



PUDUMJEE

PUDUMJEE PAPER PRODUCTS LTD.

Registered Office:

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CIN: L21098PN2015PLC153717 | **GSTIN:** 27AAHCP9601Q1ZQ

SW: 540

09th August, 2024

<p>The Manager, Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), <u>Mumbai – 400 051.</u></p> <p><u>Scrip Code:- PDMJEPAPER</u></p>	<p>The Manager, Corporate Relationship Department, BSE Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, <u>MUMBAI – 400 001.</u></p> <p><u>Scrip Code:- 539785</u></p>
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Dear Sir/Madam,

Subject: Annual Report for the Financial Year 2023-24.

Pursuant to the Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we have enclosed the Annual Report of the Company for the Financial Year 2023-24 for your information and record.

The said Annual Report is also available on the website of the Company at www.pudumjee.com.

Thanking you,

Yours Faithfully,

For **Pudumjee Paper Products Limited**

Shrihari Waychal
Company Secretary & Compliance Officer
ICSI Membership No.: A62562
Encl.: As Above

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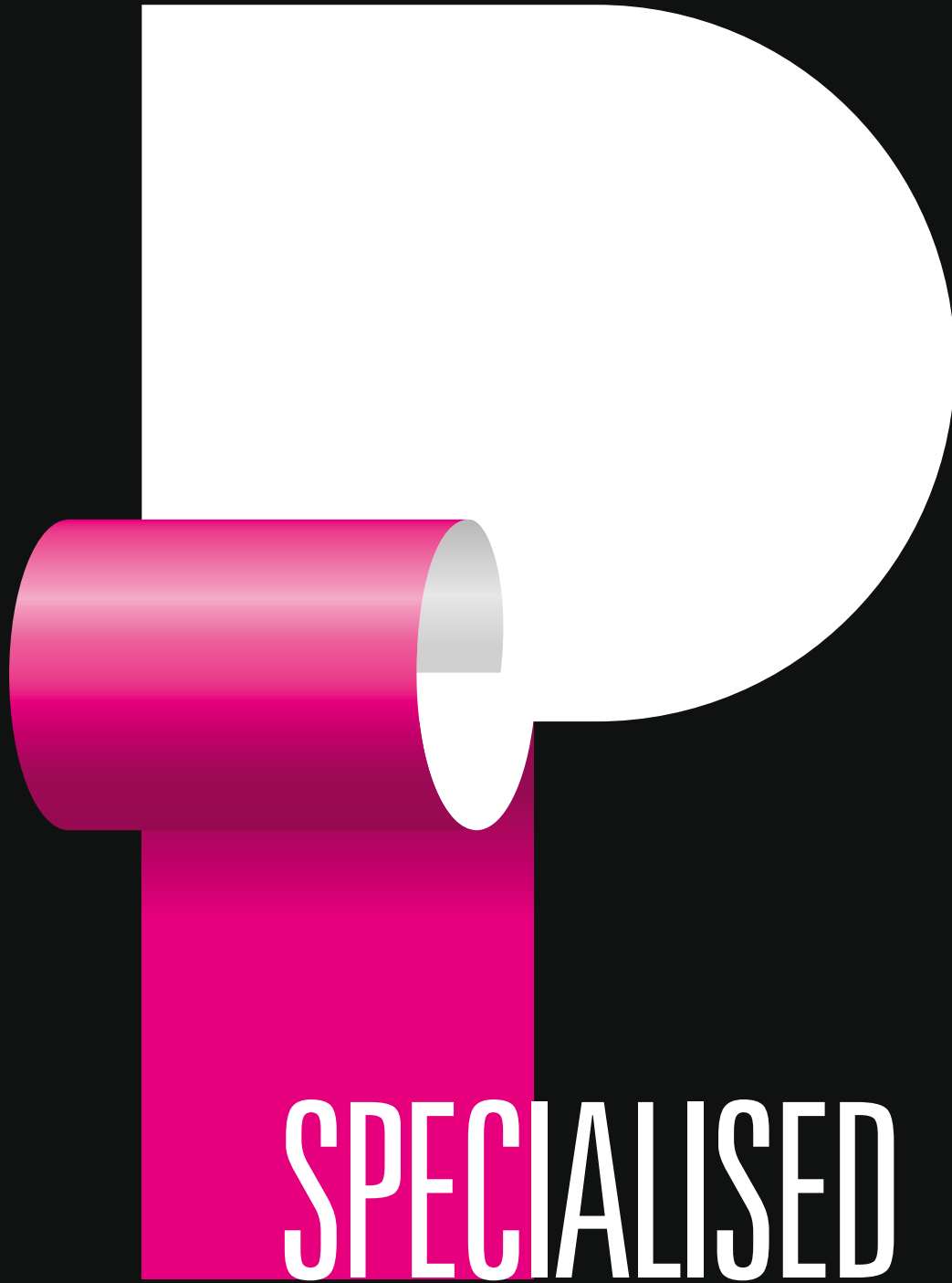
Certification by ICS
Integrated Management System (IMS)
Registration No.: RI91/11027, Complying with Standards:
QMS - ISO 9001:2015
EMS - ISO 14001:2015
OHSMS - ISO 45001:2018
HACCP based Food Safety Management System
Registration No.: RH91/10093, Complying with Standards:
FSMS - ISO 22000:2018



Pudumjee Paper Products Limited
Annual Report 2023-24



PUDUMJEE



SPECIALISED

**PAPER PACKAGING
SOLUTIONS PROVIDER**

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Forward-looking statement

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

Highlights of our 2023-24 performance

REVENUES

784.96

₹ Cr, 3% increase over 2022-23

EBITDA

149.42

₹ Cr, 58% increase over 2022-23

PROFIT AFTER TAX

98.14

₹ Cr, 65% increase over 2022-23

GROSS BLOCK

548.40

₹ Cr, 0.91% increase over 2022-23



The world of product packaging applications is transforming rapidly.

Customers are graduating from commodity products to specialised alternatives.

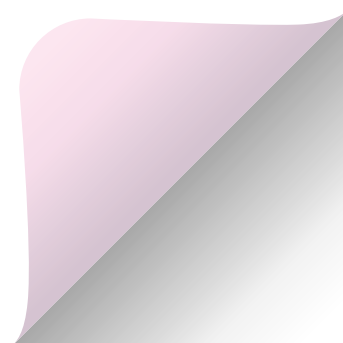
Customers are extending from products to holistic outcomes.

At Pudumjee, we are bringing a multi-decade experience and knowledge capital to these deepening realities.

The Company is addressing complex needs with research-driven solutions.

This is helping customers take their businesses ahead.

This has transformed Pudumjee from just any other vendor into a trusted partner.



PUDUMJEE PAPER PRODUCTS LTD.



Positioned to emerge as a global leader in producing technologically advanced environmentally friendly specialty papers.



Providing a range of quality specialty papers customised around diverse applications relevant to everyday lifestyle.



Extending to the manufacture of hygiene tissue products and products adapted for FMCG.

Vision

To foster a dynamic organisation focused on the holistic development of individuals, empowering them to lead themselves and the Company toward sustainability and growth.

Mission

To provide customers with value-added specialty paper products and continuously innovate by developing challenging products for emerging applications. We aim to minimise environmental impact through energy conservation, utilisation of renewable energy, and the adoption of cutting-edge technology.



Our products portfolio

The Company manufactures a diverse array of paper products, including food packaging, decor grades, pharmaceutical-grade papers, super calendared papers, other specialty products, crepe tissue, towels and low grammage printing papers of higher opacity. The Company also provides hygienic hand washers and cleaning equipment to meet our customers' needs comprehensively. These products serve a primary purpose in establishments such as hotels, restaurants, canteens, and food courts, ensuring hygiene and convenience in various commercial settings.



Our promoter

Mr. Arun Kumar Jatia, 61, Executive Chairman, has been the promoter of the Company since inception. He is a Singapore citizen and holds B.S. in Finance and Business Economics from University of Southern California - USA and an alumni of the Harvard Business School. He comes from an industrialist background with extensive experience across five decades in specialty paper. Mr. Jatia's leadership is marked by a significant influence in shaping and executing the Company's vision. He brings extensive knowledge and insight to his role, helping navigate the complexities of the paper products sector. His long-term vision has been instrumental in driving the Company's growth. As of 31st March, 2024, the Promoter and Promoter Group collectively held approximately 71% of the equity share capital of the Company.

Our experience

Pudumjee Paper Products Limited was established on 14th January, 2015, as a public Limited Company under the Companies Act, 2013. The paper manufacturing and hygiene products businesses of multiple companies were transferred to Pudumjee Paper Products Limited with effect from 1st April, 2014, by order of the Hon'ble Bombay High Court dated 8th January, 2016. The specialty paper business comprises over six decades of proven expertise and state-of-the-art manufacturing facilities.

Our manufacturing sites

The manufacturing facility of the Company in Pune possesses an installed capacity of 72000 TPA, the highest specialty paper manufacturing facility in India at a single location. Situated in Thergaon, Pune, the Company's manufacturing facilities produce a diverse range of specialty papers covering a wide range of grammages (g/m²). This production is supported by a dedicated team of professionals and a nationwide network of distribution channels.

Our quality certifications

US Foods and Drugs Administration (FDA): Global benchmark for a range of products addressing food and medical applications (including drugs and medical appliances).

ISO: Covers Quality and Environmental Management. ISO 14000 relates to environmental management; ISO 9000 relates to Quality Management System; ISO 22000 ensures compliance with a Food Safety Management System related to paper hygiene

Our customers

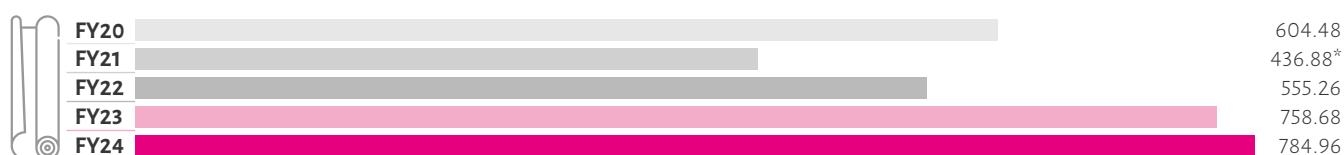
Pudumjee is dedicated to exceeding customer expectations by consistently delivering best-in-class products and services. The extensive portfolio of specialty paper products caters to diverse industry needs, ensuring that each customer, whether consumers, stockists, distributors, wholesalers or retailers, is delivered precisely what they need. By prioritising quality, reliability and service, the Company has cultivated enduring relationships built around trust. The commitment to innovation and sustainability reinforces the Company's position as a preferred partner.



HOW WE HAVE GROWN ACROSS THE YEARS

Revenues

(₹ Cr)



*Lower due to COVID-19 impact.

EBITDA

(₹ Cr)



Net profit

(₹ Cr)



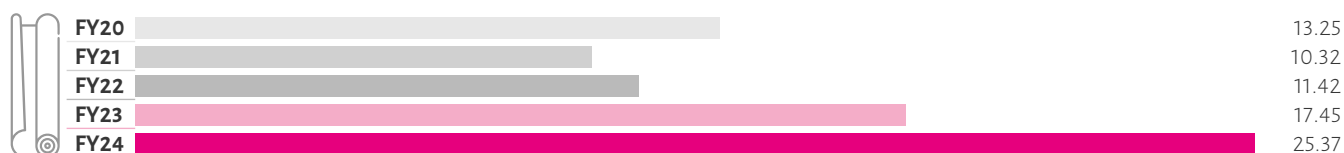
EBITDA margin

(%)



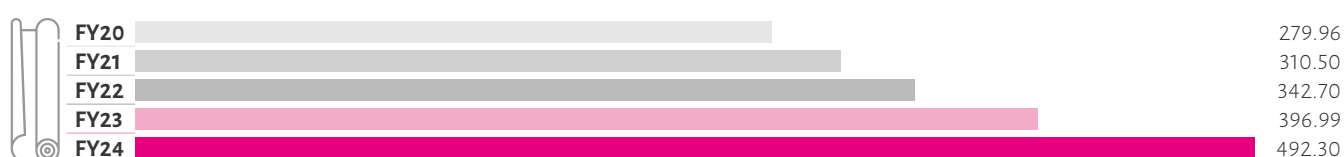
RoCE


(%)



Net worth

(₹ Cr)





Pudumjee. Addressing the growing needs of customers the world over

The Company exports products to demanding customers in more than 10 countries.

Pudumjee's annual exported output validates the quality of its product, sensitivity of service and overall price-value proposition.

One of Pudumjee's customers described it neatly: "When two companies are on the same wavelength, the distance of thousands of miles is as short as being next door".



We are more integral to lifestyles than people think

We manufacture diverse paper grades designed to retain aroma or resist moisture and oxygen, among other applications

We touch the lives of millions from the time they rise to the time they retire to bed, enhancing life quality, personal hygiene and user convenience



Formica dining table: The paper layers used to create the design were made at Pudumjee.



Shaving blades: The thin protective wrappers is made by Pudumjee.



Toilet paper: This is manufactured by Pudumjee.



Tissue paper: This is manufactured by Pudumjee.



Melamine Crockery: The printing paper on which the product is structured comes from Pudumjee.



Cupcake: The non-oil speciality grade butter paper is made at Pudumjee.



Bread: The protective yellow paper in some quality is made at Pudumjee.

Pudumjee's product applications

- Pharmaceuticals
- Food processing & Food packaging
- Flexible packaging papers
- Personal hygiene products
- Labels & adhesives
- Thin Printing papers
- Lamination & wood surfacing
- Security papers
- Niche Specialty applications

BIG NUMBER

80+

grades manufactured by the Company, possibly one of the widest portfolio in India's speciality paper industry.



Pharmaceutical inserts: The instruction sheet with multiple folds is manufactured by Pudumjee.



Textile yarn cone: The wrap-around grease resistant paper to demarcate the yarn count is manufactured at Pudumjee.



Sweet box: The overlying non-grease wrapper is made by Pudumjee.



Biscuit box: The thin protecting paper wrapper is made at Pudumjee.

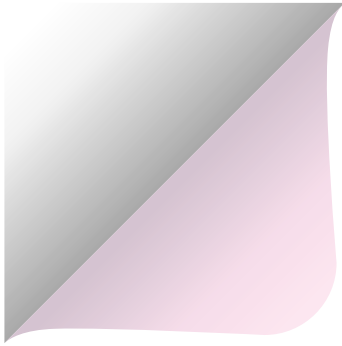


Bible and religious scriptures: The paper for the pages inside are manufactured at Pudumjee.

Note: The specialty paper produced by Pudumjee Paper Products Limited (PPPL) is used by converters and brand owners. Some products given here are for illustration purpose, showing the end use applications. PPPL does not claim that these brands have used PPPL paper. All rights reserved with respective brand owners. No commercial use is intended.

Pudumjee's product grades

- Pharmaceutical grades
- Super calendar grades
- Décor grades
- Low GSM writing & printing grades
- Food grade papers
- Other specialties
- Crepe tissue & towels



PART ONE

WHY SPECIALISED PAPER PACKAGING IS THE FUTURE



We are at an inflection point in the history of the global packaging sector.

More customers and consumers are moving away from conventional packaging towards environment friendly alternatives.

This is transforming the face of packaging, widening the room for a new generation of companies.

Pudumjee Paper Products Limited is one of them.

Overview

With non-biodegradable materials filling landfills and littering oceans, consumer brands are seeking to replace plastic packaging with paper.

Responsible brands are making commitments to transition from plastics in favour of fiber-based materials with content that is recyclable, reusable and compostable.

Paper is a readily available sustainable solution for some applications.

Paper has a high recycling rate, is biodegradable and is a renewable resource when harvested from sustainably managed forests.

This represents a substantial opportunity for innovation and growth. The movement toward more sustainable solutions has driven innovation in paper manufacturing. A new generation of barrier coatings and surface treatments is redefining possibilities.

Manufacturers are phasing out polyfluoroalkyl and perfluoroalkyl substances (PFAS) out, transitioning to biopolymers from agricultural byproducts - re-pulpable, recyclable, biodegradable and sometimes compostable.

New barrier technologies are being used to block moisture, resist oil and grease, prevent oxygenation, seal closed under heat and pressure, and keep harmful chemicals out.

Besides, paper can provide a unique look and feel to help consumer brands stand out from the competition. Paper possesses a unique quality and natural look that plastic cannot duplicate, offering greater shelf appeal and brand traction.

BIG NUMBERS

43

% of respondents said the environmental impact of product packaging is extremely or very important to them.

(Source: McKinsey)

68

%, recycling rate of paper and paperboard in the U.S., 2022

9

%, recycling rate of plastics in the U.S., 2022

The world is changing even as you are reading this with big brands using specialised paper packaging

- Coca-Cola tested its first test run on paper bottles from an extra-strong paper shell containing a thin plastic liner; it aims to create a 100% recyclable, plastic-free bottle to prevent gas from escaping carbonated drinks.
- Smarties rolled out recyclable paper packaging for confectionery products worldwide in the confectionaries category.
- Nestlé's major step toward its ambition is to make all of its packaging paper-based and recyclable or reusable by 2025 and reduce the usage of virgin plastics by one-third during the same period.
- Huhtamäki Oyj, a Finland-based food packaging specialist, developed the Huhtamäki blue loop, a novel platform where partners can collaborate to brainstorm sustainable paper packaging.
- Florida-based Distillery 98's choice of Frugal paper bottle packaging for sustainably driven Half Shell Vodka echoes a sea change for alcohol brands.
- PepsiCo revealed a revamped compostable packaging strategy at the opening of a new on-site Greenhouse Learning Center that tests packaging materials for its Frito-Lay and Quaker food divisions.
- Amazon replaced plastic shipping materials at an Ohio facility with specialty heat-sealable paper, paper fill, and lightweight corrugated board.
- Amazon replaced nearly 70% of mixed material bubble mailers in the US with recyclable paper padded mailers.
- Kellogg Europe tested paper liners in place of plastic for its iconic corn flakes in the United Kingdom. Kellogg stated its goal of using 100% reusable, recyclable, or compostable packaging by 2025.
- PepsiCo tested recyclable, paper-based outer packaging in place of plastic film for Walkers Baked potato crisp six-packs in United Kingdom. PepsiCo stated that by 2025 it will have designed 100% of its packaging to be recyclable, compostable, biodegradable, or reusable.
- In 2020, PepsiCo began working with Pulpex to develop the world's first recyclable paper bottle (developed initially by Diageo and Pilot Lite).

(Source: Packagingdigest, Mordor Intelligence)



COCA COLA
PAPER BOTTLE

ANALYSIS

Innovation in industrial applications is driving the offtake of specialty papers

The consumption of specialty papers is forecast to increase at a +2.1% compound annual growth rate (CAGR) across 2023-2028, creating an incremental 2.97 Mn Tons of demand the world over during this period.

During the last few years, several paper manufacturing facilities have altered their processes to make specialty grades on larger efficient paper machines.

The outlook is very positive in the packaging segment. Single-use plastic legislation have been coupled with the strategic intent of brands owners and food-service businesses to introduce sustainable, fiber-based products. Besides, luxury brands are deepening their green packaging profiles without abandoning premium appearance or textures, catalysing the offtake of decorative packaging papers with quality printed graphics and decorative effects.

