GRP
IMPACT POSITIVE

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GRP LIMITED

ANNUAL REPORT 2021-22

Years ended 31st March

	2018	2019	2020	2021	2022
Financial Highlights (₹ Lakhs)					
Total Income	29,914	35,792	35,248	27,906	39,863
Operating profit	677	1,289	588	603	1,194
Profit after tax	98	638	300	164	578
Net Worth	12,699	13,379	13,125	13,559	14,024
Borrowed Funds	5,665	6,451	8,562	7,156	9,921
Fixed Assets (Gross)	23,388	24,143	25,555	25,118	27,270
Net Current Assets	2,121	2,540	2,658	4,730	5,589
Book Value Per Share (₹)	952	1,003	984	1,017	1,052
Earning Per Share (₹)	7.37	47.86	22.49	12.27	43.39
Dividend (%)	12.50	80.00	55.00	25.00	90.00
Key Indicators :					
Debt Equity Ratio	0.45	0.48	0.65	0.53	0.71
Operating Profit to Sales	2%	4%	2%	2%	3%
Interest Coverage Ratio	5	6	3	4	5

CIN:	L25191GJ1974PLC002555
BOARD OF DIRECTORS:	Dr. Peter Philip, Chairperson Rajendra V. Gandhi, Managing Director Harsh R. Gandhi, Joint Managing Director Mahesh V. Gandhi Rajeev M. Pandia Alpana Parida Saurabh S. Shah Nayna Gandhi (up to 21.05.2021)
AUDITORS:	DKP & Associates Chartered Accountants Mumbai
BANKERS:	HDFC Bank Ltd. Citibank N.A. Kotak Mahindra Bank Ltd.
REGISTERED OFFICE:	Plot No.8, G.I.D.C. Estate, Ankleshwar – 393 002 Dist. Bharuch (Gujarat)
WORKS:	Ankleshwar & Panoli (Gujarat), Akkalkot Road, Chincholi 1 & Chincholi 2, Solapur (Maharashtra), Perundurai (Tamilnadu)
CORPORATE OFFICE:	510, \`A' Wing, Kohinoor City Commercial I, Kirol Road, Off.L.B.S. Marg, Kurla (W), Mumbai – 400 070.
SHARES LISTED ON:	BSE Ltd. National Stock Exchange of India Ltd.
REGISTRAR & TRANSFER AGENTS:	Universal Capital Securities Pvt. Ltd. C 101, 247 Park, LBS Road, Vikhroli West, Mumbai - 400 083, Maharashtra.
ISIN NO:	INE137I01015
E-MAIL:	investor.relations@grpweb.com
WEBSITE:	www.grpweb.com

GRP LIMITED
CIN : L25191GJ1974PLC002555
Registered Office: Plot No.8, GIDC Estate, Ankleshwar - 393 002 Dist. Bharuch, Gujarat.
e-mail id : investor.relations@grpweb.com, website:www.grpweb.com

NOTICE

NOTICE is hereby given that the **FORTY EIGHTH ANNUAL GENERAL MEETING** of the members of **GRP LIMITED** ("the Company") will be held on **Monday, 22nd AUGUST, 2022 at 2.30 p.m. IST** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

Ordinary Business:

1. To consider and adopt :

   a) the audited standalone financial statements of the Company for the financial year ended 31st March, 2022 together with the Reports of the Board of Directors and the Auditors thereon; and

   b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2022 together with the Report of the Auditors thereon.

2. To declare dividend on equity shares for the financial year 2021-22.

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

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and relevant rules framed thereunder, including any modification(s) thereto or re-enactment(s) thereof, for the time being in force, not to fill for the time being the vacancy caused by the retirement of Mahesh V. Gandhi (DIN: 00133203), a Director, who retires by rotation at this 48th Annual General Meeting and does not seek 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 Section 152 of the Companies Act, 2013 and relevant rules framed thereunder, including any modification(s) thereto or re-enactment(s) thereof, for the time being in force, not to fill for the time being the vacancy caused by the retirement of Dr. Peter Philip (DIN: 00820202), a Director, who retires by rotation at this 48th Annual General Meeting and does not seek re-appointment."

5. To appoint a director in place of Harsh Gandhi (DIN: 00133091), who retires by rotation and being eligible, offers himself for re-appointment.

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

   "RESOLVED THAT pursuant to Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013, M/s. Rajendra & Co., Chartered Accountants, Mumbai having Registration No.108355W be and are hereby appointed as the auditors of the Company for a term of five consecutive years, to hold office from the conclusion of this forty eighth annual general meeting till the conclusion of the fifty third annual general meeting on such remuneration as may be decided by the Board of Directors in consultation with the auditors of the Company."

Special Business:

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

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 ('the Act') and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to such sanctions as may be necessary, the consent of the members of the Company be and is hereby accorded to the reappointment of Rajendra V. Gandhi (DIN: 00189197) as Managing Director of the Company whose office will be liable to determination by retirement of directors by rotation, for a period from 1st August, 2022 to 17th December, 2024 upon the terms and conditions as to remuneration by way of salary, commission, perquisites, allowances and performance linked bonus as set out in the explanatory Statement annexed to the Notice convening this meeting.**"**

   "RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to vary / increase the remuneration as aforesaid to the extent the Nomination and Remuneration Committee and / or the Board of Directors may consider appropriate, provided however, that the remuneration payable to Rajendra V. Gandhi as Managing Director shall be within the limits set out in that behalf in the Act including Schedule V to the Act or any amendments thereto or any modifications or statutory re-enactment(s) thereof and / or any Rules or Regulations framed thereunder, and the terms of the said agreement shall be suitably modified to give effect to such variation or increase, as the case may be."

"RESOLVED FURTHER THAT during the currency of the tenure of Rajendra V. Gandhi as Managing Director, where in any financial year, the Company has no profits or its profits are inadequate, the Company do pay to Rajendra V. Gandhi, Managing Director, remuneration by way of salary, commission, perquisites, allowances and performance linked bonus as specified above as per the applicable provisions of the said Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) including Schedule V thereto (including any statutory modification(s) or re-enactment(s) thereof for the time being in force)."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to execute all Agreements and other documents and take such steps expedient or necessary to give effect to the above resolutions."

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

"RESOLVED THAT pursuant to the provisions of Section 197 and any other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with table A of Section II of Part II of Schedule V of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Regulation 17(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and subject to such sanctions as may be necessary, the consent of the members of the Company be and is hereby accorded to the payment of ₹ 12,00,000/- (Rupees Twelve Lakh only) to Rajeev M. Pandia (DIN:00021730) Non-executive Independent Director of the Company, as remuneration by way of commission for the financial year ending 31st March, 2023, which is likely to exceed fifty per cent of the total annual remuneration payable to all the Non-Executive Directors of the Company for the financial year ending 31st March, 2023."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to the above resolution."

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and any other applicable provisions of the Companies Act, 2013, and the Rules made thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force) read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Saurabh S. Shah (DIN:02094645), who was appointed as an Independent Director of the Company for a term of 5 years w.e.f. 12th September, 2017, and in respect of whom Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Saurabh S. Shah as a candidate for the office of Independent Director of the Company, be and is hereby reappointed as an Independent Director of the Company, for second consecutive term of five years from 12th September, 2022 to 11th September, 2027."

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force), the remuneration of ₹ 2,00,000/- (Rupees Two lakhs only) plus out of pocket expenses and applicable taxes, as recommended by the Audit Committee and approved by the Board of Directors of the Company, payable to M/s. Kishore Bhatia & Associates, Cost Accountants (Firm Registration No.00294) as cost auditor for auditing the cost accounting records of the Company for the year ended 31st March, 2022, be and is hereby ratified."

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force), the remuneration of ₹ 2,00,000/- (Rupees Two lakhs only) plus out of pocket expenses and applicable taxes, as recommended by the Audit Committee and approved by the Board of Directors of the Company, payable to M/s. Kishore Bhatia & Associates, Cost Accountants (Firm Registration No.00294) as cost auditor for auditing the cost accounting records of the Company for the year ending 31st March, 2023, be and is hereby approved."

NOTES :

a. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and circular no. 02/2022 dated May 05,2022 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

b. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

c. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

d. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

e. The Register of Members and Transfer Books of the Company will be closed from 17th August, 2022 to 22nd August, 2022, both days inclusive.

f. If the dividend as recommended by the Board of Directors is approved at the Annual General Meeting, payment of such dividend will be credited / dispatched within 30 days from 22nd August, 2022 :

i) To all Beneficial Owners in respect of shares held in dematerialised form as per the data as may be made available by the National Securities Depository Limited and the Central Depository Services (India) Limited as at the close of business hours on 16th August, 2022.

ii) To all members in respect of shares held in physical form whose names stand on the Register of Members as at the close of business hours on 16th August, 2022.

g. Tax Deductible at Source / Withholding tax:

Pursuant to the requirement of Income Tax Act, 1961, the Company will be required to withhold taxes at the prescribed rates on the dividend paid to its shareholders. The withholding tax rate would vary depending on the residential status of the shareholder and documents submitted by shareholder with the Company / Universal Capital Securities Pvt.Ltd. Depository Participant.

1. Resident Shareholders:

1.1. Tax Deductible at Source for Resident Shareholders

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any) / Remarks (4)
1.	Valid PAN updated in the Company's Register of Members	10%	No document required. If dividend does not exceed ₹5,000/-, no TDS/ withholding tax will be deducted. Please also refer note (v) below.
2.	No PAN/Valid PAN not updated in the Company's Register of Members	20%	TDS/ Withholding tax will be deducted, regardless of dividend amount, if PAN of the shareholder is not registered with the Company / UCS / Depository Participant. All the shareholders are requested to update, on or before Tuesday, 9th August, 2022, their PAN with their Depository Participant (if shares are held in electronic form) and Company / UCS (if shares are held in physical form). Please quote all the folio numbers under which you hold your shares while updating the records. Please also refer note (v) below.
3.	Availability of lower/ Nil tax deduction certificate issued by Income Tax Department under section 197 of Income Tax Act, 1961.	Rate specified in the certificate	Lower tax deduction certificate obtained from Income Tax Authority to be submitted on or before Tuesday, 9th August, 2022

1.2. No Tax Deductible at Source on dividend payment to resident shareholders if the Shareholders submit following documents as mentioned in column no.4 of the below table with the Company / UCS / Depository Participant on or before Tuesday, 9th August, 2022

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any) / Remarks (4)

1.	Submission of form 15G/15H	NIL	Declaration in Form No. 15G (applicable to an individual who is below 60 years) / Form 15H (applicable to an individual who is 60 years and above), fulfilling certain conditions.
2.	Shareholders to whom section 194 of the Income Tax Act, 1961 does not apply as per second proviso to section 194 such as LIC, GIC. etc.	NIL	Documentary evidence for exemption under section 194 of The Income Tax Act, 1961.
3.	Shareholder covered under section 196 of Income Tax Act, 1961 such as Government, RBI, corporations established by Central Act & mutual funds.	NIL	Documentary evidence for coverage under section 196 of The Income Tax Act, 1961.
4.	Category I and II Alternate Investment Fund.	NIL	SEBI registration certificate to claim benefit under section 197A (1F) of Income Tax Act, 1961.
5.	• Recognized provident funds • Approved superannuation fund • Approved gratuity fund	NIL	Necessary documentary evidence as per Circular No.18/2017 issued by Central Board of Direct Taxes (CBDT).
6.	National Pension Scheme	NIL	No TDS/ withholding tax as per section 197A (1E) of Income Tax Act, 1961.
7.	Any resident shareholder exempted from TDS deduction as per the provisions of Income Tax Act or by any other law or notification	NIL	Necessary documentary evidence substantiating exemption from deduction of TDS.

2. Non-Resident Shareholders:

The table below shows the withholding tax on dividend payment to non-resident shareholders who submit, on or before, Tuesday, 9th August, 2022 the following document(s), as mentioned in column No.4 of the below table, to the Company / UCS.

In case all necessary documents are not submitted, then the TDS/ Withholding tax will be deducted at 20% (plus applicable surcharge and cess).

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any)/ Remarks (4)
1.	Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) / Other Non- Resident shareholders	20% (plus applicable surcharge and cess) or tax treaty rate, whichever is beneficial	FII/ FPI registration certificate in case of FIIs / FPIs. To avail beneficial rate of tax treaty following tax documents would be required: 1. Tax Residency certificate issued by revenue authority of country of residence of shareholder for the year in which dividend is received. 2. PAN or declaration as per Rule 37BC of Income Tax Rules, 1962 in a specified format. 3. Form 10F filled & duly signed. 4. Self-declaration for non- existence of permanent establishment/ fixed base in India. (Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the Non-Resident shareholder and review to the satisfaction of the Company).
2.	Indian Branch of a Foreign Bank	NIL	Lower tax deduction certificate under section 195(3) obtained from Income Tax Authority. Self-declaration confirming that the income is received on its own account and not on behalf of the Foreign Bank and the same will be included in taxable income of the branch in India.

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any)/ Remarks (4)
3.	Availability of Lower/ Nil tax deduction certificate issued by Income Tax Authority	Rate specified in certificate	Lower tax deduction certificate obtained from Income Tax Authority.
4.	Any non-resident shareholder exempted from Withholding tax deduction as per the provisions of Income Tax Act or any other law such as The United Nations (Privileges and Immunities) Act 1947, etc.	NIL	Necessary documentary evidence substantiating exemption from Withholding tax deduction.

Notes:

(i) The Company will issue soft copy of the TDS certificate to its shareholders through e-mail registered with UCS / Depository Participant, post payment of the dividend. Shareholders will be able to download Form 26AS from the Income Tax Department's website https://www.incometaxindia.gov.in

(ii) The aforesaid documents such as Form 15G/ 15H, documents under sections 196, 197A, FPI Registration Certificate, Tax Residency Certificate, Lower Tax certificate etc. shall be emailed to grptds@unisec.in on or before Tuesday, 9th August, 2022 to enable the Company to determine the appropriate TDS / withholding tax rate applicable. Any communication on the tax determination/ deduction received after Tuesday, 9th August, 2022 shall not be considered. Formats of Form 15G / Form 15H can be downloaded from the link https://www.unisec.in/client-downloads.html.

(iii) Application of TDS rate is subject to necessary verification by the Company of the shareholder details as available in Register of Members as on the cut-off Date, and other documents available with the Company/ UCS.

(iv) In case TDS is deducted at a higher rate, an option is still available with the shareholder to file the return of income and claim an appropriate refund.

(v) No TDS will be deducted in case of resident individual shareholders who furnish their PAN details and whose dividend does not exceed ₹5,000/-. However, where the PAN is not updated in Company/ UCS/ Depository Participant records or in case of an invalid PAN, the Company will deduct TDS under section 194 without considering the exemption limit of ₹5,000/-.

All the shareholders are requested to update their PAN with their Depository Participant (if shares are held in electronic form) and Company / UCS (if shares are held in physical form) against all their folio holdings on or before Tuesday, 9th August, 2022

(vi) In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, such shareholder will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any appellate proceedings.

This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.

h. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service, Electronic Clearing Service, mandates, nominations, power of attorney, change of address, change of name, email address, telephone/mobile number etc., to their Depository Participant (DP). Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agent, Universal Capital Securities Pvt. Ltd. (UCS) to provide efficient and better services. Members holding shares in physical form are requested to provide latest bank account details along with original cancelled cheque leaf/ copy of bank passbook/statement attested by the bank, copy of PAN card and mobile number to UCS.

i. To support the 'Green Initiative', members who have not yet registered their email addresses are requested to register the same with their Depository Participant in case the shares are held by them in electronic form and with UCS in case the shares are held by them in physical form.

j. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred/transmitted/ transposed only in dematerialized form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holding to dematerialised form. Members can contact the Company or UCS for assistance in this regard.

k. Members holding physical shares in identical order of names in more than one folio are requested to send to the Company or UCS the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.

l. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

m. The unclaimed dividend up to the financial year ended 31st March, 1995 have been transferred to the General Revenue Account of the Central Government pursuant to Section 205A (5) of the Companies Act, 1956. Members, who have not encashed their dividend warrants up to the financial year ended 31st March, 1995 are requested to claim the same from the Registrar of Companies, Gujarat at Ahmedabad.

n. Pursuant to Section 124 and 125 of the Companies Act, 2013 and rules made thereunder, any dividend remaining unclaimed with the Company on the expiry of 7 (seven) years from the date of its transfer to the unclaimed / unpaid account, will be transferred to the Investor Education and Protection Fund (IEPF) set up by the Central Government. Accordingly, unclaimed dividends for the financial year ended 31st March, 1996 to 31st March, 2014 and unclaimed interim dividend for the financial year ended 31st March, 2014 have been transferred to the said fund. Members, who have not encashed their dividend warrant(s) so far, for the final dividend for the financial year ended 31st March, 2015 and for subsequent financial years, are requested to make their claims to the Company/ UCS.

Further as per the Act / Rules, all shares in respect of which dividend has not been encashed or claimed for seven consecutive years or more are required to be transferred to IEPF Suspense Account in the prescribed manner.

Upon transfer of member’s shares/ dividend as aforesaid, member may claim from IEPF Authority both the unclaimed dividend amount and/or the shares by making an application in prescribed Form IEPF-5 and by sending the physical copy of the same duly signed (as per the specimen signature recorded with the Company) along with requisite documents enumerated in the Form IEPF - 5.

Company shall with a view to comply with the requirements of the said Rules, transfer the shares to the IEPF suspense account by the due date as per procedure stipulated in the Rules. Please note that no claim shall lie against the Company or its Registrar & Share Transfer Agent in respect of unclaimed dividend amount and shares transferred to IEPF Authority pursuant to the said Rules.

The Rules and the application form (Form IEPF – 5), as prescribed by the MCA for claiming back the shares/ dividend, are available on the website of MCA at www.iepf.gov.in.

n. As required by the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 of ICSI, brief profile of the Directors proposed to be appointed / re-appointed at the Annual General Meeting is given below:

Name of the Director	**Harsh Gandhi**	**Rajendra Gandhi**	**Saurabh Shah**
Date of birth	17th July, 1977	17th December, 1949	5th December, 1965
Date of first appointment	16th June, 2009	29th June, 1974	12th September, 2017
Experience in specific functional areas	Varied experience of more than 22 years in rubber industry.	Varied experience of more than 49 years in rubber industry.	Varied experience of more than 25 years in the fields of public equity investments, private equity, capital markets, mergers and acquisition.
Qualification	Science graduate from Purdue University USA	B. Tech. from the Indian Institute of Technology (IIT) Mumbai.	MBA from Stern School of Business at New York University, Chartered Accountant
Directorship held in other public limited companies (excluding GRP Limited)	• Grip Polymers Ltd. • Ultramarine & Pigments Ltd.	• Grip Polymers Ltd. • Steelcast Limited	• Citicorp Finance (India) Limited

Name of the Director	Harsh Gandhi	Rajendra Gandhi	Saurabh Shah
Memberships / Chairmanship of committees of all public limited companies	Membership of the Board Committee: 1) GRP Ltd. • Stakeholders Relationship Committee • Corporate Social Responsibility Committee	Chairman of the Board Committee: 1) Steelcast Limited • Audit Committee Membership of the Board Committee: 1) GRP Ltd. • Stakeholders Relationship Committee 2) Steelcast Limited • Nomination & Remuneration Committee • Stakeholders Relationship Committee	Membership of the Board Committee: 1) GRP Ltd. • Audit Committee • Nomination & Remuneration Committee 2) Citicorp Finance (India) Limited • Audit Committee • Nomination & Remuneration Committee
No. of shares held in the Company	58908	44711	Nil

o. In compliance with the aforesaid MCA Circulars and SEBI Circulars dated 12th May, 2020, 15th January, 2021 and 13th May, 2022 Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those members whose email addresses are registered with the Company/ DP.

p. Members may note that the Notice of the AGM and the Annual Report for the financial year 2021-22 is also available on the Company's website www.grpweb.com, 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 and the Notice of AGM is also available on the website of NSDL https://www.evoting.nsdl.com.

q. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

r. Since the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.

s. Members seeking any information with regard to the accounts, document referred in the accompanying notice and the explanatory statement and statutory registers and records which are required to be placed at the AGM, are requested to write to the Company on or before 18th August, 2022 through email on investor.relations@grpweb.com. The same will be replied by the Company suitably.

t. Instructions for e-voting and joining the AGM are as follows:

I. VOTING THROUGH ELECTRONIC MEANS :

i. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. 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.

ii. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.grpweb.com. The Notice 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 and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

II. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Friday, 19th August, 2022 at 10:00 A.M. and ends on Sunday, 21st August, 2022 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 16th August, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 16th August, 2022.

iii. Members who have cast their votes by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

iv. Any person who acquires shares of the Company and become member of the Company after dispatch of the notice of AGM and holding shares as on the cut-off date i.e. 16th August, 2022, may obtain the login ID and password by sending a request to email ID evoting@nsdl.co.in or to email ID investor.relations@grpweb.com. 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” option available on www.evoting.nsdl.com.

v. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, shall only be entitled to avail the facility of e-voting.

vi. Process to vote electronically using NSDL e-Voting system:

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **“Beneficial Owner”** icon under “**Login**” which is available under ‘**IDeAS**’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **“Access to e-Voting”** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **“Register Online for IDeAS Portal”** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App **“NSDL Speede”** facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. 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. 2. 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. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. 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.
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 joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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 EVEN is 101456 and folio number is 001*** then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.

   c) How to retrieve your ‘initial password’?

      (i) If your 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’.

(ii) 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:

   a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) 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 **khyatishah.cs@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 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.relations@grpweb.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.relations@grpweb.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 and joining virtual meeting 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.

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 General 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.relations@grpweb.com. The same will be replied by the company suitably.

6. Members who have questions may send their questions in advance mentioning their name, demat account number/ folio number, email id, mobile number at investor.relations@grpweb.com from 16th August, 2022 (10.00 a.m. IST) to 18th August, 2022 (5.00 p.m.IST). The same will be replied by the company suitably during the AGM.

By Order of the Board of Directors

Place : Mumbai
Date : 16th May, 2022

Harsh Gandhi
Joint Managing Director

Registered Office: Plot No. 8, GIDC Estate, Ankleshwar – 393 002, Dist. Bharuch, Gujarat

Annexure to the Notice

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the special business set out in the acCompanying Notice

Item No. 3

At this 48th AGM, Mahesh Gandhi, Director is liable to retire by rotation as per the provisions of section 152(6) of the Companies Act, 2013. As per the retirement policy for directors adopted by the Board w.e.f. 16th May, 2022, any director who has completed 75 years of age shall not seek re-election as director as and when it first falls due thereafter. As Mahesh Gandhi has completed 75 years of age, he has informed the Board that he is not seeking re-election as director at this 48th Annual general meeting of the Company.

The Board has also decided not to fill for the time being the vacancy caused due to his retirement.

Further, as per section 152(7) of the Companies Act, 2013, the members of the Company shall expressly resolve not to fill the vacancy i.e. pass a specific resolution not to fill up the vacancy.

None of the Directors or Key Managerial Personnel including their relatives other than Mahesh Gandhi himself and Rajendra Gandhi being the brother of Mahesh Gandhi, is concerned or interested, financially or otherwise, in the resolution set out at item No.3.

The Board commends the Ordinary Resolution as set out in Item No.3 for approval of the Members.

Item No. 4

As Mahesh Gandhi, Director is not seeking re-election, Dr.Peter Philip whose term of re-appointment as director retiring by rotation, otherwise would have been due at the annual general meeting to be held in the year 2023, will have to be included as director liable to retire by rotation in this 48th annual general meeting. However, as Dr.Peter Philip has also completed 75 years of age, he has informed the Board that he is not seeking re-election as director retiring by rotation at this 48th annual general meeting.

The Board has also decided not to fill for the time being the vacancy caused due to his retirement.

Further, as per section 152(7) of the Companies Act, 2013, the members of the Company shall expressly resolve not to fill the vacancy i.e. pass a specific resolution not to fill up the vacancy.

None of the other Directors or Key Managerial Personnel including their relatives is concerned or interested, financially or otherwise, in the resolution set out at item No.4.

The Board commends the Ordinary Resolution as set out in Item No.4 for approval of the Members.

Item No.6 :

Explanatory note for appointment of statutory auditors as per Regulation 36(5) of SEBI (LODR) Regulation, 2015.

The Members of the Company at the 43rd Annual General Meeting ('AGM') held on 10th August, 2017 approved the appointment of M/s. DKP & Associates, Chartered Accountants ('DKP'), as the Auditors of the Company for a period of five years from the conclusion of the said AGM. DKP will complete their present term on conclusion of this 48th AGM in terms of the said approval and Section 139 of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014. The present remuneration of DKP for conducting the audit for the financial year 2021-22, as approved by the Members, is ₹ 7.75 lakhs plus goods and services tax as applicable, and reimbursement of out-of-pocket expenses incurred. They have not sought reappointment after the conclusion of the current tenure.

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), has proposed for the approval of the shareholders, the appointment of M/s. Rajendra & Co., Chartered Accountants ('RCO'), as the Auditors of the Company for a period of five years from the conclusion of this 48th AGM till the conclusion of the 53rd AGM. On the recommendation of the Committee, the Board has approved remuneration of ₹ 11.00 lakhs for conducting the audit for the financial year 2022-23, excluding applicable taxes and reimbursement of out of pocket expenses at actuals. The remuneration proposed to be paid to RCO is commensurate with the services to be rendered by them during their tenure. The Board of Directors in consultation with the Audit committee may alter and vary the terms and conditions of appointment including remuneration in such manner and to such extent as may be mutually agreed with RCO.

The Board considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found RCO to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

RCO has been in the audit practice since 1965 and was reconstituted as a partnership in 1993. As on 31st March, 2022, the said audit firm had 4 partners and employed more than 50 people.

The last Peer review date is 22nd October, 2021.

RCO have given their consent to act as the Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Resolution.

The Board recommends this Resolution for your approval.

Item No. 7 :

Rajendra V. Gandhi is presently designated as Managing Director of the Company. He is a Graduate Engineer from the Indian Institute of Technology (IIT) Mumbai. He has varied experience of more than 48 years in Rubber Industry. Since incorporation, the Company has been taking the advantage of his guidance and mentorship. Because of his sustained efforts, the Company has sustained a growth pattern and has achieved success in creating a brand image in the global Reclaimed Rubber Industry. He was the President of Indian Rubber Manufacturers' Research Association (IRMRA) for a period of 3 (three) years till December 2018.

Considering the business expertise, experience and in view of the substantial contribution made by him for the growth, progress and financial stability of the Company, the Board of Directors at its meeting held on 16th May, 2022 has, on the recommendation of the Nomination and Remuneration Committee, subject to approval of the shareholders by way of a special resolution and subject to such other approval/s as may be necessary, reappointed Rajendra V. Gandhi as Managing Director with effect from 1st August, 2022 upon the terms and conditions of remuneration by way of salary, commission, perquisites, allowances and performance linked bonus as mentioned in the draft agreement proposed to be entered into between the Company and Rajendra V. Gandhi. As per the proposed amendment in the Nomination and Remuneration policy, any director will have to compulsorily vacate his office on completion of 75 years of age. Rajendra Gandhi will be completing 75 years on 17th December, 2024. Accordingly his proposed tenure on reappointment as Managing Director shall be from 1st August, 2022 to 17th December, 2024 and the revised terms of remuneration during the aforesaid tenure shall be as under :

A) Salary :

₹ 7,00,000/- Per month

B) Commission :

Remuneration by way of commission not exceeding 1% of the net profits of the company as determined under Section 198 of the Companies Act, 2013 of a particular financial year, subject to a maximum of 12 months' salary of that particular financial year.

C) Perquisites and Allowances :

i) Use of Company's car for office duties and telephone and other communication facilities at residence shall not be included in the computation of perquisites for the purpose of calculating the said ceiling

ii) Following perquisites shall not be included in the computation of the aforesaid ceiling on perquisites and allowances:

a) Company's contribution to Provident Fund and Superannuation Fund or Annuity Fund to the extent these either singly or together are not taxable under the Income-Tax Act.

b) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.

c) Encashment of leave at the end of the tenure

iii) Leave as per the rules of the Company.

iv) For the purpose of calculating the above ceiling, perquisites and allowances shall be evaluated as per the Income-Tax Rules, wherever applicable. In the absence of any such Rules, perquisites and allowances shall be evaluated at actual cost.

D) Minimum Remuneration

Notwithstanding anything contained herein, where in any financial year, during the currency of the tenure of Rajendra V. Gandhi, Managing Director, the Company has no profits or its profits are inadequate, the Company may pay him remuneration by way of salary, perquisites and allowance not exceeding the maximum limits laid down in Section II of Part II of Schedule V of the Companies Act, 2013 as amended from time to time."

Item No.8:

As per the amended provisions of the Companies Act, 2013 notified from 18th March, 2021, remuneration to non-executive Director/s (including Independent Director/s) can be paid even if the Company has no profit or inadequate profits in any financial year.

Considering the role of Rajeev M. Pandia as Non-executive Independent Director of the Company, in growth, future expansion and diversification and his valuable contribution and involvement in various projects of the Company, the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on 29th March, 2022, as per the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 as modified from time to time and subject to the approval of the shareholders, approved payment of ₹ 12,00,000/- (Rupees Twelve Lakh only) to Rajeev M. Pandia as remuneration by way of commission for the financial year 2022-23 (with quarterly payment of ₹ 3 lakhs each). Such payment will be in addition to the fees payable for attending meetings of the Board/Committee.

The Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, requires approval of shareholders by special resolution every year, in which the annual remuneration payable to a single non-executive director exceeds fifty per cent of the total annual remuneration payable to all non-executive directors.

The aforesaid payment of remuneration by way of Commission to Rajeev M. Pandia, Non-executive Independent Director of the Company for the financial year ending 31st March, 2023, is likely to exceed fifty per cent (50%) of the total annual remuneration payable to all the Non-Executive Directors of the Company for the financial year ending 31st March, 2023.

The Board recommends the Special Resolution set out in Item No.8 for the approval by the members of the Company.

None of the Directors or Key Managerial Personnel or their respective relatives, except Rajeev M. Pandia, to whom the resolution relates, are in any way concerned or interested, financially or otherwise in the Resolution mentioned at Item No.8 of the notice.

Additional information for Item No.7 and Item No.8 as required under Schedule V of the Companies Act, 2013 is as under :

I. General Information:

1. Nature of Industry :

   The Company is engaged in the business of manufacture of reclaimed rubber, custom die forms, engineering plastics and polymer composites.

2. Date or expected date of commencement of commercial production :

   The Company is manufacturing reclaimed rubber since December 1978, custom die forms since March 1999, engineering plastics since June, 2009 and polymer composites since December, 2017.

3. In case of new companies expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus : Not Applicable.

4. Financial Performance based on given indicators:

Significant Financial Indicators for last five years					
	Years ended 31st March				
					(₹ in lakhs)
	2018	**2019**	**2020**	**2021**	**2022**
Total Income	29,914	35,792	35,248	27,906	39,865
Operating profit	677	1,289	588	603	1,194
Profit after tax	98	638	300	164	578
Net Worth	12,699	13,379	13,125	13,559	14,024
Borrowed Funds	5,665	6,451	8,562	7,156	9,921
Fixed Assets (Gross)	23,388	24,143	25,555	25,118	27,270
Net Current Assets	2,121	2,540	2,658	4,730	5,589
Book Value Per Share (₹)	952	1,003	984	1,017	1,052
Earning Per Share (₹)	7.37	47.86	22.49	12.27	43.39
Dividend (%)	12.50	80.00	55.00	25.00	90.00
Ratios :					

Significant Financial Indicators for last five years					
	Years ended 31st March				
					(₹ in lakhs)
Debt Equity	0.45	0.48	0.65	0.53	0.71
Operating Profit To Sales	2%	4%	2%	2%	3%
Interest Coverage	5	6	3	4	5

5. Foreign Investments and Collaborations, if any : Nil

II. a) Information about Rajendra V. Gandhi :

1. Background Details / Recognition or awards / job profile and suitability : Refer Para 1 of the Explanatory statement of item No.7 mentioned above.
2. Past remuneration: Remuneration of ₹ 111.56 lakhs (excluding exempt perquisites) paid during the financial year 2021-22.
3. Remuneration proposed: As mentioned in the Resolution and/ or explanatory statement.
4. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:

   Taking into consideration the size of the Company, the nature of the industry, the profile, knowledge, skills and responsibilities shouldered by Rajendra V. Gandhi, the above proposed remuneration is commensurate and comparable with the remuneration drawn by managerial personnel in similar capacities in other companies in the rubber and related industry.
5. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel:

   Rajendra V. Gandhi except receiving remuneration as Managing Director, does not have any other pecuniary relationship with the Company. Rajendra V. Gandhi is a relative of Harsh R. Gandhi, Joint Managing Director and Mahesh V. Gandhi, Director.

II. b) Information about Rajeev M. Pandia:

1. Background Details / Recognition or awards / job profile and suitability:

   Rajeev Pandia has been associated with the Indian and international chemical industry for over 46 years. He has over 31 years' experience at the Board level, as Managing Director and Independent Director. His areas of expertise include, apart from General Management, Projects, Strategy, Organisation Development, Market Development, Joint Ventures, Corporate Governance, Government Policies, Technology Transfer, Operational Excellence and EHS. He has been a member of several Government appointed committees. He was President of Indian Chemical Council. He was selected Distinguished Alumnus of IIT Bombay and elected Fellow of Indian Institute of Chemical Engineers, as also Indian National Academy of Engineering.
2. Past remuneration: ₹ 12.00 Lakhs paid as remuneration by way of commission for the financial year ended 31st March, 2022.
3. Remuneration proposed: As mentioned in the Resolution and / or Explanatory Statement.
4. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:

   Taking into consideration the size of the Company, the nature of the industry, the profile, knowledge, skills and experience of Rajeev M. Pandia, the above proposed remuneration is commensurate and comparable with the remuneration drawn by Non-Executive Director in similar capacities in other companies in the rubber and related industry.
5. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel:

   Rajeev M. Pandia does not have any pecuniary relationship with the Company. Rajeev M. Pandia is not related to any Director or Managerial Personnel of the Company.

III. Other Information :

1. Reasons of loss or inadequate profits: Profits are likely to be inadequate, due to challenging business environment in the automobile industry in general and in the rubber goods manufacturing industry in particular.

2. Steps taken or proposed to be taken for improvement : Company under the guidance and mentorship of Rajendra V. Gandhi is constantly endeavoring for :

    a) Revenue maximization through geographic expansion and industry outreach for improved asset turnover.

    b) Profitability improvement through cost optimization and new technology adoption; and

    c) Rationalization of capital employed by combining manufacturing locations and integrating the operations.

Item No.9:

Saurabh S. Shah is an Independent Director of the Company since 12th September, 2017. Section 149(10) of the Companies Act, 2013 provides that an Independent Director shall hold office for a term of up to five consecutive years on the Board. However, an Independent Director shall be eligible for reappointment for another term of up to five consecutive years on passing of special resolution by the Company. His existing term of appointment will expire on 11th September, 2022.

The Company has received notice in writing pursuant to Section 160 of the Companies Act, 2013, from a member proposing the candidature of Saurabh S. Shah for the office of Independent Director.

The Company has received from Saurabh S. Shah a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and SEBI LODR Regulations.

Saurabh S. Shah, fulfils the conditions specified in the Companies Act, 2013, and Rules made thereunder and SEBI LODR Regulations, for his appointment as an Independent Director of the Company, and is Independent of the Management. The board of directors has evaluated the performance of all the Independent Directors including Saurabh S. Shah by means of observations by all the directors and is collectively of the opinion that the overall performance of Saurabh S. Shah is satisfactory and conducive to the growth and progress of the Company. He has the requisite skills and capabilities for effective execution of his role and responsibilities as Independent Director. His continued association would be of immense benefit to the Company and it is therefore desirable to continue to avail the services of Saurabh S.Shah as an Independent Director.

Considering the business expertise, experience and in view of the contribution made by him for overall growth and progress of the Company, the committee to consider recommending to the Board of Directors, reappointment of Saurabh S.Shah as an Independent Director of the Company, for second consecutive term of five years from 12th September, 2022 to 11th September, 2027, and that he shall not be liable to retire by rotation during this tenure.

Saurabh S. Shah has more than 25 years of experience as advisor in the fields of public equity investments, private equity, capital markets and Merger & Acquisition (M&A) in India.

He is a Director of Citicorp Finance (India) Ltd., and Partner in AUM Fund Advisors LLP and AUM Asset Advisors LLP. Prior to founding AUM, Saurabh S. Shah was a Partner and Member of the Board at 3i India from 2007 for more than 5 years. He was at different times, the head of Buyouts, responsible for Growth Capital and one of the partners of the $1bn India Infrastructure Fund. Prior to 3i, Saurabh S. Shah was a Senior Director and part of the founding team of Citigroup Investment Banking (formerly Salomon Smith Barney) in India for more than 12 years. He led the bank's relationship and transaction teams for many of the largest and most significant M&A and capital raising transactions at the time for Indian businesses both in India and overseas. Prior to Citigroup, Saurabh S. Shah worked with Salomon Brothers, New York and ran his own accounting practice in Mumbai.

Saurabh S. Shah has MBA degree from the Stern School of Business at New York University and an undergraduate degree from the University of Mumbai. He is also a Chartered Accountant.

The Board of Directors accordingly recommend the resolution for your approval.

None of the Directors or Key Managerial Personnel or their respective relatives, except Saurabh S. Shah, to whom the resolution relates, are in any way concerned or interested, financially or otherwise in this resolution.

Item No. 10 & 11 :

As per Notification dated 14th July, 2016 issued by the Ministry of Corporate Affairs regarding the Companies (Cost Records and Audit) Rules, 2014, provisions relating to auditing of cost accounting records are applicable to the Company with effect from 1st April, 2016. Accordingly, the audit of cost accounting records of the Company is mandatory from the financial year 2016-17.

M/s. Kishore Bhatia & Associates, Cost Accountants (Firm Registration No. 00294), has, as required under Section 141 of the Companies Act, 2013, confirmed its eligibility to conduct the audit of the cost accounting records of the Company for the financial year 2021-22 and 2022-23 and has consented to act as the Cost Auditor of the Company.

At the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s. Kishore Bhatia & Associates, Cost Accountants (Firm Registration No. 00294) as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2021-22 and 2022-23 at a remuneration of ₹ 2.00 lakhs p.a. plus out of pocket expenses and taxes.

Section 148 (3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditor) Rules, 2014, requires the remuneration payable to the Cost Auditors to be ratified by the Members of the Company. Accordingly, the approval of the Members is sought for passing an Ordinary Resolution for ratification of the remuneration payable to the Cost Auditors for the financial year 2021-22 and financial year 2022-23.

Ratification of remuneration payable to cost auditors for the financial year 2021-22 could not be completed at the 47th Annual General meeting of the Company held on 12th August, 2021, because M/s. Kishore Bhatia & Associates, Cost Accountants were appointed as Cost auditors of the Company at the Board meeting of the Company held on 12th August, 2021.

The Directors recommend the Resolutions for the approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in the Resolutions.

By Order of the Board of Directors

Place : Mumbai
Date : 16th May, 2022

Harsh Gandhi
Joint Managing Director

Registered Office: Plot No. 8, GIDC Estate, Ankleshwar – 393 002, Dist. Bharuch, Gujarat.

From the
MANAGING DIRECTOR'S DESK

Post historic two years of the pandemic, we have bounced back quickly, reorganised operations and structure, increased digitisation and focussed on product development as a means to customer excellence. During the year under review, GRP has added several new customers and category of products across all BU's and expanded its geographical presence. Despite prevailing challenges in the external environment with regard to ocean freight costs, increasing oil and energy costs and the recent Ukraine-Russia conflict, we have managed to maintain a healthy order book over and above the capacity at plants, recover the increased freight costs from customers overseas, become exclusive supplier to a global tyre company and increased share of wallet with several of its key customers.

While we added additional capacities across reclaim rubber business through transfer of capacity from erstwhile plant in Tamil Nadu and de-bottlenecking of existing plants, we also used the time post the pandemic to focus on creating long term value through a deeper focus on customer needs in the arena of sustainability.

In our endeavour to be a global sustainable materials manufacturer, we set out on a road to grow presence outside the tyre and rubber industry and with the plastic compounding and polymer composite businesses

We take immense pride in supporting our customers who are taking commitments in setting revised targets in reduced emissions and increasing green cover. A testimony of the above achievement resulted in the following accolades for GRP

- **FICCI Indian Circular Economy Award Winner for its business model**
- **Runner-up of Recircle Awards 2022 (an international panel of members from the tyre industry globally)**
- **Finalist in the CII Circular Economy Awards category in the medium size businesses.**

We strongly believe that organizational strength lies in our people and we continuously uplift and develop the skills within them with constant trainings and persistent upgradation of technology with an aim to seek their continuous involvement in achieving the Company's objectives. I thank everybody in our teams who have risen to the challenge over the past year and taken part in our transformation.

Rajendra Gandhi
Managing Director

"The performance we have been able to achieve is a credit to our team members ...Our solid performance is theirs!

