	Decrease by Rs. 1.37 Lakhs	Decrease by Rs. 1.54 Lakhs
Withdrawal Rate		
10.00% increase	Decrease by Rs. 0.18 Lakhs	Decrease by Rs. 0.19 Lakhs
10.00% decrease	Increase by Rs. 0.19 Lakhs	Increase by Rs. 0.20 Lakhs

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

Note 19: Other Non Current Liabilities

Particulars	31-Mar-22	31-Mar-21
Deferred Income	23.74	18.20
Total Other Non Current Liabilities	23.74	18.20

Note 20: Trade Payables

Particulars	31-Mar-22	31-Mar-21
Current		
Trade Payables		
i. Total outstanding dues of Micro enterprises and Small Enterprises	58.80	64.17
ii. Total outstanding dues of creditors other than micro enterprises and small enterprises	569.94	575.50
iii. Related parties	-	2.76
Total Trade Payables	628.74	642.43

Note: For aging of Trade Payables refer Note 39 (b)

Note 21: Other Current Liabilities

Particulars	31-Mar-22	31-Mar-21
Statutory dues payable	45.01	75.99
Customer Advances	100.55	155.20
Deferred Income	9.36	13.16
Total Other Current Liabilities	154.92	244.34

Note 22: Revenue from Operations

Particulars	31-Mar-22	31-Mar-21
Sales & Services		
Sale of products	4,946.47	3,863.79
Sale of services	148.85	113.47
Subtotal (A)	5,095.32	3,977.26
Other operating revenue		
i. Rent and Amenities	295.44	449.71
ii. Others	162.54	37.27
Subtotal (B)	457.98	486.98
Total Revenue from Operations (A+B)	5,553.30	4,464.24

Note 23: Other Income

Particulars	31-Mar-22	31-Mar-21
Dividend income from investments mandatorily measured at fair value through profit or loss	1.83	5.99
Interest income from financial assets mandatorily measured at fair value through profit or loss	-	19.16
Interest income on financial assets measured at amortised cost		
(i) Bank Deposits	141.82	47.70
(ii) Other Financial Assets	4.44	2.91
(iii) Unwinding of Interest on Security Deposits	0.58	0.60
Income from fair valuation of financial assets mandatorily measured at fair value through profit or loss	320.24	124.15
Income from Investment in private pooled funds	13.48	10.53
Net gain / (loss) on sale of investments measured at fair value through profit or loss	0.04	13.49
Provision for Doubtful Debt Written Back	23.85	35.39
Miscellaneous Income	4.74	9.86
Sundry balances written back	59.64	36.68
Total Other Income	570.66	306.46

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Note 24: Changes in inventories of work-in-progress, stock-in-trade and finished goods

Particulars	31-Mar-22	31-Mar-21
Opening balance		
Work-in progress	385.89	431.43
Finished goods	76.65	217.48
Traded goods	-	-
Total opening balance	462.54	648.91
Closing balance		
Work-in progress	153.74	385.89
Finished goods	161.94	76.65
Traded goods	7.32	-
Total closing balance	323.00	462.54
Total changes in inventories of work-in-progress, stock-in-trade and finished good	139.54	186.37

Note 25: Employee Benefit Expenses

Particulars	31-Mar-22	31-Mar-21
Salaries, wages, bonus, incentive and leave encashment expense	1,120.73	1,028.90
Gratuity	24.30	22.12
Contribution to provident and other funds	66.90	65.81
Employee group insurance expenses	17.86	17.83
Staff welfare expenses	81.87	59.49
Total employee benefit expenses	1,311.65	1,194.15

Note 26: Depreciation and amortisation expenses

Particulars	31-Mar-22	31-Mar-21
Depreciation of property, plant and equipment	420.70	357.45
Amortisation of intangible assets	-	0.25
Depreciation on Right to use asset	4.90	29.35
Total depreciation and amortisation expenses	425.60	387.05

Note 27: Other Expenses

Particulars	31-Mar-22	31-Mar-21
Power, Fuel and Water	251.10	211.46
Stores, spares, oils and chemicals consumed	175.09	141.79
Repairs to :		
- Building	30.39	16.82
- Plant and Machinery	172.14	178.69
- Others	8.55	11.06
Insurance	22.51	15.89
Short Term Lease	68.96	39.32
Rates, taxes and Duties	206.82	131.74
Directors' Sitting Fees	14.10	22.65
Freight & clearing charges	142.53	90.42
Computer & computer maintenance	39.46	33.11
Security Expenses	106.08	114.69
Commission on sales	220.58	130.45
Housekeeping expenses	47.99	26.46
Recruitment Fees	2.61	3.44
Legal and Professional Fees	153.94	193.57
Provision for doubtful debts / advances (Net)	3.88	0.09
Bad Debts / receivable / advances written off (Net)	49.29	18.36
Investment written off	0.24	-
AMC Charges	18.30	20.83
Travelling and Conveyance	78.28	55.38
Communication Expenses	21.90	18.08
Exchange Loss	26.11	13.72
Payments to auditors (refer details of payment to auditors)	11.00	9.52
Miscellaneous expenses	83.96	79.48
Total other expenses	1,955.81	1,577.02

Details of payments to auditors

Particulars	31-Mar-22	31-Mar-21
Payment to auditors		
As auditor:		
Audit fee	9.25	7.75
Tax audit fee	1.25	1.25
In other capacities		
Other services-(Certification)	-	0.30
Less: Expenses transferred to securities Premium account	-	(0.30)
Re-imburement of expenses	0.50	0.52
Total payments to auditors	11.00	9.52

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Note 28: Finance costs

Particulars	31-Mar-22	31-Mar-21
Interest expense	133.14	148.97
Unwinding of Security Deposits	11.00	22.06
Exchange differences regarded as an adjustment to borrowing costs	59.37	-
Total Finance Cost	203.51	171.03

Break up of Interest Expense

Particulars	31-Mar-22	31-Mar-21
Interest on MSME	0.51	(7.58)
Interest on Overdraft	6.46	46.49
Interest on ECB Loan	123.73	110.06
Interest on others	2.44	-
	133.14	148.97

Note 29: Fair Value Measurements

Particulars	31-Mar-22			31-Mar-21		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial Assets						
Investments						
- Equity instruments, investments in subsidiaries, joint ventures	-	-	367.67	-	-	217.91
- Equity instruments at fair value	-	-	-	-	-	-
- Market Linked Bonds	2,109.35	-	-	-	-	-
- Mutual funds	-	-	-	164.77	-	-
- Private pooled Funds	932.49	-	-	612.26	-	-
Trade Receivables	-	-	1,166.15	-	-	987.88
Cash and cash equivalents and other bank balances	-	-	18,675.46	-	-	2,487.36
Security Deposits - Amortised Cost	-	-	56.25	-	-	52.71
Security Deposits - Fair value	-	-	-	-	-	-
Other Financial Assets	-	-	60.84	-	-	41.23
Total Financial Assets	3,041.84	-	20,326.37	777.03	-	3,787.10
Financial Liabilities						
Borrowings	-	-	1,895.50	-	-	2,159.48
Security Deposits	-	-	134.43	-	-	199.05
Unpaid Dividend	-	-	21.29	-	-	23.64
Trade Payables	-	-	628.74	-	-	642.43
Other Financial Liabilities	-	-	147.26	-	-	134.66
Lease Liability	-	-	-	-	-	5.97
Total Financial Liabilities	-	-	2,827.23	-	-	3,165.22

(i) Fair Value Hierarchy

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows:

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.

The following table provides the fair value measurement hierarchy of the Company's financial assets and liabilities that are measured at fair value or where fair value disclosure is required:

Particulars	31-Mar-22				31-Mar-21			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Financial Assets and Liabilities measured at Fair Value								
Financial Investments at FVPL								
Equity shares	-	-	-	-	-	-	-	-
Mutual funds	-	-	-	-	164.77	-	-	164.77
Private pooled funds	-	-	932.49	932.49	-	-	612.26	612.26
Bonds & Debentures		2109.35	-	2109.35	-	-	-	-
Total Financial Assets		2109.35	932.49	3041.84	164.77	-	612.26	777.03
Financial Liabilities	-	-	-	-	-	-	-	-
Total Financial Liabilities	-	-	-	-	-	-	-	-

ii) **Valuation process to determine fair value**

The following methods and assumptions were used to estimate the fair values of financial instruments:
i) The carrying amounts of cash and cash equivalents, trade receivables, trade payables, bank overdrafts, ECB loan and other current financial assets and liabilities measured at amortised cost in the financial statement are reasonable approximation of their fair value since the company does not anticipate that the carrying amount would be significantly different from the values that would eventually be received or settled.

ii) The fair values of the equity instruments, mutual fund units and bonds which are quoted, are derived from quoted market prices in active markets. In the case of the investment measured at fair value and falling under fair value hierarchy Level 2 and Level 3, value has been considered as an appropriate estimate of fair value.

Significant unobservable inputs used in Level 3 fair values:

Security deposits received and Lease liability is fair valued by discounting using Effective interest rate at the time of inception.

Note 30: Financial Risk Management

**(A) Expected Credit Loss
As at 31st March 2022**

(a) Expected credit loss for Trade Receivables.

Particulars	Not Due	0-180 Days	180-365 Days	Above 365 Days	Total
Considered Good	1,011.91	154.24	-	-	1,166.15
Considered Doubtful	-	0.26	9.14	34.65	44.05
Total	1,011.91	154.50	9.14	34.65	1,210.20
Expected Loss	-	(0.26)	(9.14)	(34.65)	(44.05)
Carrying amount of Trade Receivables (net of impairment)	1,011.91	154.24	-	-	1,166.15

As at 31 March 2021

(a) Expected credit loss for Trade Receivables

Particulars	Not Due	0-180 Days	180-365 Days	Above 365 Days	Total
Considered Good	772.80	196.87	15.69	2.54	987.88
Considered Doubtful	1.83	3.08	13.37	49.62	67.91
Total	774.63	199.95	29.06	52.16	1,055.80
Expected Loss	(1.83)	(3.07)	(13.37)	(49.62)	(67.90)
Carrying amount of Trade Receivables (net of impairment)	772.80	196.88	15.69	2.54	987.89

(i) Reconciliation of loss allowance provision – Trade Receivables

Loss allowance as on 1st April 2020	103.30
Changes in loss allowance	(35.40)
Loss allowance as on 31 March 2021	67.90
Changes in loss allowance	(23.85)
Loss allowance as on 31 March 2022	44.05

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(B) Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. These limits vary by location to take into account the liquidity of the market in which the entity operates. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

(i) Financing Arrangements

The Company had access to the following "**undrawn borrowing facilities**" at the end of the reporting period:

Particulars	31-Mar-22	31-Mar-21
Floating Rate		
- Expiring within one year (bank overdraft and other facilities)		
- Cash Credit Facilities	-	176.65
- LC and Bank Guarantee Facilities	-	101.89
- Expiring beyond one year (bank loans/ECB)		
- Long Term Loans	-	-

The company has repaid and closed bank overdraft facilities during the year which was secured by Bank Fixed deposit. ECB loan facilities will be as per the terms of the agreement and have maturity of five years.

(C) Foreign Currency Exposure Risk

(i) The Company's exposure to foreign currency risk at the end of the reporting period is presented as under

Transactions in Foreign Currency

Particulars	Name of Currency	31-Mar-22		31-Mar-21	
		Foreign Currency	INR Lakhs	Foreign Currency	INR Lakhs
Hedged Position		-	-	-	-
Unhedged Position					
Amounts Payable	USD	2,546,058	1,930.42	2,546,182	1,870.05
	GBP	-	-	15,719	15.85
	EUR	2,178	1.85	-	-
	TRY	-	-	-	-
Amounts Receivable	USD	183,389	138.73	152,103	111.71
	GBP	-	-	29,770	30.02
	EUR	504,976	423.57	-	-
	TRY	604,516	29.86	2,531,726	222.63
Net Amounts Payable	USD	2,362,669	1,791.69	2,394,078	1,758.34
	GBP	-	-	-	-
	EUR	-	-	-	-
	TRY	-	-	-	-
Net Amounts Receivable	USD	-	-	-	-
	GBP	-	-	14,051	14.17
	EUR	502,798	421.73	-	-
	TRY	604,516	29.86	2,531,726	222.63

(ii) Sensitivity

The Company has not hedged any of its foreign currency positions as at 31st March 2021

Particulars	Impact on (Profit) / loss before tax (INR Lakhs)	
	31-March-2022	31-March-2021
USD sensitivity USD -appreciated by 3% (31 March 2021-3%) USD -depreciated by 3% (31 March 2021-3%)	53.75 (53.75)	52.75 (52.75)
GBP sensitivity GBP-appreciated by 2% (31 March 2021-8%) GBP-depreciated by 2% (31 March 2021-8%)	- -	(1.13) 1.13
EUR sensitivity EUR-appreciated by 2% (31 March 2021-3%) EUR-depreciated by 2% (31 March 2021-3%)	(8.43) 8.43	- -
TRY sensitivity TRY-appreciated by 42% (31 March 2021-23%) TRY-depreciated by 42% (31 March 2021-23%)	(12.54) 12.54	(51.20) 51.20

(D) Cash Flow and Fair Value Interest Rate Risk

The Company's main interest rate risk arises from long-term borrowings with variable rates, which exposes the Company to cash flow interest rate risk.

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

(i) Interest Rate Exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	31-Mar-22	31-Mar-21
Variable rate borrowings	-	-
Fixed rate borrowings	1,895.50	1,836.13
Total Borrowings	1,895.50	1,836.13

As at the end of the reporting period, the Company had the following Fixed rate borrowings outstanding:

Particulars	31-Mar-22			31-Mar-21		
	Weighted Average Interest Rate	Balance	% of Total Loans	Weighted Average Interest Rate	Balance	% of Total Loans
Secured Term Loan from Banks (Variable Interest)						
Secured Term Loan from Parent Company (Fixed Interest)	6.25%	1,895.50	100.00%	6.25%	1,836.13	100%
Net Exposure to Cash Flow Interest Rate Risk		1,895.50			1,836.13	

(ii) Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. There is no impact on interest expense as there is no variable rate borrowing at the year end.

	Impact on Profit / (Loss) before tax	
	31 March 2022	31 March 2021
Interest rates – increase by 50 basis points		
Interest rates – decrease by 50 basis points	-	-

Note 31 : Names of related parties and relationship

A. Holding Company

- 1) Multi Act Industrial Enterprises Ltd., Mauritius

B. Subsidiaries

- 1) ICC International Agencies Ltd.
- 2) Garnett Wire Ltd., UK
- 3) Shivraj Sugar and Allied Products Pvt Ltd.

C. Directors -

- 1) Mr. P. K. Trivedi
- 2) Mr. M. K. Trivedi
- 3) Mr. J. M. Kothari
- 4) Mr. Sudhir Merchant
- 5) Mrs. Sangeeta Pandit
- 6) Mr. S. W. Karkamkar
- 7) Mr. Darshan Bhatia

D. Key Management Personnel

- 1) Alok Misra (CEO)
- 2) Chandrakant Patil (Chief Financial Officer)
- 3) Amogh Barve (Company Secretary)

E. Enterprises Over Which KMP or Relatives of KMP Are Able To Exercise Significant Influence

- 1 Multi Act Constructions Pvt. Ltd.
- 2 Multi Act Realty Enterprises Pvt. Ltd
- 3 Multi Act Trade & Investments Private Limited
- 4 Encore Business Centres LLP
- 5 Acre Street India Pvt. Ltd.
- 6 Multi Act Equity Consultancy Pvt. Ltd.
- 7 Multi Act EquiGlobe Limited
- 8 Multi Act Financial Enterprises Limited

Note : The Board of Directors of the Company in its meeting held on February 12, 2022 had approved the proposal for making an application for closure / striking off of Shivraj Sugar And Allied Products Private Limited, the non-operational subsidiary of the company, under Fast Track Exit Scheme. Accordingly, the application for closure of Shivraj Sugar and Allied Products Private Limited was filed with the Registrar of Companies (ROC) during the quarter ended March 31, 2022.