Why paper packaging is considered superior to plastic

Easy to recycle

More biodegradable

Not harmful to wildlife

Better printing on paper

More appealing

More versatile

Multi-use properties

THE WORLD IS TRANSFORMING RAPIDLY



- Higher impulse buying
- Greater focus on food hygiene
- Growing awareness of superior packaging
- Enhanced focus on consumer delight
- Enhanced stakeholders focus on business sustainability
- Deeper respect for governance

PUDUMJEE PROVIDES A HOLISTICALLY SUPERIOR SOLUTION

- Enduring focus on protecting content integrity
- Manufacture a wide range of food-safe packaging grades
- Balanced technical capabilities, enhancing outcomes
- Superior price-value proposition
- Addressed the needs of all stakeholders
- Embedded governance ethic

THESE HAVE BEEN THE OUTCOMES AT THE COMPANY



- Market leadership for more than five decades
- 76%+ revenues from customers of 5 years or more
- Net cash surplus of ₹170.20 Cr (31.3.24)
- Awarded Patent
- More than 555 person-years of specialised knowledge (senior management)
- Market capitalisation of ₹596.76 Cr (28.3.24)

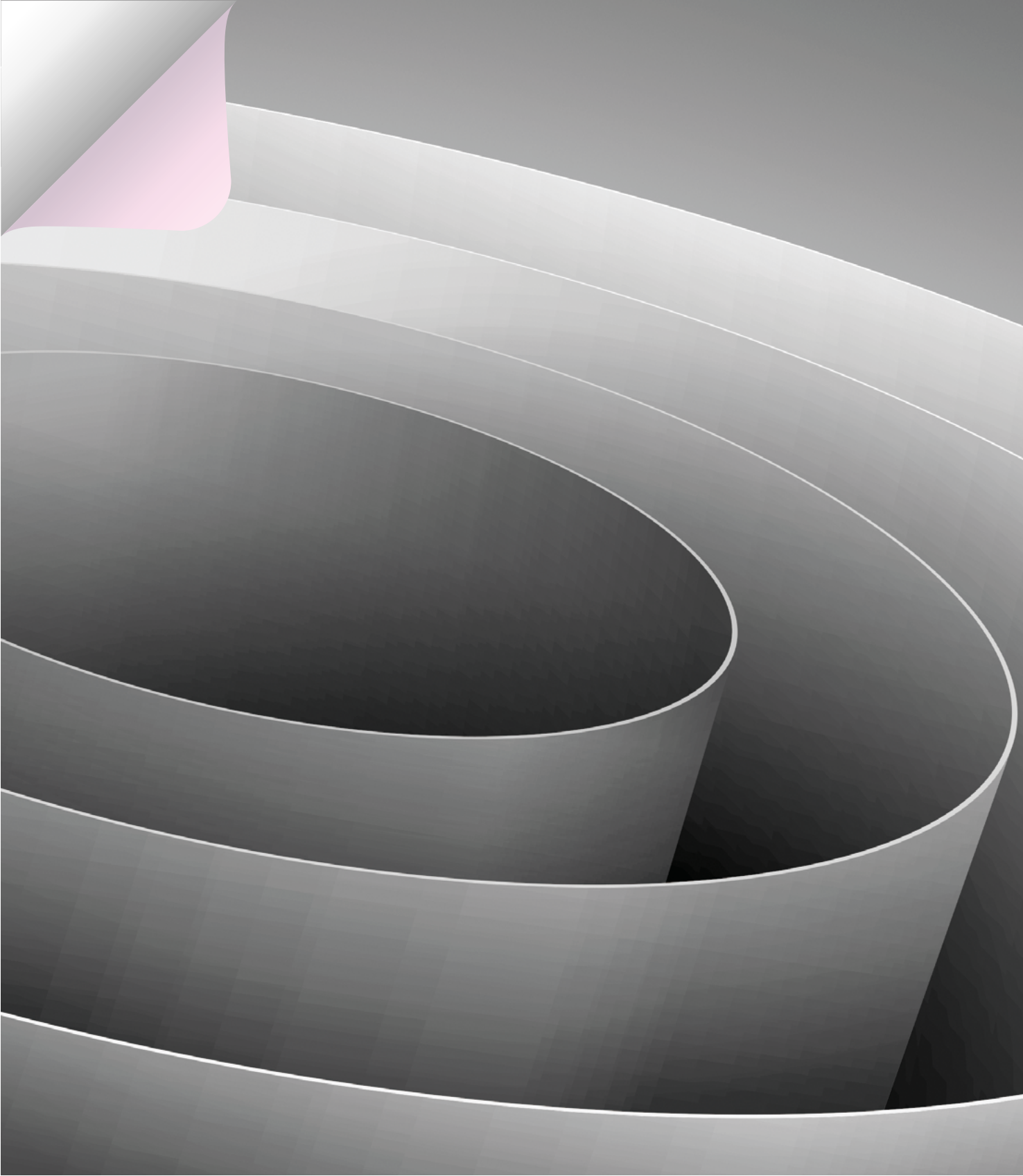


WHAT MOST LARGE PAPER COMPANIES ARE

Commoditised paper providers
'Make and sell' approach
Standardised quality-driven manufacture of non-complex products
Large production runs
Relatively small number of customers with large offtake appetite
Focus on enhanced capacity utilisation
Covered by average market realisations
Volume-driven

WHAT MAKES PUDUMJEE DIFFERENT

Specialised paper packaging solutions provider
'Sell and make' boutique approach
Customised research-driven manufacture of complex products
Small production runs
Relatively large number of customers with small offtake appetite
Focus on enhanced cash generation
Generating higher-than-market realisations
Margins-driven company





PART TWO

PERSPECTIVES
OF OUR MANAGEMENT

OUR CONSISTENT STRATEGIC CLARITY TRANSLATED INTO A RECORD PERFORMANCE IN 2023-24



Big message

The big message that I seek to communicate is that our consistent positioning as a specialty packaging solutions company paid off handsomely during the last few years in general and during the year under review in particular.

In 2023-24, your company reported profitable growth: revenues increased 3.46% while EBITDA increased 52.62%; EBITDA climbed 654 bps to 19.04% and Return on Capital Employed strengthened from 17.45% to 25.37%. These outcomes indicate a deeper maturing, and I am happy to communicate that we enhanced value for our shareholders through these financials and increased value for all our stakeholders, validating our positioning as a responsible corporate citizen.

Performance drivers

The record performance reported by our company in 2023-24 was the outcome of a strategic clarity.

During the last number of years, your company focused on specific priorities that have begun paying off in a bigger way than ever.

One, the Company continued to focus on the niche, complex and upper end of the packaging segment, being recalled by a larger number of customers around the words 'specialised' and 'solutions'.

Two, the Company continued to advise, co-develop and produce specialised paper used across brand-critical applications – hygiene in foods, health in pharmaceuticals, and protection in consumer products. The result is that an increasing number of customers came to us not seeking 'Another 1000 Tons of any paper' but 'Grade of paper customised around our specific need.'

Three, the Company continued to play the 'uncommodity' game, marked by servicing a larger number of orders with smaller production runs, integrating itself deeply into the businesses of customers who represent the next round of growth in an expanding economy.

Four, the Company increased the service component of its solutions-based delivery, which translated into a realisation that was considerably higher than the paper industry average and repeat engagements with the same customers.

Five, the Company continued to leverage the power of the cash on its books to



procure quality pulp from dependable global sources around a superior price-value proposition.

The complement of these realities translated into superior financial outcomes during the last financial year.

The invisibles

There were a number of below-the-line outcomes that deepened our competitive advantage during the last financial year and strengthened business sustainability.

Your company remained net cash-positive at the close of 2023-24; the net cash surplus on the Company's books rose from ₹76.47 Cr to ₹170.20 Cr through the year, which we believe represents our biggest competitive advantage in a capital-intensive sector.

Your company continued to finance its working capital with captive resources. This helped keep the size of the Company's Balance Sheet small, moderating interest outflow and ensuring that all business gains translated into shareholder value.

The Company deepened its positioning as a responsible citizen through sustained investments in environmental management. The result was that the Company demonstrated that end-of-the-pipe effluents was better than the specified norms in similar industry segment.

The Company's renewable energy component within its energy mix was about 13% during the year under review. This mix sent out a strong message to customers that their upstream resource suppliers utilised a responsible energy mix in product manufacture, strengthening the integrity of their value chain.

Encouraging landscape

At Pudumjee, we are excited about addressing an unprecedented growth and maturing of the market in India.

The India optimism is derived from a range of realities that we consider sustainable and enduring in nature.

India is the fastest growing major economy in an otherwise slowing world.

We face an attractively sustainable future – from national, sectorial and corporate perspectives – that should enhance value for all those associated with our company.

This growth is being derived largely from a consumption-driven tailwind, coming out of the fact that India comprises more than 1.4 Bn people, a sixth of all humankind. This population is growing at about 0.90% each year, adding a population cluster that is larger than a number of developed countries.

More than population growth, a distinctive driver of the Indian economy is population evolution. What used to be a thrifty and price-sensitive consumer is now a spending consumer seeking to live better. This evolution has been marked by increased products consumption and enhanced consumption standards (safer and better). More importantly, the maturing Indian consumer is seeking to move away from the use of plastic in packaging and graduate to environment-friendly alternatives. We see in this preference a development of seminal importance that could have multi-decade demand possibilities.

The biggest visible consumer change in the last few years has been a growing preference for hygiene across virtually all consumer products and services. This has been most pronounced in improved food delivery standards, influenced by an expansion of global and Indian QSRs brands on the one hand and the Indian consumer demanding a safer consumption experience on the other.

Prospects

I am being increasingly asked: Where does Pudumjee go from here?

To answer this question, one needs to recognise our operational and locational constraints. Following the rapid growth of Pune in the last couple of decades, we are now being seen as an urban mill with no expansion possibilities. The only plausible expansion possibility will lie in the identification of a second location in close proximity to Pune and provides us with a large headroom for our proposed next growth round. Your company's Mahad site is in the process of obtaining statutory clearances that should clear the way for a second greenfield venture.

We believe that the proposed expansion, when firmed, will graduate our company to the next orbit for various reasons. It will enhance the confidence of our customers that we would be in a position to service their growing appetite for specialised packaging grades, accounting for a larger share of the customer's wallet. We will be empowered to leverage our rich subject matter competence across a larger production base. We will be able to explore the development and manufacture of a wider range of technology-driven products that we are presently unable to address on account of limited manufacturing capacity. We will remain focused on the manufacture of customised products as opposed to integrating backwards into the manufacture of pulp due to constraints of fibrous raw material availability in close proximity of our location.

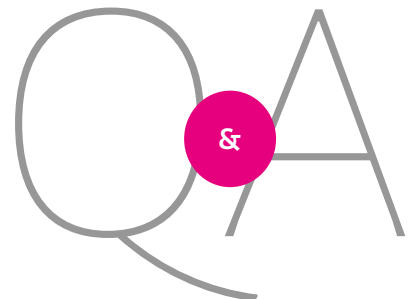
We believe that the incremental capacity across the foreseeable future will be funded largely through the cash available in our books complemented with moderate debt, which is expected to enhance competitiveness from day one. In view of this, we face an attractively sustainable future – from national, sectorial and corporate perspectives – that should enhance value for all those associated with our company.

Arun Jatia
 Chairman

THE COMPANY'S 2023-24 PERFORMANCE VALIDATED ITS COMMITMENT TO FULLY UTILISE RESOURCES WITH THE OBJECTIVE TO GENERATE SUPERIOR OUTCOMES



Dr Ashok Kumar,
Executive Director,
analyses the performance of the Company
during the last financial year



Q: Was the management pleased with the performance of the Company during the year under review?

A: The management was happy that it achieved more than what was budgeted at the start of the year. Even as the Company achieved the budgeted paper production, the revenues and EBIDTA were higher on account of some initiatives taken during the year about change in product mix and marketing strategy. This performance validated the Company's commitment to fully utilise all resources with the main objective to generate superior outcomes.

**Q: What was that one aspect of the Company's performance that gave you the biggest satisfaction?**

A: Although company's net sales realisation was lower at ₹1,22,295 per MT during the year under review compared to ₹1,28,418 per MT last year, the overall value-addition during the year under review was higher. This realisation transpired at a time when most paper segments reported lower realisations, validating our product and strategic differentiation. The improvement in realisation was the outcome of a patient strategic direction including helping our customers by way of giving advice and support to use the right product for their end use applications. This helped in taking their business ahead while addressing the demanding needs of customers at the same time which helped them and also to the Company to derive a superior price-value proposition from their engagement with us. I am pleased to communicate that all these boxes were successfully ticked during the last financial year which translated into more value-added realisations and thus cascading to an overall increase in margins and capital efficiency.

Q: What else contributed to the improved performance?

A: The Company continued to utilise available manufacturing capacity, reporting a capacity utilisation of over 89% in 2023-24 (80% in 2022-23). In a business marked by short production runs and frequent product change overs, we see this improvement as an index of our ability to manage diverse operational factors. Besides, Paper Machine No. 6 (PM-6) was utilised more this year compared to the last year, the benefit of which translated into overall increased output. The higher output helped our company amortise fixed costs effectively, strengthening capital efficiency.

Q: There was a sharp improvement in performance from the third quarter onwards.

A: One of the main reasons for the improvement was on account of the timely procurement of pulp from international producers in earlier two quarters. The availability of pulp from plantation sources is often subject to commercialisation junctures; at a time when most plantation owners seek to commercialise output, there is an excess in the market with a corresponding decline in pulp realisations. At our company, we have necessary background and long experience of such juncture, possessing an insight into capitalising on such short-term opportunities. During the last financial year, your company utilised the cash on its books to buy sizable pulp quantity at a relatively lower price without compromising realisations. The result is that the Company reported an appreciable increase in profits (without a corresponding increase in revenues) from the third quarter onwards. The benefit of this prudent pulp acquisition is expected to continue across the first half of the current financial year. Further, there were operational improvements that increased volumes and reduced production cost.

Q: What is the outlook for the Company during the current financial year?

A: We expect to sustain the improvement in performance on the basis of marginally enhanced production, which is expected to counter the increase in cost of pulp that will need to be acquired to sustain operations through the second half. We foresee increased imports of paper affecting realisations specific to speciality papers and tissue grades. We will continue to exercise cost control. Some decrease is expected in electricity costs partly derived from a larger renewable energy share. We will continue to modify our product mix with the objective to enhance overall realisations and profitability.

Q: What provides you with medium-term optimism?

A: The role of a company like ours is becoming increasingly manifest. The world is moving away from single-use plastic; a number of companies have banned single-use plastics from their premises. Correspondingly the world is graduating to the use of specialised packaging paper grades with superior mechanical strength properties such as burst and tear and specific barrier properties. During the last couple of years, we have encountered an increase in customer-facing companies seeking superior packaging solutions. We see this as an inflection point in the sector, which should translate into a larger volume of demand.

At Pudumjee, we recognise that the focus would be to address the volume end of this transforming market. We will also continue to market products that are challenging for others to develop and manufacture in line with demanding specifications. This requires the significant increase of the role of research in product development that provides customers with alternatives equal to or superior to single use plastic packaging. In view of this, we are faced with a large growth headroom ahead of us.

In view of the transforming market realities and in line with the Company's responsible priorities, we see the emergence of a more sustainable world that provides with an unprecedented growth headroom. The message that I wish to send out is the discipline needed both at operational and strategic level which should make it even more relevant to the challenges faced by the world across in the coming years.

Dr Ashok Kumar
Executive Director

HOW WE DELIVERED A RECORD PERFORMANCE IN 2023-24

A review of our financial discipline that strengthened outcomes during the year under review



Big picture

The big picture message is that the Company reported a standout year by leveraging its longstanding discipline during the year under review. The scenario presented resource procurement and capital allocation priorities, any under-delivery which could have had profitability implications. The fact that the Company reported revenue growth of 3.46 %, EBITDA growth of 57.62%, and PAT growth of 65.23% over the last year indicates a competence in addressing the needs of all stakeholders.

Financial objectives

In a capital-intensive business, your company prioritises the role of stability. This stability is protected by informed decision-making, working within a defined risk matrix, growing the business patiently through calibrated investments and allocating capital in areas that maximise returns (capacity addition or cost reduction). This institutionalised approach has been directed towards the following objectives:

- Protected or improved credit rating
- Retaining cost leadership within the sector
- Remaining viable (from a cash earnings perspective) across market cycles
- Making investments from accruals

Profitable growth

During the last decade, the Company scaled its business profitably, validating its resilience. The Company reported 3.46 % revenue growth (compared with the Indian GDP growth of a projected 7.6%) during the last financial year coupled with 65.23% increase in PAT.

Revenue growth %

FY22	FY23	FY24
27.10	36.64	3.46

EBITDA growth %

FY22	FY23	FY24
(0.34)	25.13	57.62

Rating

The highlight of the Company's performance was how it was perceived by demanding credit rating agencies. Your company protected its credit rating of A/Stable for ₹280 Cr of fund based, non-fund-based and term borrowings as appraised by CRISIL Ratings Limited. This protection represents a validation of the Company's performance, promoter and



prospects. This creditable rating is likely to generate positive spin-offs: empowering the Company to mobilise low-cost debt across longer tenures (should it need to) and strengthening its respect as a front-line talent recruiter.

Credit rating

FY22	FY23	FY24
CRISIL A/ STABLE	CRISIL A/ STABLE	CRISIL A/ STABLE

Capital efficiency

The Company reported creditable profitability during the year under review. EBITDA margin strengthened 654 bps to 19.04%, which reflected an improvement in volumes, economies, working capital management and larger proportion of value-added products. Return on Capital Employed strengthened 792 bps to 25.37%; ROE improved from 16.06% to 22.07%.

The overall improvement in the health of the business was the result of various long-term priorities: enhanced economies of scale through progressive investments in manufacturing capacity and brand coupled with consistent working capital management discipline.

Across the foreseeable future, we expect to generate a return superior to what our risk partners (shareholders) would be able to generate if they invested in alternative asset classes. We are optimistic of enhancing capital efficiency through equity-funded growth, timely projects commissioning, investment in cutting-edge technologies and value-addition.

Margins

During the last financial year, EBITDA margin strengthened following a consistent focus on value-added products, stringent working capital management and prudent resource procurement. The improved margins also represented a validation of our value-driven approach, and costing.

EBITDA margin %

FY22	FY23	FY24
13.64	12.50	19.04

Liquidity

As a policy, we have maximised the use of accruals in business growth, eliminating the use of borrowed funds. We place a premium on liquidity, preferring it over profitability when the alternative is between maximum revenues with stretched liquidity and centrist revenues with enhanced liquidity. Working capital as a proportion of the total employed capital was 40.39% and 48.21% in the last two years; the proportion of inventory in the working capital outlay was 86.35% and 56.34% respectively. The working capital tenure extended from 92 days of turnover equivalent in 2022-23 to 119 days in 2023-24. The Company's receivables were 33 days of turnover equivalent during the year under review. The entire working capital was funded through accruals, which is rare for companies of our size within the speciality paper segment. We enhanced our working capital hygiene: shrinking our receivables cycle through stable terms of trade with primary customers (trade partners), marketing products with quick offtake that supplemented cash flows and graduating to a value-added product mix. The proportion of cash and carry sales accounted over 10% of the Company's total revenues.

Over the years, the Company has worked with an under-borrowed Balance Sheet, marked by adequate cash in hand, rising interest cover, strong gearing and not debt. The Company focussed on strengthening terms of trade, leveraging cash in hand to generate material discounts and addressing fresh capital expenditure needs (less incremental debt).

Working capital as % of total capital employed

FY22	FY23	FY24
32.50	40.39	48.21

Cash and cash equivalents etc. (₹ Cr)

FY22	FY23	FY24
73.48	76.47	170.20

Revenues

The Company is positioned as an international speciality paper producer located in India. The Company services the growing demand of customers across 11 countries. Nearly 2.13% of the Company's revenue was derived from international dispatches, a reflection of its growing competence and confidence and ability to service the market with a timely supply of quality material. India was the Company's largest market, accounting for 97.87% of revenues. Revenues from customers of five years or more accounted for 76% of the Company's revenues, indicating the relationship-driven mode of business enhancing revenue visibility.

Total exports as a % of overall revenues

FY22	FY23	FY24
2.53	3.04	2.13

% of revenues from customers of 5 years or more

FY22	FY23	FY24
76	78	76

Realisations

The Company has consistently enriched its portfolio through the manufacture of value-added specialty packaging paper, translating into wider value addition by way of higher realisations. Although realisations per MT of paper segment declined, value-addition improved during the year under review.

The increase in realisations and premiumisation was the result of customers selecting to graduate to superior specialised packaging paper grades on account of increased awareness related to food hygiene, product protection and presentability.

Average realisation per MT (₹)

FY22	FY23	FY24
1,07,149	1,28,418	1,22,295

Debt management

The Company's total debt was a mere ₹19.49 Cr; net worth strengthened from ₹396.99 Cr to ₹492.30 Cr; gearing was stronger from 0.14 in 2022-23 to 0.04 in 2023-24 as the Company grew net worth on one hand and virtually paid all debt to negligible (around ₹19 Cr). By the virtue of investing in products with strong traction that generates an attractive return within a compressed period, the Company possessed no short-term debt. This preference for net worth has been value-accretive, maximising cash flows and creating a war chest for prospective investments.

Debt repaid (₹ Cr)

FY22	FY23	FY24
32.04	20.52	33.34

Debt-equity ratio

FY22	FY23	FY24
0.22	0.14	0.04

Accruals management

Capital discipline is central to the Company's sustainability. The Company generated ₹110.79 Cr in cash profit during the year under review. Some 4.28% of this availability will be returned to shareholders as dividend. Of the remaining part, the Company invested ₹106.04 Cr (95.72%) in its business.

Capital expenditure as % of Accruals

FY22	FY23	FY24
61.76	10.72	6.17

Business/ investment (₹ Cr)

FY22	FY23	FY24
21.61	58.88	99.50

Way forward

The Company enjoyed a strong financial position at the end of the fiscal year under review. The Company's net worth stood at ₹492.30 Cr as on 31st March, 2024, with long-term debt and short-term debt of ₹19.49 Cr (except for issued Letters of Credit in favour of suppliers). The Company's large net worth was the outcome of a long-term build-up of surpluses. In an unpredictable world, this net worth bias implies relative de-risking; it provides the Company patient and resilient capital to grow the business sustainably across the coming years.

Hanuman Prasad Birla
Chief Financial Officer



How we strengthened our performance in FY24

Clarity	Capital efficiency	Credit rating	Liquidity
Business mix	Revenue mix	Capital expenditure	Debt moderation
Locational focus	Working capital hygiene	Repeat customers	Countering challenges
Operational upsides	Liquidity	Capital allocation discipline	Financial objectives

How we deepened our financial discipline in FY24

Borrowing within a defined risk management matrix	Focus on generating superior realisations	Sweating assets at peak capacity utilisation	Focus on asset-light growth
Under-utilisation in working capital mobilisation	Timely long-term debt repayment	Cost leadership across market cycles	

OUR FINANCIAL HYGIENE

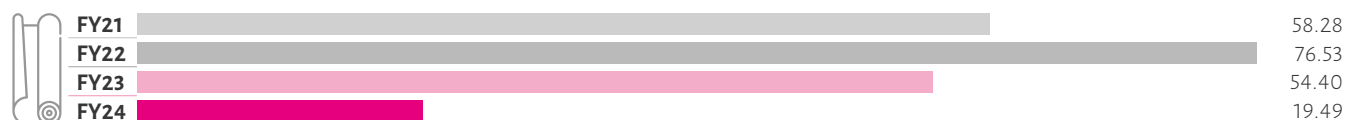
Our debt-equity ratio

(x)



Our consolidated debt

(₹ Cr)



Our receivables cycle

(days of turnover)



Our finished goods inventory cycle

(days of turnover)



THE PUDUMJEE BRAND

How we
have become
integral to the
growth and
success of our
customers

THE PUDUMJEE SOLUTION

A CLIENT WHO DISENGAGED . . . ONLY TO RETURN

A long-standing US buyer of Bible paper called for a meeting. It said, 'Everything about Pudumjee is right – except the price.'

The result is that despite having worked with Pudumjee for years without any point of dissatisfaction, it discontinued its relationship.

Pudumjee stated in its defense that its price was not arrived following a templated cost-plus formula; it was arrived at following research, product customisation, niche product manufacture, production complexity and timely service.

If this disengagement came as a surprise, what followed was an even bigger surprise.

The following year, the US customer asked Pudumjee to submit its credentials once again to this price-sensitive not-for-profit organisation.

There was a change in the appraisal this time: the customer began the process of re-appraising all vendors around holistic capabilities (product quality, delivery reliability and price).