GRP
IMPACT POSITIVE

GRP at a
GLANCE

GRP established in 1974, is a diversified Indian corporation manufacturing and providing high quality sustainable materials to global polymer product companies.

The company operates 4 business verticals (Reclaim Rubber, Industrial Polymers, Custom Die Forms, & Polymer Composite).

76,100
tons/year capacity

1.2 Mn
End-of-Life tyres saved from reaching landfills **Every Year**

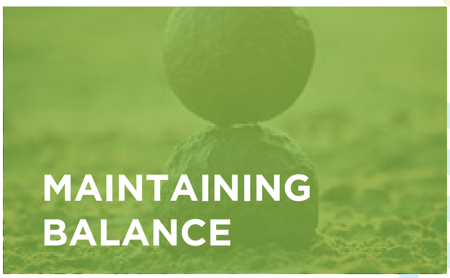
50%
of India's Export in reclaimed rubber & **18% share** in Indian Market

300+
customers and export presence in **60+ Countries**

Certified
by IATF, ISO and BS OHSAS REACH for EU Zone

Supplies to **7** out of top 10 global tyre companies

VALUES



Directors' Report to the Members,

Your Directors are pleased to present the **FORTY EIGHTH** ANNUAL REPORT & AUDITED ACCOUNTS for the year ended 31st March, 2022.

Standalone Financial Results	Year ended 31st March	
Particulars	**2022**	**2021**
	(₹ In lakhs)	**(₹ In lakhs)**
Sales & Other Income	38,927	28,134
EBITDA	2,421	1,856
Profit before tax and exceptional items	745	68
Tax Expenses	166	(96)
Profit after tax for the year	578	164
Total comprehensive income	498	434
EPS:		
Basic (₹)	43.39	12.27
Diluted (₹)	43.39	12.27

The Board of Directors of your company has decided not to transfer any amount to the reserves for the year under review.

DIVIDEND

Based on performance of the Company for the year under report and in line with its dividend pay-out policy, the Board recommends a dividend of ₹ 9/- per equity share (90%) of the face value of ₹ 10/- each for the year ended 31st March, 2022. [Previous year dividend was ₹ 2.50 per share (25%)].

FINANCIAL RESULTS, PERFORMANCE AND FUTURE OUTLOOK

The financial year gone by has been one of recovery for most businesses around the world. While the first quarter of the year under review was under the shadow of the second wave of COVID, the rest of the year witnessed easing of restrictions and return to normalcy around the world. Your company started building on the efforts taken in fiscal year 2020-21 to focus on Customer centricity and deepen its focus on sustainability through product development and process upgradation. In a year of rebound from the pandemic, your company delivered a revenue of ₹ 38,813 lakhs in the fiscal year 2021-22 compared to ₹ 27,952 lakhs in the previous year, representing an increase of 39%. This was on account of a 36% increase in volume of Reclaim Rubber sales and a 70% growth in revenue from the non-Reclaim Rubber business from ₹ 2,051 lakhs to ₹ 3,499 lakhs. Profit after tax for the year as a result grew by 350% to ₹ 578 lakhs compared to ₹ 164 lakhs in the previous year.

The rise in commodity prices and a sudden shortage of materials due to geopolitical tensions during the year provided an opportunity to increase prices of our products thereby resulting in margin improvement during the year. However, a large portion of this was offset by an increase in ocean freight costs and other input cost increases linked to oil, energy & wage inflation.

The performance of the other businesses has been encouraging. Your company's engineering plastics business now has approvals from several OE manufacturers in automotive, furniture & electrical industries and that provided us the confidence to expand capacity in the business. The impact of the expanded capacity will start being realised in the current fiscal.

The other business verticals have strong dependency on reclaim rubber business which over the next years will be limited to a shared supply chain and certain key material types. The businesses have matured, are self reliant and are well poised to meaningfully contribute to the revenue & bottom line of your company.

Apart from the financial success exhibited above, your company was able to add 14% new customers across 4 new countries (active exports to 45 countries) through the introduction of 6 new product categories. Your company successfully grew its share of wallet at several key customers and added to its portfolio several reputed brand owners across furniture, electrical and automotive applications. At GRP, we endeavor to save valuable natural resources and through our sales to the above customers, we recycled the equivalent of 1.21 million tyres and saved the equivalent of 9 million packaging bottles from ending up in landfills. Your company was instrumental in reducing 114,000 tons of CO_2 emissions in the environment, a statistic we are particularly proud of.

SUBSIDIARIES

Salient features of the financial statements of its wholly owned subsidiary company viz. Grip Polymers Limited, subsidiary body corporate viz. Gripsurya Recycling LLP and joint venture company viz. Marangoni GRP Pvt. Ltd., in form AOC-1 are attached herewith. **(Annexure 1).**

DIRECTORS

Nayna R. Gandhi resigned as director of the company w.e.f. 22nd May, 2021 due to her domestic and family commitments. Directors place on record their appreciation and gratitude for the valuable services rendered by Nayna R. Gandhi during her tenure as director of the Company.

As per the retirement policy for directors adopted by the Board w.e.f. 16th May, 2022, any director who has completed 75 years of age shall not seek re-election as director as and when it first falls due thereafter. As Mahesh Gandhi has completed 75 years of age, he has informed the Board that he is not seeking re-election as director at the ensuing 48th Annual general meeting of the company. The Board has also decided not to fill for the time being the vacancy caused due to his retirement.

As Mahesh Gandhi, Director is not seeking re-election, Dr.Peter Philip whose term of re-appointment as director retiring by rotation, otherwise would have been due at the annual general meeting to be held in the year 2023, will have to be included as director liable to retire by rotation in the ensuing 48th annual general meeting. However, as Dr.Peter Philip has also completed 75 years of age, he has informed the Board that he is not seeking re-election as director retiring by rotation at the ensuing 48th annual general meeting. The Board has also decided not to fill for the time being the vacancy caused due to his retirement.

In accordance with the provisions of the Companies Act, 2013, Harsh R. Gandhi retires by rotation at the ensuing 48th Annual General Meeting and being eligible offers himself for reappointment.

Saurabh S. Shah, Independent director of the company whose term of office is up to 11th September, 2022 is proposed to be reappointed as Independent Director for second consecutive term of five years and special resolution for approval of the shareholders for this reappointment is proposed at the ensuing 48th Annual general meeting of the company.

All the Independent Directors have submitted their declarations to the Board to the effect that they meet the required criteria of independence as mentioned in the provisions of Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the Independent Directors have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge duties with an objective independent judgment and without any external influence.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board of Directors confirm that :

(a) in the preparation of the annual accounts for the year ended 31st March, 2022, the applicable accounting standards have been followed and there had been no material departure;

(b) the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2022 and of the profit and loss account of the company for the year ended on that date;

(c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the Directors had prepared the annual accounts on a going concern basis;

(e) the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

(f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

KEY MANAGERIAL PERSONNEL (KMP)

Abhijeet Sawant, Company Secretary, has resigned from the services of the company w.e.f. 28th February, 2022. Search for new Company Secretary is under active progress and is likely to be completed very soon.

MANAGEMENT DISCUSSION AND ANALYSIS AND CORPORATE GOVERNANCE

Report on Management Discussion and Analysis **(Annexure 2)** and Report on Corporate Governance **(Annexure 3)** are set out in this annual report, including the certificate from Auditors of the Company, certifying compliance of the conditions of corporate governance as stipulated in schedule V to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(Annexure 4).**

STATUTORY AUDITORS

The existing term of office of M/s.DKP & Associates, Chartered Accountants, Mumbai as the Statutory Auditors of the company will end on the conclusion of the ensuing 48th Annual General meeting of the company. M/s.DKP & Associates, Chartered Accountants, Mumbai have informed that they will not voluntarily seek reappointment for another term of five years as statutory auditors.

Therefore, the Board has decided to propose for approval of the shareholder at the ensuing 48th Annual general meeting of the company, the appointment of M/s. Rajendra & Co., Chartered Accountants, Mumbai as the Statutory Auditors of the company to hold office for a period of five consecutive financial years from the conclusion of the ensuing 48th Annual General meeting of the company till the conclusion of the 53rd Annual General meeting of the company.

Being eligible for appointment under the provisions of the Companies Act, 2013, they have furnished their consent to act as the Statutory Auditors, in terms of the second proviso to Section 139 of the Act and also provided a certificate to the effect that their appointment, if made, shall be in accordance with the conditions laid down and that they satisfy the criteria provided under Section 141 of the Act.

COST AUDITORS

M/s. Jitendrakumar & Associates, Cost Accountants, Mumbai informed as per their letter dt.12th August, 2021 that they will not be seeking reappointment as the Cost Auditors of the company for the financial year 2021-22.

Therefore the Board of directors at its meeting held on 12th August, 2021 appointed M/s.Kishore Bhatia & Associates (Firm Registration No.00294), Cost Accountants, as the Cost Auditor's of the company to conduct the audit of the cost records for the financial year 2021-22 on a remuneration of ₹ 2.00 lakhs p.a. plus out of pocket expenses and taxes.

Further the Board of Directors at its meeting held on 16th May, 2022 has reappointed M/s.Kishore Bhatia & Associates (Firm Registration No.00294), Cost Accountants, as the Cost Auditor's of the company to conduct the audit of the cost records for the financial year 2022-23 on a remuneration of ₹ 2.00 lakhs p.a. plus out of pocket expenses and taxes.

The said cost auditors have confirmed their eligibility for reappointment as cost auditors of the company.

The payment of the aforesaid remuneration/s for the financial years 2021-22 and 2022-23 will have to be ratified by the shareholders at the ensuing 48th Annual General meeting of the company.

SECRETARIAL AUDIT REPORT

CS Khyati Shah, proprietor of KGS & Company, Practicing Company Secretary (C.P. No.18549) has conducted secretarial audit for the financial year 2021-22 pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Rules made thereunder. Her secretarial audit report is attached herewith **(Annexure 5).**

VIGIL MECHANISM

The Company has established a vigil mechanism and oversees the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the Chairperson of the Audit Committee in exceptional cases. Vigil Mechanism (Whistle Blower) Policy has been hosted by the company on its website. The web link to access the above policy hosted by the Company on its website www.grpweb.com is as follows:

https://www.grpweb.com/pdf/Vigil%20Mechanism%20(Whistle%20Blower)%20Policy.pdf

DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT

Periodic assessments by functional heads to identify the risk areas are carried out and Management is briefed on the risks to enable the Company to control risks through a properly defined plan. The risks are classified as Strategic risks, operational risks, market risks, people risks and financial risks. The risks are taken into account while preparing the annual business plan for the year. The Board is also periodically informed of the Key business risks and the actions taken to manage it.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

The CSR Committee has been constituted by the Board of Directors. The Committee has adopted CSR policy to contribute towards social and economic development of the communities where the Company operates in, and while doing the same, to build a sustainable way of life for all sections of society, with emphasis and focus on education, health care, sustainable livelihood and empowerment of women. The CSR Policy has also been uploaded on the website of the Company. The web link to access the above policy hosted by the Company on its website www.grpweb.com is as follows:

https://www.grpweb.com/pdf/Corporate%20Social%20Responsibility%20%20Policy-2020.pdf

The Annual Report on CSR activities of the Company is attached herewith. **(Annexure 6)**

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The particulars of Loans, guarantees or investments made under Section 186 as on 31st March, 2022 are given in Note 3 and 43 to the financial statements of your company.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

During the financial year, your company entered into related party transactions, which were on an arm's length basis and in the ordinary course of business. There were no material transactions with any related party as defined under Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014. All related party transactions were approved by the Audit Committee of your company.

All transactions with related parties are placed before the Audit Committee for approval. An omnibus approval of the Audit Committee is obtained for the related party transactions which are repetitive in nature. The Audit Committee reviews all transactions entered into pursuant to the omnibus approval(s) so granted on a quarterly basis.

The details of contracts and arrangement with related parties of your company for the financial year ended 31st March, 2022 are given in Note 37 to the financial statements of your company.

COMPANY'S POLICY RELATING TO PERFORMANCE EVALUATION OF THE BOARD, DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF DUTIES :

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation of the individual Directors and the Board which are based on;

- Knowledge to perform the role;
- Time and level of participation;
- Performance of duties and level of oversight; and
- Professional conduct and independence;

The evaluation was carried out by means of the observations made by all the Directors on the set of questions developed by them which brought out the key attributes of the Directors, quality of interactions among them and its effectiveness. The Board is collectively of the opinion that the overall performance of the Board, Committees thereof and the individual Directors is satisfactory and conducive to the growth and progress of the Company.

The web link to access the Company's Policy relating to appointment of Directors, payment of Managerial remuneration, Directors' qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013, hosted by the company on its website www.grpweb.com is as follows:

http://grpweb.com/pdf/Nomination-and-Remuneration-Policy-16.05.2022.docx

POLICY AGAINST SEXUAL HARASSMENT

The Company has in place Policy for prevention of sexual harassment at workplace in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed of during the financial year ended 31st March, 2022 :

(a)	Number of complaints pending at the beginning of the year	- Nil
(b)	Number of complaints received during the year	- Three
(c)	Number of complaints disposed of during the year	- Three
(d)	Number of cases pending at the end of the year	- Nil

DEPOSITS

The Company does not have any deposits covered under Chapter V of the Act.

INFORMATION PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013

The information as required under Section 197(12) of the Act read with applicable rules (to the extent applicable) is attached herewith **(Annexure 7).**

INFORMATION PURSUANT TO SECTION 134 (3)(m) & (q) OF THE COMPANIES ACT, 2013

The above information (to the extent applicable) is attached herewith **(Annexure 8).**

ACKNOWLEDGEMENTS

Your Directors place on record their appreciation for the contribution made and support provided to the Company by the shareholders, employees, bankers, suppliers and customers.

For and on behalf of the Board of Directors

Place :Mumbai	**Rajendra Gandhi**	**Harsh Gandhi**
Date : 16th May, 2022	Managing Director	Joint Managing Director

Annexure 1

Form AOC-I

(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries

(Amount in ₹)

Part "A": Subsidiaries

1	Sr. No.	1	2
2	**Name of the subsidiary**	**Grip Polymers Ltd.**	**Gripsurya Recycling LLP**
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Not Applicable	Not Applicable
4	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Not Applicable	Not Applicable
5	Share capital / Partner's Capital	3,10,00,000	3,45,61,487
6	Reserves and surplus	(3,02,15,143)	0
7	Total assets (excluding investments)	1,91,696	4,52,02,442
8	Total liabilities	0	1,06,40,955
9	Investments	5,93,161	0
10	Turnover	3,152	8,39,81,884
11	Profit / (Loss) before taxation	(54,637)	1,11,889
12	Provision for taxation	0	1,58,723
13	Profit / (Loss) after taxation	(54,637)	(46,834)
14	Proposed Dividend	Nil	Nil
15	% of shareholding	100%	99.89%
Notes : The following information shall be furnished at the end of the statement :			
1	Names of subsidiaries which are yet to commence operations	Nil	
2	Names of subsidiaries which have been liquidated or sold during the year	Nil	

Part "B": Associates and Joint Ventures

Name of Joint Venture	**Marangoni GRP Pvt. Ltd.**
1. Latest audited Balance Sheet date	31st March, 2022
2. Shares of Joint Ventures held by the company at the year end	
Number	99,21,723
Amount of Investment in Joint Venture	1,12,70,448
Extent of Holding %	50%
3. Description of how there is significant influence	50% control owned by GRP Ltd.
4. Reason why the Joint Venture is not consolidated	Not Applicable
5. Net worth attributable to shareholding as per latest audited Balance sheet	(1,38,21,771)
6. Profit / (Loss) for the year	(1,04,82,278)
i. Considered in Consolidation	0
ii. Not Considered in Consolidation	(1,04,82,278)

1. Names of Joint ventures which are yet to commence operations: Nil
2. Names of Joint Ventures which have been liquidated or sold during the year: Nil

For and on behalf of the Board of Directors

Place: Mumbai
Date: 16th May, 2022

Rajendra Gandhi
Managing Director

Harsh Gandhi
Joint Managing Director

Contributions and **COMMITMENTS**

GOOD HEALTH AND WELL-BEING

Arranged for medical camps

YOGA sessions, Mental health improvement sessions for people working at plants and head office

Anti Addiction campaign (Tobacco, alcohol etc.) awareness sessions

Provision for Proper resting room (with Toilet, changing room & beds) for the truck drivers

GENDER EQUALITY

POSH awareness sessions and training plan

Increased share of women on company boards and in senior roles

Policies and programs that support women in the workforce and encourage organisation in the value chain to do the same

Inclusion of women run businesses in the manufacturing supply chain

CLEAN WATER AND SANITATION

Integrated water recycling and grey water utilization into production systems

Support nearby communities for water carriers during summer seasons

Improve water treatment facilities and processes to treat, recycle and reuse wastewater and effluent in manufacturing processes

Signed a WASH pledge by WBCSD and commit to implementing access to safe water, sanitation and hygiene

Contributions and COMMITMENTS

QUALITY EDUCATION

Offering scholarship program to aspiring students

Tie up with NGOs like Anthill creations to avail learning opportunities to children in rural areas

Partnered with universities for talent acquisition and hire talented potential candidates to work with us

Provided training programs to improve technical skill of employees and suppliers

AFFORDABLE AND CLEAN ENERGY

Implementation of Rooftop Solar energy projects at plants

Use of Wind mill energy through power wheeling

Increased energy consumption from renewable sources for direct operations and encourage suppliers to do the same

Energy audits and getting certified for EnMS certification

Design and develop energy reduction plan with focus on usage of renewable sources of energy

RESPONSIBLE CONSUMPTION AND PRODUCTION

722184 tyres saved from landfill

47645 MT reduced virgin material consumption in FY21

Improvement in technology for optimisation of resources and eliminates hazards in operations

Potentially saving **3MT** of **CO2 emissions**

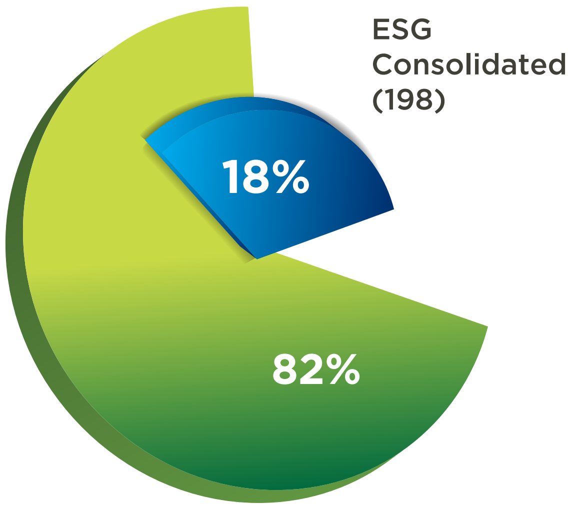
Explore possibilities for better packing material avoiding plastic in process

ESG
PROFILE

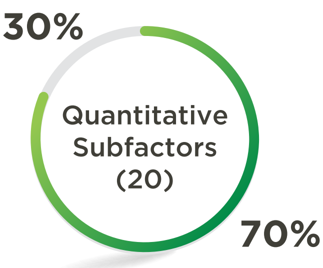
Launching of the GRP ESG Profile on the ESG World.

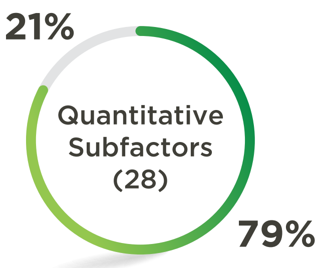
ESG World is an online platform that allows GRP to communicate its ESG initiatives to all its stakeholders. Through ESG World, stakeholders can easily track GRP's ESG initiatives and receive updates on a real-time basis without waiting for the company's annual report or other static annual disclosures. Furthermore, the ESG Profile is mapped with major global standards for sustainability reporting such as GRI, SASB, UN SDG, UNGC, TCFD, CDP, BRSR. Etc.

An ESG Profile is freely accessible to the Company's shareholders, potential investors, research analysts, rating agencies and lending banks. By consolidating all of GRP's ESG initiatives onto one platform, the profile enables each stakeholder to efficiently assess the Company's commitment to ESG best practices. An ESG Profile will also allow customers to complete their ESG due diligence on GRP as part of their selection process.

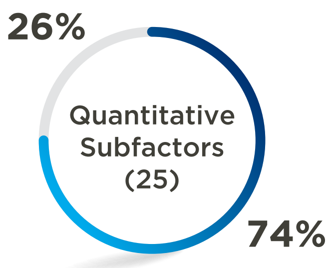


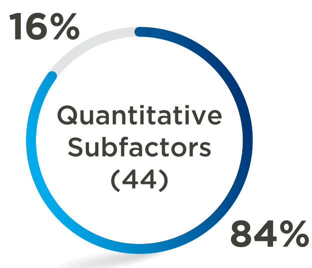
Environment (48)



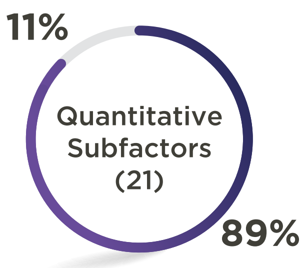


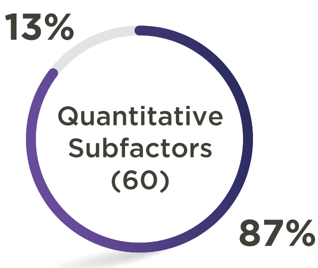
Social (69)

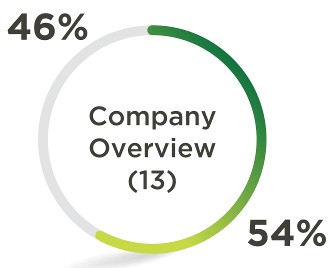




Governance (81)







Accolades and
ACHIEVEMENTS

MEMBER OF

(AIRIA) is a not for profit making body serving the rubber industry and trade with the objectives of safeguarding and promoting interests of the industry.

AIPMA was founded by Industry visionaries 75 years ago making it one of the oldest & largest Apex bodies of the Plastic Industry in India.

ATMA works towards promoting and safeguarding the interests of the tyre industry in India. GRP is a member of Automotive Tyre Manufacturers' Association (ATMA).

MRAI is an umbrella organization having under its wings most of the Trade Associations (National & International) related and associated with recycling.

WINNER OF

GRP helps to reduce the consumption of natural resources with responsible utilization of water, electricity and fuel.
GRP awarded as a winner in small and medium enterprise category

SIGNATORY & SUPPORTER OF

As GRP believes in 'giving back to the society and the planet', hence has shown a high level of engagement with 6 of the major SDG's.

WE ARE

Great Place to work is the global authority on building, sustaining & recognising high-trust, high performing workplace cultures. GRP is GPTW certified

RUNNER-UP FOR

The recircle awards is a global event designed to recognise the contribution of companies & individuals within the tyre manufacturing, retreading & recycling industries towards the circular economy. GRP was a runner up in Best Tyre Recycler category.

WINNER OF

CHRO Vision & Innovation Summit and Awards is an exclusive platform for multi-industry CHROs to gather and define and evolve their leadership vision. GRP won in two categories - HR Excellence in Employee Engagement & HR Innovation in Learning & Development.

Creating an impact positive

Annexure 2

Management Discussion and Analysis Report for the Financial Year 2021-22

Post historic two years of the pandemic, your company bounced back quickly, reorganised its operations and structure, increased digitisation and focussed on product development as a means to customer excellence. During the year under review, your company added several new customers and category of products across all BU's and expanded its geographical presence. Despite prevailing challenges in the external environment wrt ocean freight costs, increasing oil and energy costs and the recent Ukraine-Russia conflict, your company managed to maintain a healthy order book over and above the capacity at plants, recover the increased freight costs from customers overseas, become exclusive supplier to a global tyre company in the world and increased share of wallet with several of its key customers.

While we added additional capacities across reclaim rubber business through transfer of capacity from erstwhile plant in Tamil Nadu and de-bottlenecking of existing plants, we also used the time post the pandemic to focus on creating long term value through a deeper focus on customer needs in the arena of sustainability. In our endeavour to be a global sustainable materials manufacturer, we set out on a road to grow presence outside the tyre and rubber industry and with the plastic compounding and polymer composite businesses are now independent financially. During the year under review, your company has reported an improvement in key performance metrics.

Key Parameters	2021-22	2020-21
Net Sales (₹ Lakhs)	38,314	27,723
Profit after Tax (₹ Lakhs)	578	164
Profit after Tax to Turnover (%)	1.51	0.59
Sales to Fixed Assets Employed (ratio)	1.41 times	1.10 times
Current Ratio	1.49	1.56
Return on Capital Employed (%)	6.73	2.73
Market Value per share (₹) (As on 31st March) (BSE)	1392.85	794
Sales value- growth/(decline) in % over previous year	38.20	(19.51)
Sales volume – growth/(decline) in % over previous year	21.81	(19.86)
Domestic sales value – growth/(decline) in % over previous year	37.36	(2.82)
Export sales Value- growth/(decline) in % over previous year	38.64	(26.06)

We take immense pride in supporting our customers who are taking commitments in setting revised targets in reduced emissions and increasing green cover. A testimony of the above achievement resulted in the following accolades for your company:

- FICCI Indian Circular Economy Award Winner for its business model
- Runner-up of Recircle Awards 2022 (an international panel of members from the tyre industry globally)
- Finalist in the CII Circular Economy Awards category in the medium size businesses.

Vertical wise Business overview:

Circular business model of GRP is focussed on a) saving valuable natural resources by way of recycling and upcycling, b) helping customers fulfil their circularity aspirations through use of GRP materials, c) promoting synergy among various materials to leverage maximum value from a single end of life (EOL) product.

- **Reclaim Rubber:** The reclaim rubber business during the year under review has consolidated capacity across 3 manufacturing locations and currently has the capacity to process 70 KTA OR 1.5 million truck and bus tyres equivalent each year. This EOL tyre waste is converted to valuable resources for blending with natural and synthetic rubber in manufacturing of tyres, conveyor belts, other rubber products
- **Engineered Plastics**: The company undertook expansion of capacity of this business during the year under review and also added compounding based on other engineering polymers. Unfilled and Filled compounds based on polyamide, HDPE, PBT are sold to customers ranging from automotive, furniture, electrical applications.
- **Polymer Composites**: Your company undertook an expansion of the composite business on account of increased substitution of wood in a variety of end industries. This business sells composite boards for use in the transportation, oil and gas, shipping industry.

- **Tyre retreading**: During the year under review, your company has decided to focus on being a sustainable materials producer and has thus signed a MOU to sell its shareholding in the joint venture company to its partner, Marangoni SpA, Italy.

As per the Indian Accounting Standards (Ind AS) – 108 on operating verticals, “Reclaim Rubber” has been identified as reportable verticals and smaller business verticals not separately reportable (Polymer composites, Engineered Plastics) have been grouped under the heading “Others”.

Verticals wise revenue:

- Revenue of ₹ 35,314 lakhs was generated from Reclaim Rubber verticals and
- Revenue of ₹ 3,499 lakhs was generated from Other verticals

Capital Expenditure:

During the year under review, the company has invested capital expenditure towards enhancing capacity by 3,600 tpa of Reclaim rubber mostly by way of de-bottlenecking at current locations. With growing traction in other businesses, capacity addition of 3,600 tpa is added in Engineering Plastics and 1,000 tpa capacity in PC business in fiscal year 2021-22.

Joint Venture and Subsidiary:

Marangoni GRP Pvt. Ltd. (MGPL) :

With the second wave of the pandemic in Q1 of this financial year, the retreading business around the country slowed significantly. In the back of a challenging time, MGPL added 4 new franchisees (at various stages of development) to continue to create a world class retreading system in India. In the backdrop of material shortages, freight uncertainties high input costs and stoppage of production at tolling companies, your company has weathered many a storm and continued to support its franchisees. However, with an objective to be a material manufacturer, your company has decided to exit from this.

Industry Structure and Development:

Reclaim Rubber (RR):

Despite muted growth in the auto industry, GRP has witnessed growth in its largest business unit. With a fast recovery that the world economy has witnessed post the global pandemic, your company, not just regained lost sales but also increased volume sales through addition of new geographies and strengthened share with key customers in India and globally. The rising virgin rubber prices coupled with rise in energy prices has taken a toll on product manufacturers margins in the year under review. In addition to economic reasons, there has been a greater focus of brand owners on sustainability and if one adds to the above a shortage in availability of key materials (mainly due to the Ukraine-Russia conflict), demand for reclaim rubber has improved and its position in the raw material chain is well established.

While your company has addressed challenges of the past years through internal restructuring, there also remain severe external challenges by way of increasing inputs costs (oil-based derivatives, energy), the most significant of which has been the rise in ocean freight rates. The RR business has over the years developed its capabilities on the back of export dependence and a global outreach. We boast of customers across 50 plus countries and in end applications spread across multiple industries. But as freight rates and other input costs rise, the economic value we deliver to the customers reduces leading to margin drop for your company. It also allows us to rethink ways to continue to add value and remain relevant. One way your company is working towards the same is through adoption of upgraded technologies and cleaner processes. This shall remain the biggest focus in the coming years. As the world around us becomes increasingly more digital and less reliant on traditional processes, we are investing actively in adoption of technology to make better reclaim rubber and reduce dependence on manual processes. We are looking to invest in IT to simplify internal processes, improve data storage and retrieval and improve productivity of employees. The company continues to engage with its key customers in development programs to enhance the quality of its products and also opening opportunities in increasing use of reclaim rubber in formulations.

Other Business:

During the year under review, revenue from non-reclaim rubber business increased by 71% YoY. Revenue contribution from non-reclaim rubber businesses increased to 9 % (from ₹ 20.5 cr to ₹ 35 cr) in fiscal year 2021-22.

Despite poor performance for the first half year on account of a washout in the automotive industry in Q1 and much lower production than expected, the engineering plastic business has still delivered record performance with increased approvals from new customers (major furniture and electrical appliance makers) in this year. It has expanded product portfolio in non-nylon polymers and has upgraded itself from being a recycling business to a compounding business. The pipeline of customers evaluating business for approval provides confidence for your company to target global companies in the industry. The additional capacity provides ability to not just cater to customers in India but to grow beyond current markets. The new capacity is based on world class equipment and technology and should give your company the edge it will need against established competitors in the industry. However, this business growth will remain dependant on the reclaim rubber business for want of materials.

As your company gets entrenched in the engineering plastic business, we continue to evaluate other opportunities to deepen our presence in the space. Brand owners and material manufacturers alike are conscious of their obligations towards a circular economy and are continuously evaluating opportunities for creating solutions. Their commitment towards circularity will be complete only through partnerships with recycling companies such as yours.

The Polymer Composite business has been most affected by the impact of freight, with freight rates contributing to 50 to 60% of material value, there has been a negative impact on cost of ownership for the customers during the year under review. However, your company has slowly got approvals from domestic companies and is starting to build a customer base in India besides sales to North America. As your company furthers its development initiatives in this business, it continues to evaluate alternate materials to lower weight and costs and is also exploring different types of composite materials to penetrate new verticals.

The company remains confident of its ability to build scale in the non reclaim rubber business given its supply chain strength and its demonstrated development capability.

Changes in key financial ratios:

Particulars		Ratio as on 31st March, 2022	Ratio as on 31st March, 2021	% Change	Explanation, if any
(i)	Debtors Turnover	5.14	4.32	19.10	
(ii)	Inventory Turnover	14.19	13.25	7.11	
(iii)	Interest Coverage Ratio	5.39	3.77	43.20	Refer Note 1
(iv)	Current Ratio	1.49	1.56	-4.31	
(v)	Debt Equity Ratio	0.71	0.52	-35.18	Refer Note 2
(vi)	Operating Profit Margin (%)	3.12	2.18%	43.23	Refer Note 3
(vii)	Net Profit Margin (%)	1.51%	0.59%	155.76	Refer Note 4
(viii)	Return on Net worth (%)	4.13%	1.21%	241.76	Refer Note 5

Notes:

1. Improved Interest Coverage on account of higher Profit before tax for the year
2. Debt to Equity ratio has increased due to new borrowings to fund expansion of non-reclaim rubber business
3. Operating profit Margin improvement is led by 36% volume increase
4. A higher revenue base is the key reason for the higher Net Profit
5. The resultant increase in PAT has led to a higher Return on Net worth

Opportunities, Risks and Concerns:

A big impetus to recycling businesses in India has been provided by Government of India's (GOI) introduction of Extended Producer Responsibility (EPR) for Tyres and Plastics. With a focus on Swachh Bharat and under a variety of other initiatives, the EPR regulations will call for greater responsibility on the brand owners and material manufacturers to ensure effective collection, responsible end use and efforts at circularity of EOL waste. The regulation will prompt brand owners and material manufacturers to invest along with material recovery and recycling companies for improved value addition. Your company remains in a sweet spot to exploit the opportunities that come by way of the regulation and its ability to formalise the supply chain. This would allow for greater transparency in the supply chain and allow your company to focus on developing other synergistic businesses that help fulfil the circular economy goals and help customers fulfil their producers' responsibility. Companies around the world are trying to incorporate sustainable materials in their portfolios not for economic reasons anymore, but also for ecological reasons. GRP is aiming to expand its offering to cater to this rising demand and fill this gap in not just the tyre sector but also the fast growing and much larger plastic sector. The stated public goals of tyre companies and brand owners of plastic packaging material offer adequate opportunities for growth in the sector and provide us the confidence to continue investments.

On the other hand, as your company's core business of reclaim rubber is export centric, a high oil price coupled with high ocean freight costs puts pressure on margins. Increasing volatility on account of COVID related port shutdowns have also led to significant delays in supplies during the last years. In a recent notification, the Indian Government has put restrictions for import of end of life (ELT) waste. This development has compelled the domestic tyre pyrolysis industry to source its requirements of waste tyres from within India. The positive impact of the development on the country is ensuring use of all ELT waste for either of reclaim rubber manufacturing, crumb rubber manufacturing or pyrolysis, it has also resulted in increase in prices of waste tyre materials to meet the demand from the above 3 industries. While your company continues to invest in process upgradation for reduced manpower costs, availability of labour for low skill jobs in manufacturing jobs is reducing. So, while your company has consistently reduced its manpower needs per ton of production over the last 3 years, the overall wage costs trend higher. This should be mitigated in the coming year as the plastics business needs for manpower remains significantly lower than that in the reclaim rubber unit.

Outlook:

With oil prices at a decade high, demand for recycled materials remains robust. The Ukraine-Russia conflict has put pressure on availability of certain polymers, carbon blacks among others. The order book for Reclaim rubber as a result is likely to be positive vis-à-vis the capacity. Your company is in the process of further de-bottlenecking of capacity for reclaim rubber owing to this demand spike in the current year from domestic and international customers. While we remain positive on the revenue because of the demand, predictability of margins on account of the cost pressures described above remains a concern.

The revenue share from the non-reclaim rubber business is likely to grow on account of the capacity expansion concluded in the later part of fiscal year 2021-22 coupled with a demand increase in the polyamide business. With a keen interest in recycling of other polymer waste forms by brand owners, the non-rubber business units will certainly provide the overall growth for the company.

Internal Control Framework:

Your Company conducts its business with integrity and high standards of ethical behaviour, and in compliance with the laws and regulations that govern its business. Your Company has a well-established framework of internal controls in operation, supported by standard operating procedures, policies and guidelines, including suitable monitoring procedures and self-assessment exercises. There are Internal Audit and Compliance functions in place which are responsible for independently evaluating the adequacy of all internal controls and ensuring that operating and business units adhere to internal processes and procedures as well as to regulatory and legal requirements. The audit function also proactively recommends improvements in operational processes.

In addition to external audit, the financial and operational controls of your Company at various locations are reviewed by the Internal Auditors, to report significant findings to the Audit Committee of the Board. The Audit Committee reviews the adequacy and effectiveness of the implementation of audit recommendations including those relating to strengthening the Company's risk management policies and systems. Compliance with laws and regulations is also monitored through a matrix of a well laid down framework which requires individual functions to confirm and report statutory compliances on all laws and regulations concerning their respective functions and which gets integrated with the overall compliance reporting on all laws and regulations for the purposes of review and monitoring by the Audit Committee.

People and Practices:

The Company recognizes the importance and contribution of its human resources for its growth and development and values their talent, integrity and dedication. With the focus to develop leadership talent from within, the Company adopted 'Mentorship' program where the existing leadership team mentored selected managers. Employee motivation is key to organization success. On these lines, the Company introduced Recognition and Rewards program, where exceptional contribution of employees belonging to all levels are being recognized in public and rewarded. To stay in line with the current market practices and promote opportunities of job enrichment, practices like Traineeship programs, Internal Job Posting, Flextime, Work from Home etc. were continued. The Company continues to foster a high-performance culture by recognizing good performers and providing them with career enhancing opportunities. Several HR initiatives have been taken for the strategic alignment of HR function with the business objectives. These initiatives encompass employee engagement, learning and development. The Company has been successful in attracting and retaining key professionals and intends to continue to seek fresh talent to further enhance and grow its business. A result of all the above, the company continued to being certified A Great Place to Work. As the Company grows its other business units, talent acquisition and development will remain a continued focus of the future.

GRP Board continues to challenge the management and push for higher targets. The Board's well-rounded experience comprises individuals with experience in leading tyre industry, chemical industry, private equity, branding and marketing fields. The Board continues to provide long term direction to the Company and engages actively towards initiatives inputs on the Company's long-term vision.

Manufacturing operations :

Your company continues to maintain the necessary standards of manufacturing practices as demanded by its customers. Your company maintains the IATF certification for all its manufacturing locations and continues to invest in upgrading its plant processes towards increased automation and towards building an Industry 4.0 architecture.

Your company has been regularly audited under global ESG standards and secured a Bronze rating under the Eco Vadis ratings platform that assesses corporate social responsibility and sustainable practices. Your company's operations are also audited under the Carbon Disclosure Project (CDP) that runs the global disclosure system for companies to manage their environment impact and GRP continues to improve on its previous scores.

Environment, Health and Safety (EHS):

Your Company targets zero injuries and incidents via an active EHS program deployed across all its plant locations and Head Office. As a part of this program various systems like air pollution control system, fume extraction system and eco ventilators are in place at all its manufacturing sites. Required safety systems are in place at all sites to maintain high standard of safety and health of employees as well as plant machinery, building and material. Safety Council, comprising of cross-functional plant teams, as well as third party EHS audits have been instituted to identify, assess, and mitigate the risks in the EHS area. Ongoing automation drive is also helping significantly improve the shop floor ergonomics across its plants.

During COVID-19 third wave, your Company was pro-active in not operating down its Mumbai Head Office, to safeguard all its employees from the threat of the virus. The Company was one of the first ones to proactively transition to Work from Home for its entire Head Office staff. The manufacturing locations continued operations by strictly following the Covid related protocols. The Company also ensured that its workforce and their families were appropriately vaccinated. The Company organized vaccination camps in partnership with government authorised service providers (for both doses) in all its locations where employees and their family members were vaccinated. The Company had also reimbursed the costs of vaccination to employees who could not benefit from these camps.

Risk Management:

Enterprise Risk Management (ERM) process is embedded in the organization's working methodologies and decision-making process and is aligned to the Company's Strategic Planning Process. The process involves identification, evaluation, mitigation and review of risks and opportunities both at business and enterprise level.

ERM process is owned by the internal committee consisting of functional heads and is a comprehensive process that ensures coverage of major strategic, marketing, finance, people related, environmental, economic, and operational risks that could possibly derail achievement of the company's objectives and goals.

Risk owners, identified for each risk, prepare detailed mitigation plans which are formulated based on projects undertaken and in line with the company's goals, both short and long term.

ERM framework promotes a risk awareness culture with a monthly risk review mechanism in place by individual and cross-functional teams with quarterly reporting of the enterprise risks and mitigation plans to the Audit Committee of the Board.

Sustainability practices:

Your company has been an active advocate of adopting the Sustainable Development Goals (SDG) under the aegis of the United Nations Development Plan (UNDP) goals as part of its sustainable practices. As part of GRP's commitment to circularity, it has adopted 6 specific SDGs to incorporate in the way we do business. Each SDG goal adopted and listed below has a 1, 3, 5-year measurable objective.

Under **SDG 3** aimed at Improved Health and Wellbeing, your company continues to implement specific initiatives for supporting healthcare facilities in the communities we operate in. This support is by way of equipment, infrastructure development and sponsored programs aimed are creating awareness on both physical and mental fitness.

Under **SDG 4** aimed at Education, your company continues to strengthen the Education institutions that have been supported over the years. The SRICT University (under which your company supports the Polymer and Rubber Technology School) has now gained a deemed University status and realigned its focus to sustainable technology. A curriculum change by incorporating best practices from global universities is underway through your company's representation in the Academic Council. Increasing number of students are placed in reputed Indian and MNC corporations in the district and outside. Apart from support to the university, your company continues to provide academic scholarships to deserving candidates for university education.

Under **SDG 5** aimed at Gender Equality, your company has increased participation of women employees across the hierarchy of the company through being a signatory of the Women Empowerment Program (WEP) of the United Nations, we endeavour to achieving 30% participation of women across variety of job roles by 2025.