Note 32 : Related Party Transactions

Name of party	Nature of transaction	Year ended	Year ended	
		31-Mar-22	31-Mar-21	
a) Multi Act Industrial Enterprises Ltd., Mauritius	Issue of Equity shares	-	1,459.50	
	ECB – Received	-	1,129.91	
	Interest Expense	123.73	110.06	
	Loan Payable	1,895.50	1,836.13	
	Interest Payable	31.85	33.92	
b) Garnett Wire Ltd., UK	Sales	1.12	29.70	
	Purchases	10.01	78.42	
	Amount receivable	-	30.02	
	Amount payable	-	-	
	Reimbursement of Expenses paid	1.39	-	
c) ICC International Agencies Limited	Investment in shares	149.99	50.00	
	Loan given	62.00	28.00	
	Interest Income	2.91	1.29	
	Loan Receivable	-	28.00	
	Interest Receivable (Net of TDS)	-	1.20	
	Loan Recovered along with Interest (Net of TDS)	93.82	-	
	Deposit Received	-	-	
	Rent Income	0.84	-	
d) Multi Act Realty Enterprises Private Limited	Amount receivable	-	-	
	Deposit Received	-	-	
	Rent Income	0.21	-	
e) Multi Act Trade & Investments Private Limited	Amount receivable	0.02	-	
	Investment Advisory Fees Paid	15.00	15.00	
	Deposit Received	-	-	
f) Multi-Act Equity Consultancy Pvt. Ltd.	Rent Income	0.55	-	
	Amount Receivable	0.06	-	
	Amount Payable	-	2.76	
	Income from Mutual fund Investment	13.48	10.53	
	Closing balance of Investment	932.49	612.26	
	Deposit Received	-	-	
g) Provident Fund Trust	Rent Income	0.47	-	
	Amount receivable	0.05	-	
	P. F. Contribution during the year	-	48.03	
i) Key Management Personnel	P.F. Amount Payable	-	-	
	Deficit in Trust Payable	-	-	
	a) Mr. Prashant K. Trivedi - Chairman	Sitting fees as Director	1.25	2.40
		Payable	-	0.30
	b) Mr. Mehul K. Trivedi - Director (Non Executive)	Sitting fees as Director	1.50	2.60
		Payable	-	0.35
	c) Mr. J M Kothary Independent Director (Non Executive)	Sitting fees as Director	2.90	4.55
		Payable	-	0.65
	d) Mr. Sudhir Merchant Independent Director (Non Executive)	Sitting fees as Director	2.85	4.50
		Payable	-	0.65
	e) Mrs. Sangeeta S. Pandit Independent Director (Non Executive)	Sitting fees as Director	2.40	4.20
		Payable	-	0.60
	f) Mr. S W Karkamkar Director (Non Executive)	Sitting fees as Director	1.70	2.60
		Professional Fees Payable	15.00	15.00
g) Mr. D V Bhatia Independent Director (Non Executive)	Sitting fees as Director	1.50	1.80	
	Payable	-	0.30	
h) Mr. Alok Misra (Chief Executive Officer)	Short Term Employee Benefits Paid	115.45	93.31	
	Other Perquisites Payable	30.45	25.00	
	i) Mr. Chandrakant Patil Chief Financial Officer	Short Term Employee Benefits Paid	29.73	19.10
		Other Perquisites Payable	3.60	-
j) Mr. Amogh Barve Company Secretary	Short Term Employee Benefits Paid	40.41	20.04	
	Other Perquisites Payable	3.60	-	

(Investment in subsidiary "Shivraj Sugar And Allied Products Private Limited" of (₹) 0.24 Lakhs and Freight charges recovery from Subsidiary "Garnett Wire Limited" of (₹) 1.50 Lakhs have been written off during the year)

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Note 33 : Contingent Liabilities

Particulars	31-Mar-22	31-Mar-21
Income Tax Demands	20.11	0.31
Sales Tax Demands - MVAT	-	164.12
Guarantee with Labour Commissioner	35.00	35.00
LBT	89.47	89.47
Other Matters	7.07	7.07
Total Contingent Liabilities	151.64	295.97

Note 34 : Commitments

Particulars	31-Mar-22	31-Mar-21
Capital commitments:		
Contracts remaining to be executed on capital account and not provided for (net of advances)	58.50	173.69
Other commitments:		
EPCG - Unfulfilled Export Obligation Commitment Company is in the process of seeking extension for fulfilment of the export obligation	1,375.76	966.13
Total Capital Commitments	1,434.26	1,139.81

Note 35 : Net Debt reconciliation

This section sets out an analysis of net debt and the movements in net debt for each of the periods presented.

Particulars	31-Mar-22	31-Mar-21
Cash and cash equivalents	18,063.75	1,831.62
Borrowings		
-Current borrowings	-	(323.35)
-Non-current borrowings	(1,927.35)	(1,870.05)
Net Cash and Cash equivalent/ (Net debt)	16,136.40	(361.78)

Particulars	Other assets	Liabilities from financing activities	Total
	Cash and cash equivalents	Borrowings	
Net debt as at 1 April 2021	1,831.62	(2,193.40)	(361.78)
Cash flows	16,232.13	323.35	16,555.48
Exchange differences	-	(59.37)	(59.37)
Interest expense	-	(133.14)	(133.14)
Interest paid	-	135.22	135.22
Net debt as at 31 March 2022	18,063.75	(1,927.35)	16,136.41

Note 36 : Reconciliation of Effective Tax Rate

Particulars	31-Mar-22	31-Mar-21
Accounting Profit before Tax	22,202.22	(18.53)
Tax at Statutory Income Tax rate - 25.168%	5,587.85	-
Tax at Statutory Income Tax rate - 26%	-	(4.82)
Differences in tax rate and effective tax rate		
Income exempt from income tax		(4.98)
Tax rate difference on Fair valuation gain (DTL)	(43.96)	-
Tax rate difference, Indexation and other deductions on capital gains	(2,532.21)	-
DTA on losses not created	-	9.80
Change in tax rate for deferred tax	11.22	-
Tax effect of difference in income chargeable under house property	26.47	-
Rate difference due to setoff of business losses against capital gain	7.72	-
Other impacts including roundoff	10.73	-
Reversal of DTA having no effect due to losses	-	70.31
Income Tax expense reported in Statement of Profit and Loss	3,067.82	70.31

Note 37 : Disclosure as per section 22 of the MSMED Act.

Particulars	31-Mar-22	31-Mar-21
Principal amount remaining unpaid to any supplier as at the end of accounting year	58.80	64.17
Interest due thereon remaining unpaid to any supplier as at the end of accounting year	0.03	0.01
Amount of interest paid by the buyer under MSMED along with payments made to supplier beyond appointed day during each accounting year	0.47	58.17
Interest due and payable for the period (where the principal has been paid but interest under MSME not paid)	0.09	0.08
Interest accrued and remaining unpaid at the end of accounting year	0.12	0.10
Amount of further interest due and payable even in succeeding year, until when interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as deductible expenditure u/s 23.	0.01	0.01

Note 38 : Leases

Effective 1 April 2019, the Company has adopted Ind AS 116 "Leases" using modified prospective approach.

The lease liability is measured at the present value of the outstanding lease payments, discounted by the incremental borrowing rate at 1 April 2019. The weighted average incremental borrowing rate was 10.35%. The respective right-of-use asset is generally recognized at an amount equal to the lease liability.

The disclosures relating to leases are as summarized below:

Particulars	31-Mar-22	31-Mar-21
Carrying amount of right-of-use asset at the beginning	4.90	34.25
Depreciation for right-of-use asset	4.90	29.35
Interest expense on lease liabilities	0.08	2.39
Expenses relating to short-term / low value leases / Cancellable lease	68.96	39.32
Total Cash outflow for leases	75.01	72.59
Carrying amount of right-of-use asset	(0.00)	4.90
Lease Liability	-	5.97

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Note 39 (a) : Segment Reporting

Sr. No.	Particulars	Card Clothing	Realty	Others	Total
1	Revenue				
a)	External Sales				
I)	Manufactured / Services	4,867.22	-	-	4,867.22
	Previous Year	3,853.67	-	-	3,853.67
II)	Traded	228.10	-	-	228.10
	Previous Year	123.58	-	-	123.58
b)	Inter-segment sales	-	-	-	-
	Previous Year	-	-	-	-
c)	Other operating income	138.09	319.89	-	457.98
	Previous Year	37.27	449.71	-	486.98
d)	Other Income	101.48	469.18	-	570.66
	Previous Year	91.54	214.93	-	306.47
	Total Revenue	5,334.89	789.07	-	6,123.96
	Previous Year	4,106.06	664.64	-	4,770.70
2	Net profit before tax	22,215.16	190.57	(203.51)	22,202.22
	Previous Year	(22.74)	175.24	(171.03)	(18.53)
3	Other Information				
a)	Segment Assets	4,853.79	24,402.56	322.21	29,578.56
	Previous Year	5,929.20	4487.12	429.14	10,845.46
b)	Segment Liabilities	2,950.23	192.60	21.29	3,164.12
	Previous Year	3,331.17	220.44	23.64	3,575.24
c)	Capital Expenditure incurred during the year	999.94	274.03	-	1,273.97
	Previous Year	86.46	1,227.12	-	1,313.58
d)	Depreciation/ Amortization	284.55	141.06	-	425.62
	Previous Year	317.49	69.57	-	387.06

Secondary Segment Information

Information geographical location of customers

Particulars	Revenue	Trade Receivables
Domestic Sales	3,272.67	618.03
Previous year	2,849.20	691.43
Export sales	1,822.65	592.17
Previous year	1,128.05	364.35

Note 39 (b) : Trade Receivable - Aging as per Schedule III

FY 2021-22

Particulars	Not Due	< 6 Months	6 Months - 1 Year	1 Year - 2 Years	2 Years - 3 Years	More than 3 Years	Total
Undisputed Considered Good	1,011.91	154.24	-	-	-	-	1,166.15
Undisputed Considered Doubtful	-	0.26	8.77	7.14	8.99	4.34	29.50
Disputed Dues Considered Doubtful	-	-	0.37	2.11	4.97	7.10	14.55
Total	1,011.91	154.50	9.14	9.25	13.96	11.44	1,210.20
Less: Allowance for doubtful debts	-	0.26	9.14	9.25	13.96	11.44	44.05
Net Debtors	1,011.91	154.24	-	-	-	-	1,166.15

FY 2020-21

Particulars	Not Due	< 6 Months	6 Months - 1 Year	1 Year - 2 Years	2 Years - 3 Years	More than 3 Years	Total
Undisputed Considered Good	772.80	196.87	15.69	0.40	2.14	-	987.88
Undisputed Considered Doubtful	1.83	3.08	13.18	20.04	8.51	-	46.64
Disputed Dues Considered Doubtful	-	-	0.20	5.95	1.58	13.53	21.26
Total	774.63	199.95	29.06	26.39	12.23	13.53	1,055.78
Less: Allowance for doubtful debts	1.83	3.07	13.37	26.00	10.09	13.53	67.90
Net Debtors	772.80	196.88	15.69	0.39	2.14	-	987.88

Note 39(b) : Trade Payable - Aging as per Schedule III

FY 2021-22

Particulars	Unbilled	Not Due	< 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	Total
Undisputed - MSME	-	20.26	38.54	-	-	-	58.80
Undisputed - Others	-	100.36	110.73	4.74	2.86	5.31	224.00
Disputed - MSME	-	-	-	-	-	-	-
Disputed - Others	-	-	-	-	-	-	-
Unbilled Dues	345.94	-	-	-	-	-	345.94
Total	345.94	120.62	149.27	4.74	2.86	5.31	628.74

FY 2020-21

Particulars	Unbilled	Not Due	< 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	Total
Undisputed - MSME	-	33.46	30.71	-	-	-	64.17
Undisputed - Others	-	87.07	121.79	5.86	7.19	16.10	238.01
Disputed - MSME	-	-	-	-	-	-	-
Disputed - Others	-	-	-	-	-	-	-
Unbilled Dues	340.25	-	-	-	-	-	340.25
Total	340.25	120.53	152.50	5.86	7.19	16.10	642.43

Note 40 (a): Ratios

	Ratios Particulars	For the year 2021-22			For the year 2020-21			Variance (%)	
		Numerator	Denominator	Ratio	Days	Numerator	Denominator		Ratio
1	Current Ratio (in times) [Total current assets / Total current liability] Current ratio increased as proceeds from sale of Land mainly invested in Bank Fixed Deposit.	20,843	1,052	19.82		1,417	3.38	486%	
2	Debt-Equity Ratio (in times) [Debt (consist of borrowing and lease liability)/ Total equity] Debt- Equity ratio improved as profit on sale of land resulted into increase in Equity and Reserves)	1,896	26,414	0.07		7,270	0.30	-76%	
3	Debt Service Coverage Ratio (in times) [Earnings available for debt service/ Debt Service (interest & Lease Payments + Principal Repayments)] Debt service ratio has improved as the operating profit increased.	665	209	3.27		202	2.2	48%	
4	Return on Equity Ratio (in %) [PAT less Preference Dividend (If Any) /Average Total Equity] Return on Equity improved as as profit on sale of land resulted into increase in Equity and Reserves	19,134	16,842	113.61%		6,586	-1.35%	-8.522%	
5	Inventory Turnover (in times) [COGS/Average inventory] Inventory turnover ratio improved due to higher consumption during the year, which resulted into decrease in inventory levels.	2,244	755	2.97		912	1.78	205	67%
6	Trade Receivables Turnover (in times) [Revenue from operation /Average Accounts Receivables] Trade receivables Turnover ratio improved due to better collection from debtors	5,553	1,077	5.16		1,001	4.46	82	16%
7	Trade Payable Turnover (in times) [Purchase /Average Accounts Payable] Trade Payable Turnover ratio improved due to improved payment to creditors	2,079	636	3.27		744	1.98	184	65%
8	Net Capital Turnover ratio (in times) [Revenue from operation /Working Capital] Net capital ratio decreased as current asset increased due to proceeds from sale of land	5,553	19,792	0.28		3,373	1.32		-79%
9	Net profit Ratio (in %) [PAT/Revenue from operation] Net profit Ratio improved as profit increased due to profit on sale of land	19,134	5,553	344.6%		4,464	-2.0%		-174.15%
10	Return on Capital Employed (in %) [EBIT / Capital Employed (Tangible net worth + Deferred tax liabilities + Lease liabilities)] Return on Capital Employed improved as profit increased due to profit on sale of land	22,406	28,134	79.64%		9,128	1.67%		4667%
11(a)	Return on Fixed deposit (in %) [RO]= Income generated from Fixed deposit / Time weighted average Fixed Deposit]	142	5,035	2.82%		1,484	3.21%		-12%
11(b)	Return on Investment (in %) [RO]= Income generated from Investment / Time weighted average Investment] Note : In respect of investment in subsidiaries, Ratio is not given as both the subsidiary companies have incurred losses in current year and previous financial year.	332.63	671.62	49.53%		1,225.52	14.36%		245%

Note 40 (B): Other Notes

i) Wilful Defaulter

The company has not been declared as wilful defaulter by any bank or financial institution or other lender

ii) Relationship with struck-off companies

As per the information available with the Company, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956

iii) Details of Crypto Currency or Virtual Currency

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

iv) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

v) Out of the proceedings of the Preferential issue of equity shares issued and allotted to Multi-Act Industrial Enterprises Limited ("MAIEL"), Mauritius, - Promoters of the Company during the year 2020-21, the Company has invested in the Equity Share Capital of ICC International Agencies Limited (ICCIAL), Wholly Owned Subsidiary of the Company during the year 2021-22 a sum of Rs. 1,49,99,450/- (Rupees One Crore Forty-Nine Lakhs Ninety-Nine Thousand Four Hundred Fifty Only) by subscribing 13,04,300 Equity Shares of face value of Rs.10/- each at an issue price of Rs. 11.50/- per equity share (including securities premium of Rs. 1.50/- per equity share) under Rights Issue of ICCIAL. The proceeds of the Preferential issue have currently been parked in fixed deposit with Scheduled Bank.

Note 41 : Exceptional item

Particulars	2021-22	2020-21
Profit on sale of Fixed Asset	22,043.36	22.62

Profit on Sale of Fixed Assets as disclosed under exceptional items is mainly towards sale of Sub-Plot A and Sub-Plot C of the Company situated at Pimpri Pune in the financial year 2021-22 amounting to Rs. 22,025.39 Lakhs.

Note 42 : Earning per share

Particulars	2021-22	2020-21
Profit after Tax	19,134.40	(88.84)
Weighted average number of equity shares used as denominator	5,941,120	5,217,558
Basic and Diluted earning per share of Rs 10/- each	322.07	(1.70)

Note 43 : Previous year's figure have been re-grouped wherever necessary to conform to current year's grouping.