Pudumjee was selected for the best overall price-value proposition and providing everyone peace of mind.



THE PUDUMJEE SOLUTION

HOW WE RAISED OUR INNOVATION GAME FOR A DEMANDING GIANT

A leading US multi-national conglomerate came with impressive credentials.

The Company is a brand for the launch of several of innovative products.

This client sought to indigenise the manufacture of masking paper for auto fending and body repair.

It told Pudumjee: 'We have heard about you. But please be warned: We are highly demanding, and all product delivery specifications need to be vetted by our US office.'

Pudumjee created a focused team to decode poly laminated sheet characteristics. Its product development team was called in to develop a super-calendared paper grade - with similar properties.

This was easier said than done. The team needed to replicate plastic-based product features into a paper equivalent with no compromises.

The product was developed, Tested, and Delivered.

The US giant came with a one-sentence feedback: 'Just what we wanted.'

It didn't just place an order; it placed repeat orders.

THE PUDUMJEE SOLUTION

HOW WE CREATED A NEW PRODUCT CATEGORY FOR A LEADING INDIAN FMCG POWERHOUSE

A leading Indian FMCG giant needed a mosquito repellent alternative.

This is where the challenge lay: It needed a vendor that would help graduate it from conventional material to paper, eliminate fumes and enhance effectiveness.

It was a challenging task; an expert indicated that only one Indian company possessed the research cum customisation capability to address this challenging requirement.

The Company turned to Pudumjee.

Pudumjee leveraged its deep understanding of material transfers and product customisation. It developed a non-infringing process route around the existing patent.

The result: a differentiated paper burning technology. This technology blended and absorbed chemicals ignited in a regulated time and provided an effective repellent action.

Pudumjee did not just help its large client develop a new product; it helped create a completely new category.



THE PUDUMJEE SOLUTION

HOW WE PROVIDED A COMPOSTABLE AND BIO-GRADABLE SOLUTION

One of India's largest multi-national FMCG companies approached Pudumjee with a challenging request.

The Company needed to replace the poly-laminated board wrapper for its premium soap with a paper-based alternative. The Company had decided: plastic needed to be replaced with a compostable and biodegradable alternative.

Pudumjee studied, appraised and experimented with various speciality paper grades.

Finally, it narrowed its options down to a variety where the soap and paper board compatibility would be best.

Best of all, the product went with Pudumjee's assurance: the paperboard would compost within a fortnight, a fraction of the time taken by the plastic-based material that the Company had been using until then

This customisation opened a new avenue for the Company to go out into the world and claim: our product is good for the consumer and the world.

THE PUDUMJEE SOLUTION

REDUCING THE CARBON FOOTPRINT FOR A GLOBAL GIANT

There is a growing consensus that e-commerce is a phenomenon of today and the future.

However, much of e-commerce deliveries comprise plastic packaging.

One of the world's largest online commerce giants turned to Pudumjee for assistance: this company needed to replace the plastic in its sealing tapes. It wondered whether non-laminated paper could be a superior alternative.

Pudumjee deployed a team to examine this possibility. After a number of trials, the Company developed a super-calendared grade with an improved feel.

This helped deliver a sealing tape without lamination.



THE PUDUMJEE SOLUTION

THE MAGIC OF TURNING UP

A tyre sealing company in North India needed Pudumjee's paper to help seal punctures.

The paper requirement of the Company was moderate: 10 Tons per month.

During one of the initial dispatches, the customer encountered a product application challenge.

The customer casually indicated this to Pudumjee's sales executive in Pune. A few days later, the customer – located in Baddi in Himachal Pradesh – was surprised to find an executive turn up from Pudumjee.

The executive had travelled across the country to attend to his problem.

The customer was surprised: 'Mainay sapne me bhi nahi socha tha ke Pune se koi meri problem solve karne aayega.'

The customer has remained a consistently engaged for more than a decade.

PUDUMJEE AND OUR INTEGRATED VALUE-CREATION APPROACH



Overview

The Integrated Report has emerged as a comprehensive disclosure tool of how companies enhance stakeholder value. What makes this tool effective is that it covers all stakeholders affected by the Company's business - employees, customers, suppliers, business partners, local communities, legislators, regulators and policy makers. The reporting format draws on a range of corporate realities - financial, management commentary, governance, remuneration and sustainability reporting – to explain how companies create, enhance, sustain and protect value.

How we are enhancing value for all our stakeholders

Shareholders

- Growing the business through shareholder funds
- No long-term debt; superior liquidity
- Enhancing all profitability ratios

Customers

- Dependable long-term partner
- Delivery of quality products
- Value marked by accessibility, availability and affordability

Employees

- Stable career-enhancing employment
- Rich subject matter expertise and experience
- Workplace marked by merit, delegation and empowerment

Communities

- Engaged in community welfare
- Widening the prosperity circle
- Addressing unmet community needs

Government

- Timely contribution to the exchequer
- Driving rural employment
- Safe and sustainable operations

The resources that go into value-creation

Financial capital

We grow our business through funds mobilised from investors, promoters, banks, government and financial institutions in the form of net worth, accruals and debt.

Manufactured capital

We invest in manufacturing assets, technologies, equipment and logistics leading to production. Our emphasis is to keep enhancing the effectiveness of this Capital through progressive improvements across the constituents of this Capital.

Human capital

We invest in talent (on rolls and contracted), their experience and competence. Our emphasis is to keep investing in our Human Capital with the objective to enhance passion, productivity and performance.

Natural capital

We procure resources derived from nature with a commitment to moderate our environmental impact. Our emphasis is aligned with the needs of the world, encapsulated in generating more from less.

Intellectual capital

We leverage proprietary knowledge to optimise costs and enhance operational excellence. Our emphasis is to enhance the value of intangible properties (brand, goodwill) leading to superior outcomes.

Social and Relationship capital

We deepen investments in communities and partners (vendors, suppliers and customers), securing our stability, reliability and corporate citizenship. Our emphasis is on enhancing the stability of this ecosystem, strengthening operational predictability and business sustainability.



Our long-term business strategy

Strategic focus	Innovate and excel	Cost leadership	Supplier of choice	Robust people practices	Responsible corporate citizenship	Value-creation
Key enablers	<p>Focus on process and product excellence</p> <p>Improved material yields</p> <p>Superior technology adoption</p> <p>Specialised projects, enhanced uptime, optimum costs</p>	<p>Reasonable cost of delivered Products</p> <p>Focus on business excellence</p> <p>Competitive Indian costs</p>	<p>Reputed legacy of excellence</p> <p>Preferred brand for enhancing customer outcomes</p> <p>Customised solution provider</p>	<p>Employer of more than 600 people.</p> <p>People engagement marked by delegation, empowerment, responsibility and accountability</p> <p>Extensive training, engagement, transparency, suitable reward and recognition</p>	<p>Engaged in community development through diverse engagements</p> <p>Rural CSR focus</p> <p>Invested ₹1.23 Cr in CSR activities in 2023-24</p>	<p>Addressing niche projects around superior margins</p> <p>Focus on enhancing working capital turns</p> <p>Remaining under-borrowed</p>
Material issues addressed	Need to invest in advanced process and engineering technologies	Need to leverage economies of scale, location, experience and brand to moderate costs	Need to provide a superior price-value proposition marked by superior projects and service	Need to inspire leadership in talent leading to superior productivity outcomes	Need to engage responsibly and sensitively with communities	Need to enhance value for all stakeholders in a sustainable way
Capitals impacted	Manufacture, Intellectual, Financial	Financial, Intellectual, Natural, Social and Relationship	Intellectual, Manufacture, Social and Relationship	Intellectual, Human Relationship, Natural	Social and Relationship Natural	Intellectual, Manufacture, Social and Relationship

Aligning aspirations with business objectives

Stakeholders	How we engage	Value proposition	Emphasis areas
Investors and lenders	<ul style="list-style-type: none"> Annual report General meetings Website Press releases/stock exchange Notices/other communications 	<ul style="list-style-type: none"> Timely, responsive, transparent and truthful communication Timely compliances 	<ul style="list-style-type: none"> Focus on strong operating and financial performance Focus on highlighting Environmental commitments and disclosure
Customers	<ul style="list-style-type: none"> Meetings, tenders, advertisements, knowledge sharing sessions Various physical and digital platforms to connect with customers. 	<ul style="list-style-type: none"> Differentiated services and solutions, engineering support, partnering for growth. Structured approach, alongside strong relations with major partners Advanced technologies with our expertise over 6 decades 	<ul style="list-style-type: none"> Focus on development of enriched portfolio of high-end and downstream solutions Leveraging digital tools to enhance customer experience Focus on extending market differentiating value-added services to discerning customers
Vendor partners	<ul style="list-style-type: none"> Forums, focus group discussions Vendor feedback, e-mails/other digital means 	<ul style="list-style-type: none"> Discussion and rolling out timeliness during forums Feedback and counselling Building capabilities through skill development, growth opportunity, safe operations and opportunities to innovate 	<ul style="list-style-type: none"> Integrate sustainability into the supply chain and advocate for responsible sourcing and a circular economy.
Government and regulatory bodies	<ul style="list-style-type: none"> Collaborating with government to foster growth in paper sector through policy development. Regular meetings, reports submissions, briefings, public consultations and seminars Advocating for policy reforms at national and regional levels to foster sustainable development in India. 	<ul style="list-style-type: none"> Compliance to new reporting and permitting requirements Regular interaction with governments to engage on industry concerns on existing/ future policies and regulations to advance ease of doing business Relationship management Assisting clients for adherence to environmental/ other regulatory aspects as applicable 	<ul style="list-style-type: none"> Drive business-friendly initiatives Establish a streamlined, consistent regulatory framework Offer incentives for growth and global competitiveness Ensure dependable infrastructure to cut costs, boost efficiency, and ease market access
Employees	<ul style="list-style-type: none"> Group meetings, one-on-one interactions, digital platform Joint forums between employee unions and management, experience sharing, approachability 	<ul style="list-style-type: none"> Updated core values, foundational principles, and leadership proficiencies. Tracking the advancement of personalised development plans for potential successors Recognising talent in alignment with industry benchmarks Providing avenues for learning, growth, and prioritising employee welfare 	<ul style="list-style-type: none"> Health and safety Attracting and retaining diverse talent Providing inclusive and positive work environment Local sourcing of labour Welfare practices for non-officers
Communities	<ul style="list-style-type: none"> Community meetings, public consultations, social media, trade shows/ exhibitions, surveys Large-scale signature themes focusing on key national development challenges creating aspirational development models Public consultations prior to business expansion A range of Proximate Community Development models with programmes touching all major aspects of life in the operating region 	<ul style="list-style-type: none"> Implementing CSR initiatives Employing diverse technologies for recycling and reuse Harnessing cutting-edge technology for quality control Facilitating sustainable community development models focused on marginalised groups near business operations 	<ul style="list-style-type: none"> Maintaining operational site safety to safeguard community health and well-being. Sustaining community engagement efforts in our operational areas.



THE PUDUMJEE BUSINESS MODEL

Pudumjee is best described in one word. Boutique

- At Pudumjee, we see our role as a differentiated speciality paper manufacturer.
- We walk the road less travelled.
- The result of this contrarian approach is that a number of our customers have developed a synonym for 'Pudumjee'.
- They refer to us as 'Peace of mind'.

BIG NUMBERS

73,088

₹, average realisation per Ton, 2013-14

1,22,295

Rs, average realisation per Ton, 2023-24

Relationship over transaction

A number of speciality paper manufacturers focus on the transaction

At Pudumjee, we have built our business through multi-year relationships instead

Research over manufacturing

Most paper manufacturers have positioned themselves as manufacturing-centric

At Pudumjee, we have positioned our company as nimble research-driven instead

Value over volume

Most paper manufacturers are driven by "What volume did we generate today?"

At Pudumjee, we have prided on being driven by 'How value-added was the grade we manufactured today?' instead

Solution over transaction

Most paper manufacturers are focused on product manufacture and delivery

At Pudumjee, we have focused on fulfilling customer solutions instead

Innovation over copying

Most paper manufacturers focus on an existing product range

At Pudumjee, we have invested in research and innovation, widening our portfolio instead

Specialisation over generalisation

Most paper manufacturers engage in volume-driven commodity grades

At Pudumjee, we have focused on the manufacture of niche grades instead

Value-addition over commoditisation

Some paper manufacturers focus on the volume end of the market

At Pudumjee, we have focused on the value-added segment instead

Broad basing over domestic sales

Most paper manufacturers focus on the large Indian market

At Pudumjee, we have selected to service mainly the Indian and some global markets instead.

Sustainability over profitability

Most paper manufacturers focus on existing profitability

At Pudumjee, we have focused on generating long-term sustainability instead

PUDUMJEE. RICH LEGACY OF PIONEERING PRODUCT DEVELOPMENT

Overview

When Pudumjee went into business in 1968, it introduced speciality papers for the first time in India.

At that point in the existence of an independent nation, it would have been usual for any pioneering company to say, 'This is what we have got, take it or leave it.'

However, Pudumjee's pioneering status brought with it a corresponding responsibility. The Company asked, 'What does our young and growing country need tomorrow for which we need to invest resources today?'

Over the decades, this commitment was reinforced by a deep understanding of packaging materials (existing and emerging), desired speciality paper attributes and a deepening insight into the emerging requirements of consumers.

This commitment has since transformed into the Company's DNA. In its multi-decade existence, Pudumjee has pioneered

the development of a number of speciality paper grades.

The Company was the first in the world to develop and manufacture transparent paper using bagasse pulp.

The Company was the first in India to manufacture speciality papers using soft nip calendar in 1982.

This distinctive Pudumjee spirit has sustained and strengthened: we do not only focus on meeting the realities of the day but are driven by a commitment to address the possibilities of the future.

This capacity to consistently push the product envelope has future-proofed customers against changes in the marketplace. It has helped deepen their competitiveness and grow their market share. The result is that a large number of customers see Pudumjee's role as integral to their sustained success.

We have a different term for this commitment at Pudumjee. We call it 'Tomorrow today'.

OUR PIONEERING PRODUCTS



Glassine



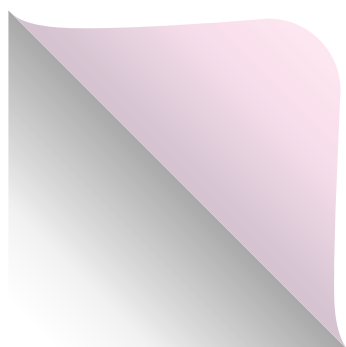
Crystal Hi Gloss



OLB -65/66



Unbleached Masking paper





Saturating Base for mosquito repellency



Solidwrap



Towelling Tissue



Bactite



Solidbag



Bathroom Tissue



Bake oven



TDL Poster



Napkin Tissue



Greaseproof (Slip Easy)



Vegetable parchment

OUR STAKEHOLDERS

Overview

Across nearly six decades in business, the Pudumjee brand – our most precious asset – has been the principal driver of our business sustainability.

The brand has generated fascinating recalls across its vast and diverse stakeholder family.

Our principal customer recall has been, 'Whenever our needs have been simple or complex, the first company we have gone to for a customised solution has inevitably been Pudumjee.'

Our employees have always said, 'Pudumjee may possess a large company body but what resides within is a passionate small company soul.'

Our vendors have described us with the following words: 'Pudumjee is an ethical company with a commitment to do the right thing and to do things the right way.'

Our shareholders have validated our values by telling us time and again, 'What we like about Pudumjee is the credibility of its

Balance Sheet, derived from the conservative interpretation of financial guidelines.'

Our neighbours have often said, 'We respect Pudumjee's commitment to invest proactively in technologies that have enhanced environment responsibility, making it a responsible corporate citizen.'

By servicing their diverse needs, Pudumjee has enhanced value for all its stakeholders, strengthening its business sustainability.

Our brand

Specialist

Ethical

Passionate

Solutions provider

Responsible

Sustainable

Enduring

The Pudumjee logo



- The colour dark blue: For a sound foundation
- The colour pink: For sound health
- The colour green: For environment responsibility
- The upward spiral of the logo indicates our commitment to sustainable growth



BUSINESS ENABLER

MANUFACTURING



Overview

The Indian speciality paper industry is one of the most attractive segments of the Indian paper sector, presenting opportunities for enhancing efficiency, reducing costs, widening the product mix, producing quality paper and strengthening environment sustainability. Across the last decade, technology advancements have transformed manufacturing processes, enhancing automation, quality, and resource utilisation.

The biggest opportunity encountered by the sector lies in the progressive replacement of single use plastic in packaging applications. There is a growing opportunity the world over in moderating the consumption of plastic packaging applications in our daily life, a gap that speciality paper is attractively placed to plug.

Pudumjee is a forward-looking speciality paper manufacturer that is positioned to capitalise on this unprecedented reality. The Company is engaged in product customisation and the delivery of paper-based solutions.

Over the years, the Company strengthened its business model to deepen its personality as a niche paper manufacturer. The time has come for the Company to leverage this multi-decade expertise and deepen its relevance in a world increasingly seeking clean and green packaging alternatives. The Company is engaged in the customised manufacture of a range of small-to-medium volume products, making it niche in character. This fundamental difference from volume-driven paper manufacturers makes the Company stand out in a competitive marketplace,

making it speciality in personality over commodity.

The Company's manufacturing infrastructure comprises four paper machines, each dedicated to the manufacture of specific paper varieties and grades. For certain grades in the food segment, the Company retains the flexibility to utilise two machines to address urgent deliveries. The Company's specialised coating machine facilitates the manufacture of food-grade and other specialty papers possessing superior barrier properties.

The coming together of knowledge, equipment integrity and research has progressively translated into the development of sustainable paper grades. This is increasingly relevant in a world where customers are seeking alternatives to plastic. Relevantly, the Company developed a special heat-sealable paper with coating to replace plastic wrappers. The Company secured a patent for its innovative research titled Heat Sealable Paper Composition, addressing replacement for single-use plastic; this heat-sealable paper comprises unique properties (wet strength, oil and grease resistance, water resistance, and heat-sealing), making it an ideal plastic alternative. The niche bake oven paper is exported to the Middle East and Europe.

By pursuing technological advancements and innovation, the Company is positioned to capitalise on emerging opportunities. The Company is attractively placed to produce quality products with moderate environmental impact; the Company develops sustainable alternatives like heat-sealable paper, emphasising sustainability.

Strategy

The Company implemented a range of initiatives to enhance efficiency and reduce energy consumption. These initiatives comprised the following:

- Optimised production planning to minimise the change-over time from the manufacture of one grade of paper to another
- Implemented process de-bottlenecking to increase machine speed and enhance output
- Optimised steam generation to maximise operating efficiencies from the steam generating boiler and improve condensate recovery.
- Conducted energy audits to identify improvements, focusing on compressed air, motors, boilers, heating, steam leaks, waste heat, lighting, and insulation.
- Selective use of speciality chemicals to achieve desired properties for specific emerging end uses.

Quality control

The Company deepened its quality controls in paper manufacture to ensure that the final product addressed demanding and customised requirements. These initiatives comprised the following:

- Standardisation of raw materials including wood pulp, pre-consumer wastepaper wherever applicable, and various chemical and additives.
- Sourcing of raw materials to ensure consistent quality throughout the manufacturing process.
- Monitoring and controlling manufacturing parameters, minimising deviations
- Calibrating equipment to prevent operational downtime
- Using offline quality checks for key parameters in addition to automated inspection systems (QCS) to detect production defects.
- Conducting final finished paper product inspections before shipping to customers,

checking for defects, consistency, and adherence to industry standards.

- Performing regular audits and inspections related to ISO 9001, ISO 14001, and ISO 22000

Key highlights, 2023-24

- Production nearly returned to pre-COVID levels (64305 MT)
- Enhanced process efficiencies, minimised waste and improved product quality, enhancing customer satisfaction.
- Addressed about 13% power requirements from within through solar, wind and co-generation.
- Decided to establish a 15 MW (DC) solar power plant
- Responsible water use led to a continuous reduction in unit water consumption (from 28 m³/MT of paper in 2021-22 to 22.1 m³/MT in 2022-23 and 18.5 m³/MT in 2023-24).
- Improved PM-6 tissue machine uptime by producing virgin tissues alongside existing recycled grades.
- Generated superior acceptance of the food-grade segment following the introduction of solid bag and solid wrap varieties.
- Installed a TDR system on PM-1, primarily for Décor Grade papers, which improved the recovery of the costly TiO₂ chemical
- Modified the water circuit to minimise freshwater consumption

Outlook, 2024-25

The Company plans to produce approximately 70,000 MT, subject to changes in grammage and product mix, through optimised production planning, unplanned downtime reduction, optimised utilisation of PM-1 and PM-2 and focus on value-added products.

Our manufacturing strengths

Continuous operational improvements

Trained and experienced workforce

Strong R&D team experienced in new product development

Manufacture of quality, lower GSM products with a high competitive barrier



BUSINESS ENABLER

PROCUREMENT

Overview

In the paper industry, pulp procurement plays a critical role as manufacturers seek to balance costs, quality, sustainability and resilience amidst shifting landscapes. The responsible sourcing of critical raw materials (wood pulp and specialty chemicals) has become paramount due to growing environmental concerns and regulations.

While Pudumjee sources a small quantity of its pre-consumer wastepaper from abroad, poor global wastepaper collection impacted this supply chain; besides, some European countries have restricted the export of recycled fiber. Geopolitical conflicts, such as the war between Russia and Ukraine, have aggravated the imported pulp scenario. The Red Sea logistical crisis interrupted supplies (raw materials) and increased costs (freight).

Pudumjee responded proactively to this transforming landscape. The Company consciously increased resource inventory to reinforce the supply chain, helping navigate supply chain bottlenecks and maintain operational continuity.

Excelling in procurement

At Pudumjee, procurement effectiveness is influenced by tracking key performance indicators aligned with organisational goals. These KPIs comprise cost savings, supplier relationship management, inventory management, quality cum compliance, risk management and business sustainability.