Under **SDG 6** aimed at Clean Water and Sanitation, the company has upgraded its manufacturing processes at 4 of its 5 manufacturing plants to eliminate discharge of wastewater from the process. Recycling plants to reuse water used in the manufacturing process have helped to reduce net new consumption of water in the process. Your company has actively contributed to building of drinking water stations and toilets in the community to improve hygiene standards and reduce the spread of water borne diseases.

Under **SDG 7** aimed at Clean Energy, your company has added another Solar power plant at its facility in Solapur to augment its power needs through sustainable sources. Sustained capex in this area is being committed to reach our target of 50% green energy by 2025.

Under **SDG 12** aimed at Responsible Production and Consumption, your company's businesses are organized around the principles of 3R's and it is playing an important role in encouraging responsible production and consumption. Through the development of the Plastic compounding business, your company has ensured that waste materials from one business can successfully be converted to usable material for another opportunity. Similar application focus is being deployed to replace wood, other natural resource-based materials in the organization and at customer sites.

Cautionary Statement:

Statements in the Management Discussion and Analysis report describing the company's objectives, projections, estimates and expectation may be forward looking within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied. The company assumes no responsibility to publicly amend, modify or reverse any forward-looking statements, based on any subsequent developments, information, or events.

While we have come a long way since the return from the pandemic, the focus of the organization will remain on building scale in the non-reclaim rubber business in the days to come apart from focusing on cleaner upgraded process for reclaim rubber manufacturing. As a sustainable materials company, we shall endeavour to create Impact Positive in all the sectors we operate in.

For and on behalf of the Board of Directors

Place: Mumbai	**Rajendra Gandhi**	**Harsh Gandhi**
Date: 16th May, 2022	Managing Director	Joint Managing Director

Annexure 3

Report on Corporate Governance

Corporate Governance may be described as a set of systems, processes and principles which ensure that a company is governed in the best interest of all stakeholders. It ensures commitment to values and ethical conduct of business, transparency in business transactions, statutory and legal compliances, adequate disclosures and effective decision-making to achieve corporate objectives. In other words, Corporate Governance is about promoting corporate fairness, transparency and accountability. Good Corporate Governance is simply Good Business.

1. Company's Philosophy on Corporate Governance

Corporate Governance ensures fairness, transparency and integrity of the management. Corporate Governance is a way of life, rather than a mere legal compulsion. It further inspires and strengthens investor's confidence and commitment to the Company. Any good Corporate Governance provides an appropriate framework for the Board, its committees and senior management, to carry out the objectives that are in the interest of the Company and the stakeholders.

The Company maintains the highest levels of transparency, accountability and good management practices through the adoption and monitoring of corporate strategies, goals and procedures to comply with its legal and ethical responsibilities.

We believe that sound Corporate Governance is critical to enhancing and retaining investor trust. Accordingly, we always seek to ensure that we attain our performance goals with integrity. Our Board exercises its fiduciary responsibilities in the widest sense of the term.

In compliance with the disclosure requirements as mentioned in Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details are set out in this report.

2. Board of Directors

i) Composition:

The composition of the Board of Directors of the Company was in conformity with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year 2021-22. The Board of Directors of the Company has an optimum combination of Executive, Non- Executive and Independent Directors who have an in-depth knowledge of business, in addition to the expertise in their areas of specialization. As on 31st March, 2022, the Board of Directors comprised of seven directors, out of these one Executive Director (Promoter) as the Managing Director, one Executive Director (Promoter group) as the Joint Managing Director, three Non-Executive Independent Directors and two Non-executive Non-independent Directors. Chairperson of the Board was Non-executive Non Independent Director not belonging to the Promoter group. Necessary disclosures have been obtained from all the directors regarding their directorship and have been taken on record by the Board. All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 of the Companies Act, 2013.

ii) Board Meeting:

Dates of Board Meeting	21.05.2021	12.08.2021	30.10.2021	31.01.2022	14.02.2022
Board Strength	8	7	7	7	7
No. of Directors present	8	7	7	7	6

Board procedure: The Company places before the Board all the details as required under Part A of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The dates for the board meetings are fixed after taking into account the convenience of all the directors and sufficient notice is given to them. The agenda is circulated in advance to the Board members. All the information required for decision making are incorporated in the agenda. The information that cannot be included in the agenda is tabled at the meeting. The Managing Director and Joint Managing Director at the Board meetings keep the Board appraised of the overall performance of the Company.

Attendance and other directorships: The attendance of the Board of Directors and related information as on 31st March, 2022 is as under:

Name of Director	Category	No. of Board Meeting		Attendance at Last AGM on 12.08.2021	Number of Directorships in other limited companies	No. of Committees #	
		Held	Attended			Member	Chairperson
Dr. Peter Philip	Non-Executive Non-Independent not belonging to Promoter group Chairperson	5	5	Yes	8	2	0
Rajendra V. Gandhi (Managing Director)	Executive (Promoter)	5	5	Yes	5	6	1
Harsh R. Gandhi (Joint Managing Director)	Executive (Promoter Group)	5	5	Yes	4	2	0
Mahesh V. Gandhi	Non-Executive (Promoter)	5	5	Yes	3	0	0
Rajeev M. Pandia	Non-Executive and Independent	5	5	Yes	7	18	9
Saurabh S. Shah	Non-Executive and Independent	5	4	Yes	1	5	1
Alpana Parida	Non-Executive and Independent	5	5	Yes	7	5	1
Nayna R. Gandhi *	Non-Executive and Non Independent	5	1	Not Applicable	Not Applicable	Not Applicable	Not Applicable

includes committee membership / Chairmanship in GRP Ltd.

*Resigned as director w.e.f. 22nd May, 2021

iii) Directors and their Directorships in other Listed Companies as on 31st March, 2022:

Sr. No.	Name of Director	Name of Listed Entity in which Director	Category of Directorship
1	Rajendra V. Gandhi	Steelcast Limited	Independent Director
2	Rajeev M. Pandia	Excel Industries Limited	Independent Director
		The Supreme Industries Limited	Independent Director
		Thirumalai Chemicals Ltd	Independent Director
		Ultramarine & Pigments Ltd.	Independent Director
		Supreme Petrochem Ltd	Independent Director
3	Alpana Parida	Cosmo Films Ltd.	Independent Director
4	Harsh Gandhi	Ultramarine & Pigments Ltd.	Independent Director

iv) Disclosure of relationship between directors inter-se:

a) Rajendra V. Gandhi and Mahesh V. Gandhi are related to each other as brothers.

b) Harsh R. Gandhi is the son of Rajendra V. Gandhi and Nayna R. Gandhi.

c) Nayna R. Gandhi is wife of Rajendra V. Gandhi and mother of Harsh R. Gandhi.

Except the above, there is no other inter-se relationship between the directors.

v) Shareholding of the Non-Executive Directors in the company as on 31st March,2022:-

Name of the Non-executive Director	No. of shares held
Dr. Peter Philip	1333
Mahesh V. Gandhi	62550

Name of the Non-executive Director	No. of shares held
Rajeev M. Pandia	Nil
Saurabh S. Shah	Nil
Alpana Parida	Nil

vi) Web link where details of familiarization programs imparted to independent directors has been given, is as follows:

https://grpweb.com/pdf/Familiarisation%20Program%20for%20Independent%20Directors%202021-22.pdf

vii) Matrix setting out the core skills / expertise / competencies identified by the board of directors for it to function effectively as required in the context of the business of the company is provided and the board collectively confirms that all these skills / expertise / competencies are actually available with the board:

Strategy and planning	Executive Management	Finance	Marketing Management
Project Management	Expert industry knowledge	Commercial	Governance and Compliance

Expertise/ Skill of Directors

Name of the Director	Expertise/ Skill
Dr. Peter Philip	Strategy and planning, Executive Management, Finance, Expert industry knowledge
Rajendra V. Gandhi	Strategy and planning, Executive Management, Finance, Marketing Management, Project Management, Commercial, Expert industry knowledge
Mahesh V. Gandhi	Strategy and planning, Executive Management, Marketing Management, Commercial
Rajeev M. Pandia	Strategy and planning, Executive Management, Finance, Marketing Management, Project Management, Commercial, Expert industry knowledge, Governance and Compliance
Saurabh S. Shah	Strategy and planning, Finance, Commercial, Governance and Compliance
Alpana Parida	Strategy and planning, Executive Management, Marketing Management
Harsh R. Gandhi	Strategy and planning, Executive Management, Finance, Marketing Management, Project Management, Commercial, Expert industry knowledge

viii) In the opinion of the board, the independent directors fulfill the conditions specified in SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and are independent of the management.

3. Audit Committee

i) **Brief description of terms of reference:**

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
    a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
    b. Changes, if any, in accounting policies and practices and reasons for the same.
    c. Major accounting entries involving estimates based on the exercise of judgment by management.
    d. Significant adjustments made in the financial statements arising out of audit findings.
    e. Compliance with listing and other legal requirements relating to financial statements.
    f. Disclosure of any related party transactions.
    g. modified opinion(s) in the draft audit report.

5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non- payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background etc. of the candidate;
20. 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 date of coming into force of this provision.
21. Carrying out any other function as mentioned in the terms of reference of the Audit Committee.

ii) **Composition, Name of Members and Chairperson**

Name of Director	Current position held in the committee	Category	Audit Committee Meetings	
			Held	Attended
Rajeev M. Pandia	Chairperson	Non Executive Independent	6	6
Dr. Peter Philip	Member	Non-Executive Non-Independent	6	6
Saurabh S. Shah	Member	Non-Executive Independent	6	4
Alpana Parida	Member	Non-Executive Independent	6	6

iii) **Meetings during the year**

Audit Committee met six times during the last financial year on 21st May, 2021, 12th August, 2021, 22nd September, 2021, 30th October, 2021, 31st January, 2022 and 14th February, 2022.

4. **Nomination and Remuneration Committee:**

i) **Brief description of terms of reference**

1. 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;
2. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;
3. Devising a policy on diversity of Board of Directors;
4. 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.
5. Recommend to the board, whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
6. Recommend to the board, all remuneration, in whatever form, payable to senior management.

ii) **Composition, Name of members and Chairperson**

Name of Director	Current position held in the committee	Category	Nomination and Remuneration Committee Meeting	
			Held	Attended
Rajeev M. Pandia	Chairperson	Non-Executive Independent	4	4
Dr.Peter Philip	Member	Non-Executive Non Independent	4	4
Alpana Parida	Member	Non-Executive Independent	4	3
Saurabh S. Shah *	Member	Non-Executive Independent	4	2

*Appointment of Saurabh S. Shah w.e.f.13.8.2021.

iii) **Meetings during the year**

The Committee met four times during the last financial year 21st May, 2021, 29th July, 2021, 22nd September, 2021 and 29th March, 2022.

iv) **Performance evaluation criteria for Independent Directors:**

The Committee formulates evaluation criteria for the Independent Directors which is broadly based on:

a) Knowledge to perform the role;

b) Time and level of participation;

c) Performance of duties and level of oversight; and

d) Professional conduct and independence.

5. **Remuneration of Directors:**

i) During the financial year 2021-22, the Company has made the following payments to the Non-executive Directors:

Sr. No.	Name of Director	Sitting Fees (₹)	Commission (₹)
1	Dr.Peter Philip	2,26,000/-	Nil
2	Mahesh V. Gandhi	1,00,000/-	Nil
3	Rajeev M. Pandia	4,52,000/-	12,00,000/-
4	Alpana Parida	3,96,000/-	Nil
5	Saurabh S. Shah	3,20,000/-	Nil
6	Nayna R. Gandhi	20,000/-	Nil

ii) Criteria of making payments to Non-executive Directors:

a) All the remuneration of the Non- Executive Directors (excluding remuneration for attending meetings as prescribed under Section 197(5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under the Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

b) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.

c) Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:

i) The Services are rendered by such Director in his capacity as the professional; and

ii) In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

iii) Details of Remuneration paid to the Managing Director and Joint Managing Director for the year ended 31st March, 2022.

Total remuneration paid to the Managing Director and Joint Managing Director during the financial year 2021-22 was as under:

Name	Designation	Salary (₹)	Commission (₹)	Contribution to Provident and Pension Fund (₹)
Rajendra V. Gandhi	Managing Director	1,11,56,250	Nil	10,71,000
Harsh R. Gandhi	Joint Managing Director	1,44,00,000	Nil	11,52,000

6. Stakeholders Relationship Committee:

i) Composition, Name of members and Chairperson

Name of Director	Category	Current position held in the committee	Stakeholders Relationship Committee Meeting*	
			Held	Attended
Rajeev M. Pandia	Non-Executive Independent	Chairperson	1	1
Rajendra V. Gandhi	Executive Non Independent	Member	1	1
Harsh R. Gandhi	Executive Non Independent	Member	1	1

*Meeting held on 21st May, 2021

ii) Name & Designation of Compliance Officer

Ganesh A. Ghangurde, Chief Compliance Officer

iii) No complaints were received from any shareholder during the financial year 2021-22.

7. Corporate Social Responsibility (CSR) Committee:

i) Brief description of terms of reference

- Formulate and update CSR Policy, which will be approved by the Board
- Suggest areas of intervention to the Board

- Approve projects that are in confirmative with the CSR policy
- Put monitoring mechanisms in place to track the progress of each project
- Recommend the CSR expenditure to the Board for approval

ii) Composition, Name of members and Chairperson

Name of Director	Category	Current position held in the committee
Rajeev M. Pandia	Non-Executive Independent	Chairperson
Rajendra V. Gandhi	Executive Non Independent	Member
Harsh R. Gandhi	Executive Non Independent	Member

8. Meeting of Independent Directors:

The year under review, all the Independent Directors of the Company met on 31st January, 2022, to review the performance of non- Independent Directors and the Board as a whole, review the performance of the Chairperson of the Company and had assessed the quality, quantity and timeliness of flow of information between the company management and the Board.

9. General Body Meetings

Financial Year ended	Date & Time	Nature	Special Resolutions passed
31st March, 2019	22nd August, 2019 at 12.30 P.M. IST	AGM	• Reappointment of Mahesh V. Gandhi, (DIN : 00133203) who has attained the age of 75 (seventy five) years • Reappointment & revision in remuneration of Rajendra V. Gandhi as Managing Director • Payment of commission to Rajeev M. Pandia, (DIN : 00021730) Non-Executive Independent Director for the financial year ending 31st March, 2020
31st March, 2020	11th August, 2020 at 2.30 P.M. IST	AGM	• Reappointment of Dr. Peter Philip, (DIN : 00820202) who has attained the age of 75 (seventy five) years. • Payment of the remuneration by way of commission to Rajeev M. Pandia, Non-Executive Independent Director, for the financial year ending 31st March, 2021.
31st March, 2021	12th August, 2021 at 2.30 P.M. IST	AGM	• Reappointment of Harsh R. Gandhi (DIN: 00133091), as a Whole-time Director of the Company for a period of three years from 16th June, 2021 to 15th June, 2024. • Payment of the remuneration by way of commission to Rajeev M. Pandia, Non- Executive Independent Director, for the financial year ending 31st March, 2022.

Venue for all the above mentioned general meetings was Registered Office located at Plot No.8, GIDC Estate, Ankleshwar, Dist Bharuch, Gujarat – 393002. However, AGM for the financial years ended 31st March, 2020 and 31st March, 2021 were held through Video conferencing / Other Audio Visual Means.

During the financial year 2021-22, no resolution was passed by the shareholders through postal ballot.

10. Disclosures:

i) During the financial year 2021-22, besides the transactions reported elsewhere in the Annual Report, there were no other related party transactions with the promoters, directors and management that had a potential conflict with the interest of the Company at large.

All the transactions with related parties are periodically placed before the Audit Committee. Transactions with related parties, as per requirements of Ind AS 24, are disclosed in Note No.35 to the Accounts in the Annual report and they are not in conflict with the interest of the Company at large.

ii) There have been no instances of non-compliance on any matter with the rules and regulations prescribed by the Stock Exchanges, Securities and Exchange Board of India or any other statutory authority relating to the capital markets during the last three financial years.

iii) The company has framed a formal whistle blower policy and affirm that the employees of the company have free access to the Board of Directors, Audit Committee and Senior Management personnel to report their concerns about unethical behaviour, fraud or violation of statutory requirements, with assurance from the management to protect the employees from victimization in case they report any such unethical or fraudulent behaviour.

iv) The company has complied with the mandatory requirements regarding the Board of Directors, Audit Committee and other Board committees and other disclosures as required under the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The company has not adopted non-mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

v) Policies for related party transactions and for determining material subsidiaries:

The web link to access the above two policies hosted by the company on its website www.grpweb.com are as under:

a) https://grpweb.com/pdf/Related%20Party%20Transaction%20Policy.pdf

b) https://grpweb.com/pdf/policy%20for%20determining%20material%20subsidiaries.pdf

vi) Company has taken suitable steps from time to time for protecting it against foreign exchange risk(s).

11. Means of Communication :

The company regularly publishes its quarterly, half-yearly and annual results within the prescribed time limit and in the prescribed format in National and Regional Daily Newspapers viz. Financial Express and Gujaratmitra. These results are also made available on the web site of the company www.grpweb.com.

The company is also in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding the communication to the stock exchanges.

12. General Shareholder information:

i) Annual General Meeting (AGM)

Day, date and time	Monday, 22nd August, 2022 at 2.30 p.m. IST
Mode	AGM of the Company will be held through Video conferencing / Other Audio Visual Means vide Ministry of Corporate Affairs ("MCA") circular dated May 5, 2020 read with circulars dated January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022.

ii) Financial year: 1st April, 2021 to 31st March,2022.

iii) Date of Book Closure

From 17th August,, 2022 to 22nd August,, 2022 (both days inclusive).

iv) Listing on Stock Exchanges:

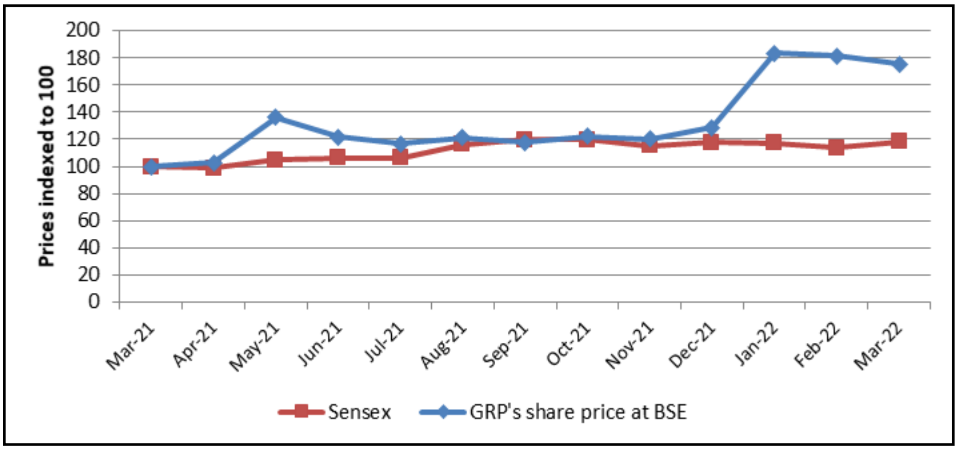
Name of Stock Exchange	Scrip Code	ISIN No.
BSE Ltd. P. J. Towers, Dalal Street, Mumbai - 400001	509152	INE137I01015
National Stock Exchange of India Limited, Exchange Plaza, BKC, Bandra (E), Mumbai - 400051	GRPLTD	

The listing fees have been paid to both the above Exchanges for the financial year 2021-22 within the statutory time limit.

v) Market Price Data: High, low during each month during the financial year 2021-22. Monthly Share Price data of the Company's equity shares of ₹ 10/- each fully paid up, traded on BSE Ltd. and National Stock Exchange of India Limited for the year ended 31st March, 2022 is as under:

Month	BSE		NSE	
	Highest Rate (₹)	Lowest Rate (₹)	Highest Rate (₹)	Lowest Rate (₹)
April-21	999.00	724.00	1008.00	775.60
May-21	1134.00	805.00	1150.00	804.60
June-21	1160.60	950.00	1180.00	951.15
July-21	1106.00	913.00	1007.95	908.30
August-21	1020.00	900.05	1024.80	902.30
September-21	1000.00	875.00	1036.05	921.55
October-21	1024.00	906.55	1018.45	901.50
November-21	1000.00	897.35	1140.50	900.90
December-21	1169.90	932.00	1100.00	945.00
January-22	1600.60	1008.30	1593.80	1001.70
February-22	1543.80	1119.50	1597.00	1130.60
March-22	1513.90	1310.15	1513.00	1300.10

vi) Performance in comparison to BSE Sensex



vii) Name and Address of the Registrar and Share Transfer Agent:

Universal Capital Securities Pvt. Ltd. C 101, 247 Park, LBS Road, Vikhroli West, Mumbai - 400083, Maharashtra

Tel:022- 28207203-05. Fax:022-28207207 E-mail: info@unisec.in

viii) Share Transfer System:

SEBI has amended regulation 40 of SEBI (LODR) Regulations, 2015 vide Notification dated 30th November, 2018 and in terms of said notification except in case of transmission or transposition of shares, requests for effecting transfer of shares shall not be processed unless the shares are held in the dematerialized form with a depository after 1st April, 2019.

The requests for the dematerialization of shares are processed by Registrar and Share Transfer Agents and if all the documents are found to be in order, the same are approved by them within a period of fifteen days.

Transfer of equity shares in electronic form is done through the depositories with no involvement of the Company and Registrar and Share Transfer Agent updates record on weekly basis.

(1) Distribution of Share Holding as on 31st March,2022 :

No. of shares held		Shareholders		Shareholding		Share Amount	
From	To	Number	% to Total	Holdings	% to Total	₹	% to Total
1	500	3019	93.67	155835	11.69	1558350	11.69
501	1,000	71	2.21	54788	4.11	54788	4.11
1,001	2,000	44	1.37	69165	5.19	691650	5.19
2,001	3,000	26	0.81	65871	4.94	658710	4.94
3,001	4,000	9	0.28	31518	2.36	315180	2.36
4,001	5,000	8	0.25	37601	2.82	376010	2.82
5,001	10,000	15	0.47	106767	8.01	1067670	8.01
10,001	And above	30	0.94	811788	60.88	8117880	60.88
	Total	**3222**	**100.00**	**1333333**	**100.00**	**13333330**	**100.00**

(2) Shareholding as on 31st March,2022

Categories	**No. of Shares**	**Amount in ₹**	**% to total**
Promoter and Promoter Group holding	554408	5544080	41.58
Public holding			
Mutual Funds	50	500	0.00
Foreign Portfolio Investors	403	4030	0.03
Individual shareholders holding nominal share capital up to ₹ 1 lakh	434310	4343100	32.57
Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	204965	2049650	15.37
Clearing Members	2170	21700	0.16
Bodies Corporate	60208	602080	4.52
Non-Resident Indian (NRI)	29806	298060	2.24
LLP	13741	137410	1.03
HUF	28372	283720	2.13
IEPF	4900	49000	0.37
Total:	**1333333**	**13333330**	**100.00**

(3) Dematerialization of Shares : The Company has established connectivity with Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL) for dematerialization of shares and the same are available in electronic segment under ISIN - INE137I01015. As on 31st March, 2022, Equity shares of the Company representing 96.49% of the Company's equity share capital were in electronic form.

ix) The Company has not issued any GDRs / ADRs, warrants or any other convertible instruments.

x) Plant Locations

- Ankleshwar & Panoli, Dist. Bharuch, Gujarat.
- Chincholi & Akkalkot Road, Dist. Solapur, Maharashtra.
- Perundurai, Dist. Erode, Tamilnadu.

xi) Address for Correspondence :

GRP Limited
510, "A" Wing, Kohinoor City Commercial – I, Kirol Road, Off. L. B. S. Marg,
Kurla (W), Mumbai - 400 070.
Telephone: +(91)-(22)-67082500/67082600

Email : investor.relations@grpweb.com

xii) Credit rating by CRISIL Limited:

CRISIL BBB+/Stable (reaffirmed)

Short-term rating CRISIL A2 (reaffirmed)

13. 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 : ₹ 10.85 Lakh.

14. Declaration by the Joint Managing Director for compliance with code of conduct in pursuance of Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I hereby declare that all the board members and senior management personnel of the company have affirmed to the board of directors, their compliance with the code of conduct of the company for the financial year 2021-22, pursuant to Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Place: Mumbai
Date : 16th May, 2022

Harsh Gandhi
Joint Managing Director

15. CEO and CFO certification, issued pursuant to the provisions of Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

To ,

The Board of Directors of GRP Ltd.

We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2022 and that to the best of our knowledge and belief, we state that:

A. (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(2) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and 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 propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee:

(1) that there are no significant changes, in internal control over financial reporting during the year;

(2) that there are no significant changes in accounting policies during the year; and

(3) that there are no instances of significant fraud of which we have become aware.

Shilpa Mehta
Chief Financial Officer

Harsh Gandhi
Joint Managing Director

Mumbai**,** 16th May, 2022

The above certificate was placed before the meeting of Board of Directors held on 16th May, 2022.

16. Certificate from Practicing Company Secretary

A certificate has been obtained from CS Khyati Shah, Practicing Company Secretary, confirming that none of the Directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

17. Auditors' Certificate on Corporate Governance

Certificate regarding compliance of conditions of Corporate Governance, as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, issued by M/s. DKP & Associates, Chartered Accountants, auditors of the company, is annexed to this report.

INDEPENDENT AUDITOR'S CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE AS PER PROVISIONS OF CHAPTER IV OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (AS AMENDED)

To the Members,
GRP Limited
510, A Wing,
Kohinoor city C-1,
Kirol Road, Off L.B.S. Marg,
Kurla west
Mumbai – 400070.

1. The Corporate Governance Report prepared by **GRP Limited** ("the Company"), contains details as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('applicable criteria') with respect to Corporate Governance for the year ended March 31, 2022. This report is required by the Company for annual submission to the Stock exchange and to be sent to the Shareholders of the Company.

MANAGEMENT'S RESPONSIBILITY

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

AUDITOR'S RESPONSIBILITY

4. Our responsibility is to provide a reasonable assurance in the form of an opinion whether the Company has complied with the condition of Corporate Governance, as stipulated in the Listing Regulation.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures include but not limited to verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.

8. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

OPINION

9. Based on the procedures performed by us as referred in paragraph 7 and 8 above and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2022, referred to in paragraph 1 above.

OTHER MATTERS AND RESTRICTION ON USE

10. This Report 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.

11. This Report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Report for events and circumstances occurring after the date of this Report.

For D K P Associates
Chartered Accountants
(Firm's Registration Number 126305W)

D. K. Doshi
Partner
Membership No. 037148
UDIN: 22037148AJBSZF9718

Place: Mumbai
Date: 16th May, 2022.

Annexure 5

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 Personnel) Rules,2014]

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022

To,
The Members,
GRP LIMITED
Plot No.8,GIDC Estate Ankleshwar-393002
CIN: L25191GJ1974PLC002555

I, **Khyati Shah, Company Secretary in Practice,** have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GRP LIMITED** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the **GRP LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by GRP LIMITED for the financial year ended on 31st March, 2022 according to the provisions of:

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

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

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

(iv) 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;

(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, 2009;**(Not applicable to the Company during the Audit period)**
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;**(Not applicable to the Company during the Audit period)**
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;**(Not applicable to the Company during the Audit period)**
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulation, 1993 regarding the Companies Act and dealing with the client; **(Not applicable as the Company is not registered as a Registrars to an Issue or Share Transfer Agent during the financial year under review)**
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit period)**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. **(Not applicable to the Company during the Audit period)**
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board meetings and general meetings.

ii. The Listing Agreements entered into by the Company with BSE Limited and NSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management has identified and confirmed the following laws as specifically applicable to the company:

1. Hazardous Wastes (Management, Handling and Trans boundary Movement) Rules, 2008
2. Indian Boilers Act, 1923

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

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Nayana R Gandhi (DIN:00166499) resigned on 22nd May,2021 from the position of Non executive Director due to her domestic and family commitments. Apart from this there were no changes in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or for shorter period following adequate process as defined under the Act and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

I further report that, Devyani C. Tolia, who is a member of promoter group, has in total sold 1402 shares of GRP limited amounting Rs. 21,12,933/- during the period from 06.01.2022 to 27.01.2022 i.e. trading window closure period. Further, she failed to give intimation to the company within 2 days as required under 7(2)(a) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Devyani C. Tolia, has given intimation to the company on 2nd February,2022 about her trades executed during trading window closure period and company has informed the same to stock exchanges on 2nd February,2022.

Company has taken following actions against her and reported details of violation along with Action taken report to the stock exchanges on 29th April,2022:

i) A monetary penalty of Rs. 25,000 has been imposed on Devyani C. Tolia and same has been remitted to IEPF.

ii) Company banned Devyani C. Tolia from engaging any trade of the securities of the company for a period of six months.

iii) company has issued warning letter to her to not to engage in dealing in shares of the company in violation of its code of conduct and that stricter action will be taken for future non-compliances.

I further report that during the audit period, the Company has no major/specific events, actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above viz.

(i) Public/Right/Preferential issue of shares / debentures/sweat equity etc.

(ii) Redemption / buy-back of securities

(iii) Decision by the members of the Company pursuant to section 180 of the Companies Act, 2013.

(iv) Merger/ amalgamation / reconstruction etc.

(v) Foreign technical collaborations.

For KGS & Company
Company Secretary

CS Khyati Shah
(Proprietor)
FCS:11368 CP:18549
Peer Review No:1521/2021
UDIN: F011368D000290064

Date: 16-05-2022
Place: Ahmedabad

Note: This report is to be read with my letter of even date which is annexed as Annexure- A and forms an integral part of this report.

ANNEXURE - A OF SECRETARIAL AUDIT REPORT

To,
The Members,
GRP LIMITED
Plot No.8, GIDC Estate Ankleshwar-393002
CIN: L25191GJ1974PLC002555

My report of regarding secretarial audit is to be read along with this letter.

1. It is the responsibility of the management of the company to maintain secretarial records, devise proper systems, to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. Due to COVID 19 pandemic situation and prevailing lockdown in various parts of the Country, we are not able to verify documents and registers maintained by the company physically as required under Companies Act, 2013 and Secretarial Standards issued by the ICSI. We have relied on Management Declaration for the same.
3. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
4. Where ever required, I 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. My examination was limited to the verification of procedures on test basis.

Disclaimer:

The secretarial audit report 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 KGS & Company
Company Secretary

Date: 16-05-2022
Place: Ahmedabad

CS Khyati Shah
(Proprietor)
FCS:11368 CP:18549
Peer Review No:1521/2021
UDIN: F011368D000290064

Annexure 6

THE ANNUAL REPORT OF GRP LTD. ON CSR ACTIVITIES
TO BE INCLUDED IN THE BOARD'S REPORT FOR FINANCIAL YEAR ENDED 31ST MARCH, 2022

1. Brief outline on CSR Policy of the Company:

   Company's CSR policy is to -

   - contribute towards social and economic development of the communities where it operates.
   - in addition, Company wants to build a sustainable way of life for all sections of society,
   - with emphasis and focus on Education, Health Care, Sustainable Livelihood and Empowerment of Women.

2. Composition of CSR Committee :

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR committee attended during the year
1	Rajeev M. Pandia	Chairperson of Committee (Independent Director)	2	2
2	Rajendra V. Gandhi	Managing Director	2	2
3	Harsh R. Gandhi	Joint Managing Director	2	2

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

   https://www.grpweb.com/pdf/Corporate%20Social%20Responsibility%20%20Policy-2020.pdf

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report). : Not applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any :

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (Rs. In lakhs)	Amount required to be set off for the financial year, if any (Rs. In lakhs)
1	2018-19	--	--
2	2019-20	0.43	--
3	2020-21	18.74	--
	TOTAL	19.17	--

6. Average net profit of the company as per section 135(5). : ₹ 428.47 lakhs

7. (a) Two percent of average net profit of the company as per section 135(5) : ₹ 8.57 lakhs

   (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : Nil

   (c) Amount required to be set off for the financial year, if any : Nil

   (d) Total CSR obligation for the financial year (7a+7b-7c) : ₹ 8.57 lakhs

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (Rs. In Lakhs)	Amount Unspent (in Rs.)				
	Total Amount Transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
20.24	--	--	--	--	--

(b) Details of CSR amount spent against ongoing projects for the financial year : Nil

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

1	2	3	4	5		6	7	8	
Sr. No.	**Name of the Project**	**Item from the list of activities in schedule VII to the Act**	**Local area (Yes/No)**	**Location of the project**		**Amount spent for the project (Rs. lakhs)**	**Mode of implementation Direct (Yes/No)**	**Mode of implementation through implementing agency**	
				State	District			Name	CSR Registration Number
1	Jayaben Mody Hospital	Health care	Yes	Gujarat	Ankleshwar	2.50	No	Ghatkopar Education Society	CSR00005205
2	Grocery distribution	Sustainable livelihood	Yes	Maharashtra	Solapur	0.12	Yes		
3	Scholarship to students	Education	Yes	Maharashtra	Mumbai	2.50	No	Ghatkopar Education Society	CSR00005205
4	Supply of Water storage Tanks to Zilla Parishad school	Education	Yes	Maharashtra	Solapur	0.12	Yes		
5	Covid 19 Relief	Health care	Yes	Maharashtra	Mumbai	10.00	No	Ghatkopar Education Society	CSR00005205
6	Education	Education	Yes	Maharashtra	Mumbai	5.00	No	Ghatkopar Education Society	CSR00005205
					Total	20.24			

(d) Amount spent in Administrative Over heads : Nil

(e) Amount spent on Impact Assessment, if applicable : NA

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹ 20.24 Lakhs

(g) Excess amount for set off, if any

Sr. No.	Particular	Amount (₹ in lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	8.57
(ii)	Total amount spent for the Financial Year 2021-22	20.24
(iii)	Excess amount spent for the financial year [(ii)-(i)]	11.67
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	11.67

9. (a) Details of Unspent CSR amount for the preceding three financial years : Not Applicable

   (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Nil

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year : No capital asset was created or acquired through CSR spent during the financial year 2021-22.

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

Rajendra V. Gandhi
(Managing Director &
Member CSR Committee)

Rajeev M. Pandia
(Chairperson CSR Committee)

Harsh R. Gandhi
(Joint Managing Director &
Member CSR Committee)

Annexure 7

Information pursuant to Section 197(12) of the Companies Act, 2013

1. Ratio of remuneration of each director to the median remuneration of the employees of the company for the financial year 2021-22 :

Name of director	Ratio of remuneration of each director to Median remuneration
Rajendra Gandhi	48.73
Harsh Gandhi	76.00
Rajeev Pandia	7.22
Alpana Parida	1.73
Saurabh S. Shah	1.40
Dr.Peter Philip	0.99
Nayna R. Gandhi	0.09
Mahesh V. Gandhi	0.44

2. Percentage increase in remuneration of each director and Key Managerial Personnel (KMP) in the financial year 2021-22 :

Name	Percentage increase in remuneration in F.Y.2021-22
Rajendra Gandhi	69.46
Harsh Gandhi	60.80
Rajeev Pandia	280.65
Alpana Parida	46.67
Saurabh S. Shah	18.52
Dr.Peter Philip	37.80
Mahesh V. Gandhi	66.67

3. Increase in the median remuneration of employees in the F.Y. 2021-22 is 14.62%.

4. Number of permanent employees on the rolls of the company as on 31.03.2022 : 1049

5. a) Average percentage increase in the salaries of employees (other than the managerial personnel) in the financial year 2021-22 was 10.41.

   b) Average percentage increase in the managerial remuneration in the financial year 2021-22 was 64.07.

6. The Company affirms that the remuneration is as per the remuneration policy of the Company.

7. The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197 (12) of the Companies Act, 2013 (“the Act”) read with Rule 5 (2) and Rule 5 (3) of the Companies (Appointment and Remuneration of Key Managerial Personnel) Rules, 2014, is provided in a separate annexure forming a part of the report. Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure will be available for inspection of the Shareholders through electronic mode. Shareholders may write to the Company at investor.relations@grpweb.com in that regard.

   There was no Employee employed throughout the financial year or part thereof, who was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, was in excess of that drawn by the Managing Director or Whole Time Director or Manager and who holds by himself or along with his spouse and dependent children, two percent or more of the equity shares of the company.

Annexure 8

Information pursuant to Section 134 (3)(m) & (q) of the Companies Act, 2013

A) Conservation of energy, Technology absorption, Foreign exchange earnings and outgo:

1. Conservation of energy:

Measures taken:

a. Installation of capacitors on individual equipment and continuous monitoring of power factor at each location above 0.98 and improving the power quality and utilization in the plant.

b. Provision of automatic power factor control panel to maintain the same at desired levels of above 0.98. This is being done for all the new projects as well as the old plants.

c. Savings in water consumption by using Sewage Treatment Plant (STP) at Ankleshwar, Panoli and Chincholi (Solapur) plants. Treated water from such treatment is being used for gardening at all the locations.

d. Regular maintenance of steam condensate traps and safety valves to avoid leakages. This is a continuous process. This will result in saving 2% heat loss.

e. Maintaining the cleanliness and timely planned repairs for the boilers and heaters at all locations resulting into less emissions and better thermal efficiencies. This has also resulted into fuel savings.

f. Installation of turbo ventilators in the factory roofs. This is ensuring the required air changes in the plant leading to better ambient conditions.

g. Installation of energy meters on the high capacity motors in the plants and close monitoring of the motor load resulted in considerable reduction of losses due to inefficiencies.

h. Tree plantation: Planting of 40 trees at Ankleshwar plant, 35 trees at Panoli plant and 30 trees at Chincholi (Solapur) plant done during the year.

i. 1.0 MW Solar rooftop power plant operative at Chincholi (Solapur) plant, which is helping save around 7 Lakh energy units annually.

j. Sourcing of the wind energy for Ankleshwar plant has started from November, 2019, which continues to be about 2% of the total electricity consumption.

Impact of above measures:

- Optimization of energy consumption
- Savings in energy consumption
- Received power factor incentive from State Electricity Board
- Savings in energy and fuel cost

2. Technology Absorption:

a. Company does not use any imported technology for manufacture of reclaimed rubber.

b. Research & Development (R&D):

Company has set up a full-fledged R&D centre at its Panoli plant. The same has been approved during the financial year 2014-15, and further renewed upto financial year 2022-23 by Department of Scientific and Industrial Research (DSIR), Government of India, New Delhi.

Your Company continues its endeavour towards the following:

i. Development of new reclaiming process for different elastomers.

ii. Improvements in existing process and product quality.

iii. Development of poly-blends and thermoplastic elastomers.

iv. Continual improvement of products, processes and production process through innovation using inhouse technology.

v. Laboratory scale development of value added products using waste and scrap of various elastomers.

Expenditure on R&D

During the financial year 2021-22 your company has spent ₹ 225.65 lakhs on revenue items debited to respective accounts in the Profit & Loss account and ₹ Nil on Capital WIP & Plant & Machinery.

3. Foreign Exchange Earnings & Outgo

	₹ in Lakhs
Earnings in foreign exchange towards export of goods	21,410.08
Foreign exchange outgo on account of imports, commission on exports and other expenses	2,445.81

B) **Adequacy of internal financial controls with reference to the financial statements:**

Directors of your Company have laid down an adequate internal financial control system comprising of plan of the organization and all the coordinate methods and measures adopted with a business to safeguard its assets, check the accuracy and reliability of its accounting data, promote operational efficiency, encourage adherence to prescribed managerial policies, compliance with applicable laws and regulations and prevention and detection of errors and frauds.

The important elements of the internal financial control system are:

1. Planning
2. Budgeting
3. Operating and measurement
4. Reporting and Analysis

Various control techniques are in place such as prevention, detection and correction.

Control activities comprise of:

1) Top Level Reviews

   a) Top Management Committee reviews the results of various areas of performance, comparing those results with budgets, competitor analysis and other benchmark measurements.

   b) Review meetings are conducted by the Joint Managing Director with the Head of Departments at Head Office on a weekly basis. The Managing Director and one of the Independent Director of the Company also participate in these meetings.

2) Direct Functional Management

   All the functional heads are reviewing the operational reports on a daily basis and corrective action is taken up immediately wherever necessary.

3) Physical Controls

   Physical verification of inventories and cash is done on a monthly basis and fixed assets is conducted every year to cover all assets once in three years at Head Office and at all locations.

4) Compliance Controls

   Compliance Officer reviews the Compliance Report sent by concerned Head of Departments in the Organization.

5) Accounting and Administrative Controls

   a) Duties are divided or segregated among different people to reduce the risk of inappropriate actions.

   b) Transactions are executed in accordance with management's general or specific authorization.

   c) Transactions are recorded as necessary to permit preparation of financial statements in conformity with the generally accepted accounting principles.

There is an effective Risk Management Program as an important component of internal control. At each level and function in the organization, risks are identified and assessed. Measures to mitigate risks are noted and implemented. Risks for each function and measures are evaluated and discussed at the review meetings on a monthly basis by the Head of Departments with the Top Management and the same is updated and presented to the Board on a quarterly basis.