As per our report attached

M/S. P.G. BHAGWAT
Chartered Accountants
FRN-101118W/W100682

Prashant Trivedi
Director
(DIN: 00167782)

SanjeevKumar Karkamkar
Director
(DIN: 00575970)

SANDEEP RAO
Partner
Membership No. : 047235

Alok Misra
Chief Executive Officer

Chandrakant Patil
Chief Financial Officer

Amogh Barve
Company Secretary

Date : 29th May 2022

Place : Mumbai

**FORM AOC-1
(Pursuant to first proviso to sub section (3) of Section 129 read with rule 5 of The Companies (Accounts) Rules, 2014
Statement containing salient features of the financial statement of subsidiaries / associates companies / joint ventures**

PART - A

Sr. No.	Name of the Subsidiary	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Date of Acquisition	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Share capital	Reserves & Surplus	Total Assets	Total Liabilities (excluding Share Capital and Reserves & Surplus)	Investments	Turnover (Includes inter-company transaction)	Profit/ (Loss) before taxation	Provision for taxation	Profit / (Loss) before taxation	Proposed Dividend	(In Lakhs)	% of shareholding
1	ICC International Agencies Ltd.	Same as holding Company's reporting period, i.e., from April 1, 2020 to March 31, 2021	January 25, 2001	Indian subsidiary and hence not applicable	230.43	(155.71)	116.94	42.22	-	139.56	(37.85)	(0.24)	(38.09)	-		99.99%
2	Garnet Wire Ltd., UK	Same as holding Company's reporting period, i.e., from April 1, 2020 to March 31, 2021	May 8, 1997	UK Pound (Rs. 99.565 / GBP)	348.48	231.17	775.01	195.36	-	969.76	(77.57)	12.87	(64.70)	-		60.00%

Notes :

- The Board of Directors in its meeting held on February 12, 2022 approved the proposal for making an application for closure / striking off Shivraj Sugar And Allied Products Private Limited, the non-operational subsidiary of the company, under Fast Track Exit Scheme. Accordingly, application for closure of Shivraj Sugar And Allied Products Private Limited has been filed with the Registrar of Companies (ROC).
- Except for Shivraj Sugar and Allied Products Pvt. Ltd. none of the subsidiaries mentioned above have been sold or liquidated during the year 2021-22.
- Part "B" of this statement is not applicable as the Company neither has any associates nor any joint ventures.

M/S. P.G. BHAGWAT
Chartered Accountants
FRN-101118/WV/100682

Prashant Trivedi
Director
(DIN: 00167782)

Sanjeev Kumar Karkamkar
Director
(DIN: 00575970)

SANDEEP RAO
Partner
Membership No. : 047235

Alok Misra
Chief Executive Officer

Chandrakant Patil
Chief Financial Officer

Amogh Barve
Company Secretary

**Date : 29th May 2022
Place : Mumbai**

INDEPENDENT AUDITORS' REPORT

To the Members of The Indian Card Clothing Company Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of The Indian Card Clothing Company Limited ("the Holding Company") and its subsidiaries (Holding Company and its Subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2022, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2022, of the consolidated profit (including other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 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 together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion

Other Information

The Holding Company's Board of Directors is responsible for the Other Information. The Other Information comprises the information included in Management Discussion and Analysis; Board of Directors' Report along with its Annexures and Corporate Governance Report included in the Annual Report, 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 in the audit or otherwise appears to be materially misstated.

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

Key Audit Matters

Key Audit matters are those matters that, in our professional judgement, were of most significance in our audit of Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of Consolidated Financial Statement 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 key audit matters to be communicated in our report with respect to the Group.

1) Valuation of Investments

Description of Key Audit Matters

The Group has total investments of Rs. 3041.84 Lakhs which constitutes 10.09% of total assets of the Group. During the year fair valuation gain is Rs 320.24 Lakhs accounted for under other income in the statement of Profit and loss. In terms of Ind AS 109 "Financial Instruments" Investments, which are financial assets, are required to be fair valued. Improper fair valuation of investments would have adverse effect on profit/ loss for the year or other comprehensive income for the year. Considering the quantum of investment and fair valuation gain, we have considered the same as Key Audit Matter.

Description of Auditor's Response

We have performed the following audit procedures in relation to the audit of investments and its fair valuation

- a) Verification of Portfolio Report / Account Statement in respect of Market linked bonds and Private pooled funds for confirming existence of investments as on 31st March 2022
- b) In respect of investments in private pooled funds and Market linked bonds, which are fair valued through statement of profit and loss, fair value for the same is verified from statement of NAV from Private pooled funds and Portfolio report of Market linked bonds.
- c) Gain/loss is verified from the sale consideration and the fair value of investment as on the date of sale.

Our Audit process did not identify any improper fair valuation in respect of above investments.

2) Trade Receivables

Description of Key Audit Matters

Trade Receivables, as on 31st March 2022, are Rs.1423.98 Lakhs and impairment provision against the same is Rs. 57.54 Lakhs.

Management's judgment is involved in identifying impairment in the value of the receivable as well as in formulating a policy for creating provisioning against impairment which has an adverse effect on the profits / loss of the Group. Considering the management judgement involved for impairment provisioning against trade receivable, we have considered the same as Key Audit Matter.

Description of Auditor's Response

We have performed the following audit procedures in relation to Management's Judgment in identification of impairment of value of Receivables and adequacy of impairment provision:

- a) We have verified age wise analysis of receivables.
- b) We have sought information and explanation from the management regarding status of receivables in respect of overdue receivables for the purpose of ensuring adequacy of provision.
- c) We have also tested subsequent collections made from the overdue receivables.

Our Audit process did not identify any material inadequate provisioning for impairment in the value of Receivables.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), the consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

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 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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 the ability of 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Company and its Subsidiaries are responsible for overseeing the financial reporting process of 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 Company and its Subsidiaries have 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 ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the Financial Statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial Statements 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 Matters

We did not audit the financial statements/financial information of one subsidiary, whose financial statements/ financial information reflect total assets of Rs775.01 lakhs as at 31 March 2022, total revenue of Rs. 969.78 lakhs, loss after tax of Rs. 64.70 lakhs for the period from 01st April 2021 to 31st March 2022, net cash outflow amounting to Rs 34.99 lakhs for the year ended on that date, as considered in the consolidated Ind AS financial statements. These financial statements/ financial information have been audited by other auditors whose report has been furnished to us by the Management, and our opinion on the consolidated Ind AS financial statements insofar as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-section (3) and (11) of Section 143 of the Act insofar as it relates to the aforesaid subsidiary, is based solely on the report of the other auditors.

We did not audit the financial statements/financial information of onesubsidiary, which is closed during the year, whose financial statements/ financial information reflect total assets of RsNIL as at 31 March 2022, total revenue of Rs. NIL, profit after tax of Rs.NILand net cash flows amounting to RsNIL for the year ended on that date, as considered in the consolidated Ind AS financial statements. These financial statements/ financial information are unaudited and have been furnished to us by the Management, and our opinion on the consolidated Ind AS financial statements insofar as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-section (3) and (11) of Section 143 of the Act insofar as it relates to the aforesaid subsidiary, is based solely on such unaudited financial statements/ financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements/ financial information are not material to the Group.

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 auditors and the financial statements/ financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept 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 Changes in Equity and the Consolidated Cash Flow Statement 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 Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
 - e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2022 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its Subsidiary companies incorporated in India, none of the directors of the Group Company incorporated in India, is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and its Indian Subsidiary and the operating effectiveness of such controls, refer to our separate Report in Annexure I.
 - g) As required by section 197 (16) of the Act; in our opinion and according to the information and explanations given to us, the remuneration paid during the current year by the Holding Company and its subsidiary in India to its directors/manager is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director/manager by the Holding Company and its subsidiary in India is not in excess of the limit laid down under section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- (i) The Consolidated Financial Statements disclose the impact of pending litigations as at March 31, 2022 on the consolidated financial position of the Group – Refer Note 33 to the Consolidated Financial Statements.
- (ii) The Group did not have any long-term contracts including derivatives contracts as at 31st March 2022.
- (iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its Subsidiaries in India during the year ended March 31, 2022.
- (iv) (a) The management has represented to us that, to the best of its knowledge and belief no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company and its subsidiaries to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company and its subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. (Refer Note No. 39(c)(iv) of Consolidated Financial Statements)
- (b) the management has represented to us, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts to the Financial Statements (Refer Note No. 39(c)(v) of Consolidated Financial Statements), no funds have been received by the Holding Company and its subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company and its subsidiaries 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 information and explanation given to us and audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations made by the management and as mentioned under sub-clause (iv)(a) and
- (iv) (b) above contain any material misstatement.
- (v) As stated in Note 14 to the consolidated financial statements;
- (a) The Holding and its subsidiaries has not paid any dividend during the year
- (b) The Board of directors of the Holding Company has declared Special Interim Dividend, paid in FY 2022-23, is in accordance with section 123 of the Act.
- (vi) The requirement to the use of accounting software for maintaining Group's books of account which has a feature of recording audit trail (edit log) facility is deferred to financial years commencing on or after April 1, 2023, therefore reporting under Rule 11(g) of Companies (Audit & Auditors) Rules, 2014 is not applicable for financial year ended on March 31, 2022.
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 for 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 **PG BHAGWAT LLP**
Chartered Accountants
Firm Registration Number: 101118W/W100682

Sandeep Rao
Partner
Membership Number: 47235
UDIN: 21047235AAAADG3781
Pune: 24th June 2021

Annexure I to the Independent Auditors' Report

Referred to in paragraph 1 (f) under the heading, "Report on Other legal and Regulatory Requirements" of our report on even date:

Report on the Internal Financial Controls with reference to Consolidated Financial Statements Under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting with reference to the Consolidated Financial Statements of The Indian Card Clothing Company Limited ("the Holding Company") and its Subsidiaries (the Holding company and its Subsidiaries together referred to as "the Group") as of March 31, 2022 in conjunction with our audit of the Consolidated Financial Statements of the Group for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Holding Company's and its Subsidiaries Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Group's internal financial controls over financial statements with reference to the Consolidated 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, to the extent applicable to an audit of internal financial controls, 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 over financial statements with reference to Consolidated 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 control system with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls over financial statements with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls over financial statements with reference to Consolidated 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 Consolidated Financial Statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Group's internal financial controls over financial statements with reference to Consolidated Financial Statements.

Meaning of Internal Financial Controls Over Financial Statements

A company's internal financial control over 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 over 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; 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 Consolidated Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Statements

Because of the inherent limitations of internal financial controls over 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 over financial statements to future periods are subject to the risk that the internal financial control over financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate

Opinion

Though the Group has maintained, in all material respects, adequate internal financial controls system over financial statements with reference to Consolidated Financial Statements and such internal financial controls over financial statements with reference to Consolidated Financial Statements were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Group 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, we are of the opinion that formal documentation to substantiate controls needs to be strengthened. However our above observation does not affect our opinion on the Ind AS consolidated financial statements of the Group.

Other Matters

We did not audit the internal financial controls over financial reporting of 1 subsidiary which is located outside India and is not a company registered under the Companies Act 2013.

For **P G BHAGWAT LLP**
Chartered Accountants
Firm Registration Number: 101118W/W100682

Sandeep Rao
Partner
Membership Number: 47235
UDIN:22047235AJVLOF1453
Mumbai : 29th May 2022

THE INDIAN CARD CLOTHING COMPANY LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2022

(Rs. in Lakh)

Particulars	Notes	As At 31st March 2022	As At 31st March 2021
ASSETS			
Non-Current Assets			
Property, plant and equipment	2(a)	5,053.68	4,190.78
Other intangible assets	-	-	
Right-Of-Use Assets	2(b)	-	4.90
Capital work-in-progress	3	4.13	35.59
Financial Assets			
i. Investments	4	3,041.84	612.26
ii. Other Financial Assets	5(b)	98.62	58.94
Other Non current assets	6	20.52	674.05
Income Tax assets (Net)		125.06	110.22
Deferred Tax assets (Net)	7	174.40	287.75
Total Non-Current Assets		8,518.25	5,974.50
Current Assets			
Inventories	8	1,025.65	1,185.84
Financial Assets			
i. Investments	9	-	164.77
ii. Trade receivables	10	1,366.44	1,163.75
iii. Cash and cash equivalents	11(a)	18,203.97	1,996.47
iv. Other Bank balances	11(b)	656.72	655.74
v. Other financial assets	12	23.44	11.94
Other current assets	13	346.74	290.19
Total Current Assets		21,622.96	5,468.70
TOTAL ASSETS		30,141.21	11,443.20

As per our report attached

P G BHAGWAT LLP
Chartered Accountants
FRN-101118W/W100682

Prashant Trivedi
Director
(DIN: 00167782)

SanjeevKumar Karkamkar
Director
(DIN: 00575970)

Sandeep Rao
Partner
Membership No. : 047235

Alok Misra
Chief Executive Officer

Chandrakant Patil
Chief Financial Officer

Amogh Barve
Company Secretary

Date : 29th May, 2022
Place : Mumbai

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2022

(Rs. in Lakh)

Particulars	Notes	As At 31st March 2022	As At 31st March 2021
EQUITY AND LIABILITIES			
Equity			
Equity share capital	14	594.11	594.11
Other equity			
Reserves and surplus	15	25,651.38	6,556.14
Non-controlling Interest		494.03	519.90
Total Equity		26,739.52	7,670.15
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
i. Borrowings	16 (a)	1,908.13	1,843.49
ii. Other Financial Liabilities	17	58.82	181.90
iii. Lease Liability		-	-
Provisions (Non - Current)	18	138.59	123.69
Other Liabilities	19	45.80	18.20
Total Non-Current Liabilities		2,151.34	2,167.28
Current liabilities			
Financial Liabilities			
i. Borrowings	16 (b)	10.76	323.35
ii. Trade Payables	20		
- Trade Payables - Total outstanding dues of micro enterprises and small enterprises.		58.80	64.17
- Trade Payables - Total outstanding dues of creditors other than micro enterprises and small enterprises.		718.13	671.36
iii. Other Financial Liabilities	17	257.79	204.90
iv Lease Liability		-	5.97
Provisions (Current)	18	27.83	29.92
Other Current Liabilities	21	177.04	306.09
Total Current Liabilities		1,250.35	1,605.77
Total Liabilities		3,401.69	3,773.05
Total Equity and Liabilities		30,141.21	11,443.20
Summary of significant accounting policies			
	1		
The accompanying notes are integral part of the Financial Statements			
	1 - 43		

As per our report attached

P G BHAGWAT LLP
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Prashant Trivedi
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(DIN: 00167782)

SanjeevKumar Karkamkar
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Sandeep Rao
Partner
Membership No. : 047235

Alok Misra
Chief Executive Officer

Chandrakant Patil
Chief Financial Officer

Amogh Barve
Company Secretary

Date : 29th May, 2022
Place : Mumbai

THE INDIAN CARD CLOTHING COMPANY LIMITED

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31ST MARCH 2022

(Rs. in Lakh)

Particulars	Notes	As At 31st March 2022	As At 31st March 2021
Continuing operations			
Revenue from operations	22	6651.49	5397.84
Other income	23	568.72	322.41
Total Income		7220.21	5720.25
Expenses			
Cost of materials consumed		2,158.49	1,520.20
Purchases of stock-in-trade		140.85	102.30
Changes in inventories of work-in-progress, stock-in-trade and finished goods	24	127.98	203.15
Employee benefit expenses	25	1,817.34	1,687.23
Depreciation and amortisation expenses	26	452.48	411.02
Other expenses	27	2,245.50	1,828.07
Finance costs	28	203.49	172.86
Total Expenses		7,146.13	5,924.83
Profit/(Loss) before Exceptional items and Tax		74.08	(204.58)
Exceptional items			
Profit on sale of Fixed Assets	41	22,047.65	22.62
Profit/(Loss) before Tax from Continuing Operations		22,121.73	-181.96
Income Tax expense			
- Current tax		2,945.17	-
- Tax in respect of earlier years	7	-	(5.41)
- Deferred tax		109.83	67.81
Total Tax Expense		3,055.00	62.40
Profit/(Loss) from Continuing Operations		19,066.73	(244.35)
Discontinued Operations			
Profit from discontinued operations before tax		-	-
Tax expense of discontinued operations		-	-
Profit/(Loss) from Discontinued Operations		-	-
Profit/(Loss) for the year		19,066.73	(244.35)
Attributable to:			
Non-controlling Interests		(25.88)	(13.94)
Owners of the Company		19,092.61	(230.41)
Other Comprehensive Income			
Items that will not be reclassified to profit or loss	7		
Actuarial Gain / (Loss)		13.92	10.95
Income tax relating to these items		(3.51)	(2.85)
Non-controlling Interests		-	0.00
Items that will be reclassified to profit or loss		10.41	8.10
Exchange differences on translation of Foreign Operations		19,070.81	(199.83)
Total Comprehensive Income for the year			
Attributable to:			
Non-controlling Interests		(25.88)	(13.94)
Owners of the Company		19,096.69	(185.90)
Earnings per equity share (Nominal Value per share INR 10)			
Basic & Diluted		321.36	(4.42)