Each procurement team member is tasked with specific responsibilities with periodic realignment to address evolving needs.

Leveraging an extensive understanding of pricing trends, the Company negotiates with vendors, adapting to market fluctuations influenced by global and domestic factors.

The Company's commitment to strong vendor relationships is facilitated by regular interactions, focus on cleaner operations and environmental impact awareness. The Company addresses procurement risks, implementing contingency plans to mitigate disruptions and navigating price volatility.

A rich experience & expertise in the global sourcing of fibrous raw material for specialty paper production has deepened

procurement planning. The Company prioritises relationships with pulp suppliers, helping maintain adequate inventory leading to seamless production.

Procurement challenges, 2023-24

In 2023-24, Pudumjee like other companies encountered procurement challenges on account of market dynamics, environmental concerns, technological advancements, and regulatory changes.

Supply chain disruption: The complex global supply chain for raw materials, including wood pulp and specialty chemicals, encountered disruptions on account of natural disasters, geopolitical tensions, and transportation incidents. These disruptions led to occasional procurement delays. To address this, the Company augmented pulp sourcing from nearby source, Asia, capitalising on lower transportation costs.

Rising raw material costs: Raw material (wood pulp and recycled paper) prices changed, affected by changes in demand, currencies and supplies.

Environmental regulations: Enhanced environment awareness and stricter regulations necessitated an enhanced compliance regarding pulp sourcing, emissions, waste management, and responsible input use.

Global economic conditions: Economic factors such as inflation, interest rates, and trade policies contributed to demand uncertainties.

Notwithstanding these challenges, the Company navigated through the procurement landscape with resilience and adaptability, ensuring operational continuity and cost-efficiency without transgressing regulatory requirements.

Competitive strengths

Pudumjee recognises the importance of effective procurement strategies in driving competitiveness, mitigating risks, and ensuring long-term success. The Company's strengths in this regard comprise the following:

- Sourcing raw materials from secure sources; identifying cost-saving opportunities by exploring alternate raw materials and chemicals in coordination with the Company's R&D and manufacturing teams.
- Streamlined procurement to enhance efficiency and reduce expenses.
- Monitored market trends to make timely decisions regarding the timely booking of sufficient pulp especially during periods of lower demand in exchange for timely payment
- Developed the local eco-system for quality recycled paper, sourcing about 800 MT locally each month with the potential to increase to 1200 MT, reducing dependence on imports for certain grades.
- Implemented Quality Management Systems (IMS, FSMS, and FSC) throughout the supply chain, establishing stringent quality control to protect product standards.

Key initiatives, 2023-24

- Pudumjee initiated the partial replacement of the chemical TiO₂ in certain grades while maintaining final paper opacity.
- Sourced specialty chemicals from environmentally responsible companies.
- Encouraged vendors to visit the mill for discussions on their product offerings, fostering interaction and win-win outcomes

Outlook, 2024-25

Pudumjee will continue to focus on procurement, emphasising efficiency, sustainability, resilience and innovation. Through the integration of technology and sustainability, the Company seeks to fortify its supply chain to navigate challenges and capitalise on emerging opportunities. Prioritising supplier base diversification, risk management implementation, and supplier relationship sustainability will help mitigate supply chain risks and ensure uninterrupted raw material supply. With a commitment to source raw materials from sustainable and responsibly managed forests, including collaboration with FSC certified suppliers, the Company will pursue cost optimisation and responsible procurement.

BRANDING

Overview

In a competitive landscape, the significance of a superior brand cannot be overstated. Pudumjee recognises the role of branding in enhancing visibility and attracting clients. The Company has built its brand around successful customer interventions and product customisation, strengthening its recall as a vendor that takes the business of customers ahead.

Strengths

Knowledge: The Company possesses decades of experience in material understanding and product customisation, empowering it to provide a solution for diverse needs.

Solution: The Company is a comprehensive solution provider, which is distinct in value proposition over and above that provides the right paper at the right time in the right quantity and at the right price.

Network: The Company's extensive dealer network makes it possible to provide primary and secondary packaging solutions across multiple verticals (pharma, hygiene, food packaging and flexible packaging).

Engagement: The Company's periodic engagements with dealers and customers helped understand their needs leading to timely support.

Key challenges and its counter measures

Ensuring a parity between market realisations and rising input costs

Protecting and enhancing market share in the food packaging segment despite rising competition from domestic and overseas players

Increasing orders in the décor grade segment against large volumes supplied by competition at low prices

Offering packaging solutions as a replacement for single-use plastics used in the past

The Company implemented timely price adjustments that helped it align with rising input costs.

The Company introduced new eco-friendly and sustainable products to differentiate its offerings.

The Company offered different payment options, better quantity-linked discounts and customer services to attract or retain customers.

The Company developed and marketed innovative packaging solutions that serve as viable alternatives to single-use plastic.

Strategies for market leadership

The Company maintained market leadership through the introduction of new products, timely deliveries and a commitment to delivering quality, sustainable and eco-friendly products.

The Company's strategies comprised the following:

- Offering differentiated products customised around specific applications (food packaging) and unique customer needs.
- Ensuring that all product offerings consistently addressed required quality standards.
- Developing biodegradable specialty papers with moderated environmental impact.

Brand-building initiatives

- The Company's marketing was directed to support sales and customer relationship management
- The Company focused on trade shows and exhibitions to showcase products
- The Company customised products around customer needs
- The Company built a robust customer relationship management infrastructure
- The Company developed eco-friendly products, with a brand name as solid wrap and bag, which represented a value-addition
- The Company developed cooling pad papers for use in air coolers, addressing a market previously addressed by imports
- The Company improved alignment between sales, marketing and manufacturing

operations; customer needs were better understood and addressed

- The Company's marketing team comprised full-time employees with a deep understanding of products and potential.

Outlook, 2024-25

Pudumjee aims to capitalise on the momentum. Despite the anticipated challenges in the business environment in 2024-25, the Company's investments in customer relationship management are expected to sustain growth.



BUSINESS ENABLER

FINANCE

Overview

At Pudumjee, we specialise in manufacturing specialty papers customised around the demanding, specific and evolving needs of customers.

The Company's competence lies in comprehending end-use applications to manufacture paper grades that maximises customer value while enhancing the Company's margins. This personalised

approach has strengthened relationships between the Company and customers, reinforced by quality products, prompt delivery, and responsive after-sales service.

Competitive strengths

Customer-centric approach

- Connects products to specific customer applications
- Optimises costs for the customer and Company
- Builds goodwill; enhances customer retention
- Mitigates competition from domestic and international players

Value-added services

- Timely delivery and consistent quality in small lots
- Prompt and efficient after-sales service

Market expansion

- Leverages stakeholder trust to develop new applications
- Innovates and diversifies product applications; widens markets

Wide variety of applications

- Manufactures lower grammage paper for food, pharma, décor, packaging, hygiene sectors
- Offers competitive costs around attractive value-addition.

Efficient inventory and production strategy

- Maintains adequate inventory of imported pulp
- Optimises pulp blending to achieve desired paper properties
- Addresses constraints of expensive inputs through timely stocking

Challenges and its counter measures

Rising costs of pulp and other inputs

The Company modified the fibre mix, product mix and production schedule to enhance value addition, customer satisfaction and market retention.

Need to enhance sales while maintaining quality consistent with customer expectations.

The Company adjusted the product mix, prioritised specific grades, focused on new products as a replacement of plastics and increased customer interaction.

High demand for specific paper varieties.

The Company proactively addressed market dynamics by modifying production schedules to focus on high-demand paper grades

Higher fibre and energy costs due to geopolitical issues.

The Company implemented a suitable procurement strategy for fibre and other inputs, optimising the product mix to enhance value addition and market share

Delay in the implementation of a captive solar plant.

The Company sourced over 8% of renewable energy from third parties, increasing the total share of renewable energy to about 13%, reducing energy cost and at the same time lesser carbon footprint.

Competition in pricing and quality from international suppliers for décor paper.

The Company balanced costs by using alternative inputs and improving quality, achieving competitiveness using the same flexible packaging machine.

Need for papers with specific properties (oil-proof and grease-proof).

The Company developed specialised paper varieties, attracting orders in line with evolving consumer expectations

Prudent financial management

The Company utilised reserves to prepay ₹26 Cr debt and funded working capital with accruals.

As of the year-end, the Company's debts stood at around ₹19.49 Cr (including ₹13.54 Cr Fixed Deposits by long-standing depositors). The Company preferred to repay deposits on maturity and not accept fresh

deposits except for renewals at the discretion of depositors.

The Company's total debt to EBITDA ratio improved from 0.57 in the previous year to 0.13 last year, indicating cash comfort.

The Company negotiated lower resource prices in exchange for immediate payment using its cash flows.

The Company marketed products against customer advances and a deterrent interest payment in the event of delays. Interest received from delayed debtors was ₹1.54 Cr in 2023-24 and ₹1.88 Cr in 2022-23. The average receivables period was 33 days, compared to 37 days in the previous year.

Key highlights, 2023-24

784.96

₹ Cr, Sales

149.42

₹ Cr, EBITDA

131.64

₹ Cr, PBT

98.14

₹ Cr, PAT

Value creation through innovation and strategic initiatives

Pudumjee emphasis is on enhancing value-addition, procuring appropriate fibre and input mix aligned with the evolved product mix.

The Company is positioned to develop new grades of paper and varieties for emerging applications, as well as utilise relatively cheaper fibres and other inputs while maintaining appropriate quality standards. The Company identifies emerging

opportunities in a fast-changing market to develop new grades and stay ahead of competition.

The Company is engaged in finalising a binding agreement for a captive solar plant. The Company continues to capitalise on a logistical cost advantage in importing fibers through ports proximate to Pune.

One Tissue paper machine which was partially functional in 2023-24, will be fully utilised in the current year, enhancing tonnage output and revenues.

Outlook, 2024-25

India's growing economy is encouraging the offtake of quality packaging paper across a diversified market. In view of this, the Company initiated the exercise to identify suitable paper grades for expansion following timely capital expenditure at its 75-acre Mahad site.

Particulars	2022-23	2023-24
Debt service coverage ratio (excluding prepayment of loans)	4.20	6.86
Working Capital as of capital employed	0.40	0.48
Interest cover	13.68	26.68
Net Debt to EBITDA	0.57	0.13



BUSINESS ENABLER

PEOPLE MANAGEMENT

Overview

The Company prides on its human talent, which has specialised in the manufacture of speciality papers. The quality of its

human talent in the field of R&D is the best within the sector with a demonstrated competence in customising products around the demanding and differentiated needs of customers. The Company's manufacturing is

conducted in three eight-hour shifts a day. Women employees are largely deployed in the R&D, Secretarial, Accounts and Procurement teams.

Highlights, 2023-24

- The Company took proactive measures to address employee grievances, offering feedback and recognition to keep the workforce motivated and engaged.
- The Company leveraged technology to provide solutions through automation and

data analytics, streamlining processes and enhancing operational efficiency.

- The Company focused on managing employee relations, resolving conflicts, and ensuring a fair and respectful workplace.
- The Company maintained positive employee relations that mitigated potential

conflicts, fostering a harmonious and productive atmosphere.

- The Company retained staff in few cases following retirement on account of expertise, accelerating the training of young employees onboarded as replacements

Key initiatives, 2023-24

- The Company trained the employees for integrated management system, food safety management and supervisory. The Company imparted induction and on-the-job training. All employees were provided periodic safety training facilitating an accident-free environment.
- The Company counseled employees with the objective of retention; Sexual Harassment at the Workplace (Prevention & Redressal) Policy comprised regular meetings

- The Company upgraded specialty paper manufacturing skills through training and participation in conferences and seminars
- The Company signed a wage agreement with the workmen's union for three years
- The Company did not lose a single day's work on account of industrial relations
- The Company engaged a consultant in certifications who trained employees and conducted internal audits.

Outlook, 2024-25

The Company will focus on skill development and training. A recruitment drive will address attraction of young talent. Harmonious industrial relations will be a priority. Employee visits to similar industries, conferences, and seminars will help enhance awareness.

Average Employee Age

Year	2023-24	2022-23	2021-22	2020-21	2019-20	2018-19
Average Employee Age	43	44	44	41	41	40

Number of Employees

Year	2023-24	2022-23	2021-22	2020-21	2019-20	2018-19
Employees	633	609	634	660	690	690

Revenue per employee (₹ in Lakh)

Year	2023-24	2022-23	2021-22	2020-21	2019-20	2018-19
Revenue	124.01	124.58	87.58	66.19	87.61	85.44

In 2020-21, the numbers were less because during COVID-19, the machines were not fully operational, but no workmen lost his job or person-days during COVID-19. This helped strengthening cordial relations with workmen. The productivity was less in 2020-21 and 2021-22 due to the impact of COVID 19, which subsequently improved due to higher volumes and sales realisations.

ENVIRONMENT MANAGEMENT AND SUSTAINABILITY



Overview

There is a premium on sustainable practices within paper companies on account of a priority to manage finite natural resources in a responsible manner.

These challenges comprise the ability to manage waste from water, chemicals, and paper sludge while moderating environmental impact. Besides, there is a premium on the capability to responsibly consume water, power and chemicals around robust environmental management.

Pudumjee is an environmentally conscious company. The Company has responded responsibly in this regard. The Company's Environmental Management Systems (EMS) complies with local ESG requirements and holds EMS ISO 14001 certification, covering most of the related issues. The Company adheres to norms laid down by local and central pollution control boards.

The Maharashtra Pollution Control Board (MPCB) has been making effluent discharge norms regularly stringent through each Consent to Operate renewal (addressed by the Company). The Company has achieved these norms each time through initiatives to reduce pollution load at source. Besides, the Company is engaged in aligning with ESG standards to enhance export acceptability.

In 2015-16, the final treated effluent at the Company used to be Biochemical Oxygen Demand (BOD) of 30 mg/L but the MPCB set a very stringent target of 10 mg/L, an extraordinary reduction. Pudumjee embraced this challenge. The Company conducted laboratory trials on a replicated model of the Effluent Treatment Plant to modify the manufacturing process to reduce pollution load at source, improving the efficiency of all ETP processes and systems.

Through a combination of efforts, including adjustments to raw material mixes, product

mixes, process modifications, and the installation of facilities at the source to reduce pollution load, Pudumjee successfully achieved the treated effluents target of 10 mg/L BOD, the most stringent norm applied by the MPCB for this industry category. The Company also achieved a significant reduction in discharge volume through multiple water recycling, attracting appreciation from various agencies.

Pudumjee is certified for ISO 9001:2015, the international standard for Quality Management Systems. The Company is also certified for ISO 50001:2018, the standard for Energy Management Systems, and ISO 22000:2018, which pertains to Food Safety Management Systems. Additionally, Pudumjee holds the Forest Stewardship Council's Chain of Custody (FSC:COC) certification, ensuring the responsible sourcing of wood-based raw materials.



Challenges and its counter measures

Strict discharge norms due to plant location: Pudumjee focused on reducing freshwater consumption, enhancing water quality in the Water Treatment Plant, reducing effluent discharge and upgrading the electrostatic precipitator to control emission in the Boiler area.

Continuous deterioration of freshwater quality in the river, the source of water upstream of the Company's location: Pudumjee undertook the modification of white-water circuits in its paper machines, emphasised production planning to minimise grade changes and wash-ups, and made efforts to improve the Water Treatment Plant operation for improving water quality.

Competitive strengths

- Complete adherence to rigorous environmental standards set by the Central Pollution Control Board and State Pollution Control Board (MPCB)
- Consistent upgradation of manufacturing facilities to improve environmental management
- Voluntary reduction in water consumption and stack SPM emissions to well below regulatory stipulation
- Implementation of rainwater harvesting, even within the limitations of the existing old plant layout

Key highlights, 2023-24

- The Company set a water consumption target of 18 m³/MT by increasing recycling and reducing freshwater use; it reduced freshwater consumption from 4000 m³/day to 3200 m³/day
- The Company achieved a stack SPM emission norm of 50 mg/Nm³ by installing an additional electromagnetic field in the Electrostatic Precipitator
- The Company monitored by-products, effluents, and emissions, developing initiatives for progressive reduction.
- The Company reduced effluents discharge volume from 3750 m³/day to 2500 m³/day: the effluent water quality (BOD and COD) surpassed MOEF&CC standards.

- The Company moderated solid waste generation by installing a filler/ TiO₂ recovery system on one of the machines and reducing water consumption at the same time.
- The Company exceeded regulatory compliances related to freshwater consumption, effluent discharge, solid waste generation and disposal.
- The Company created a holistic culture through cross-functional team meetings to address pollution reduction at source targets assigned to each department, and established a mechanism to cross-check and address deviations
- The Company engaged in lectures, presentations, and personal meetings, involving internal and external subject matter experts.

Water treatment and air pollution control at Pudumjee

At Pudumjee, fresh water is recycled as much as possible before being discharged for treatment in the Effluent Treatment Plant (ETP). The final effluent undergoes three

stages of treatment: primary clarification, secondary treatment in an aeration basin and secondary clarifier, and tertiary treatment by filtration. Prior to discharge, the treated effluent is monitored through an online continuous emission monitoring system.

The Company reduced stack Suspended Particulate Matter (SPM) emissions by installing an additional electromagnetic field in the Electrostatic Precipitator (ESP).

Year	Fresh water consumption in CMD	Effluent generation in CMD			Discharge Norms			Stack SPM in mg/Nm ³
		Generation	Recycled	Discharge	pH	COD mg/L	BOD mg/L	
2021-22	3950	6942	3969	2973	7.53	47.8	7.1	56
2022-23	3632	7545	5024	2521	7.54	46.5	7.3	65
2023-24	3315	7623	5458	2165	7.42	58.8	6.1	67
Limits	5000	12050	8300	3750	5.5-8.5	<100	<10	<100
Remark	Recycle effluent quantity is more than fresh water due to multiple use of fresh water in system before discharge.							

ESG AND PUDUMJEE



Overview

In a dynamic business landscape, the transition towards sustainability is no longer an idealistic pursuit but a necessary mission. At Pudumjee, we have made this mission our focus, seamlessly aligning responsibility with sustainability and profitability. Our multi-faceted approach spans environmental, social and governance (ESG) pillars, encapsulating a commitment to ethical and inclusive practices.

Environmental focus: Businesses need to prioritise sustainability, optimising resource use, recycling, reducing reliance on finite

fossil fuels, addressing climate risks and cutting their carbon footprint.

Social commitment: This comprises investment in people, fostering a positive organisational culture, nurturing customer relationships and fulfilling social responsibilities.

Governance guidelines: This comprises principles and practices governing conduct, ensuring strategic clarity, ethical values, codes of conduct, balanced Board composition and alignment with the United Nations Global Compact (UNGC).



Our ESG commitment



Environment

- Developing compostable and biodegradable specialty paper having superior barrier properties.
- State-of-the-art wastepaper recycling facility
- Modern technologies to reduce input consumption, water withdrawal and consumption, power use, energy consumption and raw material consumption per Ton of end product.
- Chlorine-free pulp & preconsumer recycled paper sourced from compliant forests and adhering to Chain-of-Custody requirements.
- 8.75 MW of renewable energy (wind and solar) to address 13 % of the Company's energy needs.
- Three categories of Forest Stewardship Council (FSC) certifications
- Global accolades, such as the UNDP Award, for environmental commitment and sustainability efforts



Society

- Operational health and safety
- Risk-based training
- Zero fatal accidents across operations
- Safety of employees and communities
- Financial assistance to social and environmental causes
- Women's empowerment



Governance

- Board comprising Independent Directors
- 5 Independent Directors (1 Independent woman Director) among 9 Board members as on 31.03.2024
- Effective Board Committee structures and committees
- Zero tolerance for integrity transgressions
- Manufacture of niche grades
- Controlled growth without risking the financials
- Process-driven growth leading to predictability and scalability

#1 Our environmental focus. Helping to make the world a cleaner place

At Pudumjee, we are not just bottomline-driven; we pride on our commitment to responsible corporate citizenship as well.

Each time we have invested in an initiative or technology, the first filter we have applied is 'Will this be good for, our surrounding, community and the earth as well?'

This is particularly relevant in our industry, which is marked by an intensive use of water and a growing premium on the responsible management of finite raw materials and effluents.

At a primary level, we are committed to a compliance with United Nations' Sustainable Development Goals prescribed for responsible corporate existence.

At a secondary level, our business model has been aligned with the Six R's of responsible manufacture – Replace, Recycling, Reduce, Renewables, Release and Responsibility.

Replace: We are committed to develop compostable and biodegradable specialty paper equivalents of plastic laminated packaging materials.

Recycling: We progressively increased the recycled fibre content in some tissue products at our wastepaper recycling facility. This helped moderate deforestation and save thermal power required to produce virgin pulp from scratch; besides, it helped in reducing the carbon footprint. The recycled content in our tissue products is almost 100% in 70% of our total tissue products

Reduce: We invested in modern technologies to reduce water drawal from per unit of production by 25% (including fresh water and recycled water) & 30 % in terms of freshwater consumption as we significantly increased our manufacturing output across the space of last four years; we substantially reduced our consumption of water, energy and other inputs per Ton of end product.

Release: We were one of the first few paper mills in India to install an anaerobic treatment plant to generate in-process methane to treat and neutralise effluents when the bagasse was used as raw material. The Methane generation was later stopped after bagasse pulping was phased out many years ago. The BOD and COD levels in our effluent discharge are considerably lower than the norms prescribed by statutory pollution control authorities.

Responsibility: We invested in effluent treatment plant ahead of the curve. The wastepaper and pulp that we source for the manufacture of paper is chlorine-free; the pulp was procured from complying forests to address our Chain-of-Custody requirement. Our products are manufactured completely in conformance with some of the most demanding and credible global product certifications (three categories of FSC).

Our environment certifications

FSC®: Verifies that products through the production chain comply with all FSC® certification standards applicable to manufacturers, processors and traders; indicates that we consume hard wood and soft wood pulp from responsible forests and well-managed commercial plantations that are legally harvested and used in product manufacture. Pudumjee manufactures FSC® certified products (FSC® Mix Credit and FSC® CW across specialty paper grades and sell FSC® certified products.