Financial
HIGHLIGHTS

₹39,863
Total Income (underlying, lakhs)

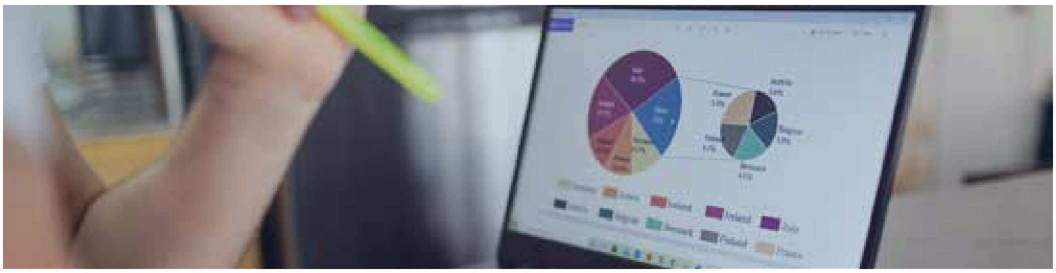
₹1,194
Operating Profit (underlying, lakhs)

₹27,270
Fixed Asset Gross (underlying, lakhs)

Re-affirmed
Outlook upgraded from negative to stable
Credit Rating Crisil

90
Dividend (%)

0.71
Debt Equity Ratio



Key Performance
HIGHLIGHTS

(₹ in Lakhs)

Total Income

6.35% y-o-y growth

FY20 ₹35,248

FY21 ₹27,906

FY22 ₹39,863

Gross Profit

7.77% y-o-y growth

FY20 ₹17,662

FY21 ₹14,337

FY22 ₹20,514

EBIDTA

11.80% y-o-y growth

FY20 ₹1,937

FY21 ₹1,856

FY22 ₹2,421

Business
VERTICALS

GRP RECLAIM RUBBER

GRP is one of the leading producers of reclaim rubber. It recycles end-of-life tyres, automotive inner tubes and automobile profiles to produce consistent quality reclaim rubber. Reclaim rubber is a cost effective and environmentally sustainable product which is an alternative to natural & synthetic rubber.

GRP INDUSTRIAL POLYMERS

First Indian company to commercialize the concept of recovery and reuse of polyamide from end-of-life tyres. This can be used in various industries like automotive, industrial, consumer goods, electrical as well as construction. A key competitive advantage is the continuous availability of in-house raw materials.

GRP CUSTOM DIE FORMS

Converts **end of life tyres to design products** used for civil agricultural applications. These are meant to absorb vibrations in heavy equipment and for insulation against sound. Door mats, industrial mats and dock bumpers are few of the applications of custom die form.

GRP POLYMER COMPOSITE

Polymer composite products are manufactured from recycled rubber and plastics and **is environmentally friendly, strong and durable**. The products are well suited for variety of application in sectors such as aviation, military, logistics, construction, oil gas, marine and agriculture. The product is used to substitute wood and concrete in a variety of applications.

INDEPENDENT AUDITOR'S REPORT

To
The Members of GRP Limited
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **GRP Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2022, 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 Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Financial Statements").

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

Basis for Opinion

We conducted our audit of Standalone financial statement in accordance with the Standards on Auditing 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on Standalone Financial statements.

Key Audit Matters

Key audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone financial statement of the current period. These matters were addressed in the context of our audit of the standalone financial statement as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters.

We have determined the matters described below to be the Key Audit Matters to be communicated in our report:

1. Investment in Joint Venture

We draw attention to Note No 6 of Standalone Financial Statement Current Investments. The company has investments in Joint venture Marangoni GRP Private Limited (MGRP) amounting to Rs.112.70 Lakhs. The share in Loss of MGRP Limited exceeds cost of the Company's investment in MGRP. The Company has entered in to non-binding Memorandum of Understanding (MOU) with Marangoni group a Joint Venture partner for buying out its share in MGRP. As on the date of this Report no agreement has been finalized and hence no effect of the MOU has been given in the Standalone Financial statements for the year 2021-22, except the said investments in Joint Venture has been reclassified as Current investments which was classified as Long term investment in the Financial year 2020-21.

Auditor's Response

Our Audit Procedure in respect of above Key audit matters included:

a) Verification of intimation sent by the management to Stock exchanges regarding the Non- binding Memorandum of Understanding entered in to by the Company.

b) Verification of the Non-binding Memorandum of Understanding entered in to by the Company.

c) Assessment of Objective Indication of Impairment in respect of the joint venture Investment.

d) Verification of all the necessary correspondence and legal and accounting records underline such transactions.

As stated above, the Company has reclassified said investments as current at its cost to the Company and in our Opinion no impairment provisions is required as on 31st March 2022 for said Investments.

2. Contingent Liabilities

We draw attention to Note no 34 of the Standalone Financial Statements, the Company has material amounts arising from uncertain tax positions including disputes related to Income Tax, Excise Duty, Value Added Tax. These matters involve significant management judgment to determine the possible outcomes.

Auditor's Response

We obtained details of completed assessments during the year ended March 31, 2022 from the management, considered the estimates made by the management in respect of tax provisions and possible outcomes of the dispute. Additionally we also considered the effect of new information in respect of uncertain tax positions and matters under dispute as at 31st March 2022 to evaluate whether any changes were required in the managements position on these uncertainties.

Other Information

The Company's Management and Board of Directors is responsible for the preparation of other information. The other information includes the information in 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 other information and, in doing so, consider whether the 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 other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including Other Comprehensive Income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors 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 Standards on Auditing 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 Standards on Auditing, we exercise professional judgment and maintain professional scepticism 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 Companies Act, 2013 as amended, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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 Rule 7 of the Companies (Accounts) Rules, 2015, as amended.
   (e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 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) 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 Standalone Financial Statements- Refer Note No. 34 to the standalone financial statements.

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any on long-term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2022.

iv. (a) The Management has represented to us that, to the best of its knowledge and belief, as disclosed in the notes to the financial statements no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented to us that, to the best of its knowledge and belief, as disclosed in the notes to the financial statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that cause us to believe that the representation given by the Management under paragraph (3) (g) (iv) (a) and (b) above contain any material misstatement.

v. a. The final Dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with the Section 123 of the Act, as applicable.

3. As required by Section 197(16) of the Act, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of the limits laid down under Section 197 read with Schedule V of the Act.

For **D K P & Associates**
Chartered Accountants
Firm's Registration No. 126305W

D. K. Doshi
Partner
Membership No. 037148
UDIN: 22037148AJBSAV1398

Place: Mumbai
Date: 16th May, 2022.

"ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF GRP LIMITED

(Referred to in Paragraph 1 under the heading of "Report on other legal and regulatory requirements" of our report of even date)

i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) As explained to us, these Property, Plant and Equipment have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification and appropriately dealt with in the books of accounts

(c) In our opinion and according to information and explanation given to us and on the basis of the examination and records of the Company, the title deeds of all the immovable properties (Other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

(d) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and intangible assets during the year and hence reporting under clause (i) (d) of paragraph 3 of the Order is not applicable and hence not commented upon.

(e) According to the information and explanation given to us, there are no proceedings initiated and are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder and hence reporting under clause (i) (e) of paragraph 3 of the Order is not applicable and hence not commented upon.

(ii) (a) In our opinion, the inventories have been physically verified during the year by the Management at reasonable intervals and as explained to us, no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on physical verification by the Company.

(b) During the year, the Company has been sanctioned working capital limits in excess of rupees five crores, in aggregate, from banks or financial institutions on the basis of security of current assets, in respect of which the quarterly returns and statements filled by the Company. There were differences in the quarterly financial statements filed by the company with banks details of which are as follows:

Quarter ended	Particulars of securities provided	Amount as per books of accounts	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for differences
June-2021	Trade Receivables (Net of Advances)	5,549.03	5,598.84	(49.81)	On Account of Regrouping
September-2021	Trade Receivables (Net of Advances)	7,025.51	7,185.11	(159.60)	On Account of Regrouping
December-2021	Trade Receivables (Net of Advances)	6,528.54	6,439.09	89.45	On Account of Regrouping
March-2022	Trade Receivables (Net of Advances)	8,474.20	8,470.80	3.40	On Account of Regrouping

(iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to Companies, firms, Limited Liability Partnerships or other parties. Accordingly, the provisions of clause 3(iii) (a), (b), (c) and (d) of the Order are not applicable to the Company and hence not commented upon.

(iii) (e) According to the information and explanations given to us, the Company has not granted any loan or advance in the nature of loan granted during the year and there is no loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties. Accordingly, the provisions of clause 3(iii) (e) of the Order are not applicable to the Company and hence not commented upon.

(iii) (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii) (f) of the Order are not applicable to the Company and hence not commented upon.

(iv) According to the information and explanations given to us, the Company has not directly or indirectly advanced any loan to the person or given guarantees or securities in connection with the loan taken by persons covered under Section 185 of the Act and hence clause (iv) of paragraph 3 of the order is not applicable to the Company. The Company has complied with the provisions of section 186 of the Act, in respect of investments, loans, guarantee or security given, as applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposits within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Therefore, the clause (v) of paragraph 3 of the Order is not applicable to the Company.

(vi) The maintenance of cost records has been specified by the central government under section 148(1) of the Companies Act, 2013 in respect of the product manufactured by the company. We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the central government for maintenance of the cost records under section 148(1) of the Companies Act, 2013 in respect of manufacture of the products and of the opinion that prima facie, the prescribed amounts and records have been made and maintained. However we have not made detailed examination of the cost records with a view to determine whether they are accurate and complete.

(vii) In respect of Statutory dues:

a. According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Goods and Service Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and any other statutory dues have been generally regularly deposited with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues, were outstanding as at 31st March, 2022 for a period of more than six months from the date they became payable.

b. According to the information and explanations given to us, the disputed dues on account of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess that have not been deposited before appropriate authorities are as under:

Name of The Statute	**Nature of Dues**	**Period to which the amount relate (F.Y.)**	**Amount (Rs in lakhs)**	**Forum Where Dispute is pending**
Maharashtra Value Added Tax	Sales Tax/VAT	2011-12	88.69	Deputy Commissioner (Appeal)
Maharashtra Value Added Tax	Sales Tax/VAT	2013-14	49.97	Deputy Commissioner(Appeal)
Maharashtra Value Added Tax	Sales Tax/VAT	2015-16	39.95	Joint Commissioner (Appeal)
Maharashtra Value Added Tax	Sales Tax/VAT	2016-17	45.55	Joint Commissioner (Appeal)
Tamilnadu Value Added Tax	Sales Tax/VAT	2013-14	6.64	Dy. Commissioner (Appeal)
Tamilnadu Value Added Tax	Sales Tax/VAT	2014-15	11.97	Assistant Commissioner Sales Tax
Tamilnadu Value Added Tax	Sales Tax/VAT	2015-16	11.19	Assistant Commissioner Sales Tax
Gujarat Value added Tax	Sales Tax/VAT	2016-17	9.00	Dy. Commissioner (Appeal)
Income Tax Act,1961	Income Tax	2014-15	84.84	CIT(A)-Mumbai
Income Tax Act,1961	Income Tax	2015-16	20.11	CIT(A)-Mumbai
Income Tax Act,1961	Income Tax	2016-17	88.33	CIT(A)-Mumbai
Income Tax Act,1961	Income Tax	2018-19	41.06	CIT(A)-Mumbai

Name of The Statute	Nature of Dues	Period to which the amount relate (F.Y.)	Amount (Rs in lakhs)	Forum Where Dispute is pending
The Central Excise Act, 1944.	Central Excise	August 2006 to March 2012	63.33	Central Excise and Service Tax Appellate Tribunal (CESTAT)
The Central Excise Act, 1944.	Central Excise	January 2005 to March 2007	68.49	Assistant Commissioner of Excise.

(viii) In our opinion, to the best of our knowledge and according to the information and explanations given to us, there are no such transactions which are not recorded in the books of account, have been surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (43 of 1961), which have been previously unrecorded income. Therefore, the clause (viii) of paragraph 3 of the Order is not applicable to the Company.

(ix) a. The Company has not defaulted in repayment of loans and other borrowings and interest due thereon.

b. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the company is not declared wilful defaulter by any bank or financial institution or other lender.

c. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the company has utilised term loans taken during the year for purpose for which loans were applied.

d. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the company has not utilised its funds raised for short term basis for long term purpose.

e. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures during the year and hence clause (e) (ix) of paragraph 3 of the Order is not applicable to the Company.

f. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies and hence clause (e) (ix) of paragraph 3 of the Order is not applicable to the Company.

(x) a. According to the information and explanations provided to us and on an overall examination of the balance sheet, the Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year under review and hence, reporting requirements under clause (a) (x) of paragraph 3 of the Order are not applicable to the Company and, not commented upon.

b. According to the information and explanations provided to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year under review and hence, reporting requirements under clause (b) (x) of paragraph 3 of the Order are not applicable to the Company and, not commented upon.

(xi) a. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Standalone Financial Statements and according to the information and explanations provided by the management, we report that no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.

b. In our opinion, to the best of our knowledge and according to the information and explanations given to us, no report has been filed under sub -section (12) of Section 143 of the Companies Act, 2013 by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year.

c. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the Company has not received any whistle blower complaints during the year.

(xii) In our opinion the Company is not a Nidhi Company and hence reporting under, the provisions of clause (a), (b) and (c) (xii) of paragraph 3 of the Order are not applicable to the Company.

(xiii) According to the information and explanations provided by the management, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and the details have been disclosed in the financial standalone statements, as required by the applicable accounting standards.

(xiv) a. According to the information and explanations provided by the management, the Company has an internal audit system commensurate with the size and nature of its business.

b. We have considered reports of internal auditor for period under audit.

(xv) In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transaction with the directors or persons connected with him and covered under section 192 of the Act and hence reporting under clause (xv) of the paragraph 3 of the Order is not applicable to the Company.

(xvi) a. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

b. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the company has not conducted any Non -Banking Financial or Housing Finance activities during the year under review and hence, reporting requirements under clause (b) (xvi) of paragraph 3 of the Order are not applicable to the Company and, not commented upon.

c. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India and hence, reporting requirements under clause (c) (xvi) of paragraph 3 of the Order are not applicable to the Company and, not commented upon.

d. As represented by the management, the Group does not have more than one Core Investment Company (CIC) as part of the Group as per the definition of Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016.

(xvii) According to the information and explanations provided to us and on an overall examination of the balance sheet, the Company has not incurred cash losses in financial year and in the immediately preceding financial year.

(xviii) The statutory auditors of the Company have not resigned during the year and hence, reporting requirements under clause (xviii) of paragraph 3 of the Order are not applicable to the Company and, not commented upon.

(xix) According to the information and explanations provided to us and on an overall examination of the balance sheet and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, and our knowledge of the Board of Directors and management plans, in our opinion no material uncertainty exists as on the date of the audit report that company is 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;

(xx) a. In respect of other than on-going projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act, 2013 (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 40 to the standalone financial statements.

b. There are no unspent amounts in respect of on-going projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of the Act. This matter has been disclosed in note 40 to the standalone financial statements.

(xxi) There are no qualifications or adverse remarks by the respective auditors in Companies Audit Report Order 2020 (CARO) in respect of the companies which are included in the consolidated financial statements.

For **D K P & Associates**
Chartered Accountants
Firm's Registration No. 126305W

D. K. Doshi
Partner
Membership No. 037148
UDIN: 22037148AJBSAV1398

Place: Mumbai
Date: 16th May, 2022.

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF GRP LIMITED

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act").

We have audited the internal financial controls with reference to standalone financial statements over Financial Reporting of GRP ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year then ended.

Management Responsibility for the Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the 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 system with reference to standalone financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to 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

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2022 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **D K P & Associates**
Chartered Accountants
Firm's Registration No. 126305W

D. K. Doshi
Partner
Membership No. 037148
UDIN: 22037148AJBSAV1398

Place: Mumbai
Date: 16th May, 2022

BALANCE SHEET AS AT 31st MARCH, 2022

(₹ in lakhs)

	Notes	As at 31-March-2022	As at 31-March-2021
ASSETS			
NON-CURRENT ASSETS			
Property, Plant and Equipment	2A	10,707.12	9,791.63
Capital work in progress	2B	13.68	161.83
Right of Use assets	2C	1,172.56	921.78
Investment Property	2D	102.59	104.91
Intangible assets	2E	9.72	11.51
Intangible assets under development	2F	0.18	31.49
Financial Assets			
Investments	3	664.69	777.88
Other Non-current assets	4	437.39	270.35
Total Non-Current Assets		**13,107.93**	**12,071.38**
CURRENT ASSETS			
Inventories	5	5,313.00	4,321.95
Financial Assets			
Investments	6	1,626.97	-
Trade receivables	7	8,557.35	6,344.80
Cash and cash equivalents	8	27.09	1,370.52
Other Bank balances	9	13.97	9.29
Other Financial Assets	10	256.49	235.04
Current Tax Assets (Net)	11	82.68	148.74
Other Current Assets	12	1,056.83	747.73
Total Current Assets		**16,934.38**	**13,178.07**
Total Assets		**30,042.31**	**25,249.45**
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	13	133.33	133.33
Other Equity	14	13,890.26	13,425.51
Total Equity		**14,023.59**	**13,558.84**
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	15	2,991.48	1,572.72
Lease Liabilities	16	55.41	36.48
Provisions	17	237.10	74.26
Deferred Tax Liabilities (Net)	18	1,389.73	1,559.51
Total Non-Current Liabilities		**4,673.72**	**3,242.97**

BALANCE SHEET AS AT 31st MARCH, 2022

(₹ in lakhs)

	Notes	As at 31-March-2022	As at 31-March-2021
CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	19	6,929.50	5,523.36
Lease Liabilities	20	36.64	43.84
Trade Payables			
- Dues of micro and small enterprises	21	201.49	198.59
- Dues of creditors other than micro and small enterprises	21	2,443.02	1,493.76
Other Financial liabilities	22	153.25	113.32
Other Current Liabilities	23	1,499.57	973.19
Provisions	24	81.53	101.58
Total Current Liabilities		**11,345.00**	**8,447.64**
Total Liabilities		**16,018.72**	**11,690.61**
Total Equity and Liabilities		**30,042.31**	**25,249.45**
Significant Accounting policies	1		
See accompanying Notes to the Financial Statements	2 - 52		

As per our Report of even date

For and on behalf of the Board of Directors

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Rajendra V. Gandhi
Managing Director

Harsh R. Gandhi
Joint Managing Director

Deepak K. Doshi
Partner
Membership No. 037148
Mumbai, 16th May, 2022

Shilpa Mehta
Vice President & Chief Financial Officer

Mumbai, 16th May, 2022

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

	Notes	Year ended 31-March-2022	Year ended 31-March-2021
INCOME			
Revenue from Operations	25	41,143.34	29,652.44
Less: Goods and Service Tax Recovered		2,330.54	1,700.26
Revenue from Operations (Net)		38,812.80	27,952.18
Other Income	26	114.36	181.99
Total Income		**38,927.16**	**28,134.17**
EXPENSES			
Cost of Materials consumed		19,234.19	13,386.59
Changes in inventories of finished goods and work-in-progress	27	(935.74)	228.66
Employee benefits expenses	28	5,788.66	4,846.42
Finance Costs	29	449.01	535.09
Depreciation & Amortisation expenses	30	1,227.49	1,252.63
Other Expenses	31	12,418.62	7,816.71
Total Expenses		**38,182.23**	**28,066.10**
Profit before Exceptional items and Tax		**744.93**	**68.07**
Exceptional Items		-	-
Profit Before Tax		**744.93**	**68.07**
Tax Expense			
- Current Tax	32	330.65	14.70
- Short / (Excess) Provision for earlier years		-	(15.20)
- Deferred Tax		(164.21)	(95.09)
Total Tax Expenses		**166.44**	**(95.59)**
Profit for the year		**578.49**	**163.66**
Other Comprehensive Income			
A) Items that will not be reclassified to statement of profit and loss			
- Remeasurement benefit of defined benefit plans		(88.34)	26.14
- Income tax expense on remeasurement benefit of defined benefit plans		22.64	(6.80)
B) Items that will be reclassified to statement of profit and loss			
- Cashflow Hedge Reserve		(20.29)	339.34
- Income tax expense on Cashflow Hedge Reserve		5.58	(88.23)
Total Other Comprehensive Income (A + B)		**(80.41)**	**270.45**
Total Comprehensive Income for the year		**498.08**	**434.11**
Earning Per Equity share of Face value of ₹ 10/- each	41		
(1) Basic (in ₹)		43.39	12.27
(2) Diluted (in ₹)		43.39	12.27
Significant Accounting policies	1		
See accompanying Notes to the Financial Statements	2 - 52		

As per our Report of even date

For and on behalf of the Board of Directors

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Rajendra V. Gandhi
Managing Director

Harsh R. Gandhi
Joint Managing Director

Deepak K. Doshi
Partner
Membership No. 037148
Mumbai, 16th May, 2022

Shilpa Mehta
Vice President & Chief Financial Officer

Mumbai, 16th May, 2022

CASHFLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

	Year ended 31-March-2022	Year ended 31-March-2021
Cash flow from Operating activities		
Net profit before tax and extra ordinary items	744.93	68.07
Adjustments for		
- Depreciation	1,227.49	1,252.63
- Share of (profit) / loss in LLP	0.47	15.40
- (Profit) / Loss on sale of Property, plant and equipment (Net)	100.48	(109.76)
- Property, plant and equipment Discarded	11.80	-
- Interest Income	(14.53)	(46.96)
- Interest Expense	449.01	535.09
- Rent Income	(3.00)	(3.00)
- Gain on Investment	(15.42)	-
- Net unrealised foreign exchange (gain)/loss	(65.88)	111.54
- Provision for expected credit losses	20.99	-
- Employee benefits expenses	(13.04)	30.07
Operating Profit before working capital changes	**2,443.31**	**1,853.08**
Adjustments for		
- (Increase)/Decrease in Trade and other receivables	(2,571.20)	1,108.86
- (Increase)/Decrease in Inventories	(991.05)	293.63
- Increase/(Decrease) in Trade and other payable	1,543.52	(773.86)
Cash generated from operations	**424.57**	**2,481.71**
Direct taxes paid (net of refund)	(241.95)	(6.34)
Net cash generated from operating activities	**182.62**	**2,475.37**
Cash flow from investing activities		
- Interest received	17.37	49.21
- Sale proceeds of Property, plant and equipment	49.12	334.92
- Rent Income	3.00	3.00
- Purchase of Investments	(1,498.85)	49.63
- Purchase of Property, plant and equipment	(2,404.64)	(357.99)
Net cash used in investing activities	**(3,834.00)**	**78.76**
Cash flow from financing activities		
- Loans Taken / (repaid) [Net of borrowings]	2,824.90	(1,405.61)
- Interest paid	(434.83)	(543.30)
- Payment of Lease Liabilities	(47.77)	(58.25)
- Dividend paid	(34.35)	-
Net cash used in financing activities	**2,307.95**	**(2,007.16)**
Net increase / (Decrease) in cash and cash equivalents	**(1,343.43)**	**546.97**
Cash and cash equivalents at the beginning of the year	1,370.52	823.55
Cash and cash equivalents at the closing of the period	**27.09**	**1,370.52**

CASHFLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

	Year ended 31-March-2022	Year ended 31-March-2021
Cash and Bank Balances		
Cash and cash equivalents		
Cash on hand	1.17	1.62
Balance with banks		
- In Current accounts	1.12	262.09
- In Cash Credit Accounts	2.63	4.00
- In EEFC accounts	22.17	156.37
- Deposits with original maturity of less than 3 months	-	946.44
	27.09	**1,370.52**
Other Bank Balance (Refer note no. 9)	**13.97**	**9.29**

CHANGE IN LIABILITY ARISING FROM FINANCING ACTIVITIES

	01-04-2021	Cash Flow	Foreign Exchange Movement	31-03-2022
Borrowing - Long Term (Refer Note 15)	1,945.78	1,702.67	-	3,648.45
Borrowing - Short Term (Refer Note 19)	5,150.30	1,122.23	-	6,272.53
	7,096.08	**2,824.90**	**-**	**9,920.98**

	01-04-2020	Cash Flow	Foreign Exchange Movement	31-03-2021
Borrowing - Long Term (Refer Note 15)	1,594.17	351.61	-	1,945.78
Borrowing - Short Term (Refer Note 19)	6,907.52	(1,757.22)	-	5,150.30
	8,501.69	**(1,405.61)**	**-**	**7,096.08**

The above Cash Flow Statement has been prepared under the “Indirect Method” as set out in the Indian Accounting Standard (IND AS - 7) - Statement of Cashflow.

As per our Report of even date

For and on behalf of the Board of Directors

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Rajendra V. Gandhi
Managing Director

Harsh R. Gandhi
Joint Managing Director

Deepak K. Doshi
Partner
Membership No. 037148
Mumbai, 16th May, 2022

Shilpa Mehta
Vice President & Chief Financial Officer

Mumbai, 16th May, 2022

STATEMENT OF CHANGES IN EQUITY FOR YEAR ENDED 31st MARCH, 2022

A) Equity Share Capital

(₹ in lakhs)

	As at 31-March-2022	As at 31-March-2021
Balance at the beginning of the reporting year	133.33	133.33
Changes in Equity Share capital during the year	-	-
Balance at the end of the reporting year	**133.33**	**133.33**

B) Other Equity

	Reserves and Surplus					Other comprehensive Income	TOTAL OTHER EQUITY
	Special capital incentive and Subsidy	Profit on re-issue of forfeited shares	Securities Premium account	General Reserve	Retained Earnings	Effective portion of Cash Flow Hedges	
Balance at the beginning of the reporting period i.e. 1st April, 2020 **(a)**	53.30	0.01	41.67	6,500.00	6,560.77	(164.36)	12,991.39
Profit for the year	-	-	-	-	163.66		163.66
Items of OCI for the year, net of tax							-
Remeasurement gain/(loss) of defined benefit plans	-	-	-	-	19.35		19.35
Fair value changes on cash flow hedge, net of tax	-	-	-	-	-	251.11	251.11
Total Comprehensive Income (b)	**-**	**-**	**-**	**-**	**183.01**	**251.11**	**434.12**
Appropriation during the year							-
Dividend on Equity Shares (₹ Nil per share)	-	-	-	-	-	-	-
Total of Appropriations (c)	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Balance at the end of the reporting period i.e. 31st March, 2021 (a+b+c=d)	**53.30**	**0.01**	**41.67**	**6,500.00**	**6,743.78**	**86.75**	**13,425.51**
Profit for the year	-	-	-	-	578.49	-	578.49
Items of OCI for the year, net of tax							-
Remeasurement gain / (loss) of defined benefit plans	-	-	-	-	(65.70)	-	(65.70)
Fair value changes on cash flow hedge, net of tax	-	-	-	-	-	(14.71)	(14.71)
Total Comprehensive Income (e)	**-**	**-**	**-**	**-**	**512.79**	**(14.71)**	**498.08**
Appropriation during the year							-
Dividend on Equity Shares (₹ 2.50 per share)	-	-	-	-	(33.33)	-	(33.33)
Total of Appropriations (f)	**-**	**-**	**-**	**-**	**(33.33)**	**-**	**(33.33)**
Balance at the end of the reporting period i.e. 31st March, 2022 (d+e+f)	**53.30**	**0.01**	**41.67**	**6,500.00**	**7,223.24**	**72.04**	**13,890.26**

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner
Membership No. 037148
Mumbai, 16th May, 2022

For and on behalf of the Board of Directors

Rajendra V. Gandhi
Managing Director

Harsh R. Gandhi
Joint Managing Director

Shilpa Mehta
Vice President & Chief Financial Officer

Mumbai, 16th May, 2022

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

CORPORATE INFORMATION

GRP Limited (the 'Company') is a public limited Company domiciled and incorporated-in India under the Companies Act, 1956. The registered office of the Company is situated at Plot No.8, GIDC Estate, Ankleshwar - 393002, Dist. Bharuch, Gujarat, India.

The Company is engaged mainly in manufacturing of Reclaim Rubber. Its other businesses include Power generation from Windmill, Manufacturing of Engineering Plastics, Custom Die Forms and Polymer Composite Products. The Company has manufacturing plants in India and sales in Domestic as well as International market. The equity shares of the Company are listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE).

1 SIGNIFICANT ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

SIGNIFICANT ACCOUNTING POLICIES:

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

1.1 Basis of preparation and presentation of financial statements:

These financial statements are the separate financial statements of the Company (also called standalone financial statements) prepared in accordance with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, as amended from time to time.

These financial statements have been prepared and presented under the historical cost convention, except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements. These financial statements are presented in Indian Rupees, which is also its functional currency, and all values are rounded to the nearest lakhs, except when otherwise stated.

1.2 Current / Non-current classification:

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of products and the time between the acquisition of assets or inventories for manufacturing and their realization in cash and cash equivalents.

1.3 Summary of Significant Accounting policies

(A) Property, Plant and Equipment

Tangible assets:

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses, if any.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Expenses directly attributable to new manufacturing facility during its construction period including borrowing costs are capitalized, if the recognition criteria are met. Expenditure related to plans, designs and drawings of buildings or plant and machinery is capitalized under relevant heads of property, plant and equipment if the recognition criteria are met.

Gains or losses arising from derecognition of assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss.

Capital work in progress and Capital advances:

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of property, plant and equipment outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation:

Depreciation on assets is provided on straight line method for the period for which the assets have been used as under:

(a) Depreciation on assets is provided over the useful life of assets as prescribed under schedule II of the Companies Act, 2013.

(b) Plant and machinery which have worked for more than single shift, depreciation is provided for accordingly as per rate prescribed in schedule II of the Companies Act, 2013.

(c) Leasehold land is amortised over the period of lease.

Intangible Assets and Amortisation:

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortised on a straight line basis over their estimated useful lives. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly. Gain or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the Statement of Profit and Loss. The period of amortisation is as under :

Asset	Period of amortisation
Computer Software	6 years
Copyrights	10 years
Trademark	10 years

(B) Finance Costs:

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised, all other borrowing costs are charged to the statement of profit and loss for the period in which they are incurred.

(C) Investment Properties:

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company for its business, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and wherever applicable its borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of profit and loss for the period in which they are incurred.

Investment properties are depreciated using the straight-line method over their estimated useful lives as follows:

Asset Category	Useful life	Basis for charging Depreciation
Office Building	60	Life as prescribed under Schedule-II of the Companies Act, 2013

Though the company measures investment property using cost based measurement, the fair value of investment property is disclosed in the note 2D. Fair values are determined based on an annual evaluation performed by an external independent valuer.

(D) Impairment of non-financial assets - property, plant and equipment and Intangible Assets:

The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(E) Government Grants and Subsidy:

Special capital incentive and subsidy received from the Government for setting up or expansion of an industrial undertaking in undeveloped area of State, is credited to Special capital incentive and subsidy account under Capital Reserve Account.

(F) Tax Expenses:

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current tax:

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961.

Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

Minimum Alternative Tax (MAT) credit entitlement is recognised in accordance with the Guidance Note on "Accounting for credit available in respect of Minimum Alternative Tax under the Income-tax Act, 1961" issued by ICAI. MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. At each balance sheet date the company re-assesses MAT credit assets to the extent they become reasonably certain or virtually certain of realisation, as the case may be and adjusts the same accordingly.

Deferred tax:

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income Tax Act, 1961.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

Presentation of current and deferred tax:

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income.

(G) Inventories:

Items of inventories are measured at lower of cost or net realisable value after providing for obsolescence , if any. Cost of Inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing them to their respective present location and condition. Cost of raw materials, stores & spares, packing materials are determined on weighted average basis. However raw materials are written down to realisable value only if the cost of the related finished goods is not expected to recover the cost of raw materials.

Work-in-progress and finished goods are valued at lower of cost and net realisable value. Cost of work in progress and finished goods is determined on absorption costing method which include cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

(H) Financial Instruments:

1 Financial Assets

a Initial recognition and measurement:

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition.

b Subsequent measurement

I Financial assets carried at amortised cost

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

II Financial assets at fair value through other comprehensive income

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

III Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

c Impairment of financial assets

In accordance with Ind AS 109, the Company uses ‘Expected Credit Loss’ (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies ‘simplified approach’ which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

2 Financial Liabilities

a Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans and borrowings, net of directly attributable cost. Cost of recurring nature are directly recognised in profit or loss as finance cost.

b Subsequent measurement:

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

3 Derivative Financial Instruments

The Company uses various derivative financial instruments such as forwards and options to mitigate the risk of changes foreign exchange rates. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as other financial assets when the fair value is positive and as other financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedged item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

4 Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

(I) Fair Value:

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. 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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 — inputs that are unobservable for the asset or liability

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

(J) Investment in Subsidiary and Associate Companies:

The Company has elected to recognize its investments in subsidiary and associate companies at cost in accordance with the option available in Ind AS 27, 'Separate Financial Statements'.

The details of such investments are given in Note 3.

(K) Revenue Recognition:

(i) Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services.

Generally, control is transferred upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Revenue is measured at the amount of consideration which the company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the Government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

(ii) Income from Power generation is accounted on the basis of certification of Gujarat Electricity Development Authority.

(iii) Credits on account of Duty drawback and other benefits, which are due to be received with reasonable certainty, are accrued upon completion of exports.

(iv) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

(v) Profit / Loss from investment in LLP is accounted at the time of finalisation of accounts of LLP

(vi) Dividend income is recognized when the right to receive dividend is established.

(L) Foreign currency transactions and translation:

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

(M) Employees Benefits:

Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Expense in respect of other short term benefits is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

Post Employment Employee Benefits :

(i) Defined Contribution Plans :

(a) Provident Fund:

The company makes specified monthly contribution to statutory provident fund in accordance with the Employees Provident Fund & Miscellaneous Provisions Act, 1952, which is a defined contribution plan and contribution paid or payable is recognized as an expense in the period in which services are rendered by the employee.

(b) Superannuation:

The Company has Superannuation Plan for its executives - a defined contribution plan. The Company makes annual contribution of the covered employees' salary, subject to maximum of ₹ 1.50 lakh per employee, for the executive opting for the benefit. The plan is managed by a Trust and the funds are invested with Life Insurance Corporation of India under its Group Superannuation Scheme. Annual contributions as specified under the Trust deed are paid to the Life Insurance Corporation of India and recognised as an expense of the year in which the liability is incurred.

(ii) Defined Benefit Plans:

(a) Gratuity:

The Company pays gratuity to the employees who have completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the employees. The gratuity fund has been approved by respective Income Tax authorities.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees’ services.

Re-measurement of defined benefit plans in respect of post-employment and other long term benefits are charged to the Other Comprehensive Income.

(b) Leave Encashment:

Provision for leave encashment, which is a defined benefit, is made based on actuarial valuation done by an independent agency of notified actuaries by using the projected unit credit method. Actuarial Gains / Losses, if any are recognised in the statement of profit and loss.

(N) Lease:

The Company, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

For short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

(O) Impact of COVID 19:

The Covid 19 pandemic had its impact on the global economic environment including in India, causing significant disruption in economic activities and the Reclaim Rubber Industry, in which the Company is operating, had been adversely impacted in the first half of FY 2020-21 due to the pandemic. With the gradual relaxation in India in the second half, economic activities had improved. However, the second wave of Covid 19 emerging in India in the months of April-May 2021 has had an impact on the industry and the Company.

The Company closely monitors the recent developments and effect of present pandemic over the business. The company believes that this pandemic is not likely to have material impact on the carrying value of its assets and hence no provision for any Impairment is required.

(P) Research and Development:

Revenue expenditure on Research and Development is charged in the period in which it is incurred. Capital Expenditure for Research and Development is capitalised when commissioned and included in the Plant, Property and Equipment and depreciated in accordance with the policies stated for Property, Plant and Equipment.

(Q) Provisions, Contingent Liabilities and Contingent Assets:

Provisions: Provisions are recognised when there is a present obligation as a result of a past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events 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 Assets: Contingent Assets are neither recognised nor disclosed in the financial statements.

(R) Segment reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

(S) Cash and cash equivalents:

Cash and cash equivalents for the purposes of cash-flow statement comprise cash at bank and in hand and short-term investments with original maturity of three months or less.

(T) Earnings Per Share:

The company reports basic and diluted earning per share (EPS) in accordance with the Indian Accounting Standard specified under Section 133 of the Companies Act read with Rule 7 of the Companies (Accounts) Rules, 2014. The Basic EPS has been computed by dividing the income available to equity shareholders by the weighted average number of equity shares outstanding during the accounting year. The diluted EPS has been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the end of the year.

1.4 Key accounting estimates and judgements

The preparation of the Company's financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

a) Depreciation/amortisation and useful lives of property, plant and equipment/intangible assets

Property, plant and equipment/intangible assets are depreciated/amortised over the estimated useful lives of the assets, after taking into account their estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation/ amortisation to be provided during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation/ amortisation for future periods is revised if there are significant changes from previous estimates.

b) Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

c) Defined benefit obligation

The costs of providing pensions and other post-employment benefits are charged to the Statement of Profit and Loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates.

The same is disclosed in Note 36, 'Employee benefits'.

d) Income Tax:

The Company's tax jurisdiction is India. Significant judgements are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions (Refer Note 32).

e) Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

1.5 Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. On 23rd March, 2022, the MCA has notified Companies (Indian Accounting Standards) Amendment Rules, 2022. This notification has resulted into amendments in the following existing accounting standards which are applicable to company from 1st April, 2022.

i. Ind AS 101 – First time adoption of Ind AS

ii. Ind AS 103 – Business Combination

iii. Ind AS 109 – Financial Instrument

iv. Ind AS 16 – Property, Plant and Equipment

v. Ind AS 37 –Provisions, Contingent Liabilities and Contingent Assets

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

2 PROPERTY, PLANT AND EQUIPMENT

2A TANGIBLE ASSETS

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2021	Additions	Deduction	Adjustments/ Transfers	As at 31-03-2022	As at 01-04-2021	For the year	Deduc-tion	Adjust-ments/ Transfers	As at 31-03-2022	As at 31-03-2022	As at 31-03-2021
Roads	576.54	69.83	-	-	646.37	470.80	44.26	-	-	515.06	131.31	105.74
Buildings	6,378.23	551.00	-	(14.94)	6,914.28	1,865.54	191.78	-	(4.32)	2,052.99	4,861.29	4,512.69
Plant and Machinery	15,665.22	1,545.18	(323.57)	16.87	16,903.70	10,738.01	861.22	(175.05)	6.32	11,430.49	5,473.21	4,927.21
Furniture & Fixtures	398.49	0.51	-	(2.08)	396.92	345.18	14.84	-	(1.92)	358.11	38.81	53.31
Office equipments	233.94	5.55	(0.51)	0.15	239.13	186.78	11.29	(0.48)	0.14	197.73	41.40	47.15
Computer Hardware	169.05	18.81	(2.28)	(0.00)	185.59	151.89	5.31	(1.22)	0.00	155.99	29.60	17.16
Vehicles	96.95	-	-	-	96.95	38.13	11.37	-	-	49.50	47.45	58.83
Material Handling Vehicles	122.28	29.07	-	-	151.36	52.74	14.59	-	-	67.33	84.03	69.55
Total	**23,640.70**	**2,219.96**	**(326.36)**	**0.00**	**25,534.30**	**13,849.07**	**1,154.65**	**(176.76)**	**0.22**	**14,827.18**	**10,707.12**	**9,791.63**
Previous Year	24,063.98	298.05	(721.33)	(0.00)	23,640.70	13,159.81	1,185.42	(496.17)	(0.00)	13,849.07	9,791.63	10,904.17

Notes:

1 Refer to note 15 for information on Property, plant & equipment pledged as security by the Company.

2 Refer to note 34 for disclosure of contractual commitments for the acquisition of Property, plant & equipment.

2B CAPITAL WORK IN PROGRESS

Particulars	As at 31-03-2022	As at 31-03-2021
Factory Building	2.48	0.53
Plant & Machinery	11.07	80.45
Furniture & Fixture	0.13	-
Other Assets	-	80.85
Total	**13.68**	**161.83**

Notes:

1 Addition to capital work in progress includes borrowing cost on Term Loan.

Particulars	FY 2021-22	FY 2020-21
Plant and Machinery	0.46	-
Total	**0.46**	**-**

2 Capital-Work-in Progress (CWIP) Ageing schedule as at 31st March 2022

CWIP	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	13.68	-	-	-	13.68
Projects temporarily suspended	-	-	-	-	-
Total	**13.68**	**-**	**-**	**-**	**13.68**

3 Capital-Work-in Progress (CWIP) Ageing schedule as at 31st March 2021

CWIP	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	72.95	8.03	-	80.85	161.83
Projects temporarily suspended	-	-	-	-	-
Total	**72.95**	**8.03**	**-**	**80.85**	**161.83**

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

2C RIGHT OF USE ASSETS

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2021	Additions	Deduction	Adjust-ments/ Transfers	As at 31-03-2022	As at 01-04-2021	For the year	Deduction	Adjust-ments/ Transfers	As at 31-03-2022	As at 31-03-2022	As at 31-03-2021
Lease hold Land	934.30	248.06	-	-	1,182.36	87.04	22.65	-	(11.77)	97.93	1,084.43	847.26
Vehicles	173.07	61.29	(50.93)	-	183.44	98.55	46.07	(49.30)	-	95.32	88.12	74.52
Total	**1,107.37**	**309.36**	**(50.93)**	**-**	**1,365.80**	**185.59**	**68.72**	**(49.30)**	**(11.77)**	**193.24**	**1,172.56**	**921.78**
Previous Year	1,121.18	-	(13.81)	-	1,107.37	130.86	61.30	(6.58)	-	185.59	921.78	990.32

2D INVESTMENT PROPERTY

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2021	Additions	Deduction	Adjust-ments/ Transfers	As at 31-03-2022	As at 01-04-2021	For the year	Deduction	Adjust-ments/ Transfers	As at 31-03-2022	As at 31-03-2022	As at 31-03-2021
Buildings	138.23	-	-	-	138.23	33.32	2.32	-	-	35.64	102.59	104.91
Total	**138.23**	**-**	**-**	**-**	**138.23**	**33.32**	**2.32**	**-**	**-**	**35.64**	**102.59**	**104.91**
Previous Year	138.23	-	-	-	138.23	31.00	2.32	-	-	33.32	104.91	107.23

Information regarding Income & Expenditure of Investment Property

	FY 2021-22	FY 2020-21
Rental Income derived from Investment Property	-	-
Direct Operating expenses (including repairs and maintenance) generating rental income	-	-
Direct Operating expenses (including repairs and maintenance) that did not generate rental income	(1.97)	(2.14)
Profit from investment properties before depreciation	**(1.97)**	**(2.14)**
Depreciation	(2.32)	(2.32)
Profit from investment properties	**(4.29)**	**(4.47)**

As at 31-Mar-2022 and 31-Mar-2021, the fair values of the Investment Property is based on Valuation report of the valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.