As per our report attached

P G BHAGWAT LLP
Chartered Accountants
FRN-101118W/W100682

Prashant Trivedi
Director
(DIN: 00167782)

SanjeevKumar Karkamkar
Director
(DIN: 00575970)

Sandeep Rao
Partner
Membership No. : 047235
Date : 29th May, 2022
Place : Mumbai

Alok Misra
Chief Executive Officer

Chandrakant Patil
Chief Financial Officer

Amogh Barve
Company Secretary

STATEMENT OF CONSOLIDATED CASHFLOWS FOR THE YEAR ENDED 31ST MARCH 2022

(Rs. in Lakh)

	Particulars	31-Mar-22	31-Mar-21
A.	Cash flow from operating activities		
	Net profit before tax	22,121.73	(181.96)
	Adjustments for:		
	Loss / (profit) on sale of property, plant and equipment	(22,047.65)	(22.62)
	Dividend from mutual fund investments	(1.83)	(5.99)
	Interest earned	(143.97)	(69.83)
	Unrealised (gain) / loss on mutual fund investments	(320.24)	(124.15)
	Income from Sale of Investment	(0.04)	(13.49)
	Bad Debts / Provision for doubtful debts and advances and write back	(23.85)	(35.39)
	Income from Mutual fund Investment	(13.48)	(10.53)
	Excess provision / creditors written back (including advances)	(59.64)	(36.68)
	Depreciation and amortisation	452.48	411.02
	Provision for doubtful debts / advances (Net)	11.61	0.09
	Bad Debts / receivable / advances written off (Net)	49.29	18.63
	Investment Written off	0.24	0.00
	Unrealised foreign exchange (gain) / loss (net) and Foreign Exchange Translation Reserve	2.71	51.65
	Foreign Exchange Translation Reserve	203.49	172.86
	Interest charged	(1.43)	
	Expenses charged to Securities premium	(10.49)	(18.45)
	Deferred Rent Income Ind AS		
		218.93	135.17
	Operating profit before working capital changes		
	Changes in working capital		
	(Increase) / decrease in trade receivables	(235.81)	(28.98)
	(Increase) / decrease in inventories	160.19	189.57
	(Increase) / decrease in other non-current assets	(0.75)	1.40
	(Increase) / decrease in non-current Other Financial assets	(39.68)	24.07
	(Increase) / decrease in current financial assets-others	(11.25)	(0.60)
	(Increase) / decrease in other current assets and other bank balances	(69.14)	(385.39)
	Increase / (decrease) in other non current financial liabilities	(123.08)	27.63
	Increase / (decrease) in trade payables	101.11	(96.27)
	Increase / (decrease) in other current financial liabilities	54.79	(56.72)
	Increase / (decrease) in other non current liabilities	27.60	(4.86)
	Increase / (decrease) in other current liabilities	(118.56)	(27.36)
	Increase / (decrease) in long term provisions	14.90	(44.26)
	Increase / (decrease) in short term provisions	11.83	7.77
	Cash generated from operations	(8.89)	(258.82)
	Direct taxes paid (including taxes deducted at source), net of refunds		54.72
		(8.89)	(204.10)
B.	NET CASH FROM OPERATING ACTIVITIES		
	Cash flow from investing activities		
	Purchase of property, plant and equipment and intangible assets	(661.17)	(1,172.97)
	Proceeds from sale of property, plant and equipment	22,084.05	26.05
	Direct Tax Paid on sale of property, plant and equipment	(2,960.01)	
	Purchase of Investments net of sale proceeds	(1,944.77)	869.46
	Investment in subsidiary	0.00	
	Interest received on investments	143.72	66.47
	Dividend received on investments	1.83	5.99
	Income received from Mutual fund Investment	13.48	10.53
		16,677.14	(194.47)
C.	NET CASH FROM / (USED) IN INVESTING ACTIVITIES		
	Cash flow from financing activities		
	Proceeds from issuance of share capital (net of share issue expenses)	0.00	1,450.16
	Increase / (Decrease) in Long term borrowings	(3.13)	1,073.20
	Increase / (Decrease) in borrowings	(312.59)	(655.64)
	Payment Against Right to use	(5.97)	(30.89)
	Interest on Lease Liability	(0.08)	(2.39)
	Dividend paid including dividend distribution tax	(2.35)	(2.38)
	Interest paid	(135.19)	(125.25)
	Interest paid	(459.31)	1,706.82
	NET CASH FROM / (USED) IN FINANCING ACTIVITIES		
D.	Net increase/(decrease) in cash and cash equivalents (A+B+C)	16,208.93	1,308.24
E.	Effect of exchange rate changes on cash and cash equivalents	(1.43)	(0.09)
F.	Cash and cash equivalents at the beginning of the year (Refer Note 11)	1,996.47	688.32
G.	Cash and cash equivalents at the end of the year (Refer Note 11)	18,203.97	1,996.47

Note:- The statement of Cashflow has been prepared under "Indirect Method" as set out in Ind-AS 7

P G BHAGWAT LLP
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Chief Executive Officer

Chandrakant Patil
Chief Financial Officer

Amogh Barve
Company Secretary

Date : 29th May, 2022
Place : Mumbai

THE INDIAN CARD CLOTHING COMPANY LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2022

A. Equity Share Capital

(Rs. in Lakh)

Particulars	31-Mar-22	31-Mar-21
Balance at the beginning of the year	594.11	455.11
Changes in equity share capital due to prior period errors		
Restated balance as at beginning of the period	594.11	455.11
Changes in equity share capital during the year		139.00
Balance at the end of the year	594.11	594.112

B. Other Equity

Particulars	Securities Premium Reserve	General Reserve	Retained Earnings	Other Comprehensive Income	Foreign Currency Translation reserve	Other Comprehensive Income	Non- controlling Interests	Total
Balance as on 31st March 2020	910.22	2,350.2	10.88	2,264.08	9.64	(114.15)	533.85	5964.73
Profit for the year	-	-	-	(230.41)	36.41	8.10	(13.94)	(199.84)
Dividends paid	-	-	-	-	-	-	-	-
Other deductions / write backs/ adjustments	-	-	-	-	-	-	-	-
Remeasurement of post-employment benefit obligations, net of tax	-	-	-	-	-	-	-	-
Total	910.22	2,350.20	10.88	2,033.65	46.04	106.04	519.90	5,764.87
Transactions with owners in their capacity as owners:								
Issue of equity shares, net of transaction costs	1,311.16							1,311.16
Dividends paid								
Balance at 31st March 2021	2221.39	2350.2	10.88	2,033.64	46.04	(106.04)	519.90	7,076.03
Profit for the year				19,092.61	(6.33)	10.41	(25.88)	19,070.81
Dividends paid								
Other deductions / write backs/ adjustments								
Remeasurement of post-employment benefit obligations, net of tax								
Total	2,221.39	2,350.20	10.88	21,126.25	39.71	(95.63)	494.03	26,146.84
Transactions with owners in their capacity as owners:								
Issue of equity shares, net of transaction costs	(1.43)							(1.43)
Dividends paid								
Balance at 31st March 2022	2,219.97	2,350.20	10.88	21,126.25	39.71	(95.63)	494.03	26,145.41

As per our report attached

P G BHAGWAT LLP
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Membership No. : 047235

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Chief Executive Officer

Chandrakant Patil
Chief Financial Officer

Amogh Barve
Company Secretary

Date : 29th May, 2022
Place : Mumbai

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2022.

The Group and nature of its operations

The Indian Card Clothing Company Limited(Holding Company) having its registered and corporate office in Pune, Maharashtra, India carries business in card clothing and real estate segments. The Holding Company is a public limited Company and is listed on the National Stock Exchange of India and the Bombay Stock Exchange Limited. The Subsidiary companies, Garnet wires Limited,UK and ICC International agencies Limited are engaged in providing carding solution to the textile industry and commissioning, servicing and trading of carding equipment.

Note 1: Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these Consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of Preparation

i. Compliance with Ind AS

The Consolidated financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The Consolidated financial statements up to year ended 31 March 2017 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act.

ii. Historical Cost Conversion

The Financial Statements have been prepared on historical cost basis, except the following:

- Certain financial assets and liabilities are measured at fair value;
- defined benefit plans – plan assets measured at fair value

iii. Current/non-current classification

All assets and liabilities have been classified as current or non-current as per the Group's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

iv. Principles of Consolidation

The consolidated financial statements comprise the financial statements of the Holding company and its subsidiaries as at 31 March 2022.

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee; and
- The ability to use its power over The investee to affect its returns.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the holding company, i.e., year ended on 31 March. The subsidiaries considered in the consolidated financial statements are summarized below:

Name of the Subsidiary	Country of Incorporation	31-Mar-22	31-Mar-21
Garnett Wire Limited, UK	England	60%	60%
ICC International Agencies Pvt Ltd	India	100%	100%
Shivraj Sugar and Allied Products Pvt Ltd*	India	0%	94%

* The Board of Directors of the Company in its meeting held on February 12, 2022 had approved the proposal for making an application for closure / striking off of Shivraj Sugar And Allied Products Private Limited, the non-operational subsidiary of the company, under Fast Track Exit Scheme. Accordingly, the application for closure of Shivraj Sugar and Allied Products Private Limited was filed with the Registrar of Companies (ROC) during the year ended March 31, 2022. Hence there are no balances to assets and liabilities as at 31st March 2022.

In preparing the consolidated financial statements, the Group has used the following key consolidation procedures:-

- Combine like items of assets, liabilities, equity, income, expenses and cash flows of the holding company with those of its subsidiaries. For this purpose, income, expenses, assets and liabilities of the subsidiary are based on their respective financial statements.-
- Offset (eliminate) the carrying amount of the holding company's investment in each subsidiary and the holding company's portion of equity of each subsidiary. Business combinations policy explains accounting For any related goodwill.-
- Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group. Profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full. However, intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 - Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions. Profit and loss and each component of other comprehensive income ('OCI') are attributed to the equity holders of the holding company of the group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it deconsolidates the subsidiary from the date it ceases control.

v) Business combination and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred. At the acquisition date, the identifiable assets acquired and the liabilities assumed (including contingent liabilities) are recognised/measured at their acquisition date fair values, except for certain cases.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

(b) Accounting estimates, assumptions & judgements

The preparation of the financial statements requires management to make estimates, assumptions and judgments that affect the reported balances of assets and liabilities and disclosures as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates considering different assumptions and conditions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Impact on account of revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying values of assets and liabilities within the next financial year are discussed below.

Deferred Income Tax Assets and Liabilities

Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits. The amount of total deferred tax assets could change if estimates of projected future taxable income or if tax regulations undergo a change.

Useful life of Property, Plant & Equipment (PPE)

The Management reviews the estimated useful lives and residual value of PPE at the end of each reporting period. The factors such as changes in the expected level of usage, number of shifts of production, technological developments and product life-cycle, could significantly impact the economic useful lives and the residual values of these assets. Consequently, the future depreciation charge could be revised and thereby could have an impact on the profit of the future years.

Employee Benefit Obligations

Employee benefit obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, employee benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Litigations

From time to time, the Group is subject to legal proceedings, the ultimate outcome of each being always subject to many uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a payment will be made and the amount of the loss can be reasonably estimated. Significant judgement is made when evaluating, among other factors, the probability of unfavourable outcome and the ability to make a reasonable estimate of the amount of potential loss. Litigation provisions are reviewed at each accounting period and revisions made for the changes in facts and circumstances.

(c) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of the Group are identified as the Chief operating decision maker. Refer note 39(a) for segment information presented.

(d) Foreign Currency

The financial statements are presented in Indian rupee (INR), which is The Indian Card Clothing Limited's functional and presentation currency. On initial recognition, all foreign currency transactions are translated into the functional currency using the exchange rates prevailing on the date of the transaction. As at the reporting date, foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the Balance Sheet date and the exchange gains or losses are recognised in the Statement of Profit and Loss. Exchange differences arising on settlement of transactions and translation of monetary items are recognized in the statement of Profit or Loss as Exchange gain/loss except to the extent, exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings, is expenses out as borrowing costs.

(e) Revenue Recognition

1. Sale of goods and rendering of services -

Under Ind AS-115, Revenue is recognised when a customer obtains control of the goods and services. Determining the timing of transfer of control- at a point in time or over time requires judgement. Revenue from sale of goods is recognised where the performance obligation is satisfied by transfer of promised goods to the customer for a consideration which company expects to be entitled for those goods. Commission income is recognized when it is due and there is no uncertainty about its realisation. Where a contract has only been partially completed at the balance sheet date Revenue represents the fair value of services provided to date based on the stage of completion of the contract activity at the balance sheet date.

2. Income from Lease Rentals -

Income from leasing of buildings and related services is recognized at the rates prescribed over the tenure of the lease/service agreement.

3. Other Income -

**** Dividends -** Dividend on investments is recognised when the Group's right to receive it is established.

**** Interest Income** - Interest income from debt instruments is recognised using effective interest rate method (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability.

**** Export Benefits** - Export benefits in the form of Duty Draw Back are recognized on receipt basis and Revenue from export incentives in the form of refund of duties and taxes on Export Products(RODTEP scheme) are accounted for on export of goods if the entitlements can be estimated with reasonable assurance and conditions precedent to claim are fulfilled.

(f) Borrowing Costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Other borrowing costs are expensed in the period in which they are incurred.

(g) Income Taxes

During the FY 2019-20, Section 115BAA has been inserted in the Income Tax Act, 1961 to give the benefit of a reduced corporate tax rate for the domestic companies. Section 115BAA states that domestic companies have the option to pay tax at a rate of 22% plus surcharge and cess from the FY 2019-20 (AY 2020-21) onwards if such domestic companies adhere to certain conditions specified. The company need not pay tax under MAT if it opts for Section 115BAA. Since the new rate is beneficial, Holding Company has adopted new rate of 25.168 %(i.e. 22% including surcharge and cess) for computing income tax and deferred tax for the year 31st March 2022.

For Subsidiaries operated in india , Current tax is provided on the basis of estimated tax liability, computed as per applicable provisions of the Income Tax Act, 1961. For subsidiary operated outside india, current tax is provided on the basis of estimated tax liability, computed as per applicable tax provision in that country.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(h) Leases and Hire purchase

Lease is a contract that provides to the customer (lessee) the right to use an asset for a period of time in exchange for consideration.

Group as a lessee

A lessee is required to recognise assets and liabilities for all leases and to recognise depreciation of leased assets separately from interest on lease liabilities in the statement of Profit and Loss. The Company uses the practical expedient to apply the requirements of this standard to a portfolio of leases with similar characteristics if the effect on the financial statements of applying to the portfolio does not differ materially from applying the requirement to the individual leases within that portfolio.

However according to Ind AS 116, for leases with a lease term of 12 months or less (short-term leases) and for

leases for which the underlying asset is of low value, not to recognize a right-of-use asset and a lease liability. The Company applies both recognition exemptions. The lease payments associated with those leases are generally recognized as an expense on a straight-line basis over the lease term or another systematic basis if appropriate.

a. 1 Right to use asset

Right-of-use assets, which are included under property, plant and equipment, are measured at cost less any accumulated depreciation and, if necessary, any accumulated impairment. The cost of a right-of-use asset comprises the present value of the outstanding lease payments plus any lease payments made at or before the commencement date less any lease incentives received, any initial direct costs and an estimate of costs to be incurred in dismantling or removing the underlying asset. In this context, the Company also applies the practical expedient that the payments for non-lease components are generally recognized as lease payments. If the lease transfers ownership of the underlying asset to the lessee at the end of the lease term or if the cost of the right-of-use asset reflects that the lessee will exercise a purchase option, the right-of-use asset is depreciated to the end of the useful life of the underlying asset. Otherwise, the right-of-use asset is depreciated to the end of the lease term.

a. 2 Lease liability

Lease liabilities, which are assigned to financing liabilities, are measured initially at the present value of the lease payments. Subsequent measurement of a lease liability includes the increase of the carrying amount to reflect interest on the lease liability and reducing the carrying amount to reflect the lease payments made.