The big numbers

Year	2020-21	2021-22	2022-23	2023-24
Water consumption in m3 per MT of end product produced	26.05	27.94 (Less Production due to COVID-19 impact)	22.14	18.5
Year	2020-21	2021-22	2022-23	2023-24
Non-hazardous waste generated (Tons)	3779	3757	4417	4770
Year	2020-21	2021-22	2022-23	2023-24
Non-hazardous waste in Kg per MT of end product produced	85.16	73.8	75.7	73.85
Year	2020-21	2021-22	2022-23	2023-24
COD in Kg Discharged per MT of end product produced)	0.94	0.91	0.91	0.72
Year	2020-21	2021-22	2022-23	2023-24
SO2 emission in Kg per MT of end product produced)	0.603	0.159	0.058	0.104
Year	2020-21	2021-22	2022-23	2023-24
Power consumption in kWh per Ton of finished production	1313	1310	1259	1287
Year	2020-21	2021-22	2022-23	2023-24
Chemicals consumption in Kg per Ton of Finished Production	117	112	114	101
Year	2020-21	2021-22	2022-23	2023-24
Materials consumption in Kg per Ton of Finished Production	Pulp: 964 Coal: 641	Pulp: 968 Coal: 707	Pulp: 956 Coal: 532	Pulp: 973 Coal: 530
Year	2020-21	2021-22	2022-23	2023-24
People per unit of end product produced MT / man-days	0.36	0.35	0.40	0.43
Year	2020-21	2021-22	2022-23	2023-24
Quantum of green energy used (MN units)	15.16	7.67	13.53	11.01



#2 Our Social commitment

People

At Pudumjee, we believe that our people represent the cornerstone of progress. Investing in their development accelerates our growth and ensures business sustainability. Our people management strategy encompasses structured employee development, safety protocols, leadership succession and well-being initiatives.

Our policies are designed to foster holistic development and build trust among our workforce. With an average employee age of 43 and an average tenure of more than 20 years, we pride ourselves on being a workplace that prioritises employee longevity, satisfaction and growth.

We facilitate comprehensive development through training programs, activities, classes and skill enhancement initiatives. Our

channels for feedback, such as suggestion schemes and grievance redressal boxes, ensure that every voice is heard, promoting a culture of operational democracy. We recognise the dedication of employees; we reward them with annual promotions, increments and long service awards. We ensure workplace safety through provisions designed to prevent incidents that may compromise employee well-being or reputational damage.

Our talent management priorities

Prudent recruitment and selection	Focused career development	Emphasis on ethics and values	Promotion of a distinctive organisational culture	Creation of a multi-competence workforce	Deepened employee communication
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The big numbers

Employees

Year	FY22	FY23	FY24
Total Number of Employees	634	609	633

Average age

Year	FY22	FY23	FY24
Average Age	44	44	43

Employees by gender

Year	FY22	FY23	FY24
Male	620	595	621
Female	14	14	12

Employees by age group

Year	FY22	FY23	FY24
Age group 22-35	170	164	182
Age group 36-45	186	181	189
Age group 46-60 +	278	264	262

Profile of employees as per education

Year	FY22	FY23	FY24
Under Graduates	369	359	381
Graduates / Masters	190	182	179
Engineers / MBA / CA / CS / CMA	75	68	73

Person-Hours spent towards training

Year	FY22	FY23	FY24
Training in person hours	998	1382	2352

Retention rate (%)

Year	FY22	FY23	FY24
People retention in %	91.95	90.85	94.09

Employee output (₹ in Lakh)

Year	FY22	FY23	FY24
Revenue per employee	87.58	124.58	124.01

Employees by tenure

Year	FY22	FY23	FY24
More than 5 years (as % of total)	77.92	79.47	78.83

Health and safety – Reportable Accidents

Year	FY22	FY23	FY24
Accidents	02	02	02

Person-years of organisational experience

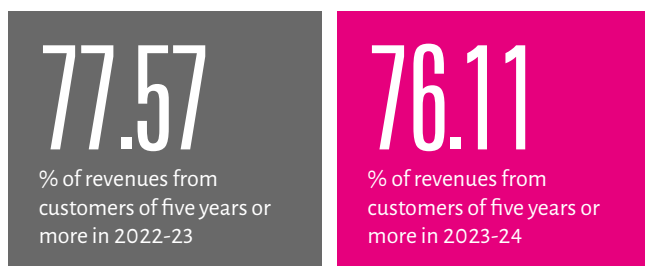
Year	FY22	FY23	FY24
Person-years of experience	13297	12528	12556

Customers and vendors: Our stable ecosystem of vendors includes suppliers of essential capital equipment, spare parts and resources, marked by longstanding partnerships. Our relationships with primary customers have yielded substantial benefits, contributing to a significant portion of our revenues. These connections, spanning a decade or more, provide enhanced revenue predictability and systemic stability.

Community engagement: Pudumjee engages with surrounding communities, promoting sustainable development aligned with the United Nations' Sustainable Development Goals. Our commitment to a safe, clean and healthy workplace not only enhances community morale but also strengthens our reputation around responsible citizenship.

Big numbers

Customers



Vendors





Social responsibility

At Pudumjee, we are committed to extend our prosperity to our neighbouring communities. Over the years, we have made contributions to these communities through educational interventions addressing the marginalised.

Our corporate citizenship is guided by the following principles.

One, we believe in conducting business to contribute positively to the world.

Two, we recognise the importance of extending our ethical responsibilities beyond those directly associated with the Company.

Three, our involvement in corporate social responsibility initiatives aligns with national and regional priorities.

Four, we have moved beyond mere financial contributions to engage in deeper, more impactful initiatives.

Five, we collaborate with specialised NGOs possessing extensive experience and understanding of various societal landscapes.

Six, we prioritise making initial investments that yield significantly greater societal impact relative to our level of engagement.

Seven, our focus lies on empowering beneficiaries to take charge of their own lives through responsible engagement.

Eighth, our programmes are tailored to address grassroots needs.

Nine, our programmes are based on need-assessments in locations through social interactions.

Ten, our company's CSR efforts are governed by a clearly defined policy, overseen by a dedicated CSR Committee and senior management.

Pudumjee regularly monitors and evaluates the outcomes of our programs. We aim to concentrate on various sectors such as education, skill development, women's empowerment and environmental conservation, to alleviate poverty, reduce unemployment and address environmental imbalances.

The Company provides educational facilities, improves existing facilities and helps build infrastructure for education and the medical sector in rural India.

Our CSR spending

₹ Lakh



#3 Our governance bedrock

Pudumjee has endured across economic cycles, policy changes and consumer preferences on account of its governance bedrock. At the Company, governance is about a commitment to generate respect by doing the right thing (as distinct from doing things the right way), enhancing stakeholder confidence. We believe that this governance framework has established clarity of how we will engage with the world and what the world can expect from us.

Clarity

We merged group companies a few years ago with the objective to present a consolidated face to our stakeholder community.

Board of Directors

We placed a premium on Board composition, comprising achievers of standing. These individuals have brought to our organisation a complement of values, bandwidth, business understanding and strategic direction. We aggregated a Board comprising a balance of Independent and non-Independent Directors leading to a free flow of rich perspectives for the Company's benefit.

Credibility

We put a premium on credibility: credibility in delivering what the customer wants, when it wants and customised to what it wants. We practiced a conservative interpretation of accounting policies resulting in credible financials that inspired trust. We created an operating discipline marked by a complete alignment with compliances and the laws of the land.

Ethical standard

We profess zero tolerance for integrity transgressions, commitment to recruit and appraise talent without prejudice, protect environment integrity and run the organisation in a professionally progressive manner.

Long-term

We are engaged in our business for the long-term. We resist the temptation of seeking a short-term arbitrage; we are driven by a commitment to value in a sustainable way.

Stakeholder value

We are engaged in business for the benefit of all stakeholders: our customers must benefit from business-strengthening products and services; our employees must derive holistic career fulfillment; our investor must generate superior returns; our vendors must benefit through the stable outsourcing of resources; our community must benefit from our responsible presence; our government must benefit through the payment of taxes and livelihood creation.

Best over big

We believe that success is derived from being the best at what we can do. This is of critical relevance in the capital-intensive paper sector marked by a perception that scale is more important than scope. We believe that the most passionately run speciality paper company can deliver high operating efficiencies (as in our case). As an extension of this conviction, we believe that a focus on competence enhances asset utilisation, revenues and profitability leading to a reinvestment cycle that enhances scale: passion generating scale and sustainability and not the other way around.

Focused

We are a speciality paper manufacturing company that has decided to specialise in niche grades. This relatively focused field of competence represents our biggest insurance against mortality; the specialisation has strengthened our brand in a progressively commoditising world, reinforcing customer accretion and retention.

Relationships

We have selected to carve away a larger customer wallet share. This has warranted integration deeper into customer plans, manufacturing customised products, enhancing our service responsiveness to requirements.

Controlled growth

We have selected to grow our business to the extent our Balance Sheet can permit; this controlled approach (where a greater proportion of accruals are being reinvested) has ensured our liquidity and profitability through various market cycles.

Process-driven

We focus on the 'how' over 'what'. We represent a balance of promoter engagement and professionalised management. We created a meritocratic culture comprising professionals possessing competence and qualifications. This approach has been complemented by a framework of processes, audits, IT investment, checks and balances that has translated into systemic predictability and relatively de-risked scalability.

Our values

While providing a conducive work environment, we endeavour to create a dynamic and meritorious organisation by recognising performance and valuing the inputs and outcome of every stakeholder of the Company

Our vision

To create a dynamic organisation with all round development of people, so

as to lead themselves and the organisation towards sustainability and growth.

Our mission

To offer value-added Specialty Paper products to customers and constantly develop challenging products for emerging applications. Minimise the environmental impact through energy conservation, use of renewable energy and adoption of best available technology.

Our culture

- People matter, Results count.
- Lead yourself, others and the business.
- At Pudumjee, we foster ownership and entrepreneurship. We believe that when people are truly empowered, they can be motivated to achieve new heights and

create a better future for our Company.

- At Pudumjee, we are proud to say that we have the best minds in the business.
- Every member is a leader and an innovator in his/her own right as they continuously find solutions, improve our systems & processes and deal with challenges in the most balanced manner.

Core principles

Accountability

Transparency

Integrity

Social responsibility

Regulatory compliances



CORPORATE SOCIAL RESPONSIBILITY

HOW WE ARE PARTICIPATING IN BUILDING PROSPEROUS COMMUNITIES

Overview & Our comprehensive CSR policy

As a socially responsible business, our Company is committed to giving back to the society. The Company conducts CSR activities through a collaboration approach, dedicated to support organisations engaged in social service. These organisations could be trusts with an established track record in activities

covered by the Companies Act, 2013, and the accompanying CSR Rules. In accordance with the law, the Company contribute 2% of its average profit in the last three years to CSR initiatives. In 2023-24, an excess ₹8.70 Lakh was contributed (to be prospectively adjusted).

Our key CSR activities

Promoting education	Environmental initiatives	Vocational development	Supporting old age homes and orphanages
Providing nutrition and essentials to the underprivileged	Rural infrastructure development	Poverty alleviation	Any Other activities permissible under Schedule VII of the Companies Act, 2013

Our key CSR initiatives

Dr. Babasaheb Ambedkar Vaidyakiya Pratishthan, Aurangabad: Pudumjee supported this organisation which is run by professional doctors. Since 1989, this trust has treated 6,000,000 marginalised patients. At its core is Dr. Hedgewar Hospital, which provides medical services at an affordable costs for all. The doctors provide specialised care to poor patients. Pudumjee sponsored two general wards at Dr. Hedgewar Hospital in Aurangabad comprising 26 beds each, with a contribution of ₹1,00,00,000.

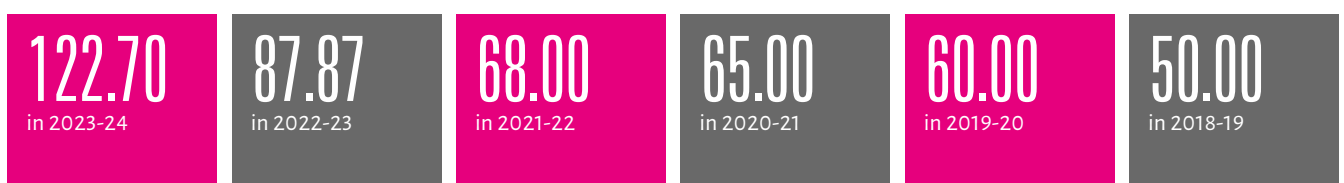
Sant Ishwar Foundation, Pune: Pudumjee supported this foundation, which established 'Ghar,' a seven-storey building that houses orphaned, abandoned and vulnerable girls, women with disabilities, and elderly individuals. The foundation empowers individuals through quality education and skills, making them productive. Ghar's home-like environment houses three generations who live with a sense of togetherness, belonging, security, hope and love. Pudumjee funded a solar system to reduce electricity costs (contribution ₹7,69,766).

Bombay Mid-Town Rotary Trust, Mumbai: Pudumjee funds this esteemed trust to provide assistive devices to differently abled individuals. Pudumjee contributed ₹5,00,000 to this noble cause.

M. P. Jatia Charitable Trust, Mumbai: Pudumjee supported the M. P. Jatia Charitable Trust with a track record of service. The trust engages in activities related to environmental sustainability, protection of national heritage, art and culture, and promoting education in rural and urban areas. Pudumjee contributed ₹10,00,000 to ensure environmental sustainability.

CSR expenditure

(₹ in Lakh)



BOARD OF DIRECTORS



Mr. Arunkumar Mahabirprasad Jatia
Executive Chairman



Mr. Surendra Kumar Bansal
Non-Executive Non-Independent
Director



Mr. Vinod Kumar Beswal
Non-Executive Independent Director



Mr. Nandan Damani
Non-Executive Independent Director



Mrs. Madhu Dubhashi
Non-Executive Independent Director



Dr. Ashok Kumar
Executive Director



Mr. Basant Kumar Khaitan
Non-Executive Independent Director



Mr. Ved Prakash Leekha
Non-Executive Non-Independent
Director



Mr. Sanjay Kumar Singh
Non-Executive Independent Director
(w.e.f. 30.01.2024)



DIRECTORS' REPORT

To the members

The Directors have pleasure in presenting before you the 10th Annual Report of the Company together with the Audited Financial Statements for the year ended 31st March, 2024. The accounts are prepared in accordance with the Companies (Indian Accounting Standards) Rule, 2015 (IND AS) prescribed under Section 133 of the Companies Act, 2013.

FINANCIAL RESULTS :

(Rupees in Lakhs)

	2023-2024	2022-2023
The Earnings Before Interest, Tax, Depreciation and Amortization (EBITDA)	14,942.20	9,479.81
Less:		
i) Finance cost	512.54	382.41
ii) Depreciation/Impairment	1,265.14	1,130.75
The net profit before Exceptional items and Tax	13,164.52	7,966.65
Less:		
Exceptional Items	-	-
The net profit before Tax	13,164.52	7,966.65
Less:		
Provision for Current Tax	3,361.00	1,990.00
Provision/(Saving) for Deferred Taxation	(10.53)	37.12
Net Profit After Tax	9,814.05	5,939.53
Add:		
Other Comprehensive Income/(Expense) (Net of Tax)	191.69	(36.17)
The balance of Profit brought forward from last year	19,108.53	13,879.92
Total	29,114.27	19,783.28
Less:		
Dividend Paid on Equity Shares	474.75	474.75
Transfer to General Reserve	200	200.00
Total	674.75	674.75
Balance proposed to be carried forward to next year's accounts	28,439.52	19,108.53

DIVIDEND :

The Board of Directors recommends the payment of Dividend for the year ended 31st March, 2024 at the rate of Rs. 0.60 per share. If approved, the Equity Dividend shall be paid, subject to the provision of Section 126 of the Companies Act, 2013 to those Shareholders whose names stand on the Register of Members on 06th September, 2024.

The Dividend in respect of shares held in electronic form, will be paid to all those beneficial owners of the shares as per the details furnished by depositories for the purpose at the close of business hours on 29th August, 2024.

OPERATIONS :

The Directors are pleased to report that once again, in quick succession to last year, the Company has registered a record performance with the turnover of Rs. 785 Crores (Rs. 759 crores last year) and with the highest EBITDA of Rs. 149 Crores (last year Rs. 95 Crores), an EBITDA margin of 19% (13% last year). This historic performance was result of the followings:

- Larger quantity of paper sold by about 10%.
- Increase in value addition even after considering reduction in the lower input cost and average Net Sales Realization (NSA) by about 7%.
- Improvement in operating efficiency including judicious mix of fibre and other inputs, changes in product mix to deliver comparatively better value accretion.
- Procurement strategy of pulp in line with the market trend. The imported pulp prices after having touched bottom in first half of the year had started moving upwards and that the trend is continuing.
- Improvement in performance of Hygiene Products Division which also registered a record profit.

The Company being a leader in the Specialty Paper manufacturing, is witnessing improvement in interest for its various grades of papers

which have various applications and usages in many sectors such as Food, Pharma, Décor, Packaging, Hygiene to name a few.

For all such interest and demand, the company adopts approach of mix of various inputs to deliver optimum value both to the customer and the Company. At the same time, the company is conscious of constantly improving standards of aspiring customers and consumers and, therefore, it continuously keeps on revising its offerings of product mix to not only neutralize its cost but also captures better value additions and address the need of emerging newer grades of papers.

As stated above, Hygiene Products Division improved its revenue by over 25% and EBITDA by 4% over last year. The business of the Hygiene Products Division mainly caters to Institutional customers such as Business Hotels, Airports, Restaurants, Corporates etc for their needs of hygiene products comprising of tissue and other products. As the Work-From-Home (WFH) culture abated and mobility of the public improved after the Covid conditions fully receded, the business has returned nearly to its pre-Covid level with much better profitability in view of rising general awareness of consumers about hygiene and its positive impact.

Although, the plant re-location of Pune facilities to Mahad is currently on hold, the Management has internally initiated the process of assessing the extent of desired expansion at Mahad, considering requirement of large investment, high fixed costs and futuristic market potential of each grade.

TRANSFER OF AMOUNTS AND SHARES TO INVESTOR EDUCATION AND PROTECTION FUND :

Pursuant to the provision of Sections 124 and 125 of the Companies Act, 2013, relevant amounts like unclaimed dividend etc., which remained unpaid or unclaimed for a period of seven years have been transferred by the Company, from time to time on due dates, to the Investor Education and Protection Fund (IEPF).

In compliance with these provisions read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has transferred 12,31,837 shares to the Demat Account of the IEPF Authority maintained with NSDL, in respect of which dividend had remained unpaid/unclaimed for a consecutive period of 7 years or more. The details of the Shareholders whose shares transferred to IEPF Authority and procedure to claim refund of unclaimed dividend amount and shares from IEPF authority are available on the website of the Company viz: <https://www.pudumjee.com/unclaimed-dividends/>.

FIXED DEPOSITS :

The Company accepts fresh/renewal of fixed deposits from the public and as on 31st March, 2024 stood at Rs. 1,312.50 Lakhs as against Rs. 1,553.15 Lakhs at the end of the previous year (i.e. Fixed Deposit Liability).

During the year, the Company has accepted/renewed such deposits aggregating to Rs. 197.10 Lakhs, and all the deposits falling due for repayment during the year were fully repaid on maturity except unclaimed deposits numbering 42 with an amount of Rs. 19.20 Lakhs as at the end of the year.

There were no over dues on account of principal or interest on public deposits other than the unclaimed deposits as at the year end and there

have been no default in repayment of deposits or payment of interest thereon. There are no deposits which are not in compliance with the requirements of Chapter V of the Act read with Companies (Acceptance of Deposits) Rules, 2014.

AUDITORS:

i. STATUTORY AUDITORS :

The Members of the Company at the 8th Annual General Meeting re-appointed M/s. J. M. Agrawal & Company, Chartered Accountants, as Statutory Auditors for further period of five years till the conclusion of 13th Annual General Meeting of the Company.

There is no adverse remark or qualification in the Statutory Auditor's Report annexed elsewhere in this Annual Report.

The Auditors have reported that there is no fraud on or by the Company noticed or reported during the year.

ii. SECRETARIAL AUDITOR :

Pursuant to provision of Section 204 read with Section 134(3) of the Companies Act, 2013, the Board has appointed M/s. SIUT & CO LLP, Practicing Company Secretaries, Pune to conduct Secretarial Audit of the Company for the Financial Year 2023-24. The Secretarial Audit Report for the Financial Year 2023-24 is annexed hereto as Annexure - 1.

There is no adverse remark or qualification in the Secretarial Audit Report.

The Company has complied with the applicable Secretarial Standards during the year issued by the Institute of Company Secretaries of India.

iii. COST AUDITOR :

Pursuant to provision of Section 148 of the Companies Act, 2013, the Board has appointed Mr. Narhar K. Nimkar (Membership No. F-6493), Cost Accountants in Practice, Pune to conduct the audit of the Cost Records of the Company relating to "PAPER" for the Financial Year 2023-24. As required under the Companies Act, 2013, a resolution seeking Shareholders approval for the remuneration payable to the Cost Auditors forms part of Notice convening the 10th Annual General Meeting of the Company.

DETAILS OF APPOINTMENT OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP) :

In terms of provisions of the Companies Act, 2013, Mr. Surendra Kumar Bansal (DIN: 00031115), Non-Executive Non-Independent Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

The details of the Directors of the Company, proposed to be re-appointed at the 10th Annual General Meeting, as required by Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India are provided as Annexure at the end of the Notice convening the 10th Annual General Meeting of the Company.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at their meeting held on 30th January, 2024, appointed Mr. Sanjay Kumar Singh (DIN: 10168533) as an Additional Director in the capacity of Non-Executive



Independent Director of the Company, for a period of 5 years w.e.f. 30th January, 2024 till 29th January, 2029. The said appointment of Mr. Singh as an Independent Director was approved by the Members of the Company by way of a Postal Ballot on 13th March, 2024 in accordance with the provisions of the Companies Act, 2013 & Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the applicable provisions of the Companies Act, 2013 and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also confirming that they are not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

The Board of Directors is of the opinion that the Independent Directors holds the highest standard of integrity and possess necessary expertise and experience including proficiency in the field in which the Company operates.