The company has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

Fair Value of the Investment Property is as under

Fair Value	**Office Building**
Balance as at 01-Apr-2021	326.92
Fair value difference for the year	7.43
Purchases	-
Balance as at 31-Mar-2022	334.35

Particulars	**Valuation Techniques**	**Significant unobservable inputs**	**Range of change in fair value per 5% (+/-) change in rate per sq. mtr.**	
			As at 31-03-2022	**As at 31-03-2021**
Office Building	Sale Comparison Technique	Sales price of similar properties adjusted for peculiar factors of the property valued	16.72	16.35

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

2E INTANGIBLE ASSETS

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2021	Additions	Deduction	Adjustments / Transfers	As at 31-03-2022	As at 01-04-2021	For the year	Deduction	Adjust-ments / Transfers	As at 31-03-2022	As at 31-03-2022	As at 31-03-2021
Computer Software	217.62	-	-	-	217.62	211.25	-	-	-	211.25	6.37	6.37
Copyrights	11.06	-	-	-	11.06	7.13	1.11	-	-	8.23	2.83	3.93
Trademark	2.58	-	-	-	2.58	1.38	0.69	-	-	2.06	0.52	1.21
TOTAL	**231.27**	**-**	**-**	**-**	**231.27**	**219.76**	**1.79**	**-**	**-**	**221.55**	**9.72**	**11.51**
Previous Year	231.27	-	-	-	231.27	216.18	3.57	-	-	219.76	11.51	15.08

2F INTANGIBLE ASSETS UNDER DEVELOPMENT

	As at 31-03-2022	As at 31-03-2021
Computer Software, Trademark, Brand and Patents	0.18	31.49

Notes

1 Intangible Assets Under Development (IAUD) Ageing schedule as at 31st March 2022

IAUD	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	0.18	-	-	-	**0.18**
Projects temporarily suspended	-	-	-	-	**-**
Total	**0.18**	**-**	**-**	**-**	**0.18**

2 Intangible Assets Under Development (IAUD) Ageing schedule as at 31st March 2021

IAUD	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	19.70	-	-	11.79	**31.49**
Projects temporarily suspended	-	-	-	-	**-**
Total	**19.70**	**-**	**-**	**11.79**	**31.49**

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

3 NON CURRENT FINANCIAL ASSETS : INVESTMENTS

	Face Value (in ₹)	As at 31-03-2022		As at 31-03-2021	
		Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
Investments measured at Cost					
Investment in equity shares of subsidiaries					
Grip Polymers Ltd.	10	3,100,000	306.01	3,100,000	306.01
Investment in capital					
Gripsurya Recycling LLP	-	-	345.22	-	345.69
Investment in equity shares of Joint Ventures					
Marangoni GRP Pvt. Ltd.	1	-	-	9,921,723	112.70
Investment in equity shares of other Companies					
Narmada Clean Tech	10	129,000	12.90	129,000	12.90
Iris Ecopower Venture Pvt. Ltd.	-	-	-	100	0.01
OPGS Power Gujarat Pvt. Ltd.	0.1	280,000	0.56	280,000	0.56
TOTAL			**664.69**		**777.88**
Aggregate amount of Unquoted Investments (at cost)			**664.69**		**777.88**
Category-wise Non current investment					
Financial Assets measured at Cost			664.69		777.88
Financial Assets measured at Fair value through Profit & Loss			-		-
Total Investment - Non Current			**664.69**		**777.88**

4 OTHER NON CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)

	As at 31-03-2022	As at 31-03-2021
Capital Advances	151.58	8.73
Advances other than capital advances		
- Security Deposits	271.84	255.08
- Other Advances & Deposits	1.91	1.90
Prepaid Expenses (Refer note 12)	12.07	4.64
TOTAL	**437.39**	**270.35**

5 INVENTORIES

	As at 31-03-2022	As at 31-03-2021
Raw Materials	2,289.25	2,434.84
Work-in-progress	616.11	597.86
Finished goods		
- In hand	1,477.90	663.32
- In transit	426.31	323.40
Stores and spares	256.10	202.08
Fuel Materials	15.72	12.36
Packing Materials	134.21	78.94
Stock of Others	97.41	9.16
TOTAL	**5,313.00**	**4,321.95**

Note: Inventories written down to net realisable value during the FY 2021-22 : Finished Goods ₹ 189.99 lakhs (FY 2020-21 ₹ 7.88 lakhs).

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

6	CURRENT FINANCIAL ASSETS : INVESTMENTS	Face Value (in ₹)	As at 31-03-2022		As at 31-03-2021	
			Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
	Investments measured at Cost					
	Investment in equity shares of Joint Ventures					
	Marangoni GRP Pvt. Ltd.	10	9,921,723	112.70	-	-
	Investments measured at Fair Value Through Profit and Loss (FVTPL)					
	Investment in Portfolio Management Services					
	Debt Bonds / Debentures		27	340.51	-	-
	Mutual fund		3,549,962	962.37	-	-
	Others		157,225	211.39	-	-
	TOTAL			**1,626.97**		**-**
	Aggregate amount of Unquoted investment			112.70		-
	Aggregate amount of quoted investment			1,499.98		-
	Market value of quoted investment			1,514.27		
	Category-wise Current investment					
	Financial Assets measured at Cost			112.70		-
	Financial Assets measured at Fair value through Profit & Loss			1,514.27		-
	Total Investment - Non Current			**1,626.97**		**-**

7	CURRENT FINANCIAL ASSETS : TRADE RECEIVABLES	As at 31-03-2022	As at 31-03-2021
	Trade Receivables considered good - Unsecured	8,557.35	6,348.66
	Less: Allowance for expected credit loss	-	(3.87)
		8,557.35	**6,344.80**
	Trade Receivables - credit impaired	31.18	6.32
	Less: Allowance for expected credit loss	(31.18)	(6.32)
		-	-
	TOTAL	**8,557.35**	**6,344.80**

Movement of Impairment Allowance (allowance for expected credit loss)

	FY 2021-22	FY 2020-21
Impairment Allowance		
Opening Balance	10.19	10.38
Provided during the year	24.86	-
Amount Written back	(3.87)	-
Amount Written Off	-	(0.19)
Closing Balance	**31.18**	**10.19**

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

Trade Receivables ageing schedule as at 31st March, 2022

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
(i) Undisputed Trade receivables considered good	6,981.14	1,532.99	24.93	0.85	0.77	16.66	**8,557.35**
(ii) Undisputed Trade Receivables considered doubtful	-	-	-	-	-	-	**-**
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables considered doubtful	-	-	-	12.18	10.68	8.32	**31.18**
Total	**6,981.14**	**1,532.99**	**24.93**	**13.02**	**11.45**	**24.99**	**8,588.53**

Trade Receivables ageing schedule as at 31st March, 2021

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
(i) Undisputed Trade receivables considered good	5,368.08	946.40	2.37	9.02	4.26	14.67	**6,344.80**
(ii) Undisputed Trade Receivables considered doubtful	-	-	-	-	-	-	**-**
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables considered doubtful	1.52	-	-	1.37	0.98	6.32	**10.19**
Total	**5,369.60**	**946.40**	**2.37**	**10.39**	**5.24**	**20.99**	**6,354.99**

8	CURRENT FINANCIAL ASSETS : CASH AND CASH EQUIVALENTS	As at 31-03-2022	As at 31-03-2021
	Balances with Banks		
	- Current Accounts	1.12	262.09
	- Cash Credit Accounts	2.63	4.00
	- EEFC Accounts	22.17	156.37
	- Deposits with original maturity of less than 3 months	-	946.44
	Cash on hand	1.17	1.62
	TOTAL	**27.09**	**1,370.52**

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

9	CURRENT FINANCIAL ASSETS : OTHER BANK BALANCES	As at 31-03-2022	As at 31-03-2021
	Other Bank Balances		
	Unclaimed dividend accounts	4.65	5.67
	Term deposits held as margin money against bank guarantee and other commitments	9.32	3.62
	TOTAL	**13.97**	**9.29**

10	CURRENT FINANCIAL ASSETS : OTHERS	As at 31-03-2022	As at 31-03-2021
	Accrued Interest Income	18.20	21.03
	Currency Options	19.38	0.01
	Forward Contract Receivable	195.79	214.00
	Other Current Financial Assets	23.12	-
	TOTAL	**256.49**	**235.04**

11	CURRENT TAX ASSETS (NET)	As at 31-03-2022	As at 31-03-2021
	Opening Balance	148.74	92.23
	Add: Provision for Income-tax for the year	(330.65)	(14.69)
	Add: Tax on defined benefit plans	22.64	(6.80)
	Add: Short / (Excess) Provision for earlier years	-	15.20
	Add: Advance Tax Paid	241.95	62.81
	Closing Balance	**82.68**	**148.74**

12	OTHER CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)	As at 31-03-2022	As at 31-03-2021
	Advances other than capital advances	137.51	199.14
	Security Deposits	32.32	22.57
	Balance with Central Excise, GST and State Authorities	544.76	313.10
	Prepaid Expenses (Refer note 4)	160.65	140.34
	Receivable from LIC (Gratuity claim)	25.64	31.19
	Duty drawback Receivable	155.95	41.40
	TOTAL	**1,056.82**	**747.73**

13	EQUITY	As at 31-03-2022	As at 31-03-2021
	Authorized		
	15,00,000 equity shares of ₹ 10 each	150.00	150.00
	Issued, Subscribed and fully Paid up		
	13,33,333 equity shares of ₹ 10 each	133.33	133.33
	TOTAL	**133.33**	**133.33**

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

	As at 31-03-2022		As at 31-03-2021	
	Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
At the beginning of the year	1,333,333	133.33	1,333,333	133.33
Add: Issued during the year	-	-	-	-
At the end of the year	1,333,333	133.33	1,333,333	133.33

Rights, preferences and restrictions attached to shares

1. The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each holder of equity shares is entitled to one vote per share.
2. In the event of liquidation of the Company, the holders of the equity shares of the Company will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholding.

Details of shares held by shareholders holding more than 5% of the aggregate shares in the company

	As at 31-03-2022		As at 31-03-2021	
	Shares (Nos)	% of Holding	Shares (Nos)	% of Holding
Meera Philip	81,666	6.12%	81,666	6.12%

Shareholding Pattern as on 31-March-2022

Sr. No.	Promoter Name	No. of Shares	% of Total Shares	% change during the year
1	Mahesh Vadilal Gandhi HUF (As A Partner Of M/S V. Chatrabhuj & Co.)	3381	0.25%	0.00%
2	Harish V Gandhi HUF	7733	0.58%	0.00%
3	Jagdish Manharlal Desai HUF	8188	0.61%	-0.21%
4	Mahesh Vadilal Gandhi HUF	16636	1.25%	0.00%
5	Rajendra Vadilal Gandhi HUF	47125	3.53%	0.00%
6	Miss.Miloni Siddharth Parekh	13200	0.99%	0.00%
7	Miss.Khyati Mahesh Gandhi	3000	0.23%	0.00%
8	Mahesh Vadilal Gandhi	62550	4.69%	0.00%
9	Mahesh V Gandhi (As A Trustee Of Shree Mahesh Vadilal Gandhi Family Trust)	11530	0.86%	0.00%
10	Nikhil Manharlal Desai	5	0.00%	0.00%
11	Jagdish Manharlal Desai	300	0.02%	-0.01%
12	Vaishali Rajendra Gandhi	15909	1.19%	0.05%
13	Amishi Rakesh Gandhi	3822	0.29%	0.00%
14	Harish Vadilal Gandhi	32608	2.45%	0.00%
15	Rashmi Mahesh Gandhi	50209	3.77%	0.00%
16	Mamta Rajesh Salot	3818	0.29%	0.00%
17	Devyani C Tolia	3501	0.26%	-0.11%
18	Harsh Rajendra Gandhi HUF	23277	1.75%	0.10%
19	Rajendra Vadilal Gandhi	44711	3.35%	1.43%
20	Nayna Rajendra Gandhi	57038	4.28%	0.95%
21	Jayvanti Manharlal Desai	1935	0.15%	-0.05%
22	Nehal Rajendra Gandhi	5609	0.42%	0.05%

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

Shareholding Pattern as on 31-March-2022

Sr. No.	Promoter Name	No. of Shares	% of Total Shares	% change during the year
23	Hemal Harsh Gandhi	13237	0.99%	0.00%
24	Rekha A Kothari	4903	0.37%	0.00%
25	Varsha Hitesh Shah	4906	0.37%	0.00%
26	Harsh Rajendra Gandhi	58908	4.42%	0.98%
27	Khyati S Desai	822	0.06%	0.00%
28	Harsh Rajendra Gandhi(As A Trustee Of Aarav Trust)	14600	1.10%	0.00%
29	Ghatkopar Estate & Finance Corp. Pvt.Ltd.	13333	1.00%	0.00%
30	Industrial Development & Investment Co. Pvt.Ltd.	14000	1.05%	0.00%
31	Enarjee Consultancy And Trading Co.LLP	13614	1.02%	-3.41%

14	OTHER EQUITY	As at 31-03-2022	As at 31-03-2021
	Reserves and Surplus		
	Capital reserve		
	Special capital incentive and subsidy		
	Balance as per last Balance sheet	53.30	53.30
	Profit on re-issue of forfeited shares		
	Balance as per last Balance sheet	0.01	0.01
	Securities Premium		
	Balance as per last Balance sheet	41.67	41.67
	General Reserve		
	Balance as at beginning of the year	6,500.00	6,500.00
	Add: Transferred from the statement of profit and loss account	-	-
	Balance as at the end of the year	**6,500.00**	**6,500.00**
	Retained Earnings		
	As per last Balance sheet	6,743.78	6,560.77
	Add: Profit for the year	578.49	163.67
	Add: Remeasurement gain/(loss) of defined benefit plans	(65.70)	19.35
	Less: Appropriations :		
	Dividend on Equity Shares (Dividend per Share ₹ 2.50, Previous year ₹ Nil)	(33.33)	-
	Balance as at the end of the year	7,223.24	6,743.78
	Other Comprehensive Income (OCI)		
	As per last Balance sheet	86.75	(164.36)
	Add: Movement in OCI (Net) during the year	(14.71)	251.11
	Balance as at the end of the year	72.04	86.75
	TOTAL	**13,890.26**	**13,425.51**

Description of nature and purpose of each reserve

- **General Reserve** - General reserve is created from time to time by way of transfer from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

- **Capital Reserve** - Capital reserve represents Special Capital subsidy received and profit on re-issue of forfeited shares
- **Securities Premium Reserve** - Securities premium reserve represents the premium received on issue of equity shares.

15	NON CURRENT FINANCIAL LIABILITIES : BORROWINGS	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
		Current Maturity		Non - Current portion	
	Secured - At Amortised Cost				
	Term Loans from Banks				
	- Rupee Loan	459.89	368.17	1,887.69	763.26
	- For Working Capital	193.09	1.21	1,095.11	796.78
		652.97	369.38	2,982.80	1,560.04
	Unsecured - At Amortised Cost				
	Deferred Payment Liability	4.00	3.67	8.68	12.68
		4.00	3.67	8.68	12.68
		656.97	373.06	2,991.48	1,572.72
	Amount disclosed under the head Current Financial Liabilities : Borrowings (refer note 19)	(656.97)	(373.06)	-	-
	TOTAL	**-**	**-**	**2,991.48**	**1,572.72**

1 Borrowings are measured at amortised Cost

Nature of security and terms of repayment for borrowings:

2 **Rupee loan from HDFC Bank Ltd of ₹ 763.26 lakhs (Net of processing charges) (31-Mar-2021: ₹ 1,048.18 lakhs) for Capex**

First exclusive charge by way of hypothecation of Plant & Machinery which are funded through this loan and by way of extension of equitable mortgage on office at 510, Kohinoor City, Kurla (West), Mumbai.

Repayable in 54 equal monthly instalments beginning from 08-Jun-2020 along with interest @ 8.75% p.a. (FY 20-21 : 8.80% p.a.)

3 **Rupee loan from Citi Bank, N.A. of ₹ Nil (31-Mar-2021: ₹ 83.25 lakhs) for Capex**

First exclusive charge by way of hypothecation on Plant & Machinery which are funded through Citi Bank term loan.

Loan is repaid on 02-Nov-2021.

4 **Rupee loan from HDFC Bank Ltd of ₹ 790.72 lakhs (Net of processing charges) (31-Mar-2021: ₹ 797.99 lakhs) for Working Capital**

Second pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. Second pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the Company at par with other banks.

Repayable in 48 equal quarterly instalments beginning from 01-Apr-2022 along with interest @ 7.95% p.a.

5 **Rupee loan from HDFC Bank Ltd of ₹ 1584.32 lakhs (Net of processing charges) (31-Mar-2021: ₹ Nil) for Capex**

First exclusive charge by way of hypothecation of plant & machinery which are funded through this loan and by way of extension of equitable mortgage on office at 510, Kohinoor City, Kurla (West), Mumbai.

Repayable in 54 equal quarterly instalments beginning from 02-Oct-2022 along with interest @ 6.50% p.a.

6 **Rupee loan from HDFC Bank Ltd of ₹ 497.48 lakhs (Net of processing charges) (31-Mar-2021: ₹ Nil) for Working Capital**

Second pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. Second pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

Repayable in 48 equal quarterly instalments beginning from 01-Apr-2024 along with interest @ 6.50% p.a.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

7 Deferred Payment Liability

Vehicle loan of ₹ 12.68 lakhs (31-Mar-2021: ₹ 16.36 lakhs) is secured by vehicles under hypothecation with Bank. Loan is repayable in 60 monthly instalments from Mar-2020 along with interest @ 8.50% p.a.

8 For explanation on the company's Interest rate risk and foreign currency risk refer Note 47

16	NON CURRENT FINANCIAL LIABILITIES : LEASE LIABILITIES	As at 31-03-2022	As at 31-03-2021
	Lease Liability (Refer note 20)	55.41	36.48
	TOTAL	**55.41**	**36.48**

17	NON CURRENT LIABILITIES : PROVISIONS	As at 31-03-2022	As at 31-03-2021
	Provision for Leave encashment (Refer note 24)	121.76	74.25
	Provision for Gratuity payment	115.34	-
	TOTAL	**237.10**	**74.25**

18	DEFERRED TAX LIABILITIES (NET):	As at 31-03-2022	As at 31-03-2021
	At the start of the year	1,559.51	1,566.38
	Charge/(credit) to Statement of Profit and Loss	(164.21)	(95.09)
	Charge/(credit) to Other Comprehensive Income	(5.58)	88.23
	At the end of year	**1,389.73**	**1,559.51**

Component of Deferred tax liabilities / (asset)	As at 31-03-2021	Charge / (credit) to Profit and Loss	Charge / (credit) to Other Comprehensive Income	As at 31-03-2022
Deferred tax liabilities / (asset) in relation to:				
Property, plant and equipment	1,603.76	(126.67)	-	1,477.08
Financial assets	(1.38)	6.45	-	5.07
Financial Liabilities	(20.88)	(2.70)	-	(23.59)
Loan and advances	(25.42)	(23.36)	-	(48.78)
Provisions	(20.29)	(12.58)	-	(32.87)
Others	23.74	(5.34)	(5.58)	12.82
TOTAL	**1,559.51**	**(164.21)**	**(5.58)**	**1,389.73**

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

19	CURRENT FINANCIAL LIABILITIES : BORROWINGS	As at 31-03-2022	As at 31-03-2021
	Secured - At Amortised Cost		
	Working Capital Loan payable on demand from banks		
	Rupee Loans	6,272.53	5,150.30
	Current maturities of Long-term borrowings (refer note 15)	656.97	373.06
	TOTAL	**6,929.50**	**5,523.36**

Nature of security and terms of repayment for secured borrowings:

1 **Working Capital Loan from HDFC Bank Ltd of ₹ 4,329.05 lakhs (31-Mar-2021: ₹ 3,074.59 lakhs)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

2 **Working Capital loan from Citi Bank N. A. of ₹ 691.33 lakhs (31-Mar-2021: ₹ 1,316.01 lakhs)**

First pari passu charge in favour of Citi Bank N.A. by way of hypothecation of entire Fixed assets both movable and immovable, both present & future of the company located at Manufacturing unit at Ankleshwar & Panoli Plant, District Bharuch, Gujarat at par with other banks.

3 **Working Capital loan from ICICI Bank Ltd of ₹ Nil (31-Mar-2021: ₹ 759.70 lakhs)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

4 **Working Capital loan from Kotak Bank Ltd of ₹ 1,252.15 lakhs (31-Mar-2021: ₹ Nil)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

5 For explanation on the company's Interest risk and foreign currency risk refer Note 47

6 **The company has borrowings from bank and financial institution on the basis of security of current asset and in following instances.**

There were differences in quarterly statements of current asset filed by the company with the bank. The summary of reconciliation is as follows.

Quarter ended	Particulars of Securities Provided	Amount as per books of accounts	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for differences
June-2021	Trade Receivables (Net of Advances)	5,549.03	5,598.84	(49.81)	On Account of Regrouping
September-2021	Trade Receivables (Net of Advances)	7,025.51	7,185.11	(159.60)	On Account of Regrouping
December-2021	Trade Receivables (Net of Advances)	6,528.54	6,439.09	89.45	On Account of Regrouping
March-2022	Trade Receivables (Net of Advances)	8,474.20	8,470.80	3.40	On Account of Regrouping

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

20	CURRENT FINANCIAL LIABILITIES : LEASE LIABILITIES	As at 31-03-2022	As at 31-03-2021
	Lease Liability (Refer note 16)	36.64	43.84
	TOTAL	**36.64**	**43.84**

21	CURRENT FINANCIAL LIABILITIES : TRADE PAYABLES	As at 31-03-2022	As at 31-03-2021
	Dues of micro and small enterprises	201.49	198.59
	Dues of creditors other than micro and small enterprises	2,443.02	1,493.76
	TOTAL	**2,644.51**	**1,692.35**

Details of Micro and Small Enterprises as defined under Micro, Small and Medium Enterprises Development Act,2006 ("MSMED Act").

To comply with the requirement of The Micro, Small and Medium Enterprises Development Act, 2006, the Company requested its suppliers to confirm it whether they are covered as Micro, Small or Medium enterprise as is defined in the said Act. Based on the communication received from such suppliers confirming their coverage as such enterprise, the company has recognized them for the necessary treatment as provided under the Act, from the date of receipt of such confirmations and are disclosed in note below.

	As at 31-03-2022	As at 31-03-2021
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises	201.49	198.59
- Interest due thereon	0.78	0.25
The amount of interest paid by the Company in terms of section 16 of the MSMED Act, 2006.	13.78	-
The amount of payment made to the supplier beyond the appointed day during the year	1,120.27	864.05
Amount of interest due and payable on delayed payments	7.22	7.89
Amount of interest accrued and remaining unpaid as at year end (Net of reversal)	15.65	23.66
The amount of further interest due and payable even in the succeeding year	-	-

Trade Payables Ageing schedule as at 31st March, 2022

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
MSME	122.49	71.87	0.55	6.58	-	**201.49**
Others	1,642.51	798.92	-	1.59	-	**2,443.02**
Disputed dues - MSME	-	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	-	**-**
Total	**1,765.01**	**870.79**	**0.55**	**8.17**	**-**	**2,644.51**

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

Trade Payables Ageing schedule as at 31st March, 2021

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
MSME	147.73	44.08	6.58	0.21	-	**198.59**
Others	1,012.84	457.45	18.53	4.69	0.25	**1,493.76**
Disputed dues - MSME	-	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	-	**-**
Total	**1,160.57**	**501.53**	**25.10**	**4.90**	**0.25**	**1,692.35**

22	CURRENT FINANCIAL LIABILITIES : OTHERS	As at 31-03-2022	As at 31-03-2021
	Interest accrued but not due on borrowings	35.87	21.69
	Unclaimed Dividend*	4.65	5.67
	Creditors for Capital Goods & Services	51.68	24.91
	Deposit from Dealers	60.40	60.40
	Security Deposit for Let out property	0.65	0.65
	TOTAL	**153.25**	**113.32**

*There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as on 31st March, 2022.

23	OTHER CURRENT LIABILITIES	As at 31-03-2022	As at 31-03-2021
	Advances from customers	83.14	15.52
	Statutory dues	66.10	77.12
	Others	1,350.33	880.54
	TOTAL	**1,499.57**	**973.18**

24	CURRENT LIABILITIES : PROVISIONS	As at 31-03-2022	As at 31-03-2021
	Current maturities of Long-term provisions of Employees Benefit expenses		
	- Provision for Leave encashment (refer note 17)	6.53	3.81
	- Provision for Gratuity payment	75.00	97.77
	TOTAL	**81.53**	**101.58**

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

25	REVENUE FROM OPERATIONS:		Year ended 31-03-2022	Year ended 31-03-2021
	Revenue from Operations		40,644.73	29,423.48
	Power generation from Windmill		67.40	60.37
	Export incentives		431.21	168.58
	Revenue from Operations (Gross)		**41,143.34**	**29,652.44**
	Less: Goods and Service Tax Recovered		2,330.54	1,700.26
	Revenue from Operations (Net)		**38,812.79**	**27,952.17**
	Disaggregation of Revenue			
	Revenue based on Geography			
			Year ended 31-03-2022	**Year ended 31-03-2021**
	Export		25,776.60	18,450.10
	Domestic		13,036.20	9,502.07
		TOTAL	**38,812.79**	**27,952.17**

26	OTHER INCOME:	Year ended 31-03-2022	Year ended 31-03-2021
	Interest Income	14.53	46.96
	Net Gain on Sale of Property, Plant and Equipment	-	109.76
	Income from Investments (FVTPL)		
	- Realised Gain	1.24	-
	- Unrealised Gain	14.18	-
	Other Non-operating Income	84.41	25.28
	TOTAL	**114.36**	**181.99**

27	CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE:		Year ended 31-03-2022	Year ended 31-03-2021
	Inventories at the beginning of the year:			
	Finished goods		663.32	980.73
	Goods-in-transit (Finished Goods)		323.40	145.00
	Work-in-progress		597.86	687.51
		A)	**1,584.58**	**1,813.24**
	Inventories at the end of the year:			
	Finished goods		1,477.90	663.32
	Goods-in-transit (Finished Goods)		426.31	323.40
	Work-in-progress		616.11	597.86
		B)	**2,520.32**	**1,584.58**
	TOTAL (A) - (B)		**(935.74)**	**228.66**

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

28	EMPLOYEE BENEFITS EXPENSES:	Year ended 31-03-2022	Year ended 31-03-2021
	Salaries and Wages	5,153.89	4,309.03
	Contribution to Provident fund and Other funds*	386.67	358.62
	Staff Welfare and other benefits	248.11	178.77
	TOTAL	**5,788.66**	**4,846.42**

*For Disclosure as per IND-AS 19 'Employee Benefits' refer note no 36

29	FINANCE COST:	Year ended 31-03-2022	Year ended 31-03-2021
	Interest on Term & Working Capital Loans*	372.93	396.24
	Applicable loss on foreign currency transactions and translation	-	57.59
	Interest on Other Loans	17.48	25.80
	Financial Charges	58.61	55.46
	TOTAL	**449.01**	**535.09**

* Interest Expenses are net of Interest Capitalised of ₹ 0.46 lakhs (Previous year ₹ Nil) (Refer note 2B)

30	DEPRECIATION AND AMORTIZATION EXPENSES:	Year ended 31-03-2022	Year ended 31-03-2021
	Depreciation on Property, Plant & Equipment	1,223.37	1,246.73
	Depreciation on Investment Property	2.32	2.32
	Amortisation of Intangible Assets	1.79	3.57
	TOTAL	**1,227.49**	**1,252.63**

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

31	OTHER EXPENSES:	Year ended 31-03-2022	Year ended 31-03-2021
	Manufacturing Expenses		
	Packing Material consumed	1,154.98	816.10
	Stores and Spare Parts Consumed	609.86	407.63
	Utilities Consumed:-		
	- Power Consumption	3,668.59	3,129.02
	- Fuel Consumption	996.95	615.11
	- Water Consumption	40.14	33.86
	Repairs & Maintenance Expenses:-		
	- Plant & Machineries	356.13	232.56
	- Factory Buildings	10.77	18.81
		6,837.42	**5,253.09**
	Sales & Distribution expenses		
	Freight & Forwarding expenses	5,349.49	2,151.68
	Other Selling and Distribution expenses	96.70	45.49
		5,446.19	**2,197.17**
	Administration & Other Expenses		
	Insurance	46.41	44.95
	Vehicle Expenses	39.61	28.68
	Printing & Stationery	13.92	13.55
	Advertisements	5.36	2.25
	Rent, Short Term Lease Rent & Other Charges	4.14	2.56
	Repairs to Other Assets	92.55	91.67
	Legal & Professional charges	176.14	128.49
	Travelling & Conveyance	62.96	31.31
	Postage & Telephones	22.22	20.74
	Provision for expected credit loss	20.99	-
	Net (Gain) / Loss on foreign currency transactions and translation	(769.25)	(336.41)
	Auditors Remuneration (Refer note 33)	10.79	10.00
	Directors' Sitting Fees	15.14	11.38
	Commission to Director	12.00	1.40
	Rate and Taxes	46.93	56.22
	Corporate Social Responsibility Expense (Refer note 40)	20.24	29.45
	Factory / Office Expenses	37.58	34.94
	Office electricity expenses	8.94	7.44
	Other Expenses	167.37	172.43
	Net Loss on Sale of Property, Plant and Equipment	100.48	-
	Share of Loss in LLP	0.47	15.40
		135.00	**366.45**
	TOTAL	**12,418.62**	**7,816.71**

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

32 INCOME TAX:

A The note below details the major components of income tax expenses for the year ended 31-March-22 and 31-March-21. The note further describes the significant estimates made in relation to company's income tax position and also explains how the income tax expense is impacted by non-assessable and non-deductible items.

Particulars	**Year ended 31-03-2022**	**Year ended 31-03-2021**
Current Tax	330.65	(0.51)
Current Tax	330.65	14.70
(Excess) / Short Provision for earlier years	-	(15.20)
Deferred Tax	(164.21)	(95.09)
Deferred Tax	(164.21)	(95.09)
Income tax expense reported in the statement of profit and loss	166.44	(95.60)
Other Comprehensive Income (OCI)		
Income tax relating to items that will not be reclassified to profit or loss	(22.64)	6.80
Deferred tax relating to items that will be reclassified to profit or loss	(5.58)	88.23

B Reconciliation of tax expenses and the accounting profit multiplied by applicable tax rate as notified under Income Tax Act, 1961 enacted in India for the years ended 31-March-2022 and 31-March-2021.

	Year ended 31-03-2022	**Year ended 31-03-2021**
Profit before income tax expense	744.93	68.07
Income tax expense calculated at 25.626% (31-Mar-2021 : 26.000%)	**190.90**	**17.70**
Tax effect of adjustments in calculating taxable income		
- Disallowance of expenses as per Income tax	489.02	431.75
- Allowance of expenses (Depreciation, R&D)	(349.58)	(302.86)
- Others	0.31	(131.88)
Current Tax Provision (A)	**330.65**	**14.70**
Short / (Excess) Provision for earlier years (B)	**-**	**(15.20)**
Incremental Deferred Tax Liability on account of Property, Plant and Equipment and Intangible Assets	(126.67)	(107.57)
Incremental Deferred Tax Liability / (Asset) on account of Financial Assets and Other Items	(37.54)	12.48
Deferred Tax Provision (C)	**(164.21)**	**(95.09)**
Tax Expenses recognised in Statement of Profit and Loss (A+B+C)	**166.44**	**(95.59)**
Effective Tax rate	**22.34%**	**-**

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

33	DETAILS OF PAYMENT TO AUDITORS EXCLUDING TAXES:	Year ended 31-03-2022	Year ended 31-03-2021
	Statutory Audit fees	7.00	7.00
	Limited Review fees	0.75	0.75
	Tax Audit fees	2.25	2.25
	Reimbursement of expenses	0.79	-
	TOTAL	**10.79**	**10.00**

34	CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR) :	As at 31-03-2022	As at 31-03-2021
	Guarantees issued by Banks (Net)	390.75	365.89
	Letter of Credit	88.91	96.40
	Claims against the company (Including Sales tax, Excise duty, etc.) not acknowledged as debts		
	- Sales Tax	253.96	262.96
	- Excise Duty & Service Tax	131.82	131.82
	- Income Tax liability	234.34	193.28
	Estimated amount of contracts remaining to be executed on capital account towards PPE	59.49	42.86
	TOTAL	**1,159.28**	**1,093.21**

35	LEASES:	Year ended 31-03-2022	Year ended 31-03-2021
	Premises given on Operating Lease:		
	The Company has given premises on operating lease to Marangoni GRP Private Limited for a term of 11 months.		
	- Gross carrying amount as on balance sheet date	13.37	13.37
	- Accumulated depreciation amount as on balance sheet date	(2.79)	(2.61)
	- Net carrying amount as on balance sheet date	10.58	10.76
	- Depreciation recognised in statement of profit and loss	0.18	0.18
	The future minimum lease rental income is as follows		
	(a) Not later than 1 year	0.50	0.75
	(b) Later than 1 year but not later than 5 years	-	-
	(c) Later than 5 years	-	-

Premises given on Operating Lease: Refer note 2D

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

36 EMPLOYEE BENEFITS :

As per Indian Accounting Standard 19 “Employee benefits”, the disclosures as defined are given below :

The Company has various schemes for long term benefits such as provident fund , superannuation, gratuity and leave encashment. The Company’s defined contribution plans are Employees’ Provident fund and Pension Scheme (under the provision of the Employees’ Provident Fund and Miscellaneous Provisions Act, 1952) since the company has no further obligation beyond making the contributions.

A Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under

	Year ended 31-03-2022	Year ended 31-03-2021
Employer’s Contribution to Provident & Pension Fund	231.99	222.34
Employer’s Contribution to Superannuation Fund	20.14	22.29

B Defined Benefit Plans

Disclosure Statement as Per Indian Accounting Standard 19

Para 139 (a) Characteristics of defined benefit plan

The Company has a defined benefit gratuity plan in India (funded). The company’s defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

Para 139 (b) Risks associated with defined benefit plan

Gratuity is a defined benefit plan and Company is exposed to the following risks:

Interest rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan’s liability.

Investment Risk: The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on Government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk: Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

Para 139 (c) Characteristics of defined benefit plans

During the year, there were no plan amendments, curtailments and settlements.

Para 147 (a)

A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

		As at 31-03-2022	As at 31-03-2021
		Gratuity Funded	
i)	**Reconciliation of opening and closing balances of Defined Benefit Obligation**		
	Defined Benefit Obligation at beginning of the year	687.03	719.07
	Current Service Cost	67.28	74.25
	Past Service Cost	-	-
	Interest Cost	47.41	49.18
	Actuarial (Gain) / Loss	88.69	(39.28)
	Benefits Paid	(74.77)	(116.19)
	Defined Benefit Obligation at year end	815.64	687.03
ii)	**Reconciliation of opening and closing balances of fair value of Plan Assets**		
	Fair value of Plan Assets at beginning of year	589.26	618.05
	Expected Return on Plan Assets	40.66	42.27
	Employer Contribution	69.79	58.27
	Benefits Paid	(74.77)	(116.19)
	Actuarial (Gain) / Loss	0.35	(13.14)
	Fair value of Plan Assets at year end	625.30	589.26
iii)	**Reconciliation of fair value of Assets and Obligations**		
	Present Value of Benefit Obligation at the end of the Period	815.64	687.03
	Fair value of plan assets as at end of the year	625.30	589.26
	Funded status (Surplus/ (Deficit))	(190.34)	(97.77)
	Net (Liability)/Asset Recognized in the Balance Sheet	(190.34)	(97.77)
iv)	**Expenses recognised during the year**		
	Current service cost	67.28	74.25
	Past service cost	-	-
	Actuarial (Gains)/Losses on Obligation For the Period	-	-
	Net Interest cost	6.75	6.91
	Expenses recognised in the statement of profit and loss account	74.02	81.16
	Actuarial (Gains)/Losses on Obligation For the Period	88.69	(39.28)
	Return on Plan Assets, Excluding Interest Income	(0.35)	13.14
	Net (Income)/Expense For the Period Recognized in OCI	88.34	(26.14)
v)	**Actuarial Assumptions**		
	Discount Rate	7.29%	6.90%
	Salary Escalation	5.00%	5.00%

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

C Sensitivity Analysis

The key assumption and sensitivity of the defined benefit obligation to changes in the weighted principal assumption is:

Particulars	**Year ended 31-03-2022**	**Year ended 31-03-2021**
Expected Return on Plan Assets	7.29%	6.90%
Rate of Discounting	7.29%	6.90%
Rate of Salary Increase	5.00%	5.00%
Rate of Employee Turnover	2.00%	2.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2006-08)

Particulars	**Year ended 31-03-2022**	**Year ended 31-03-2021**
Delta Effect of +1% Change in Rate of Discounting	(63.79)	(60.93)
Delta Effect of -1% Change in Rate of Discounting	74.51	72.02
Delta Effect of +1% Change in Rate of Salary Increase	74.55	71.69
Delta Effect of -1% Change in Rate of Salary Increase	(64.81)	(61.60)
Delta Effect of +1% Change in Rate of Employee Turnover	14.32	11.87
Delta Effect of -1% Change in Rate of Employee Turnover	(16.28)	(13.61)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

37 RELATED PARTIES DISCLOSURE:

Sr. No.	Name of Related Party	% Share	Relationship
1	Grip Polymers Ltd. (100% of total shareholdings held by the GRP Ltd.)	100.000%	Direct Subsidiary
2	Grip Surya Recycling LLP (Partners capital share by GRP Ltd.)	99.886%	Direct Subsidiary
3	MARANGONI GRP Private Limited	50.000%	Joint Venture
4	Rajendra V Gandhi; Managing Director		Key Managerial Personnel (KMP)
5	Harsh R Gandhi; Joint Managing Director		
6	Shilpa Mehta; Vice President & Chief Financial Officer		
7	Abhijeet Sawant; Company Secretary*		
8	Nayna R. Gandhi		Relatives of Key Managerial Personnel (KMP)
9	Hemal H. Gandhi		
10	Mahesh V. Gandhi		
11	Alphanso Netsecure Pvt. Ltd.		Enterprises over which Key Managerial Personnel are able to exercise significant influence
12	GRP Employees Group Gratuity Trust		Post Employment Benefits Plans
13	GRP Employees Group Superannuation Scheme		

Sr. No.	Particulars	Subsidiaries		Joint Venture		Key Managerial Personnel	
		2021-22	2020-21	2021-22	2020-21	2021-22	2020-21
1	Shareholding	306.01	306.01	112.70	112.70	-	-
2	Investment in Partners Capital	345.22	345.69	-	-	-	-
3	Share of Profit / Loss in Partners Capital	(0.47)	(15.40)	-	-	-	-
4	Purchase of Goods	808.97	503.50	-	-	-	-
5	Purchase of Assets	-	7.33	-	-	-	-
6	Sale of Services	-	-	3.00	3.00	-	-
7	Reimbursement of Expenses	-	-	0.56	-	-	-
8	Contributions during the year	-	-	-	-	-	-
9	Outstanding Receivable	-	-	23.84	18.87	-	-
10	Outstanding Payable	172.30	138.72	-	-	-	-
11	Remuneration paid	-	-	-	-	370.24	240.74
12	Dividend Paid	-	-	-	-	2.59	-
13	Sitting Fees Paid	-	-	-	-	-	-

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

Sr. No.	Particulars	Relatives of Key Managerial Personnel		Enterprises over which Key Managerial Personnel are able to exercise significant influence		Post Employment Benefit plans	
		2021-22	2020-21	2021-22	2020-21	2021-22	2020-21
1	Shareholding	-	-	-	-	-	-
2	Investment in Partners Capital	-	-	-	-	-	-
3	Share of Profit / Loss in Partners Capital	-	-	-	-	-	-
4	Purchase of Goods	-	-	1.15	13.21	-	-
5	Purchase of Assets	-	-	-	-	-	-
6	Sale of Services	-	-	-	-	-	-
7	Reimbursement of Expenses	-	-	-	-	-	-
8	Contributions during the year	-	-	-	-	89.93	80.55
9	Outstanding Receivable	-	-	-	-	-	-
10	Outstanding Payable	-	-	1.16	2.93	-	-
11	Remuneration paid	24.58	19.10	-	-	-	-
12	Dividend Paid	3.32	-	-	-	-	-
13	Sitting Fees Paid	1.20	1.40	-	-	-	-

Disclosure in respect of material transactions of the same type with related parties during the year

Sr. No.	Particulars	Year ended 31-03-2022	Year ended 31-03-2021
1	**Shareholding**		
	- Grip Polymers Ltd	306.01	306.01
	- MARANGONI GRP Private Limited	112.70	112.70
2	**Investment in Partners capital** - Gripsurya Recycling LLP	345.22	345.69
3	**Share of Profit / (Loss) in Partners capital** - Gripsurya Recycling LLP	(0.47)	(15.40)
4	Purchase of Goods		
	- Gripsurya Recycling LLP	808.97	503.50
	- Alphanso Netsecure Private Limited	1.15	13.21
5	**Purchase of Assets** - Gripsurya Recycling LLP	-	7.33
6	**Sale of Services** - MARANGONI GRP Private Limited	3.00	3.00
7	**Reimbursement of Expenses -** MARANGONI GRP Private Limited	0.56	-
8	**Contributions during the year**		
	GRP Employees Group Gratuity Trust	69.79	58.27
	GRP Employees Group Superannuation Scheme	20.14	22.29
9	**Outstanding Receivable -** MARANGONI GRP Private Limited	23.84	18.87
10	**Outstanding Payable**		
	- Gripsurya Recycling LLP	172.30	138.72
	- Alphanso Netsecure Pvt Ltd	1.16	2.93

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

Sr. No.	Particulars	Year ended 31-03-2022	Year ended 31-03-2021
11	**Remuneration paid**		
	- Rajendra V Gandhi	123.77	73.64
	- Harsh R Gandhi	187.02	117.84
	- Shilpa N Mehta	45.91	36.79
	- Hemal H Gandhi	24.58	19.10
12	**Dividend paid**		
	- Rajendra V Gandhi	1.12	-
	- Harsh R Gandhi	1.47	-
	- Mahesh V Gandhi	1.56	-
	- Nayna R. Gandhi	1.43	-
	- Hemal H Gandhi	0.33	-
13	**Sitting Fees Paid**		
	- Mahesh V Gandhi	1.00	0.60
	- Nayna R. Gandhi	0.20	0.80

* Ceased to be KMP w.e.f. 28-February-2022

Terms and conditions of transactions with related parties

Transaction entered into with related party are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured, interest free and will be settled in cash. There have been no guarantees received or provided for any related party receivables or payables.