Group as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Where the Company is a lessor under an operating lease, the asset is capitalised within property, plant and equipment and depreciated over its useful economic life. Payments received under operating leases are recognised in the Statement of profit and Loss on a straight-line basis over the term of the lease.

Critical accounting estimates and judgements Critical judgements required in the application of Ind AS 116 may include, among others, the following: Identifying whether a contract (or part of a contract) includes a lease; Determining whether it is reasonably certain that an extension or termination option will be exercised; Classification of lease agreements (when the entity is a lessor); Determination of whether variable payments are in-substance fixed; Establishing whether there are multiple leases in an arrangement; Determining the stand-alone selling prices of lease and non-lease components.

Key sources of estimation uncertainty in the application of Ind AS 116 may include, among others, the following: Estimation of the lease term; Determination of the appropriate rate to discount the lease payments; Assessment of whether a right-of-use asset is impaired.

ii) Hire purchase

Asset held under finance lease, hire purchase contract and other similar arrangements ,which confer rights and obligation similar to those attached to owned assets,are capitalised as tangible fixed assets at the fair value of leased assets(or,if lower the present value of minimum lease payments as determined at the inception of the lease) are depreciated over the shorter of the lease term and their useful lives.The capital elements of future lease obligations are recorded as liabilities,while the interest element are charged to the profit and loss account over the period of the lease to produce a constant periodic rate of interest on the remaining balance of the liability.

(i) Cash & Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments 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.

(j) Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

The Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables for calculation of expected credit losses on trade receivables.

(k) Inventories - Raw materials and stores, work in progress and finished goods

Raw materials and stores, work in progress and finished goods are stated at the lower of cost and net realisable value. Cost of raw materials comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory on the basis of weighted average except in case of one of subsidiary where valuation is done on the basis of first-in-first-out basis whose value is not material. Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

(l) **Investments**

****Classification**

The Group classifies its investments in the following measurement categories:

- i. Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or (loss), and
- ii. Those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

****Measurement**

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income.

For investments in debt instruments, this will depend on the business model in which the investment is held.

For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss when the Group's right to receive payments is established.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

(m) **Property, Plant & Equipments**

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation on tangible assets is provided on the written down value (WDV) method over the useful lives of assets. In case of one subsidiary, depreciation is provided for leasehold improvements on Straight Line Method and whose asset value is not material.

On transition to Ind AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and used that carrying value as the deemed cost of the property, plant and equipment.

(n) **Trade and other payables**

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial

year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost.

(o) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down.

(p) Provisions & Contingencies

Provisions for legal claims and returns are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

A Contingent Liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

A Contingent Asset is not recognised in the financial statements. A contingent asset is disclosed, where an inflow of economic benefits is probable. Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date

(q) Employee benefit obligations

Short-term employee benefits

Employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and are recognised in the period in which the employee renders the related service.

Post-employment benefits

Defined contribution plans

Contributions to superannuation fund, which are defined contribution schemes, are recognised as an employee benefit expense in the statement of profit and loss in the period in which the contribution is due.

Subsequent to the surrender of exemption and transfer of entire provident fund balances of the employees to the government managed provident fund, the Holding company's contributions to the employees' provident fund are made in accordance with the provisions of the act as amended from time to time or such other statute as made applicable. The Group has adopted a policy of charging Company's Contributions to provident fund of employees directly to its Statement of Profit and Loss by recognising it as an expenses in the year when the contributions to the provident fund of the employees fall due. Accordingly, Group's contribution to the provident fund of the employee is paid to the government managed provident fund immediately after the employee becomes entitled to receive Salary for the required service rendered by him. The employee's contribution to his own provident fund is deducted from his salary and paid by the Group to the government managed provident fund on behalf of the employee.

Defined benefit plans

Gratuity

The employees' gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plans is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, is based on the market yields on government securities as at the reporting date, having maturity periods approximating to the terms of related obligations.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income (OCI) in the period in which they occur. Remeasurements are not reclassified to the statement of profit and loss in subsequent periods.

In case of funded plans, the fair value of the plan's assets is reduced from the gross obligation under the defined benefit plans, to recognise the obligation on net basis.

When the benefits of the plan are changed or when a plan is curtailed, the resulting change in benefits that relates to past service or the gain or loss on curtailment is recognised immediately in the statement of profit and loss. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises gains/ losses on settlement of a defined plan when the settlement occurs.

Other long-term employee benefits

The liabilities for earned leave are not expected to be settled wholly within twelve months after the end of the reporting period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method as determined by actuarial valuation. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating the terms of the related obligation. Remeasurements as a result of experience adjustments and change in actuarial assumptions are recognised in the statement of profit and loss.

The obligations are presented as current/ non current liabilities in the balance sheet of the group depending upon the groups expected settlement of such obligations based on past experience.

(r) Cash dividend to equity holders

The Group recognises a liability to make cash distributions to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

(s) Earnings per share (EPS)

Basic EPS is calculated by dividing the profit for the year attributable to equity holders of the Group by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted EPS adjusts the figures used in the determination of basic EPS to consider

- The after-income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(t) Intangible assets

Recognition and measurement

Intangible assets are recognised when the asset is identifiable, is within the control of the Group, it is probable that the future economic benefits that are attributable to the asset will flow to the Group and cost of the asset can be reliably measured.

Expenditure on research activities is recognised in the statement of profit and loss as incurred. Development expenditure is capitalised only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Group intends to and has sufficient resources to complete development and to use or sell the asset. Intangible assets acquired by the Group that have finite useful lives are measured at cost less accumulated amortisation and any accumulated impairment losses. Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level.

Subsequent measurement

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

Amortisation

Amortisation is calculated over the cost of the asset, or other amount substituted for cost, less its residual value. Amortisation is recognised in statement of profit and loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset.

The estimated useful lives for current and comparative periods are as follows:

(u) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (i) In the principal market for the asset or liability, or
- (ii) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another. The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

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.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

(v) Governments Grants

Governments grants are recognised based on the accrual basis and measured at the fair value of the asset received or receivable. Grants are classified as relating to either revenue or assets. Grants relating to revenue are recognised in other operating income over the period in which related costs are incurred.

Standards issued but not effective

Amendment to Indian Accounting Standard Rules, 2015

The Ministry of Corporate Affairs (MCA) on 5 April 2022, vide Notification dated 23 March 2022 has issued Companies (Indian Accounting Standard) Amendment Rules, 2022 in consultation with the National Financial Reporting Authority (NFRA). The notification states that these rules shall be applicable from 1 April 2022 and would thus be applicable for the financial year ending 31 March 2023.

The amendments to Ind As are intended to keep the Ind As aligned with the amendments made in IFRS.

1. Amendments to Ind AS 16, "Property, Plant and Equipment" – Proceeds before Intended use.
2. Amendments to Ind AS 37, "Provisions, Contingent Liabilities and Contingent Assets" – Onerous Contracts
3. Amendments to 41, "Agriculture" – Taxation in Fair Value Measurements
4. Amendments to 101, "First-time Adoption of Indian Accounting Standards" – Subsidiary as a First-time Adopter
5. Amendments to Ind AS 103, "Business Combinations" - Reference to the Conceptual Framework
6. Amendments to Ind AS 109, "Financial Instruments" - Treatment of fees involved during exchange between as existing borrower and lender of debt instrument with substantially different terms.

Exposure Drafts :

Following exposure drafts have been issued by the Institute of Chartered Accountants of India:

1. Amendments to Ind AS 8, "Definition of accounting estimates" – Changes in accounting estimates and changes in accounting policies
2. Amendments to Ind AS 12, "Income Taxes" --Exception to the initial recognition exemption in Ind AS 12.
3. Amendment to Ind AS 1, "Presentation of financial statements" - Related to disclosure of its material accounting policy information
4. Amendment to Ind AS 107 and AS 34, "Financial Instruments" – Disclosure, Interim financial reporting
5. New Indian Accounting Standard (Ind AS) 117, Insurance Contracts The above exposure drafts have not been notified by the Ministry of Corporate Affairs ('MCA') to be applicable from 1 April, 2022 as at the date of approval of these financial statements. On issue of the amendment by MCA, the Company would evaluate the impact of the change in the standalone financial statements.

Note 2 (a) : Property, Plant & Equipment

Particulars	Freehold land	Freehold buildings	Plant and Equipment	Furniture and Fittings	Vehicles	Office Equipment and Computer	Electrical Installation	Total Tangible Assets	Computer Software	Total Tangible & Intangible Assets
Gross Block										
As at 1st April 2020	807.97	3,886.34	4,939.62	154.36	193.13	513.14	571.13	11,065.70	41.57	11,107.27
Exchange differences	-	-	-	-	-	-	-	-	-	-
Additions	329.79	791.56	141.90	6.93	41.51	10.84	16.49	1,339.03	-	1,339.03
Disposal/ Other Adjustment	-	-	(56.94)	(0.02)	(162.51)	(3.02)	-	(222.49)	-	(222.49)
Asset held for disposal	-	-	-	-	-	-	-	-	-	-
As at 31st March 2021	1,137.76	4,677.91	5,024.57	161.27	72.13	520.97	587.63	12,182.24	41.57	12,223.81
Gross Block										
As at 1st April 2021	1,137.76	4,677.91	5,024.57	161.27	72.13	520.97	587.63	12,182.24	41.57	12,223.81
Exchange differences	-	-	-	-	-	-	-	-	-	-
Additions	-	938.79	292.81	31.39	-	19.16	23.28	1,305.43	-	1,305.43
Disposal/ Other Adjustment	(0.46)	(314.64)	(644.87)	(41.74)	(10.15)	(283.50)	(54.51)	(1,349.87)	(24.65)	(1,374.52)
Asset held for disposal	-	-	-	-	-	-	-	-	-	-
As at 31st March 2022	1,137.30	5,302.06	4,672.51	150.92	61.98	256.63	556.40	12,137.80	16.92	12,154.72
Accumulated Depreciation and Amortisation										
Upto 1st April 2020	-	2,579.87	4,123.31	127.81	182.82	432.10	545.94	7,991.86	41.32	8,033.19
Depreciation charge during the year	-	126.71	166.29	8.55	9.30	38.36	8.24	357.46	0.25	357.71
Disposals	-	-	(55.58)	(0.02)	(160.46)	(3.02)	-	(219.08)	-	(219.08)
Asset held for disposal	-	-	-	-	-	-	-	-	-	-
Exchange differences	-	-	-	-	-	-	-	-	-	-
As at 31st March 2021	-	2,706.58	4,234.02	136.34	31.66	467.45	554.19	8,130.24	41.57	8,171.81
Accumulated Depreciation and Amortisation										
Upto 1st April 2021	-	2,706.58	4,234.02	136.34	31.66	467.45	554.19	8,130.24	41.57	8,171.81
Depreciation charged during the year	-	191.17	171.91	6.96	12.99	27.85	9.82	420.70	-	420.70
Disposals	-	(306.28)	(626.74)	(41.27)	(9.01)	(283.35)	(53.24)	(1,319.89)	(24.65)	(1,344.54)
Asset held for disposal	-	-	-	-	-	-	-	-	-	-
Exchange differences	-	-	-	-	-	-	-	-	-	-
As at 31st March 2022	-	2,591.47	3,779.19	102.03	35.64	211.95	510.77	7,231.05	16.92	7,247.97
Net carrying amount at 31st March 2021	1,137.76	1,971.33	790.55	24.93	40.47	53.52	33.44	4,052.00	-	4,052.00
Net carrying amount at 31st March 2022	1,137.30	2,710.59	893.32	48.89	26.34	44.68	45.63	4,906.75	-	4,906.75

Notes :

- The group has elected to continue with the carrying value of Property, Plant and Equipment and Intangible assets as recognised in Financial statements as per previous GAAP and regarded those values as deemed cost on the date of transition.
- The group has carried forward the gross block and accumulated depreciation as above for disclosure purposes only.
- Movable and immovable property plant and equipment including plant and machinery at Nalagarh (Himachal Pradesh Location) are given as security for Foreign Currency Loan [For details refer note no 16(a)]
- No tangible as well as intangible assets have been revalued by the group during the year.
- No proceeding has been initiated or pending against the group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- Figures of the one of the subsidiary have been regrouped.

THE INDIAN CARD CLOTHING COMPANY LIMITED

Note 2 (b) : Right-Of-Use Assets- Building

Particulars	31-Mar-22	31-Mar-21
Opening gross carrying amount	63.60	63.60
Exchange differences	-	-
Additions	-	-
Disposal/ Other Adjustment		
Asset held for disposal	-	-
Closing gross carrying amount	63.60	63.60
Opening accumulated depreciation	58.70	29.35
Depreciation charged during the year	4.90	29.35
Disposals	-	-
Asset held for disposal	-	-
Exchange differences	-	-
Closing accumulated depreciation and impairment	63.60	58.71
Net carrying amount		4.89

Note:

- The aggregate depreciation expense on Right-of-use assets is included under depreciation and amortisation expense in the Statement of Profit and Loss (Refer Note no. 26)

Note 3: Capital Work in Progress

Particulars	31-Mar-22	31-Mar-21
Opening balance	35.59	61.04
Additions during the year	29.81	10.22
Capitalised	(36.17)	(35.67)
Land related expenses adjusted against sale of land during the year	(25.10)	
Retirement during the year	-	-
Net carrying amount	4.13	35.59

Note :

Capital Work in Progress mainly comprises of plant & machinery

Capital Work in progress as on 31st March 2022

Particulars	Amount in CWIP for a period				Total
	< 1 year	1-2 Year	2-3 Year	> 3 year	
Project in progress:					
i. Machine related cost	4.13	-	-	-	4.13
ii. Land development charges	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	4.13	-	-	-	4.13

Capital Work in progress as on 31st March 2021

Particulars	Amount in CWIP for a period				Total
	< 1 year	1-2 Year	2-3 Year	> 3 year	
Project in progress:					
i. Machine related cost	10.21	0.28	-	-	10.49
ii. Land development charges	-	-	-	25.10	25.10
Projects temporarily suspended	-	-	-	-	-
Total	10.21	0.28	-	25.10	35.59

Note 4: Non - Current Investment

Particulars	31-Mar-22	31-Mar-21
Investment in Market Linked Bonds - FVTPL Unquoted 200 (31st March 2021 : Nil) Edelweiss Finance And Investment Ltd (Face Value Rs. 10,00,000 per Unit)	2,109.35	-
Redemption Date : Face Value (₹) 1000 Lakhs Date 7th Dec 2023 Face Value (₹) 1000 Lakhs Date 15th May 2023		
Investment in Private Pooled Funds - FVTPL Unquoted: 495 (31 March 2021 : 495) units of Multi Act Private Equity Investment Fund (AIF)	932.49	612.26
Total (Bonds and Private Pooled Fund)	3,041.84	612.26
Total Non Current Investments	3,041.84	612.26
Aggregate amount of quoted investments and market value thereof	-	-
Aggregate amount of unquoted investments	3,041.84	612.26
Aggregate amount of impairment in the value of investments	-	-

THE INDIAN CARD CLOTHING COMPANY LIMITED

Note 5 (a) : Non - Current Loans (Asset)

Particulars	31-Mar-22	31-Mar-21
Unsecured, Considered Good	-	-
Total Non - Current Loans (Assets)	-	88.22

Note 5 (b) : Non - Current Other Financial Assets

Particulars	31-Mar-22	31-Mar-21
Bank deposits with maturity more than 12 months Unsecured, Considered Good	48.20	-
Security deposits	50.42	58.94
Total Non - Current Other Financial Assets	98.62	58.94

Note 6: Other Non current Assets

Particulars	31-Mar-22	31-Mar-21
Capital Advances	18.17	672.45
Prepaid Expenses	2.35	1.60
Total Other Non Current Assets	20.52	674.05