MEETINGS :

During the year 4 Board Meetings and 4 Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between the Meetings was within permissible period prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CORPORATE SOCIAL RESPONSIBILITY (CSR) :

The Board of Directors has constituted the Corporate Social Responsibility Committee of the Company comprises of Mr. Nandan Damani, Chairman of the Committee and Non-Executive Independent Director, Mr. Vinod Kumar Beswal, Non-Executive Independent Director, Mr. Basant Kumar Khaitan, Non-Executive Independent Director, Mr. Surendra Kumar Bansal, Non-Executive Non-Independent Director and Mr. Ved P. Leekha, Non-Executive Non-Independent Director. The major role of this Committee is to formulate, recommend, implement and monitor the CSR policy, activities to be undertaken by the Company and to meet/contribute expenditure towards its recommended Corporate Social Responsibility objectives. This Committee carried out the CSR Activities pursuant to section 135 read with Schedule VII of the Companies Act, 2013 as amended from time to time and as per the CSR policy of the Company.

During the year, the Company was required to spent amount of Rs. 114 Lakhs in accordance with section 135(1) of the Companies Act, 2013 however the Company has spent Rs.122.70 Lakhs on the CSR Projects recommended/approved by the CSR Committee and the Board of Directors of the Company, exceeding the required amount by Rs. 8.70 Lakhs.

The CSR Policy of the Company is available on the website of the Company viz: <https://www.pudumjee.com/wp-content/uploads/2015/03/PPPL-Corporate-Social-Responsibility-Policy-4.pdf>.

The other relevant disclosures as stipulated under the Companies (Corporate Social Responsibility Policy) Rules, 2014 are given in Annexure-2.

PARTICULARS OF LOAN(S), GUARANTEE(S) OR INVESTMENT(S) :

Particulars of loan(s) given, investment(s) made, guarantee(s) given and securities provided along with the purpose are provided in Annexure-3 to this Report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES :

A policy on Related Party Transactions has been adopted by the Board of Directors at its meeting held on 14th November, 2015 for determining the materiality of transactions with related parties and dealings with them. The said policy is available at the Company's website at <http://www.pudumjee.com/wp-content/uploads/2019/03/Policy-on-Related-Party-Transactions.pdf>. The Audit Committee reviews all related party transactions quarterly and also as and when felt necessary.

Pursuant to Sections 134 (3), 188 (1) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 the particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 in Form AOC -2 are provided as Annexure-4.

ANNUAL EVALUATION OF PERFORMANCE OF BOARD DIRECTOR(S) AND COMMITTEE(S) :

As required under Companies Act, 2013, a meeting of the Independent Directors was held on 30th January, 2024 to evaluate the performance of the Non-Independent Directors, wherein the evaluation of performance of the Non-Independent Directors, including the Chairman and also of the Board as a whole was made, against pre-defined and identified criteria.

The criteria for evaluation of the performance of the Independent Directors, Chairman and the Board, was finalized by the Nomination and Remuneration Committee in its meeting held on 22nd January, 2016, the said committee has carried out evaluation of the performance of every Director. The said criteria is available at the Company's website at <http://www.pudumjee.com/wp-content/uploads/2015/03/Policy-on-Evaluation-of-Performance-of-Directors.pdf>. The Board of Directors at their meeting held on 30th January, 2024 has evaluated the performance of Independent Directors. The performance of the Committee was also generally discussed and evaluated.

While evaluating, the principles and guidelines issued vide master circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 of Securities Exchange Board of India dated 11th July, 2023 on Board Evaluation have been taken into account.

FAMILIARISATION PROGRAMME :

The details of programmes for familiarisation of Independent Directors with the Company is available at the Company's website at <https://www.pudumjee.com/wp-content/uploads/2015/03/PPPL-Familiarisation-Programme-for-Independent-Directors.pdf>.

RISK MANAGEMENT POLICY :

In accordance with the requirements of the Act, the Company has adopted and implemented a Risk Management Policy for identifying risks to the Company, procedures to inform Board members about

the risk assessment & minimization procedures, monitoring the risk management plan, etc.

VIGIL MECHANISM/WHISTLE BLOWER MECHANISM :

The Company promotes ethical behavior in all its business activities and has established a vigil mechanism for Directors and Employees to report their genuine concerns.

Pursuant to Section 177 of the Companies Act, 2013 read with Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a policy "Vigil Mechanism/Whistle Blower Policy", wherein the Employees/Directors/Stakeholders of the Company are free to report any unethical or improper activity, actual or suspected fraud or violation of the Company's Code of Conduct. This mechanism provides safeguards against victimization of Employees, who report under the said mechanism. During the year under review, the Company has not received any complaint under the said mechanism. The said policy is available at the Company's website at <http://www.pudumjee.com/policy/>.

PARTICULARS OF EMPLOYEES :

As required under Section 197(12) of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the statement giving required details is given in the Annexure-5 and 5A to this report.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 :

An Internal Complaints Committee ('Sexual Harassment Committee') has been constituted, under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, to deal with the complaints, if any, from the Company and other Companies in the Pudumjee Group.

During the year under review, there was no complaint of discrimination and harassment (including Sexual Harassment) received by the Committee.

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

As required under Section 134(3)(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, the information relating to Conservation of Energy, Technology Absorption and Foreign Exchange earnings & outgo is annexed as Annexure-6 to this Report.

REPORT ON CORPORATE GOVERNANCE :

Your Company's philosophy on Corporate Governance, sets the goal of achieving the highest level of transparency with integrity in all its dealings with its Stakeholders including Shareholders, Employees, Lenders and Others. A report on Corporate Governance along with a Certificate from the practicing Company Secretary regarding the Compliance of Conditions of Corporate Governance as stipulated

under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the Annual Report as Annexure-7.

MATERIAL CHANGES AND COMMITMENTS, IF ANY:

There are no adverse material changes or commitments that occurred after 31st March, 2024, which may affect the financial position of the Company or may require disclosure.

ANNUAL RETURN :

Pursuant to the provisions of Companies Act, 2013, draft of Annual Return for the financial year 2023-24 is available on the website of the Company at <https://www.pudumjee.com/wp-content/uploads/2014/09/PPPL-Draft-Annual-Return-Form-MGT-7-2023-2024.pdf>.

REMUNERATION POLICY :

In accordance with the provisions of Section 178 and other applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated remuneration policy which inter alia, includes the criteria for determining qualifications, positive attributes and independence of Directors. The said policy may be referred to, at the Company's website i.e., <https://www.pudumjee.com/policy/> and is annexed hereto and marked as Annexure-8.

SIGNIFICANT AND MATERIAL ORDERS :

There is no significant and material order passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

DIRECTORS' RESPONSIBILITY STATEMENT :

The Directors confirm that:

- a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profits of the company for that period;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a going concern basis; and
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.



- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

The Directors also wish to place on record their deep sense of appreciation for the dedication and contribution made by employees at all levels and look forward to their support in future as well.

ACKNOWLEDGEMENTS:

Your Directors would like to express their sincere appreciation of the positive co-operation received from the Bankers, Customers, Vendors and Investors of the Company for their continued support during the year.

On behalf of the Board of Directors,

Place: Mumbai
Date: 27th May, 2024

A. K. Jatia,
Executive Chairman.

SECRETARIAL AUDIT REPORT**FOR THE FINANCIAL YEAR ENDED 31.03.2024**

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

To,
The Members,
Pudumjee Paper Products Limited
Thergaon, Pune,
Maharashtra – 411033.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by PUDUMJEE PAPER PRODUCTS LIMITED (CIN: L21098PN2015PLC153717) (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the PUDUMJEE PAPER PRODUCTS 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, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31.03.2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31.03.2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings- Not applicable to the Company during the Audit Period
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not applicable to the Company during the Audit Period
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;— Not applicable to the Company during the Audit Period
- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;— 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) Regulations, 1993 regarding the Companies Act and dealing with client - Not applicable to the Company during the Audit Period
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; – Not applicable to the Company during the Audit Period
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – Not applicable to the Company during the Audit Period

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

- (i) Secretarial Standards pursuant to Section 118 (10) of the Act issued by the Institute of Company Secretaries of India (ICSI).
- (ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited read with The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.



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

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act and Listing Regulations.

Adequate notices are given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, shorter notice consent was taken wherever needed and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Decisions at the Board Meetings were taken unanimously.

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

We further report that during the audit period no events occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.

For **SIUT & Co LLP**
Company Secretaries
(Unique code: L2021MH011500)

Name: **CS I U Thakur**
Partner
FCS: 2298
CP: 1402

Date: 27th May, 2024
Place: Pune

UDIN: F002298F000452726
Peer Review Certificate No.: 5460/2024

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

'ANNEXURE A'

To,
The Members,
Pudumjee Paper Products Limited
Thergaon, Pune,
Maharashtra – 411033.

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **SIUT & Co LLP**
Company Secretaries
(Unique code: L2021MH011500)

Name: **CS I U Thakur**
Partner
FCS: 2298
CP: 1402

Date: 27th May, 2024
Place: Pune

UDIN: F002298F000452726
Peer Review Certificate No.: 5460/2024

THE ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company: The Company believes in the CSR activities through collaboration. The Company would always like to help the entities that are in the area of social service. The entities could be Trusts which have established track record in the activities like M. P. Jatia Charitable Trust, Mumbai which has an established track record of social service. The CSR activities to be carried out by the Company through an eligible trust(s) are as under; a) Promoting Education b) Environment c) Vocational Development; d) Setting up and/or maintaining old age homes/orphanage and supplementing nutrition and other essentials for underprivileged people e) Development of Rural Infrastructure f) Poverty Alleviation and g) Any other activity permissible under Schedule VII of the Companies Act, 2013.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Nandan Damani	Chairman / Non-Executive Independent Director	1	1
2	Mr. Vinod Kumar Beswal	Member / Non-Executive Independent Director	1	1
3	Mr. Basant Kumar Khaitan	Member / Non-Executive Independent Director	1	1
4	Mr. Surendra Kumar Bansal	Member / Non-Executive Non-Independent Director	1	1
5	Mr. Ved P. Leekha	Member / Non-Executive Non-Independent Director	1	1

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.pudumjee.com/wp-content/uploads/2015/03/PPPL-Corporate-Social-Responsibility-Policy-4.pdf>
4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not Applicable
5. (a) Average net profit of the Company as per section 135(5): Rs. 5,692.47 Lakhs
 (b) Two percent of average net profit of the Company as per section 135(5): Rs. 114.00 Lakhs
 (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Not Applicable
 (d) Amount required to be set off for the financial year, if any: Nil
 (e) Total CSR obligation for the financial year [(b)+(c)-(d)]: Rs. 114.00 Lakhs
6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Rs. 122.70 Lakhs
 (b) Amount spent in Administrative Overheads: Nil
 (c) Amount spent on Impact Assessment, if applicable: Not Applicable
 (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Rs. 122.70 Lakhs
 (e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (Rs. in Lakhs)	Amount Unspent (Rs. in Lakhs)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of Section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of Section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
122.70	-	-	-	-	-



(f) Excess amount for set off, if any

Sl. No.	Particular	Amount (Rs. in Lakhs)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	114
(ii)	Total amount spent for the Financial Year	122.70
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	8.70
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	-
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	8.70

7. Details of Unspent CSR amount for the preceding three financial years: Not Applicable

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

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Not Applicable

Yes No

If Yes, enter the number of Capital assets created/acquired:

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

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

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

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

Place: Mumbai
 Date: 27th May, 2024

Surendra Kumar Bansal
 Director

Nandan Damani
 Chairman of CSR Committee

ANNEXURE-3

PARTICULARS OF LOANS GIVEN, GUARANTEES/ INVESTMENTS MADE DURING THE FINANCIAL YEAR 2023-24

Nature of transaction (whether loan/ guarantee/ security/ acquisition)	Name of the person or body corporate to whom it is made or given or whose securities have been acquired (Listed/Unlisted entities)	Amount of loan/ security/acquisition/ guarantee (in Rs.)	Rate of interest For loans p.a.	Number and kind of securities	Nature of Securities	For acquisitions Cost of acquisition, If any (In Rs. Per Share/Units)	Selling price, Per Unit If any (In Rs. Per Share/Units)
ICD's Given (Loan)	Lloyds Steels Industries Limited	15,00,00,000	11.00%	NA	NA	NA	NA
	Waterfield Properties Private Limited	(0)					
	Mirae Asset Cash Management Fund - Direct Plan Growth	20,00,00,000	15.00%	NA	NA	NA	NA
Investments Made	Aditya Birla Sunlife Liquid Fund - Growth - Direct Plan	(20,00,00,000)	-	-	Mutual Fund Units	-	-
	Nippon India Liquid Fund - Direct Plan Growth Plan - Growth Option	(5,00,00,000)	-	-	Mutual Fund Units	-	-
	HSBC Liquid Fund - Direct Growth	80,00,00,000	-	-	Mutual Fund Units	-	-
	Kotak Liquid Fund- Direct Growth	(18,35,12,769)	-	-	Mutual Fund Units	-	-
	AFSL MLD Series 21 - 31-1-25	1,06,50,00,000	-	-	Mutual Fund Units	-	-
	Hinduja Leyland Finance Ltd-NCD-17-9-24	(23,78,55,120)	-	-	Mutual Fund Units	-	-
	IIFL Home Finance Ltd - NCD - 27-07-24	36,50,00,000	-	-	Mutual Fund Units	-	-
	Performance Chemiserve Ltd SR 1 9.75 NCD	(15,01,27,130)	-	-	Mutual Fund Units	-	-
	Nuvama Crossover Opportunities Fund- III	87,00,00,000	-	-	Mutual Fund Units	-	-
	IIFL Special Opportunities Fund - 11	(22,37,76,595)	-	-	Mutual Fund Units	-	-
		1,95,94,290	-	-	Market Linked Debentures	-	-
		(1,95,94,290)	-	-		-	-
		4,93,57,249	-	-	Non Convertible Debenture	-	-
		(4,93,57,249)	-	-		-	-
		5,00,89,323	-	-	Non Convertible Debenture	-	-
		(5,00,89,323)	-	-		-	-
		2,01,19,090	-	-	Non Convertible Debenture	-	-
		(2,02,57,994)	-	-		-	-
		15,00,000	-	-	Alternative Investment Fund	-	-
		(54,99,633)	-	-		-	-
		2,00,53,718	-	-	Alternative Investment Fund	-	-
		(2,00,53,718)	-	-		-	-

Figures in bracket indicates balance as on 31st March, 2024

On behalf of the Board of Directors,

Place: Mumbai
Date: 27th May, 2024

A.K. Jatia,
Executive Chairman.



ANNEXURE-4

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES (FORM AOC-2)

(Pursuant to clause (h) of Section 134(3) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014.)

1. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARM'S LENGTH BASIS:

I.				
a)	Name(s) of the related parties and nature of relationships	AMJ Land Holdings Limited a related party under Section 2(76)(v).		
b)	Nature of contracts/ arrangements/ transaction	Arrangements for providing the Common Services (such as telephone, electricity, Computer etc.) at cost basis.	Leave and License Agreement for accepting portion approximately 29 acres of land located at Thergaon, Pune - 411033	Leave and License Agreement to obtain portion of office premises at Mezzanine Floor, 60, Jatia Chambers, Dr. V. B. Gandhi Marg, Mumbai - 400 001.
c)	Duration of the Contracts/ arrangements/ transactions	Continuous arrangement.	01 st February, 2021 to 31 st January, 2026.	01 st January 2022 to 31 st December, 2024.
d)	Salient terms of contracts or arrangements or transactions including the value if any	1) Monetary value: Rs. 15.34 Lakhs (including GST) financial year 2023-24. 2) Nature, material terms and particulars of arrangement: To provide Common Services (such as telephone, electricity, computer, etc.) on cost basis.	1) Monetary value: Rs. 148.68 Lakhs (including GST) for Financial Year 2023-24. 2) Nature, material terms and particulars of arrangement: The licensee shall bear and pay all the maintenance charges and other outgoings including all rates, taxes and electricity bills etc. as per terms and conditions of Leave and License Agreement.	1) Monetary value: Rs. 10.62 Lakhs (including GST) for Financial Year 2023-24. 2) Nature, material terms and particulars of arrangement: The licensee shall bear and pay all the maintenance charges and other outgoings including all rates, taxes and electricity bills etc. as per terms and conditions of Leave and License Agreement.
e)	Justification for entering into such contracts or arrangements or transactions	To provide common services to AMJ Land Holdings Limited in mutual interest, for continuance of their day to day commercial operations.	Pursuant to Scheme of Arrangement & Reconstruction (Demerger) the Company had taken abovementioned Land on Leave and License basis for a period of 5 years w.e.f. 01 st February, 2016 which period had expired on 31 st January, 2021 and the Company renewed the same arrangement for a further period of 5 years with revised terms and conditions	The spare space available with the AMJ Land Holdings Limited is utilized in mutual interest, by the Company for continuance of its day to day commercial operations.
f)	Date(s) of approval by the Board	12 th June, 2020	12 th June, 2020	30 th October, 2021
g)	Amount paid as advances if any	NIL	NIL	NIL
h)	Date on which the ordinary resolution was passed in general meeting as required under first proviso to Section 188	20 th August, 2020.	20 th August, 2020.	N.A.

II. a)	Name(s) of the related parties and nature of relationships	3P Land Holdings Limited, a related party under Section 2(76)(v).	
b)	3P Land Holdings Limited, a related party under Section 2(76)(v).	Arrangements for providing the Common Services (such as telephone, electricity, Computer etc.) at cost basis.	Leave and license Agreement for accepting portion approximately 4.6 acres of land located at Thergaon, Pune-411 033 for the purpose of carrying of business
c)	3P Land Holdings Limited, a related party under Section 2(76)(v).	Continuous arrangement.	01 st February, 2021 to 31 st January, 2026.
d)	3P Land Holdings Limited, a related party under Section 2(76)(v).	1) Monetary value: Rs. 2.76 Lakhs (including GST) for Financial Year 2023-24. 2) Nature, material terms and particulars of arrangement: To provide Common Services (such as telephone, electricity, computer, etc.) on cost basis.	1) Monetary value: Rs. 29.74 Lakhs (including GST) for Financial Year 2023-24. 2) Nature, material terms and particulars of arrangement: The licensee shall bear and pay all the maintenance charges and other outgoings including all rates, taxes and electricity bills etc. as per terms and conditions of Leave and License Agreement.
e)	3P Land Holdings Limited, a related party under Section 2(76)(v).	To provide common services to the 3P Land Holdings Limited in mutual interest, for continuance of their day to day commercial operations.	Pursuant to Scheme of Arrangement & Reconstruction (Demerger) the Company had taken abovementioned Land on Leave and License basis for a period of 5 years w.e.f. 01 st February, 2016 which period was expired on 31 st January, 2021 and the Company renewed the same arrangement for a further period of 5 years with revised terms and conditions.
f)	3P Land Holdings Limited, a related party under Section 2(76)(v).	12 th June, 2020	12 th June, 2020
g)	3P Land Holdings Limited, a related party under Section 2(76)(v).	NIL	NIL
h)	3P Land Holdings Limited, a related party under Section 2(76)(v).	20 th August, 2020	N.A.

III. a)	Name(s) of the related parties and nature of relationships	Biodegradable Products India Limited, a related party under Section 2(76)(v).	
b)	Nature of contracts/arrangements/transaction	Arrangements for providing the Common Services (such as telephone, electricity, Computer etc.) at cost basis.	
c)	Duration of the Contracts/arrangements/ transactions	Continuous arrangement.	
d)	Salient terms of contracts or arrangements or transactions including the value if any	1) Monetary value: Rs. 1.25 Lakhs (including GST) for Financial Year 2023-24. 2) Nature, material terms and particulars of arrangement: To provide Common Services (such as telephone, electricity, computer, etc.) on cost basis.	
e)	Justification for entering into such contracts or arrangements or transactions	To provide common services to the Biodegradable Products India Limited in mutual interest, for continuance of their day to day commercial operations.	
f)	Date(s) of approval by the Board	21 st , May, 2022	
g)	Amount paid as advances if any	NIL	
h)	Date on which the ordinary resolution was passed in general meeting as required under first proviso to Section 188	N.A.	

2. DETAILS OF MATERIAL CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS AT ARM'S LENGTH BASIS: NOT APPLICABLE

On behalf of the Board of Directors,

Place: Mumbai
Date : 27th May, 2024

A. K. Jatia,
Executive Chairman.



ANNEXURE - 5

INFORMATION AS PER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2024.

Name & Age (Years)	Designation/ Nature of Duties	Remuneration		Qualification & Experience (Years)	Date of commencement of employment	Last employed	
		Gross ₹	Net ₹			Name of the organisation	Position held
Mr. Arunkumar Mahabirprasad Jatia (61)	Executive Chairman	5,38,65,188	3,37,54,910	B.S. (Finance & Business Economics) (40)	01.08.2018	AMJ Land Holdings Limited	Executive Chairman (upto 31.07.2018)
Dr. Ashok Kumar (68)	Executive Director	1,32,37,051	91,56,415	M.E. (Chemical) Ph.D (43)	06.02.2015*	AMJ Land Holdings Limited	Director

Notes:-

- (1) Gross remuneration as shown above includes salary, commission/performance incentive Company's contribution to Provident fund/ Superannuation fund and Value of medical and other facilities but excludes provision for gratuity. Net remuneration is arrived at after deduction of Income Tax.
- (2) The nature and conditions of employment are non contractual. The employees were whole-time Directors of the Company during the year.
- (3) There is no employee drawing remuneration in excess of the remuneration drawn by the Whole time Director/Executive Director and who holds himself or along with his/her spouse and dependent children not less than two per cent of the equity shares of the Company.
- (4) *With AMJ Land Holdings Limited (before Demerger).
- (5) None of the above employees are related to each other.