Compensation of Key Managerial Personnel

Sr. No.	Particulars	Year ended 31-03-2022	Year ended 31-03-2021
1	Short-term employee benefits	341.27	219.63
2	Post-employment benefits	28.97	21.11
3	Other long-term benefits	-	-
4	Termination benefits	-	-
5	Share-based payments	-	-
	Total Compensation paid to Key Managerial Personnel	**370.24**	**240.74**

38	DETAILS OF RESEARCH AND DEVELOPMENT EXPENDITURE	Year ended 31-03-2022	Year ended 31-03-2021
	Accounting for Research & Development expenditure incurred :		
(a)	Capital Expenditure incurred on Equipments & Machinery	-	0.31
(b)	Capital Expenditure incurred on Buildings, Furniture, office equipments & Computer Hardware	-	-
(c)	Capital Work in Progress	-	-
(d)	Revenue Expenditure incurred towards the R&D Projects	225.65	155.11

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

39 SEGMENT REPORTING:

As per Indian Accounting Standard (Ind AS) -108 on Operating Segments, the Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators of business segment/s in which the company operates, 'Reclaim Rubber' has been identified as reportable segment and smaller business segments not separately reportable have been grouped under the heading 'Others'.

The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with following additional policies for segment reporting.

a) Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

b) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

Sr. No.	Particulars	Reclaim Rubber		Others		Unallocable		Total	
		2021-22	2020-21	2021-22	2020-21	2021-22	2020-21	2021-22	2020-21
1	**Segment Revenue**								
	Gross Revenue from Operations	37,275.42	27,408.12	3,867.92	2,244.32	-	-	41,143.34	29,652.44
	Less: Goods & Service Tax	1,961.33	1,506.60	369.22	193.67	-	-	2,330.54	1,700.26
	Net Revenue from Operations	35,314.09	25,901.52	3,498.70	2,050.65	-	-	38,812.80	27,952.17
2	**Segment Results before Interest & Tax**	2,661.51	1,875.30	284.49	156.18	(1,752.06)	(1,428.33)	1,193.94	603.16
	Less: Interest Expenses	-	-	-	-			449.01	535.09
	Profit before Tax	2,661.51	1,875.30	284.49	156.18	(1,752.06)	(1,428.33)	744.93	68.07
	Current Tax	-	-	-	-	-	-	330.65	(0.51)
	Deferred Tax	-	-	-	-	-	-	(164.21)	(95.09)
	Profit After Tax	2,661.51	1,875.30	284.49	156.18	(1,752.06)	(1,428.33)	578.49	163.67
3	**Other Information**								
	Segment Assets	21,580.25	18,676.00	4,370.28	3,131.14	4,091.78	3,442.30	30,042.31	25,249.44
	Segment Liabilities	4,080.40	2,518.87	290.62	231.92	11,647.70	8,939.81	16,018.72	11,690.60
	Capital Expenditure	1,715.78	278.35	602.37	47.09	31.70	0.88	2,349.85	326.32
	Depreciation / Amortisation Expenses	969.73	995.20	168.59	148.42	89.17	109.00	1,227.49	1,252.63

1 The reportable Segments are further described below

- Reclaim Rubber segment includes production and marketing of Reclaim rubber products
- Others segment includes Windmill, Custom Die Forms, Engineering Plastics and Polymer Composite Products.

2 There are transactions with a single external customer which amounts to 10% or more of the Company's revenue.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

40	CORPORATE SOCIAL RESPONSIBILITY EXPENSES:	Year ended 31-03-2022	Year ended 31-03-2021
A	Gross amount required to be spent by the company during the year.	8.57	10.71

B Amount Spent during the year on:

	Year 2021-22			Year 2020-21		
	In cash	Yet to be paid in cash	Total	In cash	Yet to be paid in cash	Total
i) Construction/acquisition of any asset	-	-	-	13.34	-	13.34
ii) On purposes other than (i) above	20.24	-	20.24	16.11	-	16.11
Total	**20.24**	**-**	**20.24**	**29.45**	**-**	**29.45**

41	EARNINGS PER SHARE:	Year ended 31-03-2022	Year ended 31-03-2021
-	Net Profit after tax for the year	578.49	163.66
-	Number of equity shares of ₹ 10/- each.	1,333,333	1,333,333
-	Earnings per share - Basic	43.39	12.27
-	Earnings per share -Diluted	43.39	12.27
-	Face value per equity share	10.00	10.00

42 INVESTMENT IN LIMITED LIABILITY PARTNERSHIP:

The Company is a partner in Gripsurya Recycling LLP, following are closing balance of their capital account

Name of Partners in Gripsurya Recycling LLP	Profit Sharing Ratio (in %)	As at 31-03-2022	Profit Sharing Ratio (in %)	As at 31-03-2021
GRP Ltd	99.886%	345.22	99.886%	345.69
Grip Polymers Ltd	0.102%	0.35	0.102%	0.35
Ganesh Ghangurde	0.006%	0.02	0.006%	0.02
Hemant Kaul	0.006%	0.02	0.006%	0.02

43 DISCLOSURE REQUIRED UNDER SECTION 186(4) OF COMPANIES ACT, 2013:

The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

(i) Details of investment made are given in Note 3

(ii) There are no loans given or guarantees issued by the Company in accordance with section 186 of the Companies Act, 2013 read with rules issued thereunder.

44 RELATIONSHIP WITH STRUCK OFF COMPANIES

As at 31st March, 2022

Name of Struck of Company	Nature of Transactions	Transactions during the year	OS Balance	Relationship with Struck off Company
BATCO TRANSINDIA PVT LTD.	**Payables**	**0.03**	**-**	**Trade Payable**

As at 31st March, 2021

There was no transaction or Outstanding Payable to any Struck off Companies as at 31st March, 2021.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

45 REGISTRATION OF CHARGES

In following instance there is a delay in Registration of charges with respect to ROC

Description of charges	Location of Registrar	Date within which charges should have been registered	No of days delay	Reason
Exclusive charge on Plant and machinery from HDFC bank. First Pari Passu on other Plant and machinery.	ROC - Ahmedabad	02-March-2022	12 days	Due to some administrative reason there was delay in registration of charges

46 FAIR VALUATION MEASUREMENT HIERARCHY

A CATEGORY-WISE CLASSIFICATION OF FINANCIAL INSTRUMENTS

	Refer Note	As at 31-03-2022	As at 31-03-2021
Financial assets measured at fair value through profit or loss (FVTPL)			
Forward Contract	10	114.60	112.52
Investment in Portfolio Management Services	6	1,514.27	-
Currency Options	10	19.38	0.01
Financial assets measured at fair value through other comprehensive income (FVTOCI)			
Forward Contract	10	81.19	101.48
Financial assets measured at amortised cost			
Trade Receivables	7	8,557.35	6,344.80
Cash and cash equivalents	8	27.09	1,370.52
Bank balances other than mentioned above	9	13.97	9.29
Accrued Interest Income	10	18.20	21.03
Financial liabilities measured at amortised cost			
Rupee Term Loan from Banks	15 & 22	3,635.77	1,929.43
Deferred Payment Liability	15 & 22	12.68	16.36
Lease Liability	16 & 20	92.05	80.33
Rupee Working Capital Demand Loan from Banks	19	6,272.53	5,150.30
Trade payables	21	2,644.51	1,692.35
Interest accrued and due on borrowings	22	35.87	21.69
Unclaimed Dividend	22	4.65	5.67
Creditors for Capital Goods & Services	22	51.68	24.91
Deposit from Dealers	22	60.40	60.40
Security Deposit for Let out property	22	0.65	0.65

The above table does not include financial assets measured at Cost. (Refer note 3,6)

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

B FAIR VALUE MEASUREMENTS

(i) The following table provides the fair value measurement hierarchy of the company's financial assets and liabilities:

Particulars	Carrying Amount	Fair value hierarchy Quoted prices in active markets (Level 1)	Significant Observable inputs (Level 2)	Significant Unobservable inputs (Level 3)
As at 31-03-2022				
FINANCIAL ASSETS				
At Fair Value Through P&L (FVTPL)				
Other Financial Assets	114.60	-	114.60	-
Investment in Portfolio Management Services	1,514.27	1,514.27	-	-
Currency Options	19.38	-	19.38	-
At Fair Value Through OCI (FVTOCI)				
Other Financial Assets	81.19	-	81.19	-
FINANCIAL LIABILITIES				
At Amortised Cost				
Lease Liability	92.05	-	-	92.05
At Fair Value Through P&L (FVTPL)				
Other Financial Liabilities	-	-	-	-
At Fair Value Through OCI (FVTOCI)				
Other Financial Liabilities	-	-	-	-
As at 31-03-2021				
FINANCIAL ASSETS				
At Fair Value Through P&L (FVTPL)				
Other Financial Assets	112.52	-	112.52	-
Currency Options	0.01	-	0.01	-
At Fair Value Through OCI (FVTOCI)				
Other Financial Assets	101.48	-	101.48	-
FINANCIAL LIABILITIES				
At Amortised Cost				
Lease Liability	80.33	-	-	80.33
At Fair Value Through P&L (FVTPL)				
Other Financial Liabilities	-	-	-	-
At Fair Value Through OCI (FVTOCI)				
Other Financial Liabilities	-	-	-	-

(ii) Financial Instrument measured at Amortised Cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

47 FINANCIAL RISK MANAGEMENT - OBJECTIVES AND POLICIES

The Company's financial liabilities comprise mainly of borrowings, trade payables and other payables. The Company's financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Company is exposed to Market risk, Credit risk and Liquidity risk. The Board of Directors ('Board') oversee the management of these financial risks through its Risk Management Committee. The Risk Management Policy of the Company formulated by the Risk Management Committee and approved by the Board, states the Company's approach to address uncertainties in its endeavour to achieve its stated and implicit objectives. It prescribes the roles and responsibilities of the Company's management, the structure for managing risks and the framework for risk management. The framework seeks to identify, assess and mitigate financial risks in order to minimize potential adverse effects on the Company's financial performance.

The following disclosures summarize the Company's exposure to financial risks and information regarding use of derivatives employed to manage exposures to such risks. Quantitative sensitivity analysis have been provided to reflect the impact of reasonably possible changes in market rates on the financial results, cash flows and financial position of the Company.

1) Market Risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of interest rate risk and currency risk. Financial instruments affected by market risk includes borrowings, investments, trade payables, trade receivables, loans and derivative financial instruments.

a) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

Interest Rate Exposure

	As at 31-03-2022	As at 31-03-2021
Borrowings		
Long Term Fixed Loan	3,740.51	2,026.11
Short Term Loan	6,272.53	5,150.30

Impact on Interest Expenses for the year on 0.5% change in Interest rate

Changes in rate	Effect on profit before tax		Effect on total equity	
	Year ended 31-03-2022	Year ended 31-03-2021	As at 31-03-2022	As at 31-03-2021
+0.5%	(31.36)	(25.75)	(31.36)	(25.75)
-0.5%	31.36	25.75	31.36	25.75

b) Foreign Currency Risk

The company's business objective includes safe-guarding its earnings against foreign exchange rate fluctuation. The company has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments include forward/options instruments to achieve this objective.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

(i) Exposure in foreign currency - Hedged

The Company enters into forward exchange contracts to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The Company does not enter into any derivative instruments for trading or speculative purposes.

The forward exchange contracts used for hedging foreign currency exposure and outstanding as at reporting date are as under:

Currency	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
EUR	14.24	12.09	1,181.32	1,049.98
USD	59.80	37.90	4,460.00	2,807.58

(ii) Exposure in foreign currency - Unhedged

Payables	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
EUR	0.35	0.41	29.30	34.88
USD	1.41	1.00	106.88	73.41
AED	-	0.01	-	0.14
CNY	0.02	0.02	0.21	0.20

Receivables	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
EUR	0.08	0.70	6.78	60.31
USD	1.47	3.20	111.55	233.82
JPY	-	68.50	-	45.29
CNY	0.00	0.00	0.01	0.01
THB	-	0.07	-	0.16
AED	0.23	-	4.70	-

(iii) Sensitivity

The Company is mainly exposed to changes in EUR & USD. The below table demonstrates the sensitivity to a 5% increase or decrease in the EUR / USD against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at the reporting date. 5% represents management's assessment of reasonably possible change in foreign exchange rate.

Foreign Currency	Change in rate	Effect on profit after tax		Effect on total equity	
		Year 2021-22	Year 2020-21	As at 31-03-2022	As at 31-03-2021
EUR	+5%	(1.13)	1.27	(1.13)	1.27
EUR	-5%	1.13	(1.27)	1.13	(1.27)
USD	+5%	0.23	8.02	0.23	8.02
USD	-5%	(0.23)	(8.02)	(0.23)	(8.02)

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

c) **Other Price Risks:**

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. Other price risk arises from financial assets such as investments in equity instruments. Company has invested in unquoted Equity Instruments and hence its exposure to change in market value is minimal.

2) **Credit Risk:**

Credit risk refers to a risk that a counterparty will default on its contractual obligation resulting in a financial loss to the Company. Credit risk primarily arises from financial asset such as trade receivables and Derivative financial instruments and other balances with banks, loans and other receivables. The Company exposure to credit risk is disclosed in note 6, 7, 8 and 9. The Company has adopted a policy of only dealing with counterparties that have sufficient credit rating. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transaction is reasonably spread amongst the counterparties.

Credit risk arising from investment in derivative financial instrument and other balances with bank is limited and there is no collateral held against these because the counterparties are banks and recognised financial institution with high credit ratings assigned by international credit rating agencies.

The average credit period on sale of products and services is maximum of 60-90 days. Credit risk arising from trade receivables in managed in accordance with Company's established policy, procedures, and controls relating to customer credit risk management. Credit quality of Customer is assessed and accordingly individual credit limit is defined. The concentration of credit risk is limited due to the fact that customer base is large.

Movement in expected credit loss allowance on trade receivables

	As at 31-03-2022	As at 31-03-2021
Balance at the beginning of the year	10.19	10.38
Loss allowance measured at lifetime expected credit loss	20.99	(0.19)
Balance at the end of the year	31.18	10.19

3) **Liquidity Risk:**

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Company has an established liquidity risk management framework for managing its short term, medium term and long term funding and liquidity management requirements. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Company manages the liquidity risk by maintaining adequate funds in cash and cash equivalents. The Company also has adequate credit facilities agreed with banks to ensure that there is sufficient cash to meet all its normal operating commitments in a timely and cost-effective manner.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

The table below analysis non-derivative financial liabilities of the Company into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Non Derivative Liabilities	Refer Note	< 1 year	1 - 5 years	Above 5 years	Total
At 31st March 2022					
Long Term Borrowings	15,16,19,20	693.62	3,046.89	-	3,740.51
Short Term Borrowings	19	6,272.53	-	-	6,272.53
Trade Payables	21	2,644.51	-	-	2,644.51
Other Financial Liabilities	22	153.25	-	-	153.25
At 31st March 2021					
Long Term Borrowings	15,16,19,20	416.90	1,609.21	-	2,026.11
Short Term Borrowings	19	5,150.30	-	-	5,150.30
Trade Payables	21	1,692.35	-	-	1,692.35
Other Financial Liabilities	22	113.32	-	-	113.32

4) **Hedge Accounting:**

The company's business objective includes safe-guarding its foreign currency earnings against movements in foreign exchange and interest rates. Company has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments consists of forwards to achieve this objective. The table below shows the position of hedging instruments and hedged items as of the balance sheet date.

Disclosure of effects of hedge accounting

A **Fair Value Hedge**

Hedging Instrument		**Carrying amount**				
Type of Hedge and Risks	**Nominal Value**	**Assets**	**Liabilities**	**Changes in FV**	**Hedge Maturity Date**	**Line Item in Balance Sheet**
Foreign currency risk component - Forward Contract / Futures contract	5,906.74	5,792.14	-	114.60	Apr-22 to Sep-22	Current Financial Assets : Others

Hedging Items	**Carrying amount**			
Type of Hedge and Risks	**Assets**	**Liabilities**	**Changes in FV**	**Line Item in Balance Sheet**
Trade Receivables	5,906.74	-	(114.60)	Current Financial Assets : Trade Receivables

B **Cashflow Hedge**

Hedging Instrument		**Carrying amount**				
Type of Hedge and Risks	**Nominal Value**	**Assets**	**Liabilities**	**Changes in FV**	**Hedge Maturity Date**	**Line Item in Balance Sheet**
Foreign currency risk component - Forward Contract	9,059.56	8,978.37	-	81.19	Sep-22 to Mar-23	Current Financial Assets : Others

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

Hedging Items

Type of Hedge and Risks	Nominal Value	Changes in FV	Cashflow Hedge Reserve	Line Item in Balance Sheet
Foreign Currency Risk				
Highly probable Exports	9,059.56	81.19	81.19	Other Equity

48 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholder value.

The gearing ratio at end of the reporting period was as follows.

	As at 31-03-2022	As at 31-03-2021
Gross Debt	9,920.98	7,096.08
Cash and Marketable Securities	27.09	1,370.52
Net Debt (A)	**9,893.89**	**5,725.56**
Total Equity (As per Balance Sheet) (B)	14,023.59	13,558.84
Net Gearing (A/B)	**0.71**	**0.42**

49 RATIO ANALYSIS

Particulars	Numerator	Denominator	Year ended 31-03-2022	Year ended 31-03-2021	Variance
Current Ratio	Current Assets	Current Liabilities	1.49	1.56	-4.31%
Debt Equity Ratio[1]	Total Debt	Total Equity	0.71	0.52	-35.18%
Debt Service Coverage Ratio[2]	Earnings before Interest, Tax, Depreciation & Amortisation	Debt Services (Interest + Principal Repayments)	6.48	4.07	59.08%
Return on Equity Ratio[3]	Profit After Tax	Average Shareholder's Equity	4.19%	1.23%	241.95%
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory of Finished Goods & Work in Progress	14.19	13.25	7.11%
Trade Receivables Turnover Ratio	Revenue (Net of GST)	Average Trade Receivable	5.14	4.32	19.10%
Trade Payables Turnover Ratio[4]	Cost of Material Consumed + Other Expenses	Average Trade Payable	14.95	10.40	43.81%
Net Capital Turnover Ratio	Revenue (Net of GST)	Working Capital	6.85	5.86	16.96%
Net Profit Ratio[5]	Profit After Tax	Revenue (Net of GST)	1.51%	0.59%	155.76%
Return on Capital Employed (ROCE)[6]	Profit Before Interest & Tax	Average Capital Employed (Total Assets- Current Liabilities)	6.73%	2.73%	146.10%
Return on Investment (ROI)	Other Income on Investments	Cost of Investment	12.51%	0.00%	N.A.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

Notes:

1) Debt to Equity ratio has increased due to new borrowings taken in current financial year for Capex & Working capital requirements.

2) Debt Service Coverage Ratio increased due to reduction in finance cost and Principal Payments.

3) Return on Equity Ratio has improved due to increase in revenue compared to previous year which was hit due to COVID lockdown.

4) Trade Payables turnover ratio increased due to increase in Consumption of Raw Material & Other Expenses.

5) Net Profit Ratio increased due to significant increase in Revenue.

6) Return on Capital Employed increased due to significant increase in Profit.

50 OTHER STATUTORY INFORMATION

(i) The Company do not have any Capital-work-in progress or intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.

(ii) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(iii) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iv) The Company have not any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

51 APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the board of directors on 16th May, 2022.

52 EVENTS AFTER THE REPORTING PERIOD

The Board of Directors have recommended dividend of ₹ 9/- (90%) per fully paid up equity share of ₹ 10/- each, aggregating ₹ 120.00 lakhs (subject to deduction of tax at applicable rates), for the financial year 2021-22, which is based on relevant share capital as on 31st March, 2022.

The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

As per our Report of even date
For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner
Membership No. 037148
Mumbai, 16th May, 2022

For and on behalf of the Board of Directors

Rajendra V, Gandhi
Managing Director

Harsh R. Gandhi
Joint Managing Director

Shilpa Mehta
Vice President & Chief Financial Officer

Mumbai, 16th May, 2022

INDEPENDENT AUDITOR'S REPORT

To
The Members of GRP Limited
Report on the Audit of the Consolidated Financial Statements

Opinion

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

In our opinion and to the best of our information and according to the explanations given to us, 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 accounting principles generally accepted in India, of the Consolidated state of affairs of the Group as at 31st March, 2022, and its Consolidated profit (including Other Comprehensive Income), Consolidated changes in equity and its Consolidated Cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of Consolidated financial statement in accordance with the Standards on Auditing 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 and its Joint venture 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on Consolidated Financial statements.

Key Audit Matters

Key audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statement of the current period. These matters were addressed in the context of our audit of the consolidated financial statement as a whole, and in forming our opinion thereon; we do not provide a separate opinion on these matters.

We have determined the matters described below to be the Key Audit Matters to be communicated in our report.

1. Investment in Joint Venture.

The Group has investments in Joint venture Marangoni GRP Private Limited (MGRP) amounting to Rs.112.70 Lakhs. The share in Loss of MGRP limited exceeds cost of the Group's investment in MGRP. The Group has entered in to non-binding Memorandum of Understanding (MOU) with Marangoni group a Joint Venture partner for buying out it's share in MGRP. As on the date of this Report no agreement has been finalized and hence no effect of the MOU has been given in the Consolidated Financial statements for the year 2021-22, except the said investments in Joint Venture has been reclassified as Current investments in the standalone financial statements as against the last year 2020-21 in which it was classified as long term investments and group continues to Consolidate the same.

Auditor's Response

Our Audit Procedure in respect of above Key audit matters included:

a) Verification of intimation sent by the management to Stock exchanges regarding the Non-binding Memorandum of Understanding entered in to by the Group.

b) Verification the Non- binding Memorandum of Understanding entered in to by the Group.

c) Assessment of Objective Indication of Impairment in respect of the joint venture Investment.

d) Verification of all the necessary correspondence and legal and accounting records underline such transactions.

As stated above, The group has reclassified said investments as current at its cost to the Group and in our Opinion no impairment provisions is required as on 31st March 2022 for said Investments.

2. Contingent Liabilities

We draw attention to Note no 36 -Contingent liabilities (to the extent not provided for), of the Consolidated Financial Statements, the Group has material amounts arising from uncertain tax positions including disputes related to Income Tax, Excise Duty, Value Added Tax. These matters involve significant management judgment to determine the possible outcomes.

Auditor's Response

We obtained details of completed assessments during the year ended 31st March, 2022 from the management, considered the estimates made by the management in respect of tax provisions and possible outcomes of the dispute. Additionally we also considered the effect of new information in respect of uncertain tax positions and matters under dispute as at 31st March, 2022 to evaluate whether any changes were required in the managements position on these uncertainties.

Other Information

The Holding Company's Management and Board of Directors is responsible for the preparation of other information. The other information includes the information in 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 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.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the Consolidated financial position, Consolidated financial performance including Other Comprehensive Income, Consolidated changes in equity and Consolidated cash flows of the Group and its Joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act.

The respective Board of directors of the companies included in the Group and of its Joint venture are responsible for 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 Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, the respective management and Board of Directors of the Companies included in the Group and of its Joint Venture are responsible for assessing the ability of each of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of each of the Company included in the Group and its joint venture are also responsible for overseeing the Company's financial reporting process.

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 Standards on Auditing 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 Standards on Auditing, we exercise professional judgment and maintain professional scepticism 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 Companies Act, 2013 as amended, we are also responsible for expressing our opinion on whether the Holding Company and its subsidiary and joint venture 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 these assumptions. 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 as well as its Joint Venture 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.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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 aforesaid consolidated financial statement.

(b) In our opinion, proper books of account as required by law in relation to the preparation of the consolidated financial statement have been kept so far as it appears from our examination of those books.

(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 books of account.

(d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015, as amended.

(e) On the basis of the written representations received from the directors of the Holding Company, Subsidiary company and its Joint Venture as on 31st March, 2022 taken on record by the Board of Directors of the Holding Company, subsidiary Company and its Joint venture, none of the directors is disqualified as on 31st March, 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 with reference to financial statements of the Holding Company and Subsidiary Company and joint venture and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 as amended , in our opinion and to the best of our information and according to the explanations given to us:

i. The Consolidated Financial statements disclose the impact of pending litigations on its Consolidated Financial Position of the Group and its Joint Venture - Refer Note No 36 to the consolidated financial statements.

ii. The Provision has made provision in the Consolidated Financial Statement, as required under the applicable law or accounting standards, for material foreseeable losses, if any on long-term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its Subsidiary and joint venture during the year ended 31st March, 2022.

iv. (a) The respective Management of the company and its subsidiaries has represented to us that, to the best of their knowledge and belief, as disclosed in the notes to the accounts no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of its subsidiaries to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or any such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The respective Management of the company and its subsidiaries has represented to us that, to the best of their knowledge and belief, as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been received by the Company or 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 company or 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 audit procedures that has been considered reasonable and appropriate in the circumstances performed by us on companies and its subsidiaries , nothing has come to our notice that cause us to believe that the representation given by the Management under paragraph (3) (g) (iv) (a) and (b) above contain any material misstatement.

v. a. The final Dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with the Section 123 of the Act, as applicable.

b. The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of Dividend proposed is in accordance with Section 123 of the Act, as applicable.

2. As required by Section 197(16) of the Act, we report that the Holding Company ,its subsidiary and joint Venture has paid remuneration to its directors during the year in accordance with the provisions of the limits laid down under Section 197 read with Schedule V of the Act.

3. 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 reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For **D K P & Associates**
Chartered Accountants
Firm's Registration No. 126305W

D. K. Doshi
Partner
Membership No.: 037148
UDIN: 22037148AJBSEE1658

Place: Mumbai
Date: 16th May, 2022.

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS OF GRP LIMITED

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of 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 with reference to consolidated financial statements of GRP Limited ("herein after referred to as "Holding Company") and its subsidiary Company and Joint venture as of 31st March, 2022 in conjunction with our audit of the consolidated financial statements of the Company for the year ended.

Management Responsibility for the Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls 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 controls system with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls 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 judgment, 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 Holding Company's and Subsidiary Company and a joint venture internal financial controls system with reference to consolidated financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Holding Company and its Subsidiary and joint venture has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2022, based on the internal control over financial reporting criteria established by the holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **D K P & Associates**
Chartered Accountants
Firm's Registration No. 126305W

D. K. Doshi
Partner
Membership No. 037148
UDIN: 22037148AJBSEE1658

Place: Mumbai
Date: 16th May,2022.

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2022

(₹ in lakhs)

	Notes	As at 31-March-2022	As at 31-March-2021
ASSETS			
NON-CURRENT ASSETS			
Property, Plant and Equipment	2A	10,849.46	9,943.90
Capital work in progress	2B	13.68	161.83
Right of Use assets	2C	1,220.72	972.06
Investment Property	2D	102.59	104.91
Intangible assets	2E	9.75	11.56
Intangible assets under development	2F	0.18	31.49
Financial Assets			
Investments	3	19.04	17.18
Others	4	0.38	0.35
Other Non-current assets	5	452.98	286.85
Total Non-Current Assets		**12,668.78**	**11,530.13**
CURRENT ASSETS			
Inventories	6	5,349.49	4,335.75
Financial Assets			
Investments	7	1,514.27	-
Trade receivables	8	8,600.76	6,390.90
Cash and cash equivalents	9	29.64	1,373.68
Other Bank balances	10	13.97	9.29
Other Financial Assets	11	256.49	235.04
Current Tax Assets (Net)	12	83.88	149.21
Other Current Assets	13	1,057.87	748.94
Total Current Assets		**16,906.37**	**13,242.81**
Total Assets		**29,575.15**	**24,772.94**
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	14	133.33	133.33
Other Equity	15	13,488.95	13,024.76
Equity attributable to owners of the Company		**13,622.28**	**13,158.09**
Non-Controlling Interests		0.04	0.04
Total Equity		**13,622.32**	**13,158.13**
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	16	2,991.48	1,572.73
Lease Liabilities	17	55.41	36.48
Other Financial liabilities	18	8.00	9.00
Provisions	19	237.10	74.25
Deferred Tax Liabilities (Net)	20	1,397.27	1,565.47
Total Non-Current Liabilities		**4,689.26**	**3,257.93**

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2022

(₹ in lakhs)

	Notes	As at 31-March-2022	As at 31-March-2021
CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	21	6,975.12	5,536.42
Lease Liabilities	22	36.64	43.84
Trade Payables			
- Dues of micro and small enterprises	23	201.49	198.59
- Dues of creditors other than micro and small enterprises	23	2,312.63	1,379.74
Other Financial liabilities	24	154.25	114.32
Other Current Liabilities	25	1,501.91	982.39
Provisions	26	81.53	101.58
Total Current Liabilities		**11,263.57**	**8,356.88**
Total Liabilities		**15,952.83**	**11,614.81**
Total Equity and Liabilities		**29,575.15**	**24,772.94**
Significant Accounting policies	1		
See accompanying Notes to the Financial Statements	2-51		

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner
Membership no. 037148
Mumbai, 16th May, 2022

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Vice President & Chief Financial Officer

Mumbai, 16th May, 2022

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

	Notes	Year ended 31-March-2022	Year ended 31-March-2021
INCOME			
Revenue from Operations	27	41,285.10	29,741.72
Less: Goods and Service Tax Recovered		2,442.73	1,764.40
Revenue from Operations (Net)		38,842.37	27,977.32
Other Income	28	115.66	187.32
Total Income		**38,958.03**	**28,164.64**
EXPENSES			
Cost of Materials consumed		19,139.62	13,304.81
Changes in inventories of finished goods and work-in-progress	29	(934.97)	239.48
Employee benefits expenses	30	5,825.01	4,876.90
Finance Costs	31	451.46	539.97
Depreciation & Amortisation expense	32	1,239.97	1,265.66
Other Expenses	33	12,492.86	7,864.27
Total Expenses		**38,213.95**	**28,091.09**
Profit Before Share of Profit / (Loss) of Joint Ventures, Exceptional Items and Tax		**744.08**	**73.55**
Share of Profit / (Loss) of Joint Ventures		-	-
Profit before Exceptional items and Tax		**744.08**	**73.55**
Exceptional Items		-	-
Profit Before Tax		744.08	73.55
Tax Expense			
- Current Tax	34	330.65	14.83
- Short / (Excess) Provision for earlier years		-	(15.20)
- Deferred Tax		(162.62)	(92.99)
Total Tax Expenses		**168.03**	**(93.36)**
Profit for the year		**576.05**	**166.91**
Other Comprehensive Income			
A) Items that will not be reclassified to statement of profit and loss			
- Remeasurement benefit of defined benefit plans		(88.34)	26.14
- Income tax expense on remeasurement benefit of defined benefit plans		22.64	(6.80)
B) Items that will be reclassified to statement of profit and loss			
- Fair Valuation of Financial Instruments		1.88	1.03
- Cashflow Hedge Reserve		(20.29)	339.34
- Income tax expense on Cashflow Hedge Reserve		5.58	(88.23)
Total Other Comprehensive Income (A + B)		**(78.53)**	**271.48**
Total Comprehensive Income for the year		**497.52**	**438.39**
Profit for the year attributable to			
- Owners of the Company		576.05	166.91
- Non-controlling interest		(0.00)	(0.00)
		576.05	**166.91**

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

	Notes	Year ended 31-March-2022	Year ended 31-March-2021
Other comprehensive income for the year attributable to			
-Owners of the Company		(78.53)	271.48
- Non-controlling interest		-	-
		(78.53)	**271.48**
Total comprehensive income for the year attributable to			
- Owners of the Company		497.52	438.39
- Non-controlling interest		(0.00)	(0.00)
		497.52	438.39
Earning Per Equity share of Face value of ₹ 10/- each	43		
(1) Basic (in ₹)		43.20	12.52
(2) Diluted (in ₹)		43.20	12.52
Significant Accounting policies	1		
See accompanying Notes to the Financial Statements	2-51		

As per our Report of even date

For and on behalf of the Board of Directors

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Deepak K. Doshi
Partner
Membership no. 037148
Mumbai, 16th May, 2022

Shilpa Mehta
Vice President & Chief Financial Officer

Mumbai, 16th May, 2022

CONSOLIDATED CASHFLOW STATEMENT FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

	Year ended 31-March-2022	Year ended 31-March-2021
Cash flow from Operating activities		
Net profit before tax and extra ordinary items	744.08	73.55
Adjustments for		
- Depreciation	1,239.97	1,265.67
- (Profit) / Loss on sale of Property, plant and equipment (Net)	100.48	(109.76)
- Property, plant and equipment Discarded	11.80	-
- Amortization of Deferred Income	(1.00)	(1.00)
- Interest Income	(14.76)	(47.22)
- Interest Expense	451.46	539.97
- Rent Income	(3.00)	(3.00)
- Gain on Investment	(15.42)	-
- Net unrealised foreign exchange (gain)/loss	(65.88)	111.54
- Provision for expected credit losses	20.99	-
- Employee benefits expenses	(13.04)	30.07
Operating Profit before working capital changes	**2,455.68**	**1,859.82**
Adjustments for		
- (Increase)/Decrease in Trade and other receivables	(2,634.55)	1,086.51
- (Increase)/Decrease in Inventories	(1,013.74)	341.09
- Increase/(Decrease) in Trade and other payable	1,587.41	(774.97)
Cash generated from operations	**394.80**	**2,512.44**
Direct taxes paid (net of refund)	(242.68)	(6.44)
Net cash generated from operating activities	**152.12**	**2,506.01**
Cash flow from investing activities		
- Interest received	17.60	49.46
- Sale proceeds of Property, plant and equipment	49.12	342.25
- Rent Income	3.00	3.00
- Purchase of Investments	(1,498.85)	49.62
- Fixed Deposits in Bank	(0.03)	-
- Purchase of Property, plant and equipment	(2,405.06)	(357.99)
Net cash used in investing activities	**(3,834.22)**	**86.34**
Cash flow from financing activities		
- Loans Taken / (repaid) [Net of borrowings]	2,857.46	(1,436.86)
- Interest paid	(437.28)	(548.17)
- Payment of Lease Liabilities	(47.77)	(58.25)
- Dividend & Dividend tax paid	(34.35)	-
Net cash used in financing activities	**2,338.06**	**(2,043.29)**
Net increase / (Decrease) in cash and cash equivalents	**(1,344.04)**	**549.06**
Cash and cash equivalents at the beginning of the year	1,373.68	824.62
Cash and cash equivalents at the closing of the period	**29.65**	**1,373.68**

CONSOLIDATED CASHFLOW STATEMENT FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

	Year ended 31-March-2022	Year ended 31-March-2021
Cash and Bank Balances		
Cash and cash equivalents		
Cash on hand	1.87	2.26
Balance with banks		
- In Current accounts	2.97	264.61
- In Cash Credit Accounts	2.63	4.00
- In EEFC accounts	22.17	156.37
- Deposits with original maturity of less than 3 months	-	946.44
	29.64	**1,373.68**
Other Bank Balance (Refer note no. 10)	13.97	9.29

CHANGE IN LIABILITY ARISING FROM FINANCING ACTIVITIES

	01-April-2021	Cash Flow	Foreign Exchange Movement	31-March-2022
Borrowing - Long Term (Refer Note 16)	1,945.78	1,702.67	-	3,648.45
Borrowing - Short Term (Refer Note 21)	5,163.36	1,154.78	-	6,318.14
	7,109.14	**2,857.45**	**-**	**9,966.59**

	01-April-2020	Cash Flow	Foreign Exchange Movement	31-March-2021
Borrowing - Long Term (Refer Note 16)	1,594.17	351.61	-	1,945.78
Borrowing - Short Term (Refer Note 21)	6,951.83	(1,788.47)	-	5,163.36
	8,546.00	**(1,436.86)**	**-**	**7,109.14**

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (IND AS-7) - Statement of Cashflow

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner
Membership no. 037148
Mumbai, 16th May, 2022

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Vice President & Chief Financial Officer

Mumbai, 16th May, 2022

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st MARCH, 2022

A) Equity Share Capital

(₹ in lakhs)

	As at 31-March-2022	As at 31-March-2021
Balance at the beginning of the reporting year	133.33	133.33
Changes in Equity Share capital during the year	-	-
Balance at the end of the reporting year	**133.33**	**133.33**

B) Other Equity

	Reserves and Surplus						Other comprehensive Income		TOTAL OTHER EQUITY
	Special capital incentive and Subsidy	Profit on re-issue of forfeited shares	Securities Premium account	Excess of Share in Net Assets of subsidiary company / Joint Venture	General Reserve	Retained Earnings	Equity instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	
Balance at the beginning of the reporting period i.e. 1st April, 2020 (a)	53.30	0.01	41.67	1.02	6,509.32	6,150.07	(4.68)	(164.35)	12,586.36
Profit for the year	-	-	-	-	-	166.93	-	-	166.93
Items of OCI for the year, net of tax									
Remeasurement gain/(loss) of defined benefit plans	-	-	-	-	-	19.34	-	-	19.34
Net fair value gain / (loss) on investment in equity instruments through OCI	-	-	-	-	-	-	1.03	-	1.03
Fair value changes on cash flow hedge, net of tax	-	-	-	-	-	-	-	251.10	251.10
Total Comprehensive Income (b)	**-**	**-**	**-**	**-**	**-**	**186.27**	**1.03**	**251.10**	**438.40**
Appropriation during the year									-
Total of Appropriations (c)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Balance at the end of the reporting period i.e. 31st March, 2021 (a+b+c=d)	**53.30**	**0.01**	**41.67**	**1.02**	**6,509.32**	**6,336.34**	**(3.65)**	**86.75**	**13,024.76**
Profit for the year	-	-	-	-	-	576.05	-	-	576.05
Items of OCI for the year, net of tax									
Remeasurement gain / (loss) of defined benefit plans	-	-	-	-	-	(65.70)	-	-	(65.70)
Net fair value gain / (loss) on investment in equity instruments through OCI	-	-	-	-	-	-	1.88	-	1.88
Fair value changes on cash flow hedge, net of tax	-	-	-	-	-	-	-	(14.71)	(14.71)
Total Comprehensive Income (e)	**-**	**-**	**-**	**-**	**-**	**510.35**	**1.88**	**(14.71)**	**497.52**
Appropriation during the year									-
Dividend on Equity Shares (₹ 2.50 per share)	-	-	-	-	-	(33.33)			(33.33)
Total of Appropriations (f)	**-**	**-**	**-**	**-**	**-**	**(33.33)**	**-**	**-**	**(33.33)**
Balance at the end of the reporting period i.e. 31st March, 2022 (d+e+f)	**53.30**	**0.01**	**41.67**	**1.02**	**6,509.32**	**6,813.36**	**(1.77)**	**72.04**	**13,488.95**

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner
Membership no. 037148
Mumbai, 16th May, 2022

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Vice President & Chief Financial Officer

Mumbai, 16th May, 2022

CORPORATE INFORMATION

The consolidated financial statements comprise financial statements of GRP Limited (the Parent), its subsidiaries and Joint Venture (collectively, the Group) for the year ended 31st March, 2022.