Note 7 : Deferred Tax Assets

Particulars	Property, plant and equipment (including investment property)	Allowance for doubtful debts – trade receivables	Valuation of defined employee benefit plans and other employee benefit	Financial assets at fair value through profit or loss	Net effect of unwinding of security deposits and deferred income & expenses	Right to use / Lease Liability	Other dis allowances under Income Tax	Deferred Tax	Total
At 31st March 2020	96.41	30.73	241.08	-9.66	1.15	-	-	-	358.41
(Charged)/credited:									
- to profit or loss	(0.07)	(9.11)	(62.86)	(2.02)	0.70	(0.55)	6.10	-	(67.81)
- to other comprehensive income	-	-	(2.85)	-	-	-	-	-	(2.85)
At 31st March 2021	96.34	21.62	175.38	(11.67)	(0.45)	0.43	6.10	-	287.75
(Charged)/credited:									
- to profit or loss	(23.54)	(5.67)	(64.36)	(37.80)	0.12	(0.43)	1.05	20.80	(109.83)
- to other comprehensive income	-	-	(3.51)	-	-	-	-	-	(3.51)
At 31st March 2022	72.80	15.95	107.50	(49.48)	(0.32)	-	7.15	20.80	174.40

Note 8: Inventories

Particulars	31-Mar-22	31-Mar-21
Raw materials	446.20	448.51
Work-in-progress	155.94	396.73
Finished goods	269.72	154.82
Traded goods	57.36	59.45
Stores and spares	75.40	100.32
Stock in Transit	21.04	26.01
Total Inventories	1,025.65	1,185.84

Amounts recognised in Profit and Loss

Write back of provision for non moving inventory amounted to Rs. 91.12 Lakhs for the year ended 31st March 2022 which was on account of utilisation/disposal of slow moving inventory. This has been adjusted in the consumption in the statement of profit and loss for the year. (For the year ended 31st March, 2021 there was increase of provision for slow moving inventory amounted to Rs. 26.73 Lakhs. These were recognised as expense during the year and included in the consumption in the statement of profit and loss)

Note 9: Current Investments

Particulars	31-Mar-22	31-Mar-21
Investment in mutual funds - FVTPL		
Quoted:		
Nil (31 March 2021 : 15979.141) units of HDFC Liquid Fund - Weekly Dividend	-	164.77
Total (mutual funds)		164.77
Total current investments	-	164.77
Aggregate amount of quoted investments and market value thereof	-	164.77
Aggregate amount of unquoted investments	-	-
Aggregate amount of impairment in the value of investments	-	-

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Note 10 : Trade Receivables

Particulars	31-Mar-22	31-Mar-21
Trade receivables	1,423.98	1,237.46
Less: Allowance for doubtful debts	57.54	73.71
Total Trade Receivables	1,366.44	1,163.75
Current	1,366.44	1,163.75
Non - Current	-	

Break-up of security details

Particulars	31-Mar-22	31-Mar-21
Secured, considered good	1,366.44	1,163.75
Unsecured, considered good*	57.54	73.71
Unsecured, considered Doubtful	-	-
Total	1,423.98	1,237.46
Allowance for doubtful debts	57.54	73.71
Total trade receivables	1,366.44	1,163.75
*Includes dues from Subsidiaries/ Related parties	0.20	1.23

Note : For aging of Trade Receivables refer Note 39 (b)

Note 11 a: Cash & Cash Equivalents

Particulars	31-Mar-22	31-Mar-21
Balances with banks:		
i. In current accounts	601.08	1,995.85
ii. In EEFC accounts	2.85	0.00
Deposits with original maturity of less than three months	17,599.71	0.00
Cash on hand	0.33	0.62
Total cash and cash equivalents	18,203.97	1,996.47

Note 11 b : Other Bank Balances

Particulars	31-Mar-22	31-Mar-21
Earmarked Balances:		
i. Unpaid Dividend Account	21.29	23.64
ii. Fixed deposit against Bank Guarantee	35.00	141.60
Bank deposits with maturity more than 3 months but less than 12 months	600.43	490.50
Total other Bank Balances	656.72	655.74

Note 12: Other Current Financial Assets

Particulars	31-Mar-22	31-Mar-21
Accrued Interest	9.24	9.57
Unsecured, Considered Good		
Advance to Employees	-	-
Short term loans and advances to Related party	3.40	2.37
Security deposits	10.80	-
Total other current financial assets	23.44	11.94

Type of Borrower	FY 2021-22	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	-	-
Directors	-	-
KMPs	-	-
Related Parties	-	-
Total	-	-

Type of Borrower	FY 2020-21	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	-	-
Directors	-	-
KMPs	-	-
Related Parties	-	-
Total	-	-

Note 13: Other Current Assets

Particulars	31-Mar-22	31-Mar-21
Export benefits receivable	-	49.20
Licenses on Hand	28.16	-
Balances with statutory authorities	140.99	131.54
Prepaid expenses	68.62	28.87
Advance to Suppliers Considered Good	100.37	78.44
Advance to Suppliers Considered Doubtful	13.34	9.46
Less: Provision for doubtful advances	(13.34)	(9.46)
Others	8.60	2.14
Total Other Current Assets	346.74	290.19

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Note 14: Share Capital

Particulars	31-Mar-22	31-Mar-21
Authorised 1,00,00,000 equity shares of Rs. 10 each (31st March 2021 : 100,00,000 equity shares of Rs. 10 each)	1000.00	1000.00
	1000.00	1000.00
Issued, subscribed & fully paid up share capital 59,41,120 equity shares of Rs. 10 each (31st March 2021 : 59,41,120 equity shares of Rs. 10 each)	594.11	594.11

(i) Movement in Equity Share Capital

Particulars	Number of shares	Equity share capital (par value)
As at 1st April 2020	4,551,120	455.11
Additions/Deletions	1,390,000	139.00
As at 31st March 2021	5,941,120	594.11
Additions/Deletions	-	-
As at 31st March 2022	5,941,120	594.11

Terms and rights attached to equity shares

Equity shares have a par value of INR 10. They entitle the holder to participate in dividends, and to share in the proceeds of winding up of the company in proportion to the number of and amounts paid on the shares held. Every holder of equity shares present at a meeting in person, is entitled to one vote per share.

The Company has not paid any dividend during the year.

The Board of Directors in its meeting held on May 3, 2022 declared Special Interim Dividend of Rs. 25/- per equity share of face value of Rs. 10/- each. Accordingly, Reserves & Surplus of the company will be reduced by Rs. 1,485.28 Lakhs in Quarter 1 of the financial year 2022-23.

(ii) Details of Equity Shareholders holding more than 5% shares in the company

Particulars	31-Mar-22		31-Mar-21	
	Number of shares	% Holding	Number of shares	% Holding
Holding Company				
Multi Act Industrial Enterprises Limited, Mauritius	4,000,066	67.33	4,000,066	67.33

(iii) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: Nil

(iv) Shareholding pattern by Promoter as on 31st March 2022

Particulars	31-Mar-22		31-Mar-21		% Change during the year
	Number of shares	% Holding	Number of shares	% Holding	
Multi-Act Industrial Enterprises Limited, Mauritius	4,000,066	0.67%	4,000,066	0.67%	0.00%
Multi-Act Trade and Investments Private Limited	100	0.00%	100	0.00%	0.00%

(v) Shareholding pattern by Promoter as on 31st March 2021

Particulars	31-Mar-22		31-Mar-21		% Change during the year
	Number of shares	% Holding	Number of shares	% Holding	
Multi-Act Industrial Enterprises Limited, Mauritius	4,000,066	67.33%	2,610,066	57.35%	9.98%
Multi-Act Trade and Investments Private Limited	100	0.00%	100	0.00%	0.00%

Note 15: Other Equity

Particulars	31-Mar-22	31-Mar-21
Securities Premium Reserve	2,219.97	2,221.39
General Reserve	2,350.20	2,350.20
Capital Reserve	10.88	10.88
Retained Earnings	2,1126.25	2,033.64
Other Comprehensive Income	(95.63)	(106.04)
Foreign Currency Translation Reserve	39.71	46.04
Total Reserves and Surplus	25,651.38	6,556.14

(i) Securities Premium Reserve

Particulars	31-Mar-22	31-Mar-21
Opening Balance	2,221.39	910.22
Addition during the year	0.00	1,320.50
Less: Expenses incurred on issue of shares	(1.43)	(9.34)
Closing Balance	2,219.97	2,221.39

(ii) General Reserve

Particulars	31-Mar-22	31-Mar-21
Opening balance	2,350.20	2,350.20
Add: Dividend from Subsidiary	-	-
Closing Balance	2,350.20	2,350.20

(iii) Capital Reserve

Particulars	31-Mar-22	31-Mar-21
Opening balance	10.88	10.88
Add: Dividend from Subsidiary	-	-
Closing Balance	10.88	10.88

(iv) Retained earnings

Particulars	31-Mar-22	31-Mar-21
Opening balance	2,033.64	2,264.07
Add: Net profit/(Loss) for the period	19,092.61	(230.42)
Less: Dividends Paid	-	-
Less: Other deductions	-	-
Closing Balance	21,126.25	2,033.64

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(v) Other Comprehensive Income

Particulars	31-Mar-22	31-Mar-21
Opening Balance	(106.04)	(114.15)
Remeasurement of post-employment benefit obligations, net of tax	10.41	8.11
Closing Balance	(95.63)	(106.04)

(vi) Foreign Currency Translation Reserve

Particulars	31-Mar-22	31-Mar-21
Opening Balance	46.04	9.63
Add: Movement during the current year	(6.33)	36.41
Closing Balance	39.71	46.04

Note 16 (a): Non - Current Borrowings

Particulars	Security	Terms of repayment	Interest rate	31-Mar-22	31-Mar-21
Foreign Currency Loan Loan From -	Hire Purchase loan, secured against vehicles	Finance Lease	7.5% p.a	12.63	7.36
Holding Company From Multi-Act Industrial Enterprises Limited	Movable and Immovable asset including Property (Land, Building and Machinery) situated at Nalagarh (Himachal Pradesh).	It will commence after the Statutory Minimum Average Maturity Period of 5 years and shall be structured in 4 six monthly installments, which shall not be later than 31 December 2026.	Fixed interest rate of 6.25% p.a.	1,927.35	1,870.05
Total Non-Current Borrowings				1,939.98	1,877.41
Less: Interest Accrued (included in Note 17)				31.85	33.92
Non-current borrowings (as per balance sheet)				1,908.13	1,843.49

Note 16 (b): Current Borrowings

Particulars	31-Mar-22	31-Mar-21
Loans repayable on demand Secured From others (Hire Purchase loan, secured against vehicles)		
Bank Overdraft	10.76	323.35
Total current borrowings	10.76	323.35

Note No 1 : In FY 20-21, the above Bank OD facility was Primarily Secured by hypothecation of inventory and book debts and Collateral security of land at Nalagarh, HP. However in current year, the above facilities security was replaced by FD of (₹) 499 Lakhs and the same facility was closed in the month of July-21. Hence, during the year company was not required to file quarterly stock statement with Bank.

Note 17: Other Financial Liabilities

Particulars	31-Mar-22	31-Mar-21
Non-current		
Security Deposits	58.82	181.90
Lease Liability	-	-
Total other non-current financial liabilities	58.82	181.90
Current		
Current maturities of long-term debt	-	8.40
Payable to employees	129.04	121.79
Interest accrued	31.85	33.92
Unpaid Dividend	21.29	23.64
Security Deposits	75.61	17.15
Total Other Financial Liabilities	257.79	204.90

Note 18: Provisions (Current & Non Current)

Particulars	31-Mar-22			31-Mar-21		
	Current	Non - Current	Total	Current	Non - Current	Total
Employee Benefits						
Gratuity	19.90	87.93	107.83	23.20	75.87	99.07
Leave Encashment	7.93	50.66	58.59	6.72	47.82	54.54
Total Provisions	27.83	138.59	166.42	29.92	123.69	153.61

Leave Obligations

The leave obligations cover the Company's liability for sick and earned leave.

The amount of the provision of Rs. 58.59 lakhs is presented as current as well as non current. Though the Company does not have an unconditional right to defer settlement for any of these obligations, as based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months. The amounts that reflect leave that is not expected to be taken or paid within the next 12 months is shown under non current portion.

Defined Contribution Plan**a) Superannuation**

The Holding Company provides retirement benefits in the form of contribution to superannuation fund at the rate of 15% of annual salary. Contribution made during the year Rs. 1.60 Lakhs (2.32 Lakhs).

b) Provident Fund

Amount of Rs. 62.47 Lakhs (31 March 2021: Rs. 61.72 Lakhs) is recognised as expenses and included in Note No. 25 "Employee benefit expense" During the previous year 20-21 Company had a Provident Fund Plan, which was a defined benefit plan, which was managed through the Provident Fund Trust of the Company. The contributions were made to the Trust and shortfall in interest obligation, if any was met by the Company. During the same previous year 20-21, the company had transferred the provident fund obligation to PF Commissioner Pune and the same was classified as defined contribution plan.

Defined Benefit Plan**Gratuity**

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees' last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India. The cost of providing benefit under above mentioned defined benefit plan is determined using the projected unit credit method with actuarial valuation being carried out balance sheet date. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

The amounts recognised in the balance sheet and the movement in the defined benefit obligations over the years are as follows:

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The amounts recognised in the balance sheet and the movement in the defined benefit obligations over the years are as follows:

Particulars	Gratuity		
	Present value of obligation	Fair value of plan asset	Net amount
Balance at 31st March 2020	149.33	64.17	85.16
Current Service Cost	21.21	0.57	20.64
Interest expense / (income)	8.26	4.00	4.26
Loss/(gain) due to curtailment or settlement	-	-	-
Total amount recognised in profit or loss	29.47	4.57	24.90
Components of actuarial gain/losses on obligations:	-	-	-
Due to Change in financial assumptions	(4.60)	-	(4.60)
Due to experience adjustments	(7.06)	-	(7.06)
Due to change in demographic assumption	-	-	-
Return on plan assets (income) excluding amounts included above	-	(0.71)	0.71
Total amount recognised in other comprehensive income	(11.66)	(0.71)	(10.95)
Employer contributions	-	0.04	(0.04)
Benefits paid	(20.90)	(20.90)	0.00
Balance at 31st March 2021	146.24	47.18	99.07
Current Service Cost	21.32	-	21.32
Interest expense / (income)	8.86	3.06	5.80
Loss/(gain) due to curtailment or settlement	-	-	-
Total amount recognised in profit or loss	30.18	3.06	27.12
Components of actuarial gain/losses on obligations:	-	-	-
Due to Change in financial assumptions	(6.06)	-	(6.06)
Due to experience adjustments	(8.50)	-	(8.50)
Due to change in demographic assumption	-	-	-
Return on plan assets (income) excluding amounts included above	-	(0.64)	0.64
Total amount recognised in other comprehensive income	(14.56)	(0.64)	(13.92)
Employer contributions	-	4.45	(4.45)
Benefits paid	(21.45)	(21.45)	-
Balance at 31st March 2022	140.43	32.60	107.83

Sensitivity Analysis

The key assumptions of the defined benefit obligation to changes in the weighted principal assumption are:

a) Gratuity

Particulars	31-Mar-22	31-Mar-21
Discount rate	7.00% to 7.23%	6.45% to 6.82%
Salary growth rate	4% to 7%	4% to 7%
Normal retirement age	60	60
Mortality table	Indian Assured Lives Mortality (2012-14) Table	Indian Assured Lives Mortality (2012-14) Table
Employee turnover	2% to 10% at younger ages reducing to 0% to 2% at older ages	2% to 10% at younger ages reducing to 0% to 2% at older ages

Particulars	Impact on defined benefit obligation	
	31-Mar-22	31-Mar-21
Assumption		
Discount rate		
0.50% increase	Decrease by Rs 4.26 Lakhs	Decrease by Rs 6.13 Lakhs
0.50% decrease	Increase by Rs 4.55 Lakhs	Increase by Rs 6.72 Lakhs
Future salary growth rate		
0.50% increase	Increase by Rs 4.69 Lakhs	Increase by Rs 6.82 Lakhs
0.50% decrease	Decrease by Rs 4.41 Lakhs	Decrease by Rs 6.28 Lakhs
Withdrawal Rate		
10.00% increase	Increase by Rs 1.21 Lakhs	Increase by Rs 0.18 Lakhs
10.00% decrease	Decrease by Rs 1.24 Lakhs	Decrease by Rs 0.18 Lakhs

b) Leave Benefits

Particulars	31-Mar-22	31-Mar-21
Discount rate	0.00	0.00
Salary growth rate	0.00	0.00
Normal retirement age	0.00	0.00
Mortality table	Indian Assured Lives Mortality (2012-14) Table	Indian Assured Lives Mortality (2012-14) Table
Withdrawal rates	10% at younger ages reducing to 0% at older ages	10% at younger ages reducing to 0% at older ages