On behalf of the Board of Directors,

Place: Mumbai
 Date: 27th May, 2024

A. K. Jatia,
 Executive Chairman.

STATEMENT SHOWING THE RATIO OF THE REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEE'S REMUNERATION AND SUCH OTHER DETAILS.

NUMBER OF PERMANENT EMPLOYEES OF THE COMPANY AS ON 31.03.2024 : 633

Sr. No.	Name of the director/Chief Financial Officer, Chief Executive Officer, Company Secretary	Designation	Remuneration of each director/Chief Financial Officer, Chief Executive Officer, Company Secretary (in INR)	Median remuneration of the employees (in INR)	Ratio for the financial year between D and E	Percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year	Percentage increase in the median remuneration of employees in the financial year	Average percentage increase already made in the salaries of employees other than the managerial personnel	Percentile increase in the managerial remuneration
A	B	C	D	E	F	G	H	I	J
1	Mr. Arunkumar Mahabirprasad Jatia	Executive Chairman	5,38,65,188		85	9.94			9.94
2	Dr. Ashok Kumar	Executive Director	1,32,37,051	6,36,087	21	Nil	Nil	Nil	-
3	Mr. H. P. Birla	Chief Financial Officer	30,33,000		5	Nil			-
4	Mr. Vinay Jadhav	Company Secretary	14,97,698		2	Nil			-

Above Remuneration is as per the Remuneration policy adopted by the Company.

On behalf of the Board of Directors,

Place: Mumbai
Date : 27th May, 2024

A. K. Jatia,
Executive Chairman.



ANNEXURE - 6

THE CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

Information as per Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 and forming part of the Directors' Report for the year ended 31st March, 2024.

A. CONSERVATION OF ENERGY:

i) Steps taken for utilizing alternate sources of energy:

- Procured 4198 MVAh power from Wind Power equivalent to 5.06% of total power requirement.
- Procured 6840 MVAh power from Solar Power Plant equivalent to 8.25% of total power requirement.
- Generated 3379 MVAh power from Cogeneration power (self) equivalent to 4.07% of total power requirement.

ii) Impact of measures taken:

Marginal reduction in Power Consumption, amongst others, by optimization of Paper Machines.

iii) Capital Investment on energy conservation equipments:

- Recoating and Grinding of two Paper Machines.
- Energy conservation is being implemented through the installation of energy saving devices such as efficient pumps, LED lights and Motors wherever feasible.

B. TECHNOLOGY ABSORPTION, ADAPTATION & INNOVATION:

- | | |
|--|---|
| (a) Efforts made in brief towards Technology absorption, adaptation and Innovation | (a) Installation of White Water Filtration System (Bellmer – Turbo Drain Recovery - TDR). |
| | (b) Replacement of Thermocompressor at Paper Machines. |
| | (c) Replacement of Obsolete L&T incomer ACB with new series. |
| | (d) Installation of Ultra Filtration upstream of Demineralizing Plant. |
| | (e) Retro fitment of obsolete 22KV MOCBs with VCB Breakers. |
| (b) Benefits derived as a result of the above results | Rs. 30 Lakhs p.m. (Approx. estimated) |
| (c) Details of Imported Technology: | |
| a) Details of Technology Imported: | White Water Filtration System (Bellmer – Turbo Drain Recovery - TDR). |
| b) The year of import: | 2023-2024 |
| c) Whether the technology been fully absorbed: | Technology has been fully absorbed and benefits achieved. |
| (d) Expenditure incurred on Research and Development | Rs. 62.91 Lakhs. |

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign Exchange earned and used were Rs.1,378.81 Lakhs and Rs.29,160.88 Lakhs, respectively

On behalf of the Board of Directors,

Place: Mumbai
 Date: 27th May, 2024

A. K. Jatia,
 Executive Chairman.

REPORT ON CORPORATE GOVERNANCE

The Directors present their Report on Corporate Governance as required by SEBI guidelines and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's philosophy on Corporate Governance envisages transparency with integrity in all its dealings with its stakeholders including shareholders, employees, lenders and others, ensuring a high degree of regulatory compliance.

CODE OF CONDUCT:

The Company has adopted a Code of Conduct (the Code) for Directors and Senior Management of the Company in terms of the requirement of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'). The Code of Conduct is available at the Company's website at <https://www.pudumjee.com/code-of-conduct/>.

The Board members and Senior Management Personnel have affirmed their Compliance with the code. A declaration to this effect signed by the Executive Chairman of the Company is attached with the Annual Report.

BOARD PROCEDURE:

Board Meetings are held about four-five times a year. Detailed Agenda is sent to each Director well in advance of the meetings. The Directors are briefed at each Board Meeting regarding performance and working by the functional heads. In addition to matters statutorily requiring Board's approval, all major decisions of policy, strategic formulations, capital expenditure, new investments, major accounting policies are considered by the committees and/ Board.

MANAGEMENT DISCUSSION AND ANALYSIS:

Global economy

Overview: Global economic growth declined from 3.5% in 2022 to an estimated 3.1% in 2023. Growth in advanced economies is expected to slow from 2.6 percent in 2022 to 1.5 percent in 2023 and 1.4 percent in 2024 as policy tightening takes effect. Emerging market and developing economies are projected to report a modest growth decline from 4.1 percent in 2022 to 4.0 percent in 2023 and 2024. Global inflation is expected to decline steadily from 8.7 percent in 2022 to 6.9 percent in 2023 and 5.8 percent in 2024, due to a tighter monetary policy aided by relatively lower international commodity prices.

Global equity markets ended 2023 on a high note, with major global equity benchmarks delivering double-digit returns. This outperformance was led by a decline in global inflation, slide in the dollar index, declining crude and higher expectations of rate cuts by the US Fed and other Central banks.

Outlook: Asia is expected to continue to account for the bulk of global growth in 2024-25. Inflation is expected to ease gradually as cost pressures moderate; headline inflation in G20 countries is expected to decline. The global economy has demonstrated resilience amid high inflation and monetary tightening, growth around previous levels for the next two years.

(Source: World Bank).

Indian economy

Overview: The Indian economy was estimated to grow at 7.8 per cent in the 2023-24 fiscal against 7.2 per cent in 2022-23. The Indian rupee displayed relative resilience compared to the previous year.

In FY 2023-24, the CPI inflation averaged 5.4 percent with rural inflation exceeding urban inflation. The nation's foreign exchange reserves achieved a milestone, reaching \$645.6 billion. The credit quality of Indian companies remained strong between October 2023 and March 2024. Rating upgrades continued to surpass rating downgrades in H2 FY24. UPI transactions in India posted a record 56 per cent rise in volume and 43 per cent rise in value in FY24. India's monsoon for 2023 hit a five-year low. Despite this reality, the production of agri products like wheat, rice and total kharif pulses was not much affected.

As per the first advance estimates of national income released by the National Statistical Office (NSO), the manufacturing sector output was estimated to grow 6.5 per cent in 2023-24 compared to 1.3 per cent in 2022-23.

India's exports of goods and services were expected to touch \$900 billion in 2023-24 compared to \$770 billion in the previous year despite global headwinds. India's net direct tax collection increased 17.7 per cent to ₹19.58 lakh crore by FY 2024.

Outlook: India withstood global headwinds in 2023 and is likely to remain the world's fastest-growing major economy on the back of growing demand, moderate inflation, stable interest rates and robust foreign exchange reserves. The Indian economy is anticipated to surpass USD 4 trillion in 2024-25.

Union Budget FY 2024-25: The Interim Union Budget 2024-25 retained its focus on capital expenditure spending, comprising investments in infrastructure, solar energy, tourism, medical ecosystem and technology. In 2024-25, the top 13 ministries in terms of allocations accounted for 54% of the estimated total expenditure.

(Source: Times News Network, Economic Times, Business Standard, Times of India)

Global paper industry overview

The pulp and paper market was valued at US\$266.40 billion in 2024 with a CAGR of 3.79% between 2024-2028. The paper market size is forecast to reach US\$383 billion by 2026, after growing at a CAGR of 1.8% during 2021-2026. Global pulp prices reached a record high level in 2022-23 as the demand post COVID period increased sharply. This was further aggravated by higher energy cost in Europe triggered by Russia-Ukraine



war. The low inventory of pulp led to panic buying which also pushed the prices further higher. Consequent to this paper prices also moved up significantly. Opening up of China post Covid restrictions was expected to keep demand buoyant. However, Q4 of 2022-23 witnessed demand slowdown as China buying did not pick up as expected resulting in the inventory of pulp producers rising from a normal of 30 days to 60 days. This triggered a price correction in pulp prices in the first half of the year.

Global specialty paper and packaging industry overview

The global specialty paper market size is forecast to increase by US\$ 13.59 billion, at a CAGR of 5.09% between 2023 and 2028. Specialty papers are often used for specific applications such as packaging in food, pharma and hygiene segments, labels, printing and crafts etc. The specialty paper market is influenced by factors such as technological advancements, environmental concerns, and evolving consumer preferences. The global paper and paperboard packaging market size is estimated at USD 398.65 billion in 2024. It is expected to reach USD 501.08 billion by 2029, growing at a CAGR of 4.68% during the forecast period (2024-2029). The sustainability packaging market is a growing segment within the larger packaging industry, driven by increasing consumer demand for eco-friendly and sustainable packaging solutions. The specialty papers having lower Grammage (lightweight), eco-friendly, and cost-effective nature of paper packaging significantly contributes to its market growth. Moreover, growing consumer awareness regarding the adverse environmental impacts of plastic has further contributed to the demand for paper-based flexible packaging worldwide. Furthermore, domestic industries like e-commerce, food delivery services, etc., would continue to grow, and so will the consumption of specialty paper products with barrier properties against oil, grease etc. The growing urban population, developing e-commerce package industry and improving population awareness about environment-friendly packaging are expected to fuel growth in the specialty segment. (Source: Statista, Technavio, Mordor Intelligence)

Indian paper industry overview

The Indian paper industry, estimated at around ₹80,000 crore, plays a significant role in the country's economy. With an annual paper production exceeding 25 million tonnes in FY24, the industry has been a key contributor to employment, directly employing about half a million people and indirectly supporting another 1.5 million. However, despite a promising start in the first half of FY24, the industry faced challenges in the later half, primarily driven by a global downturn in demand.

Despite its scale, the Indian paper industry remains fragmented, comprising small, medium, and large mills producing various paper types.

During the first six months of FY24, the industry witnessed robust growth. However, the scenario shifted in the latter half as paper prices underwent significant corrections due to subdued global demands.

The industry's challenges were further compounded by a surge in paper imports, which increased by 43% in volume terms during 2023-24, notably driven by a significant rise in imports from ASEAN countries.

Amidst these challenges, the Indian paper industry advocated sustainable growth practices to secure its future. This included emphasis on the adoption of renewable energy sources, energy-efficient technologies, energy audits, carbon reduction targets, and

investment in research and development to foster energy conservation and environmental sustainability.

While the industry's revenues were expected to contract by 7-10% in FY2024 due to pricing corrections and modest volume growth, a rebound is anticipated in FY2025. This rebound, estimated at 6-9%, is expected to be driven by the commercialization of ongoing and incremental capacities, especially in the packaging segment and improving demand conditions.

Indian specialty paper and packaging industry overview

The Indian paper and paperboard packaging market was pegged at US\$ 12.87 Billion (Rs. 1,07,485 crores) in 2024 and is expected to reach US\$ 17.74 Billion (Rs. 1,48,158 crores) by 2029, growing at a CAGR of 6.63%. The packaging paper segment accounts for 55% of sales in India, followed by writing and printing (W&P) paper at 30 per cent. The rest is with newsprint and specialty paper. India's growing FMCG sector and high spending on education as well as more health-conscious people etc are catalysing factors of growth prospects of the Indian paper industry; particularly the packaging industry in India is expected to grow at 12-15%.

The Indian writing and printing and specialty paper market was valued at USD 2,660.00 million in 2021 and is expected to reach USD 4,502.48 million by 2029, registering a CAGR of 6.80% during the forecast period of 2022 to 2029. Specialty papers are superior-quality papers, designed for specific purposes that possess specific features and properties, along with proficiency in print technologies and design. The specialty paper market is segmented by application such as packaging and labeling food service, printing and publication, building and construction.

(Source: Invest India, Business standard, Mordor Intelligence)

There are other major segments where specialty papers are used such as Tissue and Hygiene, Food & Beverages, Pharma etc. The Indian tissue and hygiene paper segment is expected to generate a revenue of USD 40.6 billion in 2024 with the household paper accounting for the largest share at USD 11.59 billion. This growth is attributed to increasing awareness around hygiene among the population in the aftermath of the pandemic. The tissue paper market is segmented mainly into paper napkins, toilet paper, facial tissues, Towels and other tissue-based products.

(Source: Statista, Research and Markets)

The food and beverage sector encompasses containers, cups, tableware, straws, bags, wraps, and boxes designed to protect or enclose food items. Food packaging involves enclosing food products to safeguard them from contamination, spoilage, damage and pests during storage, transportation, and retail sales. It also protects food from various environmental factors such as heat, light, pressure, humidity, and microbes.

The Indian food and beverage packaging sector is witnessing significant growth, with the market value expected to expand from US\$ 33.73 billion in 2023 to US\$ 46.25 billion by 2028. The demand for the food packaging industry is driven by essential benefits such as product protection, portability, and convenience. Specialty paper products play an important role by providing paper based solutions having adequate barrier.

(Source: Trade Promotion Council of India)

The pharma packaging companies is segmented by material type (plastic, glass, and other material types (paper and paperboard, metal), product type (bottles, vials and ampoules, syringes, tubes, caps and closures, pouches, labels and other product types).

The Indian pharmaceutical packaging market size is expected to reach USD 17.84 billion in 2024 and grow at a CAGR of 13.30% from 2024-29 to reach USD 33.32 billion in 2029. The demand for pharmaceutical packaging industry is directly dependent on the pharmaceutical industry demand. Speciality paper products provide an environmentally compatible and sustainable solutions for some applications in Pharma segment.

Overall, the speciality paper market in India is expected to grow both in terms of volume and quality which will include barrier paper grades in future.

Environmental impact: Plastic vs. Paper Packaging

Paper has come into the limelight due to a ban on the use of Single Use Plastics (SUP) though it is yet to be fully implemented across the country. Paper-based packaging has many advantages over plastics and can replace plastics in various applications.

Paper is recyclable in industrial conditions and decomposes naturally in the environment while plastics recycling presents technical and financial challenges. Plastics contributes significantly to global plastic waste. Their decomposition process is slow and they pollute aquatic ecosystems and soil. It also impacts wildlife health and ecosystems due to ingestion and entanglement.

Paper-based packaging is derived from renewable raw materials which make it biodegradable. It can be recycled multiple times without losing main properties. It decomposes naturally, aiding in environmental sustainability. Plastic packaging on the other hand is non-biodegradable and may persist in the environment for a large number of years. Paper-based packaging scores over plastics in the area of reusability and durability.

(Source: Mordor Intelligence, Invest India)

Various industries are embracing sustainable packaging solutions to reduce their environmental impact and meet the growing demand for sustainable products from the consumers. These include Food and beverages, Pharma and cosmetics etc. The materials used are bio plastics etc and paper based packaging solutions. The brands are adopting innovative packaging designs such as pouches, bags, and boxes that use fewer materials and are easier to transport, reducing the overall environmental impact.

Growth drivers

The market size of India is large and growing due to its rising population. Indian household income has doubled over a decade, signifying a rising disposable income. India's urban population is expected to double during 2018-2050, catalysing demand for better living standards, hygiene, healthcare etc. India's consumer market is set to become the world's third largest by 2027, two places above its current fifth position, as the number of middle to high-income households rise.

Conducive government policies such as production-linked incentive schemes, Ayushman Bharat and other industry-specific initiatives further contribute to the demand growth for packaging.

India's e-commerce market is expected to extend past \$160 billion by 2028, from an estimated \$57-\$60 billion in 2023, strengthening the packaging industry.

(Source: Deccan Herald, Times of India, CNBC)

Overview of the Company

The Company manufactures specialty papers for applications like packaging food products, requiring industrial applications like oil and grease resistance, etc. for Food, pharma and hygiene segments and some industrial applications. The Company's products are sold on a B2B basis in the country either directly to customers, or dealers. The Company also exports to nearby countries and Europe. Some products manufactured by the Company are as under:

- Functional lamination for packaging of food-grade products, pharma products etc.
- Papers for baking and similar applications.
- Décor papers for use in decorative laminates for furniture, base paper for Melamine tableware, etc.
- Packaging paper for consumer hygiene products like napkins, kitchen towels, toilet rolls paper for baby diapers
- Bleached kraft paper used in lamination for flexible packaging. High-end kraft paper is used as a release liner for labels, etc. Kraft interleaving for the steel and glass industry.
- Cooling pad papers for applications in household and industrial coolers.
- Fine printing papers for Gita printing, dictionary, pharma leaflets and books.
- Glassine papers for a diverse applications.
- MG Papers of lower GSM for various applications.

Given the nature of the business of specialty papers, the manufacturing machines run at a relatively slower speed to manufacture lower grammage paper which is thin paper resulting in higher length but lower weight. The Company is dependent on the purchase of its fibre requirements from imports of pulp and small quantity of pre consumer based waste paper. The prices of market pulp ranged from Rs. 44,050 per MT to Rs. 73,250 per MT depending upon grades as against Rs. 60,550 Per MT to Rs. 95,350 Per MT witnessed in the previous year. The waste paper prices of various grades were also higher and ranged from Rs. 18,950 per MT to Rs. 48,200 per MT as against Rs 23,900 per MT to Rs 53,200 per MT in the last year.

The Company always maintains the highest product quality parameters and adopted cost reduction measures by way of fibre mix, product mix and overall operational improvement. The Company also added more specialities in food grade papers, flexible packaging papers, printing paper, etc., to its offerings.

The hygiene products division caters to the requirements of institutional consumers such as business, hotels, airports, corporates etc for hygiene tissue and other products and has separate vertical 'ChefSmarrt' to address the needs in other hotels, restaurants, caterings etc.

The Company is trying to get more old wind power plants and installation of solar power plant but due to uncertainty in the regulations



of Maharashtra State Electricity Distribution Company Limited, the progress so far has been slow. The Company is actively focusing on this area to optimise the power cost.

The relocation to Mahad is currently pending because of uncertainty in market conditions and higher investment requirements. The Company is operating in Pune on freehold land and buildings provided by AMJ Land Holdings Ltd and 3P Land Holdings Ltd on a leave and license basis. However, in view of the constraints of expansion at the current location, the Company has initiated the process of considering an expansion in Mahad.

Company performance

During the year under review, the Company has achieved a turnover of Rs 784.96 crores (Previous year Rs.758.68 crores) resulting in EBITDA (before exceptional item) at Rs. 149.42 crores (Previous year Rs.94.80 crores) and a Net Profit Before Tax (after exceptional item) of Rs 131.65 crores (Previous year Rs.79.67 crores). This includes a turnover of Rs 54.40 crores (Previous year Rs.43.44 crores) (before set off of inter-segment revenue), EBIDTA of Rs 7.90 crores (Previous year Rs.4.58 crores) and Profit Before Tax of Rs 7.21 crores (Previous year Rs.3.99) crores of hygiene products division, which indicates that its turnover has reached near the pre-pandemic period's level and exceeded on EBIDTA and profit before tax.

Human resources

The Company is involved in providing equal opportunity to all its employees. The policy for human resources includes job training, performance-driven remuneration, talent retention and work-life balance programs. The Company believes in offering full opportunity for growth to employees including retired and retained ones. For the year under review, the strength of permanent work force stood at 633 for the year 2024.

Opportunities for the Company

- The urban population is growing at a rapid rate and 50% of India's population will reside in urban areas in 2050 compared to 31% in 2011.
- The rising of the young working-age population creates a demographic advantage. India's median age of 28.3 years makes it a young country with a large productive workforce.
- Increase in disposable income and changing consumer preferences, resulting in a shift towards a more aspirational lifestyle, India's per capita disposable income was Rs.2.14 lakh in 2023-24.
- In 2023, the Indian online food delivery market was worth 7.4 billion US\$ the market for home delivery of food is increasing and it is expected to grow at a CAGR of 16.95% for 2024-2028 and revenue for ready-to-eat products was US\$ 72.21 billion in 2024.
- The compulsion by law for the use of plastics offers opportunities for paper-based packaging which fits into the current range of products that the Company manufactures including functionally coated packaging paper.

(Source: The Indian Express, Worldometer, Economic Times)

Competitive strengths of the Company

- Research & development for new and innovative product development as per customers' needs and requirements.
- Cost-efficient sourcing of fibre and geographical advantage and effective cost management.
- Problem-solving approach with immediate customers.
- Faster deliveries of required products while maintaining consistency in quality.
- Ranges of product portfolios to meet individual requirements.
- Experienced workforce and agile management team with relevant expertise.
- Ability to change product mix and input mix quickly.

Business strategy of the Company

- Emphasise cost reduction with the ability to maintain quality, optimise input costs and improve margins.
- Improve product specifications.
- Provide manufacturing facilities with technology upgradation and full utilization of assets.
- Identify market growth opportunities.
- Upgrade the product portfolio covering value-added products to achieve leadership position.
- Strengthen operating hygiene in the Hygiene Products Division

Concerns and threats

The Company is dependent on bought-out fibres which are imported as it does not have its sources of fibre. The average constitution of the raw material is about 53% of sale prices. Any adverse movement in prices and geopolitical and transportation imbalances may disrupt the availability of fibre and margins although, the Company usually eliminates these risks by adopting practices such as a change in product mix, cost reduction efforts and adoption of the right fibre but at times keeping the market requirements in mind.