The Parent Company is domiciled and incorporated in India under the Indian Companies Act, 1956. The registered office of the Company is situated at Plot No.8, GIDC Estate, Ankleshwar - 393 002, Dist. Bharuch, Gujarat, India.

The Group is engaged mainly in manufacturing of Reclaim Rubber, other rubber recycling activities and commercial vehicle tyre re-treading.

1 SIGNIFICANT ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

SIGNIFICANT ACCOUNTING POLICIES:

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

1.1 Basis of preparation and presentation of financial statements:

These financial statements are the consolidated financial statements of the Group prepared in accordance with Indian Accounting Standards (‘Ind AS’) notified under Section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, as amended from time to time.

These consolidated financial statements have been prepared and presented under the historical cost convention, except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements. These financial statements are presented in Indian Rupees, which is also its functional currency, and all values are rounded to the nearest lakhs, except when otherwise stated.

1.2 Current / Non-current classification:

For the purpose of current/non-current classification of assets and liabilities, the Group has ascertained its normal operating cycle as twelve months. This is based on the nature of products and services and the time between the acquisition of assets or inventories for manufacturing and their realization in cash and cash equivalents.

1.3 Principles of consolidation:

The consolidated financial statements relate to GRP Limited (‘the Parent Company’) and its subsidiaries and joint ventures. The consolidated financial statements have been prepared on the following basis:

a The financial statements of the Parent Company and its subsidiaries are combined on a line by line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intra-group balances and intra-group transactions.

b Profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant & equipment, are eliminated in full.

c Offset (eliminate) the carrying amount of the parent’s investment in each subsidiary and the parent’s portion of equity of each subsidiary.

d Non Controlling Interest’s share of profit / loss of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.

e Non Controlling Interest’s share of net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company’s shareholders.

f Investment in Joint Ventures has been accounted under the equity method as per Ind AS 28 - Investments in Associates and Joint Ventures.

1.4 Summary of Significant Accounting policies

(A) Property, Plant and Equipment

Tangible assets:

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses, if any.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Expenses directly attributable to new manufacturing facility during its construction period including borrowing costs are capitalized, if the recognition criteria are met. Expenditure related to plans, designs and drawings of buildings or plant and machinery is capitalized under relevant heads of property, plant and equipment if the recognition criteria are met.

Gains or losses arising from derecognition of assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss.

Capital work in progress and Capital advances:

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of property, plant and equipment outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation:

Depreciation on assets is provided on straight line method for the period for which the assets have been used as under:

(a) Depreciation on assets is provided over the useful life of assets as prescribed under schedule II of the Companies Act, 2013.

(b) Plant and machinery which have worked for more than single shift, depreciation is provided for accordingly as per rate prescribed in schedule II of the Companies Act, 2013.

(c) Leasehold land is amortised over the period of lease.

Intangible Assets and Amortisation:

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortised on a straight line basis over their estimated useful lives. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly. Gain or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the Statement of Profit and Loss. The period of amortisation is as under :

Asset	Period of amortisation
Computer Software	6 years
Copyright	10 years
Trademark	10 years
Design & Development	5 years

(B) Finance Costs:

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalise, all other borrowing costs are charged to the statement of profit and loss for the period in which they are incurred.

(C) Investment Properties:

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group for its business, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and wherever applicable its borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of profit and loss for the period in which they are incurred.

Investment properties are depreciated using the straight-line method over their estimated useful lives as follows:

Asset Category	Useful life	Basis for charging Depreciation
Office Building	60	Life as prescribed under Schedule-II of the Companies Act, 2013

Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the note 2D. Fair values are determined based on an annual evaluation performed by an external independent valuer.

(D) Impairment of non-financial assets - property, plant and equipment and intangible assets:

The Group assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(E) Government Grants and Subsidy:

Special capital incentive and subsidy received from the Government for setting up or expansion of an industrial undertaking in undeveloped area of State, is credited to Special capital incentive and subsidy account under Capital Reserve Account.

(F) Tax Expenses:

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current tax:

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961.

Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

Minimum Alternative Tax (MAT) credit entitlement is recognised in accordance with the Guidance Note on "Accounting for credit available in respect of Minimum Alternative Tax under the Income-tax Act, 1961" issued by ICAI. MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. At each balance sheet date the Group re-assesses MAT credit assets to the extent they become reasonably certain or virtually certain of realisation, as the case may be and adjusts the same accordingly.

Deferred tax:

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income Tax Act, 1961.

Deferred tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

Presentation of current and deferred tax:

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income.

(G) Inventories:

Items of inventories are measured at lower of cost or net realisable value after providing for obsolescence , if any. Cost of Inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing them to their respective present location and condition. Cost of raw materials, stores & spares, packing materials are determined on weighted average basis. However raw materials are written down to realisable value only if the cost of the related finished goods is not expected to recover the cost of raw materials.

Work-in-progress and finished goods are valued at lower of cost and net realisable value. Cost of work in progress and finished goods is determined on absorption costing method which include cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

(H) Financial Instruments:

1 Financial Assets

a Initial recognition and measurement:

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition.

b Subsequent measurement:

I Financial assets carried at amortised cost

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

II Financial assets at fair value through other comprehensive income

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

III Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

c Impairment of financial assets

In accordance with Ind AS 109, the Group uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Group applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Group uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Group uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

2 Financial Liabilities

a Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans and borrowings, net of directly attributable cost. Cost of recurring nature are directly recognised in profit or loss as finance cost.

b Subsequent measurement:

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

3 Derivative Financial Instruments

The Group uses various derivative financial instruments such as currency swaps and forwards to mitigate the risk of changes in interest rates and exchange rates. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedged item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

4 **Derecognition of financial instruments**

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Group's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

(I) Fair Value:

The Group measures financial instruments at fair value in accordance with the accounting policies mentioned above. 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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 — inputs that are unobservable for the asset or liability

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

(J) Revenue Recognition:

(i) Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services.

Generally, control is transferred upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Group has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Revenue is measured at the amount of consideration which the Group expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the Government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

(ii) Income from Power generation is accounted on the basis of certification of Gujarat Electricity Development Authority.

(iii) Credits on account of Duty drawback and other benefits, which are due to be received with reasonable certainty, are accrued upon completion of exports.

(iv) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

(v) Dividend income is recognized when the right to receive dividend is established.

(K) Foreign currency transactions and translation:

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

(L) Employees Benefits:

Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Expense in respect of other short term benefits is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

Post Employment Employee Benefits :

(i) Defined Contribution Plans :

(a) Provident Fund:

The Group makes specified monthly contribution to statutory provident fund in accordance with the Employees Provident Fund & Miscellaneous Provisions Act, 1952, which is a defined contribution plan and contribution paid or payable is recognized as an expense in the period in which services are rendered by the employee.

(b) Superannuation:

The Parent Company has Superannuation Plan for its executives - a defined contribution plan. The Parent Company makes annual contribution of the covered employees' salary, subject to maximum of ₹ 1.50 lakh per employee, for the executive opting for the benefit. The plan is managed by a Trust and the funds are invested with Life Insurance Corporation of India under its Group Superannuation Scheme. Annual contributions as specified under the Trust deed are paid to the Life Insurance Corporation of India and recognised as an expense of the year in which the liability is incurred.

(ii) Defined Benefit Plans:

(a) Gratuity:

The Parent Company pays gratuity to the employees who have completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the employees. The gratuity fund has been approved by respective Income Tax authorities.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees’ services.

Re-measurement of defined benefit plans in respect of post-employment and other long term benefits are charged to the Other Comprehensive Income. For Subsidiaries & Joint Venture gratuity benefit are provided on the basis of management estimate.

(b) Leave Encashment:

Provision for leave encashment, which is a defined benefit, is made based on actuarial valuation done by an independent agency of notified actuaries by using the projected unit credit method. Actuarial Gains / Losses, if any are recognised in the statement of profit and loss. For Subsidiaries & Joint Venture gratuity benefit are provided on the basis of management estimate.

(M) Lease:

The Group, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Group has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate

For short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

(N) Impact of COVID 19:

The Covid 19 pandemic had its impact on the global economic environment including in India, causing significant disruption in economic activities and the Reclaim Rubber Industry, in which the Company is operating, had been adversely impacted in the first half of FY 2020-21 due to the pandemic. With the gradual relaxation in India in the second half, economic activities had improved. However, the second wave of Covid 19 emerging in India in the months of April-May 2021 has had an impact on the industry and the Company.

The Company closely monitors the recent developments and effect of present pandemic over the business. The company believes that this pandemic is not likely to have material impact on the carrying value of its assets and hence no provision for any Impairment is required.

(O) Research and Development:

Revenue expenditure on Research and Development is charged in the period in which it is incurred. Capital Expenditure for Research and Development is capitalised when commissioned and included in the Plant, Property and Equipment and depreciated in accordance with the policies stated for Property, Plant and Equipment.

(P) Provisions, Contingent Liabilities and Contingent Assets:

Provisions: Provisions are recognised when there is a present obligation as a result of a past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events 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 Assets: Contingent Assets are neither recognised nor disclosed in the financial statements.

(Q) Segment reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Group. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Group.

(R) Cash and cash equivalents:

Cash and cash equivalents for the purposes of cash-flow statement comprise cash at bank and in hand and short-term investments with original maturity of three months or less.

(S) Earnings Per Share:

The Group reports basic and diluted earnings per share (EPS) in accordance with the Indian Accounting Standard specified under Section 133 of the Companies Act read with Rule 7 of the Companies (Accounts) Rules, 2014. The Basic EPS has been computed by dividing the income available to equity shareholders by the weighted average number of equity shares outstanding during the accounting year. The diluted EPS has been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the end of the year.

1.5 Key accounting estimates and judgements

The preparation of the consolidated financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

a) Depreciation/amortisation and useful lives of property, plant and equipment/intangible assets

Property, plant and equipment/intangible assets are depreciated/amortised over the estimated useful lives of the assets, after taking into account their estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation/ amortisation to be provided during any reporting period. The useful lives and residual values are based on the Group's historical experience with similar assets and take into account anticipated technological changes. The depreciation/ amortisation for future periods is revised if there are significant changes from previous estimates.

b) Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

c) Defined benefit obligation

The costs of providing pensions and other post-employment benefits are charged to the Statement of Profit and Loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates.

The same is disclosed in Note 38, 'Employee benefits'.

d) Income Tax:

The Group's tax jurisdiction is India. Significant judgements are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions (Refer Note 34).

e) Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

1.6 Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. On 23rd March, 2022, the MCA has notified Companies (Indian Accounting Standards) Amendment Rules, 2022. This notification has resulted into amendments in the following existing accounting standards which are applicable to Group from 01st April, 2022.

i. Ind AS 101 – First time adoption of Ind AS

ii. Ind AS 103 – Business Combination

iii. Ind AS 109 – Financial Instrument

iv. Ind AS 16 – Property, Plant and Equipment

v. Ind AS 37 –Provisions, Contingent Liabilities and Contingent Assets

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

2 PROPERTY, PLANT AND EQUIPMENT

2A TANGIBLE ASSETS

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2021	Additions	Deduction	Adjustments/ Transfers	As at 31-03-2022	As at 01-04-2021	For the year	Deduction	Adjustments/ Transfers	As at 31-03-2022	As at 31-03-2022	As at 31-03-2021
Roads	577.81	69.83	-	-	647.64	471.09	44.38	-	-	515.47	132.17	106.72
Buildings	6,492.56	551.00	-	(14.94)	7,028.62	1,908.77	194.62	-	(4.32)	2,099.07	4,929.55	4,583.79
Plant and Machinery	15,831.57	1,545.53	(323.57)	16.87	17,070.40	10,825.79	868.15	(175.05)	6.32	11,525.20	5,545.20	5,005.78
Furniture & Fixtures	399.95	0.51	-	(2.08)	398.38	345.84	14.99	-	(1.92)	358.91	39.47	54.11
Office equipments	236.67	5.62	(0.51)	0.15	241.94	188.87	11.50	(0.48)	0.14	200.03	41.91	47.80
Computer Hardware	170.46	18.81	(2.28)	(0.00)	186.99	153.19	5.40	(1.22)	0.00	157.38	29.62	17.26
Vehicles	97.08	-	-	-	97.08	38.19	11.38	-	-	49.57	47.51	58.89
Material Handling Vehicles	122.28	29.07	-	-	151.36	52.74	14.59	-	-	67.33	84.03	69.55
Total	**23,928.38**	**2,220.38**	**(326.36)**	**0.00**	**25,822.40**	**13,984.48**	**1,165.00**	**(176.76)**	**0.22**	**14,972.94**	**10,849.46**	**9,943.90**
Previous Year	**24,366.17**	**298.05**	**(735.84)**	**(0.00)**	**23,928.38**	**13,291.50**	**1,196.33**	**(503.35)**	**(0.00)**	**13,984.48**	**9,943.90**	**11,074.67**

Notes:

1 Refer to note 16 for information on Property, plant & equipment pledged as security by the Group.

2 Refer to note 36 for disclosure of contractual commitments for the acquisition of Property, plant & equipment.

2B CAPITAL WORK IN PROGRESS

Particulars	As at 31-03-2022	As at 31-03-2021
Factory Building	2.48	0.53
Plant & Machinery	11.07	80.45
Furniture & Fixture	0.13	-
Other Assets	-	80.85
Total	**13.68**	**161.83**

Notes:

1 Addition to capital work in progress includes borrowing cost on Term Loan.

Particulars	FY 2021-22	FY 2020-21
Plant and Machinery	0.46	-
Total	**0.46**	**-**

2 Capital-Work-in Progress (CWIP) Ageing schedule as at 31st March 2022

CWIP	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	13.68	-	-	-	**13.68**
Projects temporarily suspended	-	-	-	-	**-**
Total	**13.68**	**-**	**-**	**-**	**13.68**

3 Capital-Work-in Progress (CWIP) Ageing schedule as at 31st March 2021

CWIP	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	72.95	8.03	-	80.85	**161.83**
Projects temporarily suspended	-	-	-	-	**-**
Total	**72.95**	**8.03**	**-**	**80.85**	**161.83**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

2C RIGHT OF USE ASSETS

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2021	Additions	Deduction	Adjustments/ Transfers	As at 31-03-2022	As at 01-04-2021	For the year	Deduction	Adjustments/ Transfers	As at 31-03-2022	As at 31-03-2022	As at 31-03-2021
Lease hold Land	993.01	248.06	-	-	1,241.07	95.47	24.76	-	(11.77)	108.47	1,132.60	897.53
Vehicles	173.07	61.29	(50.93)	-	183.44	98.55	46.07	(49.30)	-	95.32	88.12	74.52
Total	**1,166.08**	**309.36**	**(50.93)**	**0.00**	**1,424.51**	**194.02**	**70.83**	**(49.30)**	**(11.77)**	**203.78**	**1,220.72**	**972.06**
Previous Year	**1,179.89**	**-**	**(13.81)**	**0.00**	**1,166.08**	**137.19**	**63.41**	**(6.58)**	**-**	**194.02**	**972.06**	**1,042.70**

2D INVESTMENT PROPERTY

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2021	Additions	Deduction	Adjustments/ Transfers	As at 31-03-2022	As at 01-04-2021	For the year	Deduction	Adjustments/ Transfers	As at 31-03-2022	As at 31-03-2022	As at 31-03-2021
Buildings	138.23	-	-	-	138.23	33.32	2.32	-	-	35.64	102.59	104.91
Total	**138.23**	**-**	**-**	**-**	**138.23**	**33.32**	**2.32**	**-**	**-**	**35.64**	**102.59**	**104.91**
Previous Year	**138.23**	**-**	**-**	**-**	**138.23**	**31.00**	**2.32**	**-**	**-**	**33.32**	**104.91**	**107.23**

Information regarding Income & Expenditure of Investment Property

	FY 2021-22	FY 2020-21
Rental Income derived from Investment Property	-	-
Direct Operating expenses (including repairs and maintenance) generating rental income	-	-
Direct Operating expenses (including repairs and maintenance) that did not generate rental income	(1.97)	(2.14)
Profit from investment properties before depreciation	**(1.97)**	**(2.14)**
Depreciation	(2.32)	(2.32)
Profit from investment properties	**(4.29)**	**(4.47)**

As at 31-Mar-2022 and 31-Mar-2021, the fair values of the Investment Property is based on Valuation report of the valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.

The Group has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

Fair Value of the Investment Property is as under

Fair Value	Office Building
Balance as at 01-Apr-2021	326.92
Fair value difference for the year	7.43
Purchases	-
Balance as at 31-Mar-2022	**334.35**

Particulars	Valuation Techniques	Significant unobservable inputs	Range of change in fair value per 5% (+/-) change in rate per sq. mtr.	
			As at 31-03-2022	As at 31-03-2021
Office Building	Sale Comparison Technique	Sales price of similar properties adjusted for peculiar factors of the property valued	16.72	16.35

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

2E INTANGIBLE ASSETS

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2021	Additions	Deduction	Adjustments / Transfers	As at 31-03-2022	As at 01-04-2021	For the year	Deduction	Adjustments / Transfers	As at 31-03-2022	As at 31-03-2022	As at 31-03-2021
Computer Software	217.98	-	-	-	217.98	211.56	0.03	-	-	211.59	6.40	6.42
Copyrights	11.06	-	-	-	11.06	7.13	1.11	-	-	8.23	2.83	3.93
Trademark	2.58	-	-	-	2.58	1.38	0.69	-	-	2.06	0.52	1.21
TOTAL	**231.63**	**-**	**-**	**-**	**231.63**	**220.06**	**1.82**	**-**	**-**	**221.88**	**9.75**	**11.56**
Previous Year	**231.63**	**-**	**-**	**-**	**231.63**	**216.46**	**3.60**	**-**	**-**	**220.06**	**11.56**	**15.16**

2F INTANGIBLE ASSETS UNDER DEVELOPMENT

	As at 31-03-2022	As at 31-03-2021
Computer Software, Trademark, Brand and Patents	0.18	31.49

Notes

1 Intangible Assets Under Development (IAUD) Ageing schedule as at 31st March 2022

IUAD	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	0.18	-	-	-	**0.18**
Projects temporarily suspended	-	-	-	-	**-**
Total	**0.18**	**-**	**-**	**-**	**0.18**

2 Intangible Assets Under Development (IAUD) Ageing schedule as at 31st March 2021

IUAD	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	19.70	-	-	11.79	**31.49**
Projects temporarily suspended	-	-	-	-	**-**
Total	**19.70**	**-**	**-**	**11.79**	**31.49**

3 NON CURRENT FINANCIAL ASSETS : INVESTMENTS

	Face Value (in ₹)	As at 31-03-2022		As at 31-03-2021	
		Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
Investment in Quoted Equity Shares, fully paid up (at FVOCI)					
Bank of Baroda	2	5000	5.58	5000	3.71
Investments measured at Cost					
Investment in equity shares of Joint Ventures					
Marangoni GRP Pvt. Ltd.	1	-	-	9,921,723	-
Investment in equity shares of other Companies					
Narmada Clean Tech	10	129,000	12.90	129,000	12.90
Iris Ecopower Venture Pvt. Ltd.	10	-	-	1,000	0.01
OPGS Power Gujarat Pvt. Ltd.	0.1	280,000	0.56	280,000	0.56
TOTAL			**19.04**		**17.18**
Aggregate amount of quoted investment			0.85		0.85
Market value of quoted investment			5.58		3.71
Aggregate amount of unquoted investments			13.46		13.47

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

Category-wise Non current investment	As at 31-03-2022	As at 31-03-2021
Financial assets measured at cost	13.46	13.47
Financial assets measured at fair value through other comprehensive income	5.58	3.71
Total Non Current Investment	**19.04**	**17.18**

4	NON CURRENT FINANCIAL ASSETS : OTHERS (UNSECURED)	As at 31-03-2022	As at 31-03-2021
	At Amortized Cost		
	Fixed Deposit accounts with Bank (Maturity more than 12 months)	0.38	0.35
	TOTAL	**0.38**	**0.35**

5	OTHER NON CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)	As at 31-03-2022	As at 31-03-2021
	Capital Advances	151.58	8.73
	Advances other than capital advances		
	- Security Deposits	280.93	265.09
	- Other Advances & Deposits	8.41	8.39
	Prepaid Expenses (Refer note 13)	12.07	4.64
	TOTAL	**452.98**	**286.85**

6	INVENTORIES	As at 31-03-2022	As at 31-03-2021
	Raw Materials	2,312.41	2,438.34
	Work-in-progress	616.11	597.86
	Finished goods		
	- In hand	1,487.41	673.60
	- In transit	426.31	323.40
	Stores and spares	259.90	202.08
	Fuel Materials	15.72	12.36
	Packing Materials	134.21	78.94
	Stock of Others	97.41	9.16
	TOTAL	**5,349.49**	**4,335.75**

Note: Inventories written down to net realisable value during the FY 2021-22 : Finished Goods ₹ 189.99 lakhs (FY 2020-21 ₹ 7.88 lakhs).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

7 CURRENT FINANCIAL ASSETS : INVESTMENTS

	Face Value (in ₹)	As at 31-03-2022		As at 31-03-2021	
		Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
Investments measured at Cost					
Investment in equity shares of Joint Ventures					
Marangoni GRP Pvt. Ltd.	**10**	9,921,723	-		-
Investments measured at Fair Value Through Profit and Loss (FVTPL)					
Investment in Portfolio Management Services					
Debt Bonds / Debentures		27	340.51		-
Mutual fund		3,549,962	962.37		-
Others		157,225	211.39		-
TOTAL			**1,514.27**		**-**
Aggregate amount of Unquoted investment			-		-
Aggregate amount of quoted investment			1,499.98		-
Market value of quoted investment			1,514.27		-
Category-wise Current investment					
Financial Assets measured at Cost			-		-
Financial Assets measured at Fair value through Profit & Loss			1,514.27		-
Total Investment - Non Current			**1,514.27**		**-**

8 CURRENT FINANCIAL ASSETS : TRADE RECEIVABLES

	As at 31-03-2022	As at 31-03-2021
Trade Receivables considered good - Unsecured	8,600.76	6,394.77
Less: Allowance for expected credit loss	-	(3.87)
	8,600.76	**6,390.90**
Trade Receivables - credit impaired	31.18	6.32
Less: Allowance for expected credit loss	(31.18)	(6.32)
	-	-
TOTAL	**8,600.76**	**6,390.90**

Movement of Impairment Allowance (allowance for expected credit loss)

	FY 2021-22	FY 2020-21
Impairment Allowance		
Opening Balance	10.19	10.19
Provided during the year	24.86	-
Amount Written back	(3.87)	-
Amount Written Off	-	-
Closing Balance	**31.18**	**10.19**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

Trade Receivables ageing schedule as at 31st March, 2022

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
(i) Undisputed Trade receivables considered good	6,981.14	1,532.99	25.42	0.85	43.70	16.66	**8,600.76**
(ii) Undisputed Trade Receivables considered doubtful	-	-	-	-	-	-	**-**
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables considered doubtful	-	-	-	12.18	10.68	8.32	**31.18**
Total	**6,981.14**	**1,532.99**	**25.42**	**13.02**	**54.38**	**24.99**	**8,631.94**

Trade Receivables ageing schedule as at 31st March, 2021

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
(i) Undisputed Trade receivables considered good	5,370.68	967.16	2.37	9.02	26.92	14.75	**6,390.90**
(ii) Undisputed Trade Receivables considered doubtful	-	-	-	-	-	-	**-**
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables considered doubtful	1.52	-	-	1.37	0.98	6.32	**10.19**
Total	**5,372.20**	**967.16**	**2.37**	**10.39**	**27.90**	**21.07**	**6,401.09**

9	CURRENT FINANCIAL ASSETS : CASH AND CASH EQUIVALENTS	As at 31-03-2022	As at 31-03-2021
	Balances with Banks		
	- In Current Accounts	2.97	264.61
	- In Cash Credit Accounts	2.63	4.00
	- In EEFC Accounts	22.17	156.37
	- Deposits with original maturity of less than 3 months	-	946.44
	Cash on hand	1.87	2.26
	TOTAL	**29.64**	**1,373.68**

10	CURRENT FINANCIAL ASSETS : OTHER BANK BALANCES	As at 31-03-2022	As at 31-03-2021
	Other Bank Balances		
	Unclaimed dividend accounts	4.65	5.67
	Term deposits held as margin money against bank guarantee and other commitments	9.32	3.62
	TOTAL	**13.97**	**9.29**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

11 CURRENT FINANCIAL ASSETS : OTHERS	As at 31-03-2022	As at 31-03-2021
Accrued Interest Income	18.20	21.03
Currency Options	19.38	0.01
Forward Contract Receivable	195.79	214.00
Other Current Financial Assets	23.12	-
TOTAL	**256.49**	**235.04**

12 CURRENT TAX ASSETS (NET)	As at 31-03-2022	As at 31-03-2021
Opening Balance	149.21	92.73
Add: Provision for Income-tax for the year	(330.65)	(14.82)
Add: Tax on defined benefit plans	22.64	(6.80)
Add: Short / (Excess) Provision for earlier years	-	15.20
Add: MAT Adjusted	-	56.47
Add: Advance Tax Paid	242.68	6.44
Closing Balance	**83.88**	**149.21**

13 OTHER CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)	As at 31-03-2022	As at 31-03-2021
Advances other than capital advances	137.86	199.14
Security Deposits	32.32	22.57
Balance with Central Excise & GST Authorities	544.83	313.13
Prepaid Expenses (Refer note 5)	161.28	141.18
Receivable from LIC (Gratuity claim)	25.64	31.19
Duty drawback Receivable	155.95	41.40
Others	-	0.34
TOTAL	**1,057.88**	**748.95**

14 EQUITY	As at 31-03-2022	As at 31-03-2021
Authorized		
15,00,000 equity shares of ₹ 10 each	150.00	150.00
Issued, Subscribed and fully Paid up		
13,33,333 equity shares of ₹ 10 each	133.33	133.33
TOTAL	**133.33**	**133.33**

	As at 31-03-2022		As at 31-03-2021	
	Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
At the beginning of the year	1,333,333	133.33	1,333,333	133.33
Add: Issued during the year	-	-	-	-
At the end of the year	1,333,333	133.33	1,333,333	133.33

Rights, preferences and restrictions attached to shares

1. The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each holder of equity shares is entitled to one vote per share.
2. In the event of liquidation of the Company, the holders of the equity shares of the Company will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholding.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

Details of shares held by shareholders holding more than 5% of the aggregate shares in the company

	As at 31-03-2022		As at 31-03-2021	
	Shares (Nos)	% of Holding	Shares (Nos)	% of Holding
Mrs. Meera Philip	81,666	6.12%	81,666	6.12%

Shareholding Pattern as on 31-March-2022

Sr. No.	Promoter Name	No. of Shares	% of Total Shares	% change during the year
1	Mahesh Vadilal Gandhi HUF (As A Partner Of M/S V. Chatrabhuj & Co.)	3381	0.25%	0.00%
2	Harish V Gandhi HUF	7733	0.58%	0.00%
3	Jagdish Manharlal Desai HUF	8188	0.61%	-0.21%
4	Mahesh Vadilal Gandhi HUF	16636	1.25%	0.00%
5	Rajendra Vadilal Gandhi HUF	47125	3.53%	0.00%
6	Miss.Miloni Siddharth Parekh	13200	0.99%	0.00%
7	Miss.Khyati Mahesh Gandhi	3000	0.23%	0.00%
8	Mahesh Vadilal Gandhi	62550	4.69%	0.00%
9	Mahesh V Gandhi (As A Trustee Of Shree Mahesh Vadilal Gandhi Family Trust)	11530	0.86%	0.00%
10	Nikhil Manharlal Desai	5	0.00%	0.00%
11	Jagdish Manharlal Desai	300	0.02%	-0.01%
12	Vaishali Rajendra Gandhi	15909	1.19%	0.05%
13	Amishi Rakesh Gandhi	3822	0.29%	0.00%
14	Harish Vadilal Gandhi	32608	2.45%	0.00%
15	Rashmi Mahesh Gandhi	50209	3.77%	0.00%
16	Mamta Rajesh Salot	3818	0.29%	0.00%
17	Devyani C Tolia	3501	0.26%	-0.11%
18	Harsh Rajendra Gandhi HUF	23277	1.75%	0.10%
19	Rajendra Vadilal Gandhi	44711	3.35%	1.43%
20	Nayna Rajendra Gandhi	57038	4.28%	0.95%
21	Jayvanti Manharlal Desai	1935	0.15%	-0.05%
22	Nehal Rajendra Gandhi	5609	0.42%	0.05%
23	Hemal Harsh Gandhi	13237	0.99%	0.00%
24	Rekha A Kothari	4903	0.37%	0.00%
25	Varsha Hitesh Shah	4906	0.37%	0.00%
26	Harsh Rajendra Gandhi	58908	4.42%	0.98%
27	Khyati S Desai	822	0.06%	0.00%
28	Harsh Rajendra Gandhi(As A Trustee Of Aarav Trust)	14600	1.10%	0.00%
29	Ghatkopar Estate & Finance Corp. Pvt.Ltd.	13333	1.00%	0.00%
30	Industrial Development & Investment Co. Pvt.Ltd.	14000	1.05%	0.00%
31	Enarjee Consultancy And Trading Co.LLP	13614	1.02%	-3.41%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

15 OTHER EQUITY	As at 31-03-2022	As at 31-03-2021
Reserves and Surplus		
Capital reserve		
Special capital incentive and subsidy		
Balance as per last Balance sheet	53.30	53.30
Profit on re-issue of forfeited shares		
Balance as per last Balance sheet	0.01	0.01
Securities Premium account		
Balance as per last Balance sheet	41.67	41.67
Excess of Share in Net Assets of subsidiary company / Joint Venture		
Balance as per last Balance sheet	1.02	1.02
Add/(Less) : Adjustment for Net asset value at the time of acquisition	-	-
Total Excess of Share in Net Assets of subsidiary company	1.02	1.02
General Reserve		
Balance as at beginning of the year	6,509.32	6,509.32
Add: Transferred from the statement of profit and loss account	-	-
Balance as at the end of the year	**6,509.32**	**6,509.32**
Retained Earnings		
As per last Balance sheet	6,336.34	6,150.07
Add: Profit for the year	576.06	166.93
Add: Remeasurement gain/(loss) of defined benefit plans	(65.70)	19.35
Less: Appropriations :		
Dividend on Equity Shares (Dividend per Share ₹ 2.50, Previous year ₹ Nil)	(33.33)	-
Balance as at the end of the year	**6,813.36**	**6,336.34**
Other Comprehensive Income (OCI)		
As per last Balance sheet	83.10	(169.04)
Add: Movement in OCI (Net) during the year	(12.84)	252.14
Balance as at the end of the year	**70.27**	**83.10**
TOTAL	**13,488.95**	**13,024.76**

Description of nature and purpose of each reserve

General Reserve - General reserve is created from time to time by way of transfer from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

Capital Reserve - Capital reserve represents Special Capital subsidy received and profit on re-issue of forfeited shares

Securities Premium Reserve - Securities premium reserve represents the premium received on issue of equity shares.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

16 NON CURRENT FINANCIAL LIABILITIES : BORROWINGS	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
	Current Maturity		Non - Current portion	
Secured - At Amortised Cost				
Term Loans from Banks				
- Rupee Loan	459.89	368.17	1,887.69	763.26
- For Working Capital	193.09	1.21	1,095.11	796.78
	652.97	**369.38**	**2,982.80**	**1,560.04**
Unsecured - At Amortised Cost				
Deferred Payment Liability	4.00	3.67	8.68	12.68
	4.00	**3.67**	**8.68**	**12.68**
	656.97	**373.06**	**2,991.48**	**1,572.72**
Amount disclosed under the head Current Financial Liabilities : Borrowings (refer note 21)	(656.97)	(373.06)	-	-
TOTAL	**-**	**-**	**2,991.48**	**1,572.72**

1 Borrowings are measured at amortised Cost

Nature of security and terms of repayment for borrowings:

2 **Rupee loan from HDFC Bank Ltd of ₹ 763.26 lakhs (Net of processing charges) (31-Mar-2021: ₹ 1,048.18 lakhs) for Capex**

First exclusive charge by way of hypothecation of plant & machinery which are funded through this loan and by way of extension of equitable mortgage on office at 510, Kohinoor City, Kurla (West), Mumbai.

Repayable in 54 equal monthly instalments beginning from 08-Jun-2020 along with interest @ 8.75% p.a. (FY 20-21 : 8.80% p.a.)

3 **Rupee loan from Citi Bank, N.A. of ₹ Nil (31-Mar-2021: ₹ 83.25 lakhs) for Capex**

First exclusive charge by way of hypothecation on Plant & Machinery which are funded through Citi Bank term loan.

Loan is repaid on 02-Nov-2021.

4 **Rupee loan from HDFC Bank Ltd of ₹ 790.72 lakhs (Net of processing charges) (31-Mar-2021: ₹ 797.99 lakhs) for Working Capital**

Second pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. Second pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

Repayable in 48 equal quarterly instalments beginning from 01-Apr-2022 along with interest @ 7.95% p.a.

5 **Rupee loan from HDFC Bank Ltd of ₹ 1584.32 lakhs (Net of processing charges) (31-Mar-2021: ₹ Nil) for Capex**

First exclusive charge by way of hypothecation of plant & machinery which are funded through this loan and by way of extension of equitable mortgage on office at 510, Kohinoor City, Kurla (West), Mumbai.

Repayable in 54 equal quarterly instalments beginning from 02-Oct-2022 along with interest @ 6.50% p.a.

6 **Rupee loan from HDFC Bank Ltd of ₹ 497.48 lakhs (Net of processing charges) (31-Mar-2021: ₹ Nil) for Working Capital**

Second pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. Second pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

Repayable in 48 equal quarterly instalments beginning from 01-Apr-2024 along with interest @ 6.50% p.a.

7 **Deferred Payment Liability**

Vehicle loan of ₹ 16.35 lakhs (31-Mar-2020: ₹ 19.73 lakhs) is secured by vehicles under hypothecation with Bank. Loan is repayable in 60 monthly instalments from Mar-2020 along with interest @ 8.50% p.a.

8 For explanation on the Group's Interest rate risk and foreign currency risk refer Note 46

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

17	NON CURRENT FINANCIAL LIABILITIES : LEASE LIABILITIES	As at 31-03-2022	As at 31-03-2021
	Lease Liability (refer note 22)	55.41	36.48
	TOTAL	**55.41**	**36.48**

18	NON CURRENT FINANCIAL LIABILITIES : OTHERS	As at 31-03-2022	As at 31-03-2021
	Deferred Income (refer note 24)	8.00	9.00
	TOTAL	**8.00**	**9.00**

19	NON CURRENT LIABILITIES : PROVISIONS	As at 31-03-2022	As at 31-03-2021
	Provision for Leave encashment (refer note 26)	121.76	74.25
	Provision for Gratuity payment	115.34	-
	TOTAL	**237.10**	**74.25**

20	DEFERRED TAX LIABILITIES (NET):	As at 31-03-2022	As at 31-03-2021
	At the start of the year	1,565.47	1,570.23
	Charge/(credit) to Statement of Profit and Loss	(162.62)	(92.99)
	Charge/(credit) to Other Comprehensive Income	(5.58)	88.23
	At the end of year	**1,397.27**	**1,565.47**

Component of Deferred tax liabilities / (asset)	As at 31-03-2021	Charge / (credit) to Profit and Loss	Charge / (credit) to Other Comprehensive Income	As at 31-03-2022
Deferred tax liabilities / (asset) in relation to:				
Property, plant and equipment	1,609.71	(125.09)	-	1,484.63
Financial assets	(1.38)	6.45	-	5.07
Financial Liabilities	(20.88)	(2.70)	-	(23.59)
Loan and advances	(25.42)	(23.36)	-	(48.78)
Provisions	(20.29)	(12.58)	-	(32.87)
Others	23.74	(5.34)	(5.58)	12.82
TOTAL	**1,565.47**	**(162.62)**	**(5.58)**	**1,397.27**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

21	CURRENT FINANCIAL LIABILITIES : BORROWINGS	As at 31-03-2022	As at 31-03-2021
	Secured - At Amortised Cost		
	Working Capital Loan payable on demand from banks		
	Rupee Loan	6,318.14	5,163.36
	Current maturities of Long-term borrowings (Refer note 16)	656.97	373.06
	TOTAL	**6,975.12**	**5,536.42**

Nature of security and terms of repayment for secured borrowings:

1 **Working Capital Loan from HDFC Bank Ltd of ₹ 4,329.05 lakhs (31-Mar-2021: ₹ 3,074.59 lakhs)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the parent company at par with other banks.

2 **Working Capital loan from Citi Bank N. A. of ₹ 691.33 lakhs (31-Mar-2021: ₹ 1,316.01 lakhs)**

First pari passu charge in favour of Citi Bank N.A. by way of hypothecation of entire Fixed assets both movable and immovable, both present & future of the parent company located at Manufacturing unit at Ankleshwar & Panoli Plant, District Bharuch, Gujarat at par with other banks.

3 **Working Capital loan from ICICI Bank Ltd of ₹ Nil (31-Mar-2021: ₹ 759.70 lakhs)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the parent company at par with other banks.

4 **Working Capital loan from Kotak Bank Ltd of ₹ 1,252.15 lakhs (31-Mar-2021: ₹ Nil)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the parent company at par with other banks.

5 **Working Capital loan from HDFC Bank Ltd of ₹ 45.62 lakhs (31-Mar-2021: ₹ 13.06 lakhs)**

First exclusive charge by way of hypothecation of entire current assets, both present and future, including inventories, book debts, bills receivables and entire movable property, plant and equipment and mortgage of immovable property of the LLP.

6 For explanation on the Group's Interest risk and foreign currency risk refer Note 46.

7 The company has borrowings from bank and financial institution on the basis of security of current asset and in following instances.

There were differences in quaterly statements of current asset filed by the Parent company with the bank. The summary of reconciliation is as follows.

Quarter ended	Particulars of Securities Provided	Amount as per books of accounts	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for differences
June/2021	Trade Receivables (Net of Advances)	5,549.03	5,598.84	(49.81)	On Account of Regrouping
September/2021	Trade Receivables (Net of Advances)	7,025.51	7,185.11	(159.60)	On Account of Regrouping
December/2021	Trade Receivables (Net of Advances)	6,528.54	6,439.09	89.45	On Account of Regrouping
March/2022	Trade Receivables (Net of Advances)	8,474.20	8,470.80	3.40	On Account of Regrouping

There were no differences in quaterly statements of current asset filed by the Subsidiary companies with the bank.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

22	CURRENT FINANCIAL LIABILITIES : LEASE LIABILITIES	As at 31-03-2022	As at 31-03-2021
	Lease Liability (Refer note 17)	36.64	43.84
	TOTAL	**36.64**	**43.84**

23	CURRENT FINANCIAL LIABILITIES : TRADE PAYABLES	As at 31-03-2022	As at 31-03-2021
	Dues of micro and small enterprises	201.49	198.59
	Dues of creditors other than micro and small enterprises	2,312.63	1,379.74
	TOTAL	**2,514.12**	**1,578.33**

Details of Micro and Small Enterprises as defined under Micro, Small and Medium Enterprises Development Act,2006 ("MSMED Act").

To comply with the requirement of The Micro, Small and Medium Enterprises Development Act, 2006, the Group requested its suppliers to confirm it whether they are covered as Micro, Small or Medium enterprise as is defined in the said Act. Based on the communication received from such suppliers confirming their coverage as such enterprise, the Group has recognized them for the necessary treatment as provided under the Act, from the date of receipt of such confirmations and are disclosed in note below.