Particulars	Impact on defined benefit obligation	
	31-Mar-22	31-Mar-21
Assumption		
Discount rate		
0.50% increase	Decrease by Rs. 1.35 Lakhs	Decrease by Rs. 1.51 Lakhs
0.50% decrease	Increase by Rs. 1.44 Lakhs	Increase by Rs. 1.62 Lakhs
Future salary growth rate		
0.50% increase	Increase by Rs. 1.45 Lakhs	Increase by Rs. 1.63 Lakhs
0.50% decrease	Decrease by Rs. 1.37 Lakhs	Decrease by Rs. 1.54 Lakhs
Withdrawal Rate		
10.00% increase	Decrease by Rs. 0.18 Lakhs	Decrease by Rs. 0.19 Lakhs
10.00% decrease	Increase by Rs. 0.19 Lakhs	Increase by Rs. 0.20 Lakhs

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

Note 19: Other Non Current Liabilities

Particulars	31-Mar-22	31-Mar-21
Deferred Income	45.80	18.20
Other	0.00	
Total Other Non Current Liabilities	45.80	18.20

Note 20: Trade Payables

Particulars	31-Mar-22	31-Mar-21
Current		
Trade Payables		
i. Total outstanding dues of Micro enterprises and Small Enterprises	58.80	64.17
ii. Total outstanding dues of creditors other than micro enterprises and small enterprises	718.13	671.36
Total Trade Payables	776.93	735.53

Note: For aging of Trade Payables refer Note 39 (b)

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Note 21: Other Current Liabilities

Particulars	31-Mar-22	31-Mar-21
Payable to PF Trust	-	-
Statutory dues payable	61.43	85.15
Customer Advances	103.11	189.11
Other Liabilities	3.14	18.67
Deferred Income	9.36	13.16
Total Other Current Liabilities	177.04	306.09

Note 22: Revenue from Operations

Particulars	31-Mar-22	31-Mar-21
Sale of products	5,684.73	4,758.10
Sale of services	414.03	129.95
Subtotal (A)	6,098.76	4,888.05
Other operating revenue		
i. Rent and Amenities	295.44	449.71
ii. Others	162.54	37.27
Subtotal (B)	457.98	486.98
Commission received (C)	94.75	22.81
Total Revenue from Operations (A+B+C)	6,651.49	5,397.84

Note 23: Other income

Particulars	31-Mar-22	31-Mar-21
Dividend income from investments mandatorily measured at fair value through profit or loss	1.83	5.99
Interest income from financial assets mandatorily measured at fair value through profit or loss	0.01	19.16
Interest income on financial assets measured at amortised cost		
(I) Bank Deposits	141.84	48.45
(ii) Other Financial Assets	1.53	1.62
(iii) Unwinding of Interest on Security Deposits	0.58	0.60
Income from fair valuation of financial assets mandatorily measured at fair value through profit or loss	320.24	124.15
Income from Investment in private pooled funds	13.48	10.53
Net gain / (loss) on sale of investments	0.04	13.49
Government Grant	0.00	16.15
Provision for Doubtful Debt Written Back	23.85	35.39
Miscellaneous Income	5.47	10.20
Sundry balances written back	59.64	36.68
Foreign exchange gain	0.22	-
Interest income from security deposits	0.00	-
Total Other Income	568.73	322.41

Note 24: Changes in inventories of work-in-progress, stock-in-trade and finished goods

Particulars	31-Mar-22	31-Mar-21
Opening balance		
Work-in progress	396.73	436.68
Finished goods	154.82	316.59
Traded goods	59.45	60.88
Total opening balance	611.00	814.14
Closing balance		
Work-in progress	155.94	396.73
Finished goods	269.72	154.82
Traded goods	57.36	59.45
Total closing balance	483.02	611.00
Total changes in inventories of work-in-progress, stock-in-trade and finished good	127.98	203.15

Note 25: Employee benefit expenses

Particulars	31-Mar-22	31-Mar-21
Salaries, wages, bonus, incentive and leave encashment expense	1,603.04	1,488.93
Gratuity	27.12	24,90
Contribution to provident and other funds	86.99	90,11
Employee group insurance expenses	17.86	21.97
Staff welfare expenses	82.33	61.32
Total employee benefit expenses	1,817.34	1,687.23

Note 26: Depreciation and amortisation expenses

Particulars	31-Mar-22	31-Mar-21
Depreciation of property, plant and equipment	447.58	381.42
Amortisation of intangible assets	-	0.25
Impairment Loss		-
Depreciation on Right to use asset	4.90	29.35
Total depreciation and amortisation expenses	452.48	411.02

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Note 27: Other Expenses

Particulars	31-Mar-22	31-Mar-21
Power, Fuel and Water	267.94	245.00
Stores, spares, oils and chemicals consumed	209.89	164.74
Repairs to :		
- Building	30.39	16.82
- Plant and Machinery	182.81	178.69
- Others	18.50	19.45
Insurance	49.08	40.84
Short Term Lease	123.31	89.29
Rates, taxes and Duties	207.07	132.73
Directors' Sitting Fees	15.53	24.42
Freight & clearing charges	142.93	91.67
Computer & computer maintenance	47.01	46.02
Security Expenses	106.08	114.69
Commission on sales	229.96	145.09
Housekeeping expenses	47.99	26.46
Recruitment Fees	2.61	3.44
Legal and Professional Fees	207.74	225.40
Provision for doubtful debts / advances (Net)	11.61	0.09
Bad Debts / receivable / advances written off (Net)	49.29	18.63
Investment written off	0.24	
AMC Charges	18.30	20.83
Travelling and Conveyance	92.58	66.29
Communication Expenses	27.28	24.84
Exchange Loss	26.11	13.88
Payments to auditors (refer details of payment to auditors)	22.32	21.59
Miscellaneous expenses	108.98	97.17
Total other expenses	22,45.51	1,828.07

Details of payments to auditors

Particulars	31-Mar-22	31-Mar-21
Payment to auditors		
As auditor:		
Audit fee	20.57	19.62
Tax audit fee	1.25	1.45
In other capacities		
Other services-(Certification)		0.30
Less: Expenses transferred to securities Premium account		(0.30)
Re-imburement of expenses	0.50	0.52
Total payments to auditors	22.32	21.59

Note 28: Finance costs

Particulars	31-Mar-22	31-Mar-21
Interest expense	133.12	149.94
Unwinding of Security Deposits	11.00	22.06
Other borrowing costs	-	0.86
Exchange differences regarded as an adjustment to borrowing costs	59.37	(0.00)
Total Finance costs	203.49	172.86

Break of Interest Expense

Particulars	31-Mar-22	31-Mar-21
Interest on MSME	0.51	-6.61
Interest on Overdraft	6.46	46.49
Interest on ECB Loan	123.73	110.06
Interest on others	2.42	0.00
Total	133.12	149.94

Note 29: Fair Value Measurements

Particulars	31-Mar-22			31-Mar-21		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets						
Investments						
- Equity instruments at fair value	-	-	-	-	-	-
- Market Linked Bonds	2109.35	-	-	-	-	-
- Mutual funds	-	-	-	164.77	-	-
- Private pooled Funds	932.49	-	-	612.26	-	-
Trade receivables	-	-	1366.44	-	-	1163.75
Cash and cash equivalents and Other Bank Balances	-	-	18860.69	-	-	2652.21
Security deposits - Amortised Cost	-	-	61.22	-	-	58.94
Security deposits - Fair Value	-	-	-	-	-	-
Other financial assets	-	-	60.84	-	-	11.93
Total financial assets	3041.84	-	20349.19	777.02	-	3886.84
Financial liabilities						
Borrowings	-	-	1918.89	-	-	2166.84
Security deposits	-	-	134.43	-	-	199.05
Unpaid Dividend	-	-	21.29	-	-	23.64
Trade payables	-	-	776.93	-	-	735.53
Other Financial Liabilities	-	-	160.88	-	-	155.70
Current maturities of long-term debt	-	-	-	-	-	8.40
Lease Liability	-	-	-	-	-	5.97
Total financial liabilities	-	-	3012.43	-	-	3295.15

(i) Fair value hierarchy

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value

Level 1 : Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2 : The fair value of derivatives is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an Instrument are observable, the Instrument is included in Level 2.

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

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Particulars	31-Mar-22				31-Mar-21			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Financial Assets and Liabilities measured at Fair Value								
Financial Investments at FVPL	-	-	-	-	-	-	-	-
Equity shares	-	-	-	-	-	-	-	-
Mutual funds	-	-	-	-	164.77	-	-	164.77
Private pooled funds	-	-	932.49	932.49	-	-	612.26	612.26
Bonds & Debentures	-	2109.35	-	2109.35	-	-	-	-
Security Deposits	-	-	-	-	-	-	-	-
Total financial assets	-	2109.35	932.49	3041.84	164.77	-	612.26	777.02
Financial liabilities	-	-	-	-	-	-	-	-
Total financial liabilities	-	-	-	-	-	-	-	-

ii) Valuation process to determine fair value

The following methods and assumptions were used to estimate the fair values of financial instruments:

i) The carrying amounts of cash and cash equivalents, trade receivables, trade payables, bank overdrafts, ECB loan and other current financial assets and liabilities measured at amortised cost in the financial statement are reasonable approximation of their fair value since the company does not anticipate that the carrying amount would be significantly different from the values that would eventually be received or settled.

ii) The fair values of the equity instruments, mutual fund units and bonds which are quoted, are derived from quoted market prices in active markets. In the case of the investment measured at fair value and falling under fair value hierarchy Level 2 and Level 3, value has been considered as an appropriate estimate of fair value.

Significant unobservable inputs used in Level 3 fair values :

Security deposits received and Lease liability is fair valued by discounting using Effective interest rate at the time of inception.

Note 30: Financial Risk Management

(A) Expected Credit Loss As at 31st March 2022

(a) Expected credit loss for Trade Receivables.

Particulars	Not Due	0-180 Days	180-365 Days	Above 365 Days	Total
Considered Good	1,039.04	326.66	0.74	-	1,366.44
Considered Doubtful	-	0.26	16.82	40.46	57.53
Total	1,039.04	326.92	17.56	40.46	1,423.97
Expected Loss	-	(0.26)	(16.821)	(40.46)	(57.53)
Carrying amount of Trade Receivables (net of impairment)	1,039.04	326.66	0.74	-	1,366.44

As at 31 March 2021

(a) Expected credit loss for Trade Receivables

Particulars	Not Due	0-180 Days	180-365 Days	Above 365 Days	Total
Considered Good	743.53	389.80	18.27	12.14	1,163.74
Considered Doubtful	1.83	3.08	13.37	55.42	73.71
Total	745.37	392.89	31.65	67.56	1,237.46
Expected Loss	(1.83)	(3.07)	(13.37)	(55.43)	(73.71)
Carrying amount of Trade Receivables (net of impairment)	743.54	389.82	18.28	12.13	1,163.74

(i) Reconciliation of loss allowance provision – Trade Receivables

Loss allowance on 1 April 2020	108.84
Changes hi loss allowance	(35.13)
Loss allowance on 31 March 2021	73.71
Changes in loss allowance	(16.1)
Loss allowance on 31 March 2022	57.53

(B) Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. These limits vary by location to take into account the liquidity of the market in which the entity operates. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

(i) Financing Arrangements

The Company had access to the following "undrawn borrowing facilities" at the end of the reporting period:

Particulars	31-Mar-22	31-Mar-21
Floating rate		
- Expiring within one year (bank overdraft and other facilities)		
- Cash Credit Facilities	-	176.65
- LC and Bank Guarantee Facilities	-	101.89
- Expiring beyond one year (bank loans/ECB)		
- Long Term Loans	-	-

The company has repaid and closed bank overdraft facilities during the year which was secured by Bank Fixed deposit. ECB loan facilities will be as per the terms of the agreement and have maturity of five years.

(C) Foreign Currency Exposure Risk

(i) The Company's exposure to foreign currency risk at the end of the reporting period is presented as under

Transactions in Foreign Currency

Particulars	Name of Currency	31-Mar-22		31-Mar-21	
		Foreign Currency	INR Lakhs	Foreign Currency	INR Lakhs
Hedged Position	-	-	-	-	-
Unhedged Position	-	-	-	-	-
Amounts Payable	USD	2,546,058	1,930.42	2,546,182	1870.05
	GBP			15,718.93	15.85
	EUR	2,178	1.85	-	-
	TRY			-	-
	IPY	771,947	5.18	-	-
Amounts Receivable	USD	183,389	138.73	152,103.46	111.71
	GBP			29,770.00	30.02
	OUR	535,976	448.94	-	-
	TRY	604,516	29.86	2531,726.00	222.63
	IPY				
Net Amounts Payable	USD	2,362,669	1,791.69	2,394,078.05	1,758.34
	GBP	-	-	-	-
	EUR				
	TRY				
	IPY	771,947	5.18		
Net Amounts Receivable	USD			14,051.07	14.17
	GBP			-	-
	EUR	533,798	447.09		
	TRY	604,516	29.86	2,531,726.00	222.63
	IPY				

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(ii) Sensitivity

The Company has not hedged any of its foreign currency positions as at 31st March 2022

Particulars	Impact on (Profit) / loss before tax (INR Lakhs)	
	31-March-2022	31-March-2021
USD sensitivity USD -appreciated by 3% (31 March 2021-3%) USD -depreciated by 3% (31 March 2021-3%)	53.75 (53.75)	52.75 (52.75)
GBP sensitivity GBP-appreciated by 2% (31 March 2021-8%) GBP-depreciated by 2% (31 March 2021-8%)	- -	(1.13) 1.13
EUR sensitivity EUR-appreciated by 2% (31 March 2021-3%) EUR-depreciated by 2% (31 March 2021-3%)	(8.94) 8.94	- -
TRY sensitivity TRY-appreciated by 42% (31 March 2021-23%) TRY-depreciated by 42% (31 March 2021-23%)	(12.54) 12.54	(51.20) 51.20
JPY sensitivity JPY-appreciated by 7% (31 March 2021- NA %) JPY-depreciated by 7% (31 March 2021- NA%)	0.36 (0.36)	- -

(D) Cash Flow and Fair Value Interest Rate Risk

The Group's main interest rate risk arises from long-term borrowings with variable rates, which exposes the Company to cash flow interest rate risk. During 31 March 2022 and 31 March 2021, the Company's borrowings at Fixed /variable rate were denominated in INR.

The Groups's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

(i) Interest Rate Exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	31-Mar-22	31-Mar-21
Variable rate borrowings	0.00	0.00
Fixed rate borrowings	1918.89	1851.89
Total Borrowings	1918.89	1851.89

As at the end of the reporting period, the Company had the following Fixed rate borrowings outstanding:

Particulars	31-Mar-22			31-Mar-21		
	Weighted Average Interest Rate	Balance	% of Total Loans	Weighted Average Interest Rate	Balance	% of Total Loans
Secured Term Loan from Banks (Variable Interest)	7.50%	23.39	1.22%	7.50%	15.76	0.85%
Secured Term Loan from Parent Company (Fixed Interest)	6.25%	1895.50	98.78%	6.25%	1836.13	99.15%
Net Exposure to Cash Flow Interest Rate Risk		1918.89	100.00%		1851.89	100.00%

(ii) Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. There is no impact on interest expense as there is no variable rate borrowing at the year end.

	Impact on Profit / (Loss) before tax	
	31-Mar-22	31-Mar-21
Interest rates – increase by 50 basis points	-	-
Interest rates – decrease by 50 basis points	-	-

Note 31 : Names of related parties and relationship**A. Ultimate Parent**

- 1) Multi Act Industrial Enterprises Ltd., Mauritius

B. Directors

- 1) Mr. P. K. Trivedi
- 2) Mr. M. K. Trivedi
- 3) Mr. J. M. Kothari
- 4) Mr. Sudhir Merchant
- 5) Mrs. Sangeeta Pandit
- 6) Mr. S. W. Karkamkar
- 7) Mr. Darshan Bhatia

C. Key Management Personnel

- 1) Alok Misra (CEO of The Indian Card Clothing Company Limited and Director of ICCIAL)
- 2) Chandrakant Path (Chief Financial Officer)
- 3) Amogh Barve (Company Secretary)
- 4) Mr. Kunjan Gandhi
- 5) R J Goodall
- 6) P Priestley
- 7) M J Carline
- 8) S L Shah

D. Enterprises Over Which KMP or Relatives of KMP Are Able To Exercise Significant Influence

- 1) Multi Act Constructions Pvt. Ltd.
- 2) Multi Act Realty Enterprises Pvt Ltd
- 3) Multi Act Trade & Investments Private Limited
- 4) Encore Business Centres LLP
- 5) Acre Street India Pvt. Ltd.
- 6) Multi Act Equity Consultancy Pvt, Ltd.
- 7) Joseph Sellers & Sons Limited
- 8) Shaped Wires Limited

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Note 32 : Related Party Transactions

Name of party	Nature of transaction	Year ended	Year ended
		31 st March 2022	31 st March 2021
a) Multi Act Industrial Enterprises Ltd., Mauritius	Issue of equity shares	-	1459.50
	ECB - Received	-	1129.91
	Interest Expense	123.73	110.06
	Loan Payable	1895.50	1836.13
	Interest Payable	31.85	33.92
b) Multi Act Realty Enterprises Pvt. Ltd.	Deposit Received	-	-
	Rent Income	0.21	-
	Amount receivable	0.02	-
	Investment Advisory Fees Paid	15.00	15.00
	Deposit Received	-	-
	Rent Income	0.55	-
	Amount Receivable	0.06	-
c) Multi Act Trade & Investments Private Limited	Amount Payable	-	2.76
	Income from Mutual fund Investment	13.48	10.53
	Closing balance of Investment	932.49	612.26
d) Multi-Act Equity Consultancy Pvt. Ltd.	Deposit Received	-	-
	Rent Income	0.47	-
	Amount receivable	0.05	-
e) Provident Fund Trust	P. F. Contribution during the year	-	48.03
	P.F. Amount Payable	-	-
	Deficit in Trust Payable	-	-
f) Joseph Sellers & Sons Ltd.	Sales	-	-
	Purchases	40.72	45.05
	Amount receivable	-	-
	Amount payable	4.03	4.61
g) Shaped Wires Ltd.	Sales	2.25	8.81
	Purchases	244.36	216.36
	Amount receivable	0.07	1.23
	Amount payable	42.43	34.84
h) Key Management Personnel			
a) Mr. Kunjan Gandhi - Director	Sitting fees as Director Payable	0.38 0.07	0.38 -
b) Mr. Prashant Asher - Director	Sitting fees as Director Payable	- -	0.38 -
c) Mr. Prashant K. Trivedi - Chairman	Sitting fees as Director Payable	1.25 -	2.40 0.30
d) Mr. Mehul K. Trivedi - Director (Non Executive)	Sitting fees as Director Payable	1.88 0.15	2.98 0.35
e) Mr. J M Kothary Independent Director (Non Executive)	Sitting fees as Director Payable	2.90 -	4.55 0.65
f) Mr. Sudhir Merchant Independent Director (Non Executive)	Sitting fees as Director Payable	2.85 -	4.50 0.65
g) Mrs. Sangeeta S. Pandit Independent Director (Non Executive)	Sitting fees as Director Payable	2.40 -	4.20 0.60
h) Mr. S W Karkamkar Director (Non Executive)	Sitting fees as Director Professional Fees Payable	2.08 15.00 0.07	2.98 15.00 0.30
i) Mr. D V Bhatia Independent Director (Non Executive)	Sitting fees as Director Payable	1.50 -	1.80 0.30
j) Mr. Alok Misra Chief Executive Officer	Short Term Employee Benefits Paid Sitting fees as Director Other Perquisites Payable	115.45 0.30 30.52	93.31 - 25.00
k) Mr. Chandrakant Patil Chief Financial Officer	Short Term Employee / Benefits Paid Other Perquisites Payable	29.73 - 3.60	19.10 - -
l) Mr. Amogh Barve Company Secretary	Short Term Employee Benefits Paid Other Perquisites Payable	40.41 - 3.60	20.04 - -
m) Ian Broadbent	Short Term Employee Benefits Paid Pension	- -	14.71 2.93
n) M J Carline	Short Term Employee Benefits Paid	46.09	28.41

(Amounts pertaining to related parties have not been written off or written back during the year)

Note 33 : Contingent Liabilities

Particulars	31-Mar-22	31-Mar-21
Income Tax Demands	20.46	19.69
Sales Tax Demands	-	164.12
Guarantee with Labour Commissioner	35.00	35.00
LBT	89.47	89.47
Other Matters	7.07	7.07
Disputed Custom Duty liability	42.50	42.50
Total Contingent Liabilities	194.50	357.85

Note 34 : Commitments

Particulars	31-Mar-22	31-Mar-21
Capital Commitments:		
Contracts remaining to be executed on capital account and not provided for (net of advances)	58.50	173.69
Other Commitments :	1,375.76	966.13
EPCG - Unfulfilled Export Obligation Commitment Company is in the process of seeking extension for fulfilment of the export obligation		
Total Capital Commitments	1,434.26	1,139.81

Note 35 : Net Debt reconciliation

This section sets out an analysis of net debt and the movements in net debt for each of the periods presented.

Particulars	31-Mar-22	31-Mar-21
Cash and cash equivalents	18,203.97	1,996.47
Borrowings		
-Current borrowings	(10.76)	(331.75)
-Non-current borrowings	(1,939.98)	(1,877.41)
Net Cash and Cash equivalent/ (Net debt)	16,253.23	-212.69

Particulars	Other assets	Liabilities from financing activities	Total
	Cash and cash equivalents	Borrowings	
Net debt as at 1 April 2021	1,996.47	(2,209.16)	(212.69)
Cash flows	16,207.50	315.72	16,523.23
Exchange differences	-	(59.37)	(59.37)
Interest expense	-	(133.12)	(133.12)
Interest paid	-	135.19	135.19
Net Cash and Cash equivalent/ Net debt) as at 31st March 2022	18,203.97	(1,950.74)	16,253.23

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Note 36 : Reconciliation of Effective Tax Rate

Particulars	31-March-22	31-March-21
Accounting Profit before Tax	22,121.73	(181.96)
Tax at Statutory Income Tax rate - 25.168%	5,567.60	
Tax at Statutory Income Tax rate - 26%		(47.31)
Differences in tax rate and effective tax rate		
Income exempt from income tax	(43.96)	(4.98)
Tax rate difference on Fair valuation gain (DTL)	(2,532.21)	
Tax rate difference, Indexation and other deductions on capital gains	11.22	
DTA on losses not created	9.53	-
Change in tax rate for deferred tax	0.17	52.29
Tax effect of difference in income chargeable under house property	26.47	(5.41)
Rate difference due to setoff of business losses against capital gain	7.72	
Other impacts including roundoff	8.40	
Reversal of DTA having no effect due to losses	0.07	67.81
Income Tax expense reported in Statement of Profit and Loss	3,055.00	62.40

Note 37 : Disclosure as per section 22 of the MSMED Act.

Particulars	31-March-22	31-March-21
Principal amount remaining unpaid to any supplier as at the end of accounting year	58.80	64.17
Interest due thereon remaining unpaid to any supplier as at the end of accounting year	0.03	0.01
Amount of interest paid by the buyer under MSMED along with payments made to supplier beyond appointed day during each accounting year*	0.47	58.17
Interest due and payable for the period (where the principal has been paid but interest under MSME not paid)	0.09	0.08
Interest accrued and remaining unpaid at the end of accounting year	0.12	0.10
Amount of further interest due and payable even in succeeding year, until when interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as deductible expenditure u/s 23.	0.01	0.01

Note 38 : Leases

Effective 1 April 2019, the Company has adopted Ind AS 116 "Leases" using modified prospective approach.

The lease liability is measured at the present value of the outstanding lease payments, discounted by the incremental borrowing rate at 1 April 2019. The weighted average incremental borrowing rate was 10.35%. The respective right-of-use asset is generally recognized at an amount equal to the lease liability.

The disclosures relating to leases are as summarized below:

Particulars	31-March-22	31-March-21
Carrying amount of right-of-use asset at the beginning	4.90	34.25
Depreciation for right-of-use asset	4.90	29.35
Interest expense on lease liabilities	0.08	2.39
Expenses relating to short-term / low value leases	123.31	89.29
Total Cash outflow for leases	129.36	122.57
Carrying amount of right-of-use asset	-	4.90
Lease Liability	-	5.97

Note 39 (a) : Segment Reporting

Sr. No.	Particulars	Card Clothing	Realty	Others	Total
1	Revenue				
	a) External Sales				
	I) Manufactured / Services	5,836.47	-	-	5,836.47
	Previous Year	4,726.45	-	-	4,726.45
	II) Traded	262.30	-	-	262.30
	Previous Year	161.59	-	-	161.59
	b) Other operating income	232.84	319.89	-	552.73
	Previous Year	60.08	449.71	-	509.79
	c) Other Income	99.55	469.18	-	568.73
	Previous Year	107.48	214.93	-	322.41
	Total Revenue	6,431.16	789.07	-	7,220.23
	Previous Year	5,055.60	664.64	-	5,720.24
2	Net profit before tax	22,134.65	190.57	(203.49)	22,121.73
	Previous Year	(184.34)	175.24	(172.86)	(181.96)
3	Other Information				
	a) Segment Assets	5,785.56	24,034.89	320.76	30,141.21
	Previous Year	6,781.67	4,239.92	421.61	11,443.20
	b) Segment Liabilities	3,187.80	192.60	21.29	3,401.69
	Previous Year	3,528.98	220.44	23.64	3,773.05
	c) Capital Expenditure incurred during the year	1,041.41	274.03	-	1,315.45
	Previous Year	93.57	1,227.12	-	1,320.69
	d) Depreciation/ Amortization	311.41	141.06	-	452.48
	Previous Year	341.45	69.57	-	411.02

Secondary Segment Information

Information geographical location of customers

Particulars	Revenue	Trade Receivables
Domestic Sales	3,671.48	724.77
Previous year	3,308.56	804.14
Export sales	2,427.28	699.21
Previous year	1,579.49	433.32

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**Note 39 (b) : Trade Receivable - Aging as per Schedule III
FY 2021-22**

Particulars	Not Due	< 6 Months	6 Months - 1 Year	1 Year - 2 Years	2 Years - 3 Years	More than 3 Years	Total
Undisputed Considered Good	1,039.04	326.66	0.74	0.00	0.00	0.00	1,366.44
Undisputed Considered Doubtful	0.00	0.26	16.45	7.14	8.99	10.15	42.99
Disputed Dues Considered Doubtful	0.00	0.00	0.37	2.11	4.97	7.10	14.55
Total	1,039.04	326.92	17.56	9.25	13.96	17.25	1,423.98
Less: Allowance for doubtful debts	-	0.26	16.82	9.25	13.96	17.25	57.54
Net Debtors	1,039.04	326.66	0.74	-	-	-	1,366.44

FY 2020-21

Particulars	Not Due	< 6 Months	6 Months - 1 Year	1 Year - 2 Years	2 Years - 3 Years	More than 3 Years	Total
Undisputed Considered Good	743.53	389.80	18.27	7.48	4.67	0.00	1,163.74
Undisputed Considered Doubtful	1.83	3.08	13.18	20.04	8.51	5.81	52.45
Disputed Dues Considered Doubtful	0.00	0.00	0.20	5.95	1.58	13.53	21.26
Total	745.37	392.89	31.65	33.47	14.76	19.34	1,237.46
Less: Allowance for doubtful debts	1.83	3.07	13.37	26.00	10.09	19.34	73.71
Net Debtors	743.53	389.81	18.28	7.47	4.67	-	1,163.75

**Note 39(b) : Trade Payable - Aging as per Schedule III
FY 2021-22**

Particulars	Not Due	< 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	Total
Undisputed - MSME	20.26	38.54	0.00	0.00	0.00	58.80
Undisputed - Others	107.51	223.78	4.74	2.86	5.31	344.20
Disputed - MSME	0.00	0.00	0.00	0.00	0.00	0.00
Disputed - Others	0.00	0.00	0.00	0.00	0.00	0.00
Unbilled Dues	373.93	0.00	0.00	0.00	0.00	373.93
Total	501.70	262.31	4.74	2.86	5.31	776.93

FY 2020-21

Particulars	Not Due	< 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	Total
Undisputed - MSME	33.46	30.71	0.00	0.00	0.00	64.17
Undisputed - Others	93.51	198.15	5.86	7.19	16.10	320.81
Disputed - MSME	0.00	0.00	0.00	0.00	0.00	0.00
Disputed - Others	0.00	0.00	0.00	0.00	0.00	0.00
Unbilled Dues	350.55	0.00	0.00	0.00	0.00	350.55
Total	477.53	228.86	5.86	7.19	16.10	735.53

Note 39 (C): Other Notes

- i) **Wilful Defaulter**
The Group has not been declared as wilful defaulter by any bank or financial institution or other lender
- ii) **Relationship with struck-off companies**
As per the information available with the Group, the Group has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956
- iii) **Details of Crypto Currency or Virtual Currency**
The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- iv) **No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.**
- v) **Out of the proceedings of the Preferential issue of equity shares issued and allotted to Multi-Act Industrial Enterprises Limited ("MAIEL"), Mauritius, - Promoters of the Holding Company during the year 2020-21, the Company has invested in the Equity Share Capital of ICC International Agencies Limited (ICCIAL), Wholly Owned Subsidiary of the Holding Company during the year 2021-22 a sum of Rs. 1,49,99,450/- (Rupees One Crore Forty-Nine Lakhs Ninety-Nine Thousand Four Hundred Fifty Only) by subscribing 13,04,300 Equity Shares of face value of Rs.10/- each at an issue price of Rs. 11.50/- per equity share (including securities premium of Rs. 1.50/- per equity share) under Rights Issue of ICCIAL. Other than this the balance proceeds of the Preferential issue have currently been parked in fixed deposit with Scheduled Bank.**

Note 40 : Statement of net assets and profit or loss attributable to owners and minority interest

Name of the Entity	Net Assets (Total Assets - Total Liabilities)		Share In Total Comprehensive Income	
	As % of Consolidated Net Asset	Rs. Lakhs	As % of total comprehensive income	Rs. Lakhs
Parent Company				
The Indian Card Clothing Co. Ltd.	98.78%	26,414.44	100.39%	19,144.23
Indian Subsidiaries				
ICC International Agencies Ltd.	0.28%	74.72	(0.20%)	(37.51)
Shivraj Sugar and Allied Products Pvt. Ltd.	0.00%	-	0.00%	-
Foreign Subsidiaries				
Garnett Wire Ltd. UK	1.30%	347.54	(0.20%)	(38.82)
Minority Interest in all subsidiaries	1.85%	494.03	(1.14%)	(25.88)
Total Eliminations and Foreign Currency				
Translation Reserve	(2.21%)	(591.21)	0.15%	28.79%
TOTAL	100.00%	26,739.52	100.00%	19,070.81

Note 41 : Exceptional item

Particulars	31-March-22	31-March-21
Profit on sale of Fixed Asset	22,047.65	22.62

Profit on Sale of Fixed Assets as disclosed under exceptional items is mainly towards sale of Sub-Plot A and Sub-Plot C of the Company situated at Pimpri, Pune in the financial year 2021-22 amounting to Rs. 22,025.39 Lakhs.

THE INDIAN CARD CLOTHING COMPANY LIMITED

Note 42 : Earning per share

Particulars	31-March-22	31-March-21
Profit after Tax	19,092.61	(230.41)
Weighted average number of equity shares used as denominator	59,41,120	52,17,558
Basic and Diluted earning per share of Rs 10/- each	321.36	(4.42)

Note 43 : Previous year's figure have been re-grouped wherever necessary to conform to current year's grouping.

As per our report attached

M/S. P.G. BHAGWAT
Chartered Accountants
FRN-101118W/W100682

Prashant Trivedi
Director
(DIN: 00167782)

SanjeevKumar Karkamkar
Director
(DIN: 00575970)

SANDEEP RAO
Partner
Membership No. : 047235

Alok Misra
Chief Executive Officer

Chandrakant Patil
Chief Financial Officer

Amogh Barve
Company Secretary

Date : 29th May 2022
Place : Mumbai



LIST OF OFFICES

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