	As at 31-03-2022	As at 31-03-2021
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises	201.49	198.59
- Interest due thereon	0.78	0.25
The amount of interest paid by the Group in terms of section 16 of the MSMED Act, 2006.	13.78	-
The amount of payment made to the supplier beyond the appointed day during the year	1,120.27	864.05
Amount of interest due and payable on delayed payments	7.22	7.89
Amount of interest accrued and remaining unpaid as at year end (Net of reversal)	15.65	23.66
The amount of further interest due and payable even in the succeeding year	-	-

Trade Payables Ageing schedule as at 31st March, 2022

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
MSME	122.49	71.87	0.55	6.58	13.98	**215.47**
Others	1,637.10	659.88	-	1.67	-	**2,298.65**
Disputed dues - MSME	-	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	-	**-**
Total	**1,759.59**	**731.75**	**0.55**	**8.25**	**13.98**	**2,514.12**

Trade Payables Ageing schedule as at 31st March, 2021

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
MSME	147.73	44.08	6.58	0.21	-	198.59
Others	1,018.10	320.47	19.66	5.46	16.04	**1,379.73**
Disputed dues - MSME	-	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	-	**-**
Total	**1,165.83**	**364.55**	**26.24**	**5.67**	**16.04**	**1,578.33**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

24	CURRENT FINANCIAL LIABILITIES : OTHERS	As at 31-03-2022	As at 31-03-2021
	Interest accrued but not due on borrowings	35.87	21.69
	Unclaimed Dividend*	4.65	5.67
	Creditors for Capital Goods & Services	51.68	24.91
	Deposit from Dealers	60.40	60.40
	Deferred Income (refer note 18)	1.00	1.00
	Security Deposit for Let out property	0.65	0.65
	TOTAL	**154.25**	**114.32**

*There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as on 31st March, 2022.

25	OTHER CURRENT LIABILITIES	As at 31-03-2022	As at 31-03-2021
	Advances from customers	83.14	15.52
	Statutory dues	66.65	84.44
	Others	1,352.12	882.43
	TOTAL	**1,501.91**	**982.39**

26	CURRENT LIABILITIES : PROVISIONS	As at 31-03-2022	As at 31-03-2021
	Current maturities of Long-term provisions of Employees Benefit expenses		
	- Provision for Leave encashment (refer note 19)	6.53	3.81
	- Provision for Gratuity payment	75.00	97.77
	TOTAL	**81.53**	**101.58**

27	REVENUE FROM OPERATIONS:	Year ended 31-03-2022	Year ended 31-03-2021
	Revenue from Operations (Gross)	40,786.49	29,512.77
	Power generation from Windmill	67.40	60.37
	Export incentives	431.21	168.58
	Revenue from Operations (Gross)	**41,285.10**	**29,741.72**
	Less: Goods and Service Tax Recovered	2,442.73	1,764.40
	Revenue from Operations (Net)	**38,842.37**	**27,977.33**

Disaggregation of Revenue

Revenue based on Geography

	Year ended 31-03-2022	Year ended 31-03-2021
Export	25,776.60	18,450.10
Domestic	13,065.77	9,527.23
TOTAL	**38,842.37**	**27,977.33**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

28	**OTHER INCOME:**	**Year ended 31-03-2022**	**Year ended 31-03-2021**
	Interest Income	14.77	47.21
	Amortization of State Government Subsidy	0.05	2.45
	Amortization of Deferred Income	1.00	1.00
	Net Gain on Sale of Property, Plant and Equipment	-	109.76
	Income from Investments (FVTPL)		
	- Realised Gain	1.24	-
	- Unrealised Gain	14.18	-
	Other Non-operating Income	84.43	26.90
	TOTAL	**115.66**	**187.32**

29	**CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE:**		**Year ended 31-03-2022**	**Year ended 31-03-2021**
	Stock at the beginning of the year:			
	Finished goods		673.60	1,001.83
	Goods-in-transit (Finished Goods)		323.40	145.00
	Work-in-progress		597.86	687.51
		A)	**1,594.87**	**1,834.34**
	Stock at the end of the year:			
	Finished goods		1,487.41	673.60
	Goods-in-transit (Finished Goods)		426.31	323.40
	Work-in-progress		616.11	597.86
		B)	**2,529.83**	**1,594.87**
	TOTAL (A) - (B)		**(934.97)**	**239.48**

30	**EMPLOYEE BENEFITS EXPENSES:**	**Year ended 31-03-2022**	**Year ended 31-03-2021**
	Salaries and Wages	5,185.51	4,336.49
	Contribution to Provident fund and Other funds*	389.89	360.95
	Staff Welfare and other benefits	249.61	179.46
	TOTAL	**5,825.01**	**4,876.90**

*For Disclosure as per IND-AS 19 'Employee Benefits' refer note no 38

31	**FINANCE COST:**	**Year ended 31-03-2022**	**Year ended 31-03-2021**
	Interest on Term & Working Capital Loans*	375.37	401.12
	Applicable loss on foreign currency transactions and translation	-	57.59
	Interest on Other Loans	17.48	25.80
	Financial Charges	58.61	55.46
	TOTAL	**451.46**	**539.97**

* Interest Expenses are net of Interest Capitalised of ₹ 0.46 lakhs (Previous year ₹ Nil) (Refer note 2B)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

32 DEPRECIATION AND AMORTIZATION EXPENSES:	Year ended 31-03-2022	Year ended 31-03-2021
Depreciation on Property, Plant & Equipment	1,235.83	1,259.74
Depreciation on Investment Property	2.32	2.32
Amortisation of Intangible Assets	1.82	3.60
TOTAL	**1,239.97**	**1,265.66**

33 OTHER EXPENSES:	Year ended 31-03-2022	Year ended 31-03-2021
Manufacturing Expenses		
Packing Material consumed	1,154.98	816.10
Stores and Spare Parts Consumed	609.86	407.63
Power, Fuel & Water Consumed:-		
- Power Consumption	3,705.54	3,162.42
- Fuel Consumption	996.95	615.11
- Water Consumption	41.08	34.79
Repairs & Maintenance Expenses:-		
- Plant & Machineries	361.29	234.54
- Factory Buildings	10.95	18.81
	6,880.66	**5,289.40**
Sales & Distribution expenses		
Freight & Forwarding expenses	5,350.18	2,153.15
Other Selling and Distribution expenses	96.78	45.76
	5,446.96	**2,198.91**
Administration & Other Expenses		
Insurance	47.19	45.54
Vehicle Expenses	43.57	31.53
Printing & Stationery	14.07	13.64
Advertisements	5.36	2.25
Rent, Short Term Lease Rent & Other Charges	4.90	3.32
Repairs to Other Assets	93.42	92.22
Legal & Professional charges	179.24	132.29
Travelling & Conveyance	63.52	32.17
Postage & Telephones	22.72	21.20
Provision for expected credit loss	20.99	-
Net Loss on foreign currency transactions and translation	(769.50)	(335.93)
Auditors Remuneration (Refer note 35)	11.64	11.10
Directors' Sitting Fees	15.14	11.38
Commission to Director	12.00	1.40
Rate and Taxes	47.25	56.54
Corporate Social Responsibility Expense (Refer note 42)	20.24	29.45
Factory / Office Expenses	38.55	35.76
Office electricity expenses	8.94	7.44
Other Expenses	185.53	184.65
Net Loss on Sale of Property, Plant and Equipment	100.48	-
	165.25	**375.96**
TOTAL	**12,492.86**	**7,864.27**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

34 INCOME TAX:

A The note below details the major components of income tax expenses for the year ended 31-March-22 and 31-March-21. The note further describes the significant estimates made in relation to Group's income tax position and also explains how the income tax expense is impacted by non-assessable and non-deductible items.

Particulars	**Year ended 31-03-2022**	**Year ended 31-03-2021**
Current Tax	**330.65**	**(0.38)**
Current Tax	330.65	14.83
(Excess) / Short Provision for earlier years	-	(15.20)
Deferred Tax	**(162.62)**	**(92.99)**
Deferred Tax	(162.62)	(92.99)
Income tax expense reported in the statement of profit and loss	**168.03**	**(93.37)**
Other Comprehensive Income (OCI)		
Income tax relating to items that will not be reclassified to profit or loss	(22.64)	6.80
Deferred tax relating to items that will be reclassified to profit or loss	(5.58)	88.23

B **Reconciliation of tax expenses and the accounting profit multiplied by applicable tax rate as notified under Income Tax Act, 1961 enacted in India for the years ended 31-March-2022 and 31-March-2021.**

	Year ended 31-03-2022	**Year ended 31-03-2021**
Profit before income tax expense	744.08	73.55
Income tax expense calculated at 25.626% (31-March-2021 : 26.000%)	**190.68**	**19.12**
Tax effect of adjustments in calculating taxable income		
- Disallowance of expenses as per Income tax	489.02	443.37
- Allowance of expenses (Depreciation, R&D)	(349.58)	(302.76)
- Effect of difference in tax rates for subsidiary companies	0.22	-
- Others	0.31	(144.91)
- **Current Tax Provision (A)**	**330.65**	**14.83**
- **Short / (Excess) Provision for earlier years (B)**	**-**	**(15.20)**
- Incremental Deferred Tax Liability on account of Property, Plant and Equipment and Intangible Assets	(125.09)	(134.84)
- Incremental Deferred Tax Liability / (Asset) on account of Financial Assets and Other Items	(37.54)	41.85
- **Deferred Tax Provision (C)**	**(162.62)**	**(92.99)**
- **Tax Expenses recognised in Statement of Profit and Loss (A+B+C)**	**168.03**	**(93.36)**
- **Effective Tax rate**	**22.58%**	**-**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

35	DETAILS OF PAYMENT TO AUDITORS EXCLUDING TAXES:	Year ended 31-03-2022	Year ended 31-03-2021
	Statutory Audit fees	7.85	7.85
	Limited Review fees	0.75	0.75
	Tax Audit fees	2.25	2.50
	Reimbursement of expenses	0.79	-
	TOTAL	**11.64**	**11.10**

36	CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR) :	Year ended 31-03-2022	Year ended 31-03-2021
	Guarantees by Banks not provided for (Net)	390.75	365.89
	Letter of Credit	88.91	96.40
	Claims against the Group (Including Sales tax, Excise duty, etc.) not acknowledged as debts		
	- Sales Tax	253.96	262.96
	- Excise Duty & Service Tax	156.72	156.72
	- Income Tax liability	234.34	193.28
	Estimated amount of contracts remaining to be executed on capital account towards PPE	59.49	42.86
	TOTAL	**1,184.18**	**1,118.11**

37	LEASES:	Year ended 31-03-2022	Year ended 31-03-2021
	Premises given on Operating Lease:		
	The Group has given premises on operating lease to Marangoni GRP Private Limited for a term of 11 months.		
	- Gross carrying amount as on balance sheet date	13.37	13.37
	- Accumulated depreciation amount as on balance sheet date	(2.79)	(2.61)
	- Net carrying amount as on balance sheet date	10.58	10.76
	- Depreciation recognised in statement of profit and loss	0.18	0.18
	The future minimum lease rental income is as follows		
	(a) Not later than 1 year	0.50	0.75
	(b) Later than 1 year but not later than 5 years	-	-
	(c) Later than 5 years	-	-

Premises given on Operating Lease: Refer note 2D

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

38 EMPLOYEE BENEFITS :

As per Indian Accounting Standard 19 “Employee benefits”, the disclosures as defined are given below :

The Group has various schemes for long term benefits such as provident fund, superannuation, gratuity and leave encashment. The Group’s defined contribution plans are Employees’ Provident fund and Pension Scheme (under the provision of the Employees’ Provident Fund and Miscellaneous Provisions Act, 1952) since the Group has no further obligation beyond making the contributions.

A Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under

		Year ended 31-03-2022	Year ended 31-03-2021
i	Employer’s Contribution to Provident & Pension Fund	234.49	223.97
ii	Employer’s Contribution to Superannuation Fund	20.14	22.29

B Defined Benefit Plans

Disclosure Statement as Per Indian Accounting Standard 19

Para 139 (a) Characteristics of defined benefit plan

The Group has a defined benefit gratuity plan in India (funded). The Group’s defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

Para 139 (b) Risks associated with defined benefit plan

Gratuity is a defined benefit plan and company is exposed to the Following Risks:

Interest rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan’s liability.

Investment Risk: The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on Government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk: Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

Para 139 (c) Characteristics of defined benefit plans

During the year, there were no plan amendments, curtailments and settlements.

Para 147 (a)

A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

		As at 31-03-2022	As at 31-03-2021
		Gratuity Funded	
i)	**Reconciliation of opening and closing balances of Defined Benefit Obligation**		
	Defined Benefit Obligation at beginning of the year	687.03	719.07
	Current Service Cost	67.28	74.25
	Past Service Cost	-	-
	Interest Cost	47.41	49.18
	Actuarial (Gain) / Loss	88.69	(39.28)
	Benefits Paid	(74.77)	(116.19)
	Defined Benefit Obligation at year end	815.64	687.03
ii)	**Reconciliation of opening and closing balances of fair value of Plan Assets**		
	Fair value of Plan Assets at beginning of year	589.26	618.05
	Expected Return on Plan Assets	40.66	42.27
	Employer Contribution	69.79	58.27
	Benefits Paid	(74.77)	(116.19)
	Actuarial (Gain) / Loss	0.35	(13.14)
	Fair value of Plan Assets at year end	625.30	589.26
iii)	**Reconciliation of fair value of Assets and Obligations**		
	Present Value of Benefit Obligation at the end of the Period	815.64	687.03
	Fair value of plan assets as at end of the year	625.30	589.26
	Funded status (Surplus/ (Deficit))	(190.34)	(97.77)
	Net (Liability)/Asset Recognized in the Balance Sheet	(190.34)	(97.77)
iv)	**Expenses recognised during the year**		
	Current service cost	67.28	74.25
	Past service cost	-	-
	Actuarial (Gains)/Losses on Obligation For the Period	-	-
	Net Interest cost	6.75	6.91
	Expenses recognised in the statement of profit and loss account	74.02	81.16
	Actuarial (Gains)/Losses on Obligation For the Period	88.69	(39.28)
	Return on Plan Assets, Excluding Interest Income	(0.35)	13.14
	Net (Income)/Expense For the Period Recognized in OCI	88.34	(26.14)
v)	**Actuarial Assumptions**		
	Discount Rate	7.29%	6.90%
	Salary Escalation	5.00%	5.00%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

C Sensitivity Analysis

The key assumption and sensitivity of the defined benefit obligation to changes in the weighted principal assumption is:

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Expected Return on Plan Assets	7.29%	6.90%
Rate of Discounting	7.29%	6.90%
Rate of Salary Increase	5.00%	5.00%
Rate of Employee Turnover	2.00%	2.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2006-08)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Delta Effect of +1% Change in Rate of Discounting	(63.79)	(60.93)
Delta Effect of -1% Change in Rate of Discounting	74.51	72.02
Delta Effect of +1% Change in Rate of Salary Increase	74.55	71.69
Delta Effect of -1% Change in Rate of Salary Increase	(64.81)	(61.60)
Delta Effect of +1% Change in Rate of Employee Turnover	14.32	11.87
Delta Effect of -1% Change in Rate of Employee Turnover	(16.28)	(13.61)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

39 RELATED PARTIES DISCLOSURE:

Sr. No.	Name of Related Party	% Share	Relationship
1	MARANGONI GRP Private Limited	50.000%	Joint Venture
2 3 4 5	Rajendra V Gandhi; Managing Director Harsh R Gandhi; Joint Managing Director Shilpa Mehta; Vice President & Chief Financial Officer Abhijeet Sawant; Company Secretary*		Key Managerial Personnel (KMP)
6 7 8	Nayna R. Gandhi Hemal H. Gandhi Mahesh V. Gandhi		Relatives of Key Managerial Personnel (KMP)
9	Alphanso Netsecure Pvt. Ltd.		Enterprises over which Key Managerial Personnel are able to exercise significant influence
10 11	GRP Employees Group Gratuity Trust GRP Employees Group Superannuation Scheme		Post Employment Benefits Plans

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

Sr. No.	Particulars	Joint Venture		Key Managerial Personnel	
		2021-22	2020-21	2021-22	2020-21
1	Shareholding	112.70	112.70	-	-
2	Purchase of Goods	5.54	-	-	-
3	Sale of Goods and Services	8.58	20.59	-	-
4	Reimbursement of Expenses	0.56	-	-	-
5	Contributions during the year	-	-	-	-
6	Outstanding Receivable	67.25	62.28	-	-
7	Outstanding Payable	-	-	-	-
8	Remuneration paid	-	-	370.24	240.74
9	Dividend Paid	-	-	2.59	-
10	Sitting Fees Paid	-	-	-	-

Sr. No.	Particulars	Relatives of Key Managerial Personnel		Enterprises over which Key Managerial Personnel are able to exercise significant influence		Post Employment Benefit plans	
		2021-22	2020-21	2021-22	2020-21	2021-22	2020-21
1	Shareholding	-	-	-	-	-	-
2	Purchase of Goods	-	-	1.15	13.21	-	-
3	Sale of Services	-	-	-	-	-	-
4	Reimbursement of Expenses	-	-	-	-	-	-
5	Contributions during the year	-	-	-	-	89.93	80.55
6	Outstanding Receivable	-	-	-	-	-	-
7	Outstanding Payable	-	-	1.16	2.93	-	-
8	Remuneration paid	24.58	19.10	-	-	-	-
9	Dividend Paid	3.32	-	-	-	-	-
10	Sitting Fees Paid	1.20	1.40	-	-	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022

(₹ in lakhs)

Disclosure in respect of material transactions of the same type with related parties during the year

Sr. No.	Particulars	Year ended 31-03-2022	Year ended 31-03-2021
1	**Shareholding** - MARANGONI GRP Private Limited	112.70	112.70
2	**Purchase of Goods**		
	- MARANGONI GRP Private Limited	5.54	-
	- Alphanso Netsecure Private Limited	1.15	13.21
3	**Sale of Goods and Services** - MARANGONI GRP Private Limited	8.58	20.59
4	**Reimbursement of Expenses** - MARANGONI GRP Private Limited	0.56	-
5	Contributions during the year		
	GRP Employees Group Gratuity Trust	69.79	58.27
	GRP Employees Group Superannuation Scheme	20.14	22.29
6	**Outstanding Receivable -** MARANGONI GRP Private Limited	67.25	62.28
7	**Outstanding Payable -** Alphanso Netsecure Pvt Ltd	1.16	2.93
8	**Remuneration paid**		
	- Rajendra V Gandhi	123.77	73.64
	- Harsh R Gandhi	187.02	117.84
	- Shilpa N Mehta	45.91	36.79
	- Hemal H Gandhi	24.58	19.10
9	**Dividend paid**		
	- Rajendra V Gandhi	1.12	-
	- Harsh R Gandhi	1.47	-
	- Mahesh V Gandhi	1.56	-
	- Nayna R. Gandhi	1.43	-
	- Hemal H Gandhi	0.33	-
10	**Sitting Fees Paid**		
	- Mahesh V Gandhi	1.00	0.60
	- Nayna R. Gandhi	0.20	0.80

Terms and conditions of transactions with related parties

Transaction entered into with related party are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured, interest free and will be settled in cash. There have been no guarantees received or provided for any related party receivables or payables.

Compensation of Key management personnel

Sr. No.	Particulars	Year ended 31-03-2022	Year ended 31-03-2021
1	Short-term employee benefits	349.13	219.63
2	Post-employment benefits	21.11	21.11
3	Other long-term benefits	-	-
4	Termination benefits	-	-
5	Share-based payments	-	-
Total Compensation paid to Key Management personnel		**370.24**	**240.74**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

40	DETAILS OF RESEARCH AND DEVELOPMENT EXPENDITURE	Year ended 31-03-2022	Year ended 31-03-2021
	Accounting for Research & Development expenditure incurred :		
(a)	Capital Expenditure incurred on Equipments & Machinery	-	0.31
(b)	Capital Expenditure incurred on Buildings, Furniture, office equipments & Computer Hardware	-	-
(c)	Capital Work in Progress	-	-
(d)	Revenue Expenditure incurred towards the R&D Projects	225.65	155.11

41 SEGMENT REPORTING:

As per Indian Accounting Standard (Ind AS) -108 on Operating Segments, the Chief Operating Decision Maker (CODM) evaluates the Group's performance and allocates resources based on an analysis of various performance indicators of business segment/s in which the Group operates, 'Reclaim Rubber' has been identified as reportable segment and smaller business segments not separately reportable have been grouped under the heading 'Others'.

The accounting policies adopted for segment reporting are in line with the accounting policy of the Group with following additional policies for segment reporting.

a) Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

b) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

Sr. No.	Particulars	Reclaim Rubber		Others		Unallocable		Total	
		2021-22	2020-21	2021-22	2020-21	2021-22	2020-21	2021-22	2020-21
1	**Segment Revenue**								
	Gross Revenue from Operations	37,417.18	27,497.40	3,867.92	2,244.32	-	-	41,285.10	29,741.72
	Less: Goods & Service Tax	2,073.51	1,570.73	369.22	193.67	-	-	2,442.73	1,764.40
	Net Revenue from Operations	35,343.67	25,926.67	3,498.70	2,050.65	-	-	38,842.37	27,977.32
2	**Segment Results before Interest & Tax**	2,662.41	1,882.76	284.49	156.18	(1,751.36)	(1,425.42)	1,195.54	613.52
	Less: Interest Expenses	-	-	-	-	-	-	451.46	539.97
	Add: Share of Profit/(Loss) of Joint Ventures	-	-	-	-	-	-	-	-
	Profit before Tax	2,662.41	1,882.76	284.49	156.18	(1,751.36)	(1,425.42)	744.08	73.55
	Current Tax	-	-	-	-	-	-	330.65	(0.37)
	Deferred Tax	-	-	-	-	-	-	(162.62)	(92.99)
	Profit After Tax	2,662.41	1,882.76	284.49	156.18	(1,751.36)	(1,425.42)	576.05	166.91
3	**Other Information**								
	Segment Assets	21,353.35	18,389.35	4,121.42	2,934.70	4,100.38	3,448.90	29,575.15	24,772.95
	Segment Liabilities	3,999.01	2,428.16	290.62	231.92	11,663.24	8,954.76	15,952.87	11,614.84
	Capital Expenditure	1,716.20	278.35	602.37	47.09	31.70	0.88	2,350.27	326.32
	Depreciation / Amortisation Expenses	982.21	1,008.24	168.59	148.42	89.17	109.00	1,239.97	1,265.66

1 The reportable Segments are further described below
- Reclaim Rubber segment includes production and marketing of reclaim rubber products
- Others segment includes Windmill, Custom Die Forms, Engineering Plastics and Polymer Composite Products.

2 There are transactions with a single external customer which amounts to 10% or more of the Group's revenue.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

42	CORPORATE SOCIAL RESPONSIBILITY EXPENSES:	Year ended 31-03-2022	Year ended 31-03-2021
A	Gross amount required to be spent by the Group during the year.	8.57	10.71

B Amount Spent during the year on:

	Year 2021-22			Year 2020-21		
	In cash	Yet to be paid in cash	Total	In cash	Yet to be paid in cash	Total
i) Construction/acquisition of any asset	-	-	-	13.34	-	13.34
ii) On purposes other than (i) above	20.24	-	20.24	16.11	-	16.11
Total	**20.24**	**-**	**20.24**	**29.45**	**-**	**29.45**

43	EARNINGS PER SHARE:	Year ended 31-03-2022	Year ended 31-03-2021
-	Net Profit after tax for the year	576.05	166.91
-	Number of equity shares of ₹ 10/- each.	1,333,333	1,333,333
-	Earnings per share - Basic	43.20	12.52
-	Earnings per share -Diluted	43.20	12.52
-	Face value per equity share	10.00	10.00

44 RELATIONSHIP WITH STRUCK OFF COMPANIES

As at 31st March, 2022

Name of Struck of Company	Transaction with Entity	Nature of Transactions	Transactions during the year	OS Balance	Relationship with Struck off Company
BATCO TRANSINDIA PVT LTD.	GRP Ltd (Parent Company)	Payables	0.03	-	Trade Payable

As at 31st March, 2021

There was no transaction or Outstanding Payable to any Struck off Companies as at 31st March, 2021.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

45 FAIR VALUATION MEASUREMENT HIERARCHY

A CATEGORY-WISE CLASSIFICATION OF FINANCIAL INSTRUMENTS

	Refer Note	As at 31-03-2022	As at 31-03-2021
Financial assets measured at fair value through profit or loss (FVTPL)			
Forward Contract	11	114.60	112.52
Investment in Portfolio Management Services	7	1,514.27	-
Currency Options	11	19.38	0.01
Financial assets measured at fair value through other comprehensive income (FVTOCI)			
Investment in Equity Shares - Bank of Baroda	3	5.58	3.71
Forward Contract	11	81.19	101.48
Financial assets measured at amortised cost			
Fixed Deposit accounts with Bank (Maturity more than 12 months)	4	0.38	0.35
Trade Receivables	8	8,600.76	6,390.90
Cash and cash equivalents	9	29.64	1,373.68
Bank balances other than mentioned above	10	13.97	9.29
Accrued Interest Income	11	18.20	21.03
Others	11	23.12	-
Financial liabilities measured at amortised cost			
Rupee Term Loan from Banks	16 & 21	3,635.77	1,929.43
Deferred Payment Liability	16 & 21	12.68	16.36
Lease Liability	17 & 22	92.05	80.33
Deferred Income	18 & 24	9.00	10.00
Rupee Working Capital Demand Loan from Banks	21	6,318.14	5,163.36
Trade payables	23	2,514.12	1,578.33
Interest accrued and due on borrowings	24	35.87	21.69
Unclaimed Dividend	24	4.65	5.67
Creditors for Capital Goods & Services	24	51.68	24.91
Deposit from Dealers	24	60.40	60.40
Security Deposit for Let out property	24	0.65	0.65

The above table does not include financial assets measured at Cost. (Refer note 3,7)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

B FAIR VALUE MEASUREMENTS

(i) The following table provides the fair value measurement hierarchy of the Group's financial assets and liabilities:

		Fair value hierarchy		
Particulars	**Carrying Amount**	**Quoted prices in active markets (Level 1)**	**Significant Observable inputs (Level 2)**	**Significant Unobservable inputs (Level 3)**
As at 31-03-2022				
Financial Assets				
At Fair Value Through P&L (FVTPL)				
Other Financial Assets	114.60	-	114.60	-
Investment in Portfolio Management Services	1,514.27	1,514.27	-	-
Investment in Portfolio Management Services	19.38	-	19.38	-
At Fair Value Through OCI (FVTOCI)				
Investment in Equity Shares - Bank of Baroda	5.58	5.58	-	-
Other Financial Assets	81.19	-	81.19	-
Financial Liabilities				
At Amortised Cost				
Lease Liability	92.05	-	-	92.05
As at 31-03-2021				
Financial Assets				
At Fair Value Through P&L (FVTPL)				
Other Financial Assets	112.52	-	112.52	-
Currency Options	0.01	-	0.01	-
At Fair Value Through OCI (FVTOCI)				
Investment in Equity Shares - Bank of Baroda	3.71	3.71	-	-
Other Financial Assets	101.48	-	101.48	-
Financial Liabilities				
At Amortised Cost				
Lease Liability	80.33	-	-	80.33

(ii) Financial Instrument measured at Amortised Cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Group does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

46 FINANCIAL RISK MANAGEMENT - OBJECTIVES AND POLICIES

The Group's financial liabilities comprise mainly of borrowings, trade payables and other payables. The Group's financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Group is exposed to Market risk, Credit risk and Liquidity risk. The Board of Directors ('Board') oversee the management of these financial risks through its Risk Management Committee. The Risk Management Policy of the Group formulated by the Risk Management Committee and approved by the Board, states the Group's approach to address uncertainties in its endeavour to achieve its stated and implicit objectives. It prescribes the roles and responsibilities of the Group's management, the structure for managing risks and the framework for risk management. The framework seeks to identify, assess and mitigate financial risks in order to minimize potential adverse effects on the Group's financial performance.

The following disclosures summarize the Group's exposure to financial risks and information regarding use of derivatives employed to manage exposures to such risks. Quantitative sensitivity analysis have been provided to reflect the impact of reasonably possible changes in market rates on the financial results, cash flows and financial position of the Group.

1) Market Risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of interest rate risk and currency risk. Financial instruments affected by market risk includes borrowings, investments, trade payables, trade receivables, loans and derivative financial instruments.

a) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the Group's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

Interest Rate Exposure

	As at 31-03-2022	As at 31-03-2021
Borrowings		
Long Term Fixed Loan	3,740.51	2,026.11
Short Term Loan	6,318.14	5,163.36

Impact on Interest Expenses for the year on 0.5% change in Interest rate

Changes in rate	Effect on profit before tax		Effect on total equity	
	Year ended 31-03-2022	Year ended 31-03-2021	As at 31-03-2022	As at 31-03-2021
+0.5%	(31.36)	(25.75)	(31.36)	(25.75)
-0.5%	31.36	25.75	31.36	25.75

b) Foreign Currency Risk

The Group's business objective includes safe-guarding its earnings against foreign exchange rate fluctuation. The Group has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments include forward/options instruments to achieve this objective.

(i) Exposure in foreign currency - Hedged

The Group enters into forward exchange contracts to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The Group does not enter into any derivative instruments for trading or speculative purposes.

The forward exchange contracts used for hedging foreign currency exposure and outstanding as at reporting date are as under:

Currency	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
EUR	14.24	12.09	1,181.32	1,049.98
USD	59.80	37.90	4,460.00	2,807.58

(ii) Exposure in foreign currency - Unhedged

Payables	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
EUR	0.51	0.57	43.08	48.91
USD	1.41	1.00	106.88	73.41
AED	-	0.01	-	0.14
CNY	0.02	0.02	0.21	0.20
SGD	-	-	-	-

Receivables	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
EUR	0.08	0.70	6.78	60.31
USD	1.47	3.20	111.55	233.82
JPY	-	68.50	-	45.29
CNY	0.00	0.00	0.01	0.01
THB	-	0.07	-	0.16
AED	0.23	-	4.70	-

(iii) Sensitivity

The Group is mainly exposed to changes in EUR & USD. The below table demonstrates the sensitivity to a 5% increase or decrease in the EUR / USD against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Group as at the reporting date. 5% represents management's assessment of reasonably possible change in foreign exchange rate.

Foreign Currency	Change in rate	Effect on profit after tax		Effect on total equity	
		Year 2021-22	Year 2020-21	As at 31-03-2022	As at 31-03-2021
EUR	+5%	(1.82)	0.57	(1.82)	0.57
EUR	-5%	1.82	(0.57)	1.82	(0.57)
USD	+5%	0.23	8.02	0.23	8.02
USD	-5%	(0.23)	(8.02)	(0.23)	(8.02)

c) Other Price Risks:

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. Other price risk arises from financial assets such as investments in equity instruments. The Group is exposed to price risk arising mainly from investments in equity instruments recognised at FVTOCI. As at 31st March, 2022, the carrying value of such equity instruments recognised at FVTOCI amounts to ₹ 5.58 lakhs (Previous year ₹ 3.71 lakhs as at 31st March 2021). The details of such investments in equity instruments are given in Note 3.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

2) Credit Risk:

Credit risk refers to a risk that a counterparty will default on its contractual obligation resulting in a financial loss to the Group. Credit risk primarily arises from financial asset such as trade receivables and Derivative financial instruments and other balances with banks, loans and other receivables. The Group's exposure to credit risk in disclosed in note 7, 8, 9, 10 and 11. The Group has adopted a policy of only dealing with counterparties that have sufficient credit rating. The Group's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transaction is reasonably spread amongst the counterparties.

Credit risk arising from investment in derivative financial instrument and other balances with bank is limited and there is no collateral held against these because the counterparties are banks and recognised financial institution with high credit ratings assigned by international credit rating agencies.

The average credit period on sale of products and services is maximum of 60-90 days. Credit risk arising from trade receivables in managed in accordance with Group's established policy, procedures, and controls relating to customer credit risk management. Credit quality of Customer is assessed and accordingly individual credit limit is defined. The concentration of credit risk is limited due to the fact that customer base is large.

Movement in expected credit loss allowance on trade receivables	**As at 31-03-2022**	**As at 31-03-2021**
Balance at the beginning of the year	10.19	10.19
Loss allowance measured at lifetime expected credit loss	20.99	-
Balance at the end of the year	31.18	10.19

3) Liquidity Risk:

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Group has an established liquidity risk management framework for managing its short term, medium term and long term funding and liquidity management requirements. The Group's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group manages the liquidity risk by maintaining adequate funds in cash and cash equivalents. The Group also has adequate credit facilities agreed with banks to ensure that there is sufficient cash to meet all its normal operating commitments in a timely and cost-effective manner.

The table below analysis non-derivative financial liabilities of the Group into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Non Derivative Liabilities	**Refer Note**	**< 1 year**	**1 - 5 years**	**Above 5 years**	**Total**
At 31st March 2022					
Long Term Borrowings	16,17,21,22	693.62	3,046.89	-	3,740.51
Short Term Borrowings	21	6,318.14	-	-	6,318.14
Trade Payables	23	2,514.12	-	-	2,514.12
Other Financial Liabilities	24	154.25	-	-	154.25
At 31st March 2021					
Long Term Borrowings	16,17,21,22	416.90	1,609.21	-	2,026.11
Short Term Borrowings	21	5,163.36	-	-	5,163.36
Trade Payables	23	1,578.33	-	-	1,578.33
Other Financial Liabilities	24	114.32	-	-	114.32

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

4) Hedge Accounting:

The Group's business objective includes safe-guarding its foreign currency earnings against movements in foreign exchange and interest rates. Group has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments consists of forwards to achieve this objective. The table below shows the position of hedging instruments and hedged items as of the balance sheet date.

Disclosure of effects of hedge accounting

A Fair Value Hedge

Hedging Instrument

Type of Hedge and Risks	Nominal Value	Carrying amount		Changes in FV	Hedge Maturity Date	Line Item in Balance Sheet
		Assets	Liabilities			
Foreign currency risk component - Forward Contract / Futures contract	5,906.74	5,792.14	-	114.60	Apr-22 to Sep-22	Current Financial Assets : Others

Hedging Items	Carrying amount		Changes in FV	Line Item in Balance Sheet
Type of Hedge and Risks	Assets	Liabilities		
Trade Receivables	5,906.74	-	(114.60)	Current Financial Assets : Trade Receivables

B Cashflow Hedge

Hedging Instrument

Type of Hedge and Risks	Nominal Value	Carrying amount		Changes in FV	Hedge Maturity Date	Line Item in Balance Sheet
		Assets	Liabilities			
Foreign currency risk component - Forward Contract	9,059.56	8,978.37	-	81.19	Sep-22 to Mar-23	Current Financial Assets : Others

Hedging Items				
Type of Hedge and Risks	Nominal Value	Changes in FV	Cashflow Hedge Reserve	Line Item in Balance Sheet
Foreign Currency Risk				
Highly probable Exports	9,059.56	81.19	81.19	Other Equity

47 DETAILS OF SUBSIDIARY AND JOINT VENTURE

Name of the Company	Country of Incorporation	% of Holding	
		As at 31-03-2022	As at 31-03-2021
Subsidiary			
Grip Polymers Limited	India	100.000%	100.000%
Grip Surya Recycling LLP	India	99.886%	99.886%
Joint Venture			
Marangoni GRP Private Limited	India	50.000%	50.000%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2022 (₹ in lakhs)

SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARIES / ASSOCIATES / JOINT VENTURES AS PER COMPANIES ACT, 2013

Name of the Company / LLP	Equity Share / Partners Capiltal	Other Equity	Total Assets	Total Liabilities	Total Income	Profit Before Tax	Total Other Comprehensive Income	% of Holding
Grip Polymers Limited	310.00	(302.15)	7.85	-	0.03	(0.55)	1.33	100.000%
Grip Surya Recycling LLP	345.61	-	452.02	106.41	839.82	1.12	(0.47)	99.886%
Marangoni GRP Private Limited	198.43	(474.87)	432.61	709.05	787.19	(104.82)	(104.82)	50.000%

48 DISCLOSURE OF ADDITIONAL INFORMATION PERTAINING TO THE PARENT COMPANY, SUBSIDIARIES AND JOINT VENTURE AS PER SCHEDULE III OF THE COMPANIES ACT, 2013

Name of the company	FY 2021-22							
	Net Assets (Total Assets minus Total Liabilities)		Share in Profit or Loss		Other Comprehensive Income		Total Comprehensive Income	
	As a % of consolidated Net Assets	Net Assets	As a % of consolidated Profit or Loss	Profit / (Loss)	As a % of consolidated OCI	OCI	As a % of consolidated TCI	TCI
Parent Company:								
GRP Limited	100.41%	13,678.37	100.50%	578.96	102.39%	(80.41)	100.21%	498.55
Subsidiary Company:								
Grip Polymers Limited	0.06%	7.50	-0.09%	(0.55)	-2.39%	1.88	0.27%	1.33
Gripsurya Recycling LLP	2.54%	345.61	-0.08%	(0.47)	0.00%	-	-0.09%	(0.47)
Joint Venture:								-
Marangoni GRP Private Limited	-1.01%	(138.22)	-9.10%	(52.41)	0.00%	-	-10.53%	(52.41)
Non-Controlling Interests	0.00%	0.04	0.00%	(0.00)	0.00%	-	0.00%	(0.00)
Sub Total		**13,893.30**		**525.53**		**(78.53)**		**447.00**
Adjustments arising out of consolidation	-1.99%	(270.98)	8.77%	50.52	0.00%	-	10.15%	50.52
Grand Total	**100.00%**	**13,622.32**	**100.00%**	**576.05**	**100.00%**	**(78.53)**	**100.00%**	**497.52**

Name of the company	FY 2020-21							
	Net Assets (Total Assets minus Total Liabilities)		Share in Profit or Loss		Other Comprehensive Income		Total Comprehensive Income	
	As a % of consolidated Net Assets	Net Assets	As a % of consolidated Profit or Loss	Profit / (Loss)	As a % of consolidated OCI	OCI	As a % of consolidated TCI	TCI
Parent Company:								
GRP Limited	100.42%	13,213.15	107.28%	179.07	99.62%	270.46	102.54%	449.53
Subsidiary Company:								
Grip Polymers Limited	0.05%	6.17	0.43%	0.72	0.38%	1.03	0.40%	1.75
Gripsurya Recycling LLP	2.63%	346.08	-9.23%	(15.41)	0.00%	-	-3.52%	(15.41)
Joint Venture:								-
Marangoni GRP Private Limited	-0.65%	(85.81)	-21.87%	(36.50)	0.00%	-	-8.33%	(36.50)
Non-Controlling Interests	0.00%	0.04	0.00%	(0.00)	0.00%	-	0.00%	(0.00)
Sub Total		**13,479.64**		**127.87**		**271.49**		**399.36**
Adjustments arising out of consolidation	-2.44%	(321.51)	23.39%	39.04	0.00%	(0.01)	8.90%	39.03
Grand Total	**100.00%**	**13,158.13**	**100.00%**	**166.91**	**100.00%**	**271.48**	**100.00%**	**438.39**

49 CAPITAL MANAGEMENT

For the purpose of the Group's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Group. The primary objective of the Group when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholder value.

The gearing ratio at end of the reporting period was as follows:

	As at 31-03-2022	As at 31-03-2021
Gross Debt	9,966.60	7,109.14
Cash and Marketable Securities	29.64	1,373.68
Net Debt (A)	**9,936.96**	**5,735.46**
Total Equity (As per Balance Sheet) (B)	13,622.28	13,158.09
Net Gearing (A/B)	0.73	0.44

50 APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the board of directors on 16th May, 2022.

51 EVENTS AFTER THE REPORTING PERIOD

The Board of Directors have recommended dividend of ₹ 9/- (90%) per fully paid up equity share of ₹ 10/- each, aggregating ₹ 120.00 lakhs (subject to deduction of tax at applicable rates), for the financial year 2021-22, which is based on relevant share capital as on 31st March, 2022.

The above is subject to approval at the ensuing Annual General Meeting of the Parent Company and hence is not recognised as a liability.

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner
Membership no. 037148
Mumbai, 16th May, 2022

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Vice President & Chief Financial Officer

Mumbai, 16th May, 2022

GIVING BACK TO THE COMMUNITY FOR OVER 4 DECADES

EDUCATION

SUSTAINABLE LIVELIHOOD

WOMEN EMPOWERMENT

HEALTHCARE

GRP RECLAIM RUBBER

Manufacturing Plants:
Ankleshwar | Panoli
Chincholi | Perundurai
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GRP INDUSTRIAL POLYMERS

Manufacturing Plants:
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GRP CUSTOM DIE FORMS

Manufacturing Plants:
Panoli
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GRP POLYMER COMPOSITE

Manufacturing Plants:
Solapur

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