The Company relies on the purchase of expensive energy as it does not have its own power generation facilities. The Company draws about 13% of power from green energy under open access. Such measures aimed at environmental protection also help in lowering the cost of power. The Company is continually involved in increasing access to more green energy for short-term or long-term arrangements. The prices of coal used by the Company stood at about Rs 10,598/- per MT. The Company currently operates at about 89% of its capacity of 72,000 MT per annum. The 'Work From Home' during the Covid pandemic environment had the impact of lowering capacity utilization. The conditions are nearly normal and capacity utilization including for hygiene products division is improving.

The Company has always met stringent norms for pollution laid down by the Government. The Company draws its water requirement from an adjacent lifting point in Pawna River. The lowering level and deteriorating quality of water is another concern. The Company is exploring the possibility, of drawing water through the pipeline from the point of lifting from the current point.

Key financial ratios

Ratios	31 st March 2024	31 st March 2023	% change	Reason for change
Interest coverage ratio	26.68	13.68	95.03	Due to repayment /prepayment of Loan
Debt-equity ratio	0.04	0.14	71.43	
Return on net worth (%)	22.07	16.06	37.42	Due to Increase in Profits

Cautionary statement

Statements made in this Report, especially those in 'Management Discussion & Analysis' describing the Company's objectives, estimates, projections and expectations may constitute 'Forward looking' statements within the meaning of applicable laws and regulations. The Company's actual results, achievements may differ materially from those projected in any such forward looking Statements.

Internal control system and their adequacy:

The Company has adopted internal control procedures commensurate with its size and operations. The Company's internal control system is designed to ensure management efficiency, measurability and verifiability, reliability of accounting and management information, compliance with all applicable laws and regulations, and the safeguard of the Company's assets so that the main company risks (operational, compliance-related, economic and financial) are properly identified and managed over time. The Board of Directors takes stock of internal control measures taken from time to time.

Board of Directors :

The Board of Directors is composed of a 1 Promoter Director (Whole Time Director), 1 Executive Director, 2 Non-Executive Non-Independent Director and 5 Non-Executive Independent Directors. The Executive Chairman and Executive Director conduct the day to day management of the Company subject to the supervision and control of the Board of Directors.

The composition of the Board as on 31st March, 2024 is as under:

Directors	Category	Total number of Directorships in Public Companies as on 31 st March, 2024.*	Total number of Memberships of Committees as on 31 st March, 2024. +	Total number of Chairmanships/ Chairpersonship of Committees as on 31 st March, 2024. +	Names of other Listed Companies in which Executive / Non-Executive Directors hold Directorship & Category of Directorship
Executive Directors					
Mr. Arunkumar Mahabirprasad Jatia	Executive Chairman & Promoter	4	4	Nil	<ul style="list-style-type: none"> Thacker and Company Limited - Non-Executive Non-Independent Director AMJ Land Holdings Limited - Non-Executive Chairman
Dr. Ashok Kumar	Executive Director	2	Nil	Nil	<ul style="list-style-type: none"> AMJ Land Holdings Limited - Non-Executive Non-Independent Director
Non-Executive Directors					
Mr. Surendra Kumar Bansal	Non -Independent Director	6	2	Nil	<ul style="list-style-type: none"> Thacker and Company Limited - Non-Executive Non-Independent Director AMJ Land Holdings Limited - Whole Time Director



Directors	Category	Total number of Directorships in Public Companies as on 31 st March, 2024.*	Total number of Memberships of Committees as on 31 st March, 2024. +	Total number of Chairmanships/ Chairpersonship of Committees as on 31 st March, 2024. +	Names of other Listed Companies in which Executive / Non-Executive Directors hold Directorship & Category of Directorship
Mr. Nandan Damani	Independent Director	6	4	1	<ul style="list-style-type: none"> Simplex Realty Limited – Managing Director Graphite India Limited - Non-Executive Independent Director The Indian Hume Pipe Company Limited - Non-Executive Independent Director
Mr. Vinod Kumar Beswal	Independent Director	5	6	5	<ul style="list-style-type: none"> Thacker and Company Limited – Non-Executive Independent Director AMJ Land Holdings Limited - Non-Executive Independent Director Fiberweb (India) Limited - Non-Executive Independent Director
Mrs. Madhu Dubhashi	Independent Director	5	5	2	<ul style="list-style-type: none"> Clean Science and Technology Limited - Non-Executive Independent Director Tega Industries Limited - Non-Executive Independent Director Sanghvi Movers Limited – Non executive Independent Director
Mr. Basant Kumar Khaitan	Independent Director	5	4	Nil	<ul style="list-style-type: none"> Thacker and Company Limited - Non-Executive Independent Director Pakka Limited - Non-Executive Independent Director
Mr. Ved P. Leekha	Non -Independent Director	1	2	Nil	--
#Mr. Sanjay Kumar Singh (w.e.f. 30.01.2024)	Independent Director	2	Nil	Nil	<ul style="list-style-type: none"> Wires And Fabriks (SA) Limited - Non-Executive Independent Director

* Other directorships does not include directorships of private limited companies, foreign companies and companies registered under section 8 of the Act. Includes Directorship in other Public Companies and Pudumjee Paper Products Limited.

+ Committees considered are Audit Committee and Stakeholders Relationship Committee, including in Pudumjee Paper Products Limited. Total number of committee membership includes the Chairmanship also.

Mr. Sanjay Kumar Singh was appointed as an Additional Independent Director w.e.f. 30th January, 2024 subsequently appointed as Non-Executive Independent Director on 13th March, 2024 by passing Special Resolution through Postal Ballot.

There are no inter-se relationships between the Board members.

All the Directors have made disclosures regarding their Directorship as required under Section 184 of the Companies Act, 2013 and on the Committee position held by them in other Companies. None of the Directors of the Company is a Member of more than 10 Committees and Chairman/ Chairperson of more than 5 Committees across all the public limited Companies in which he/she is a Director. None of the Directors of the Company are related to each other.

The Independent Directors of the Company are acting as Independent Director in not more than Seven Listed Companies. Independent Director who is Whole Time Director in other Company acts as Independent Director in not more than three Listed Companies. The Whole Time Directors of the Company are not Independent Directors in more than three Companies.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.

In the opinion of the Board, the Independent Directors fulfill the conditions specified in Listing Regulations and they are Independent of the Management.

BOARD SKILLS MATRIX:

Matrix showing the core skills, expertise and competencies identified and which are available with the Board commensurate with nature and scale of business of the Company.

Sr. No.	Name of Director	Designation	Core skills, expertise and competencies
1.	Mr. Arunkumar Mahabirprasad Jatia	Executive Chairman & Promoter	<ul style="list-style-type: none"> • Visionary and knowledgeable entrepreneur about various businesses, industries and opportunities; • More than 29 years first hand experience in International business with emerging markets and cross border transaction including countertrade; • Expertise in finance and non conventional Power Generation business; • Business Prudence; • Economic & Business Analysis; • Strategic Business Planning and Implementation.
2.	Mr. Surendra Kumar Bansal	Non-Executive Non-Independent Director	<ul style="list-style-type: none"> • Knowledge about Financial Statements and matters, Direct and Indirect taxation, corporate law, Financial Planning & Internal Controls, Risk Management; • Economic & Business Analysis; • Legal understanding, planning and execution of Mergers & Acquisitions.
3.	Dr. Ashok Kumar	Executive Director	<ul style="list-style-type: none"> • Expertise in paper manufacturing of different types and well recognized chemical engineering skills. • Crisis management; • Excellent negotiation skills; • Business Prudence; • HRD Management.
4.	Mr. Vinod Kumar Beswal	Independent Director	<ul style="list-style-type: none"> • Economic & Business Analysis; • Expertise in Financial Statements, Financial planning, Internal Controls audit and Direct tax; • Business Prudence.



Sr. No.	Name of Director	Designation	Core skills, expertise and competencies
5.	Mr. Nandan Damani	Independent Director	<ul style="list-style-type: none">• Expertise in Real Estate business and intricacies thereof;• Sound Knowledge about other industries• Business Prudence;• Economic and Business Analysis;• Strategic Planning;• Risk Management.
6.	Mr. Ved P. Leekha	Non-Executive Non-Independent Director	<ul style="list-style-type: none">• More than 4 decades of expertise in Engineering in paper Industry in India and Overseas;• Identifying problems, opportunities and achieving low cost solution.• Strategic business Planning and Implementation;• Economic and Business Understanding and Analysis;• Risk Management;• Excellent negotiation skills.
7.	Mr. Basant Kumar Khaitan	Independent Director	<ul style="list-style-type: none">• Identifying business opportunities and deriving solution therefor;• Strategic Business Planning and Implementation;• Economic and Business Analysis;• Excellent negotiation skills;• Business Prudence;• Expertise in analysis of Financial Statements.
8.	Mrs. Madhu Dubhashi	Independent Director	<ul style="list-style-type: none">• Expertise in Financial Statements, Financial planning, Internal Controls;• Economic & Business Analysis;• Business Prudence.
9.	Mr. Sanjay Kumar Singh	Independent Director	<ul style="list-style-type: none">• Technical Expertise in Paper Industry;• Identifying business opportunities and deriving solution therefor;• Strategic Business Planning and Implementation;• Excellent negotiation skills;• People Oriented Leadership;• Business Prudence.

During the year 2023-2024, Board Meetings were held on the following dates:

20.05.2023 27.07.2023

27.10.2023 30.01.2024

The 9th Annual General Meeting (AGM) of the Company was held on 11th August, 2023. The attendance of the Directors at these Meetings was as under:

Name of the Director	Number of Board Meetings Attended	Attendance at the last AGM
Mr. Arunkumar Mahabirprasad Jatia	4	Yes
Mr. Ved P. Leekha	4	Yes
Mr. Surendra Kumar Bansal	4	Yes
Mr. Nandan Damani	4	Yes
Mr. Vinod Kumar Beswal	4	Yes
Mrs. Madhu Dubhashi	3	Yes
Mr. Basant Kumar Khaitan	3	Yes
Dr. Ashok Kumar	4	Yes
Mr. Sanjay Kumar Singh (w.e.f. 30.01.2024)	1	N.A.

Details of Remuneration and sitting fees paid to Directors during the year

(In ₹)

Name of Directors	Sitting fees	Salaries	Perquisites & Benefits	Commission	Total
Mr. Arunkumar Mahabirprasad Jatia	Nil	3,38,80,800	37,69,388	1,62,15,000	5,38,65,188
Mr. Ved P. Leekha	3,19,000	Nil	Nil	Nil	3,19,000
Mr. Surendra Kumar Bansal	Nil	Nil	Nil	Nil	Nil
Mr. Nandan Damani	3,24,000	Nil	Nil	Nil	3,24,000
Mr. Vinod Kumar Beswal	3,20,000	Nil	Nil	Nil	3,20,000
Mrs. Madhu Dubhashi	2,30,000	Nil	Nil	Nil	2,30,000
Mr. Basant Kumar Khaitan	2,38,000	Nil	Nil	Nil	2,38,000
Dr. Ashok Kumar	Nil	1,29,64,800	2,72,251	Nil	1,32,37,051
Mr. Sanjay Kumar Singh (w.e.f. 30.01.2024)	50,000	Nil	Nil	Nil	50,000

- Perquisites include housing/house rent allowance with electricity, gas, medical expenses, leave travel assistance, club fees, accident insurance, contribution to provident and Superannuation fund etc., but exclude provision for gratuity and pension.
- Severance fees, stock options and notice period are not applicable in case of Executive Directors.
- Non-executive Directors' are entitled to regular sitting fees and re-imbursment of expenses incurred for attending each meeting of Board or Committee thereof.
- The details for shares held by directors as on 31-03-2024 are as under:
- Except Mr. Arunkumar Mahabirprasad Jatia & Mrs. Madhu Dubhashi who holds 42,06,850 & 48,238 equity shares of Re. 1/- each of the Company respectively, none of the other Directors namely Mr. Ved P. Leekha, Mr. Surendra Kumar Bansal, Mr. Nandan Damani, Mr. Vinod Kumar Beswal, Mr. Basant Kumar Khaitan, Dr. Ashok Kumar and Mr. Sanjay Kumar Singh hold any equity shares of the Company.

COMMITTEES OF DIRECTORS:

a) Audit Committee

The Audit Committee was constituted by the Board of Directors at their meeting held on 14th November, 2015. As on 31st March, 2024, the Audit Committee consists of Six Directors of the Company i.e. Four Non-Executive Independent Directors, One Executive Chairman - Promoter Director and One Non-Executive Non-Independent Director, they have vast experience and knowledge of corporate affairs and financial management and possess strong accounting and financial management expertise.

The composition of Committee is as under:

Mr. Vinod Kumar Beswal - Non-Executive Independent Director	–	Chairman
Mr. Arunkumar Mahabirprasad Jatia - Executive Chairman	–	Member
Mr. Nandan Damani - Non-Executive Independent Director	–	Member
Mrs. Madhu Dubhashi - Non-Executive Independent Director	–	Member
Mr. Basant Kumar Khaitan - Non-Executive Independent Director	–	Member
Mr. Ved P. Leekha - Non-Executive Non-Independent Director	–	Member



The Company Secretary acts as a Secretary to the Audit Committee.

Pursuant to provisions of Section 177 of the Companies Act, 2013 and the Listing Regulations, terms of reference of this Committee are as under:

Role of the Audit Committee:

- the recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- review and monitor the auditor's independence and performance, and effectiveness of audit process;
- examination of the financial statement and the auditors' report thereon;
- approval or any subsequent modification of transactions of the company with related parties, grant omnibus approvals subject to fulfilment of certain conditions;
- scrutiny of inter-corporate loans and investments;
- valuation of undertakings or assets of the Company, wherever it is necessary;
- evaluation of internal financial controls and risk management systems;
- monitoring the end use of funds raised through public offers and related matters;
- To obtain outside legal and other professional advice;
- call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company;
- 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;
- 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;
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- 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/investment existing as on the date of coming into force of this provision.
- 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 utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- 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;
- Discussion with internal auditors of any significant findings and follow up there on;
- 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;
- 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;
- 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;
- To review the functioning of the Whistle Blower Mechanism;
- Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
- Consider and Comment on rational, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
- Reviewing the following information:
 - a) management discussion and analysis of financial condition and results of operations;
 - b) statement of significant related party transactions (as defined by the audit committee), submitted by management;

- c) management letters / letters of internal control weaknesses issued by the statutory auditors;
- d) internal audit reports relating to internal control weaknesses; and
- e) the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
- f) statement of deviations:
 - (i) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - (ii) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Meetings of the Audit Committee are also attended by the Executive Director, Chief Financial Officer, the Statutory Auditors and the Internal Auditors.

Four Meetings of Committee were held during the year 1st April, 2023 to 31st March, 2024 on the following dates:

20.05.2023 27.07.2023
27.10.2023 30.01.2024

The attendance at the Meetings were as under:

Sr. No.	Name of the Committee Members	Meetings Attended
1.	Mr. Vinod Kumar Beswal	4
2.	Mr. Arunkumar Mahabirprasad Jatia	4
3.	Mr. Nandan Damani	4
4.	Mrs. Madhu Dubhashi	3
5.	Mr. Basant Kumar Khaitan	3
6.	Mr. Ved P. Leekha	4

b) **Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee was constituted by the Board of Directors at their meeting held on 14th November, 2015. The constitution and the terms of reference of the Nomination and Remuneration Committee are in compliance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Regulations. As on 31st March, 2024, the Nomination and Remuneration Committee consists of Five Directors of the Company i.e. Four Non-Executive Independent Directors and one Non-Executive Non-Independent Director.

Composition:

Mr. Vinod Kumar Beswal, Non-Executive Independent Director	–	Chairman
Mr. Nandan Damani, Non-Executive Independent Director	–	Member
Mrs. Madhu Dubhashi, Non-Executive Independent Director	–	Member
Mr. Basant Kumar Khaitan, Non-Executive Independent Director	–	Member
Mr. Ved P. Leekha, Non-Executive Non-Independent Director	–	Member

The Company Secretary acts as a Secretary to the Nomination and Remuneration Committee.

Pursuant to provisions of Section 178 of the Companies Act, 2013 and the Listing Regulations, the terms of reference of this Committee are as under:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board of Directors a policy relating to, the remuneration of the Directors, Key Managerial Personnel and other Employees;
- For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - i. use the services of an external agencies, if required;
 - ii. consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - iii. consider the time commitments of the candidates. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;
- Devising a policy on diversity of Board of Directors;
- 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 of Directors their appointment and removal;
- Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
- Recommend to the board, all remuneration, in whatever form, payable to Senior Management.



Two Committee Meetings were held on 20th May, 2023 and 30th January, 2024 during the year 01st April, 2023 to 31st March, 2024. The attendance at the Meeting was as under:

Sr. No.	Name of the Committee Members	Meetings Attended
1.	Mr. Vinod Kumar Beswal	2
2.	Mr. Nandan Damani	2
3.	Mrs. Madhu Dubhashi	1
4.	Mr. Basant Kumar Khaitan	1
5.	Mr. Ved P. Leekha	2

The detailed policy of the Company on Directors' appointment and remuneration including criteria for determining qualifications, of a Director and other matters and policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees is annexed as respective Annexure-8 to the Directors' Report in this annual report and can be viewed at Company's website at www.pudumjee.com.

c) Stakeholders Relationship Committee:

The Stakeholders Relationship Committee was constituted by the Board of Directors at their meeting held on 14th November, 2015. As on 31st March, 2024, the Stakeholders Relationship Committee consists of Five Directors of the Company.

Composition:

Mr. Nandan Damani, Non-Executive Independent Director	–	Chairman
Mr. Arunkumar Mahabirprasad Jatia, Executive Chairman	–	Member
Mr. Surendra Kumar Bansal, Non-Executive Director	–	Member
Mr. Basant Kumar Khaitan, Non-Executive Independent Director	–	Member
Mr. Ved P. Leekha, Non-Executive Non-Independent Director	–	Member

The Company Secretary acts as a Secretary to the Committee.

Pursuant to provisions of Section 178 of the Companies Act, 2013 and the Listing Regulations, the terms of reference of this Committee are as under:

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

During the year 2023-24, the Company received 122 complaints from investors and No complaints were received through SEBI and No Complaint was received through Stock Exchange. The complaints received have been replied to and resolved. No complaints are pending for resolution.

Four Meetings of Committee were held during the year 01st April 2023, to 31st March, 2024 on the following dates:

20.05.2023	27.07.2023
27.10.2023	30.01.2024

The attendance at the Meetings were as under:

Sr. No.	Name of the Committee Members	Meetings Attended
1.	Mr. Nandan Damani	4
2.	Mr. Arunkumar Mahabirprasad Jatia	4
3.	Mr. Surendra Kumar Bansal	4
4.	Mr. Basant Kumar Khaitan	3
5.	Mr. Ved P. Leekha	4

d) Corporate Social Responsibility Committee:

The Corporate Social Responsibility Committee comprises of five members of which three including the Chairman of the Committee are Independent Directors. Details of the Committee is as under.

Mr. Nandan Damani, Non-Executive Independent Director	–	Chairman
Mr. Vinod Kumar Beswal, Non-Executive Independent Director	–	Member
Mr. Surendra Kumar Bansal, Non-Executive Director	–	Member
Mr. Basant Kumar Khaitan, Non-Executive Independent Director	–	Member
Mr. Ved P. Leekha, Non-Executive Non-Independent Director	–	Member

Pursuant to provisions of Section 135 of the Companies Act, 2013 and Rules made thereunder, the terms of reference of this Committee are as under:

- Formulate and recommend to the Board a CSR policy which shall indicate the activities to be undertaken by the Companies in areas or subject, as mentioned in the CSR Policy of the Company or in Schedule VII of the Companies Act, 2013.
- Recommend the amount of CSR expenditure to be incurred.
- Implement & Monitor the CSR policy & CSR Project of the Company from time to time.
- Formulate and recommend to the Board CSR Annual Action Plan of the Company and
- Any other matter/thing as may be considered expedient by the Committee to comply with the CSR Policy of the Company.

One Committee Meeting was held on 20th May, 2023 during the year 01st April, 2023 to 31st March, 2024. The attendance at the Meeting was as under:

Sr. No.	Name of the Committee Members	Meetings Attended
1.	Mr. Nandan Damani	1
2.	Mr. Vinod Kumar Beswal	1
3.	Mr. Surendra Kumar Bansal	1
4.	Mr. Basant Kumar Khaitan	1
5.	Mr. Ved P. Leekha	1

GENERAL BODY MEETINGS:

i) Annual General Meetings held during the past three years and the following Special Resolutions were passed:

Financial Year End	Date of Meeting and Venue	Time	Special Resolutions passed
31 st March, 2021	21 st August, 2021 through Video Conference / Other Audio Visual Means without physical presence of the Shareholders at a common venue.	3:00 p.m. (IST)	<ul style="list-style-type: none"> (i) Approval to the re-appointment of Mr. Vinod Kumar Beswal, as a Non-Executive Independent Director of the Company. (ii) Approval to the re-appointment of Mr. Nandan Damani, as a Non-Executive Independent Director of the Company. (iii) Approval to the re-appointment of Mrs. Madhu Dubhashi, as a Non-Executive Independent Director of the Company. (iv) Approval to the re-appointment of Mr. Basant Kumar Khaitan, as a Non-Executive Independent Director of the Company. (v) Appointment and Remuneration of Dr. Ashok Kumar, as a Executive Director. (vi) Remuneration of Mr. Arunkumar Mahabirprasad Jatia as a Whole Time Director. (vii) Consent of shareholders for acceptance of fixed deposits from Public.
31 st March, 2022	13 th August, 2022 through Video Conference / Other Audio Visual Means without physical presence of the Shareholders at a common venue.	3:00 p.m. (IST)	<ul style="list-style-type: none"> (i) Approval to the Remuneration of Whole Time Director, Mr. Arunkumar Mahabirprasad Jatia. (ii) Approval to the Remuneration of Executive Director, Dr. Ashok Kumar. (iii) Consent for acceptance of fixed deposits from Public. (iv) Approval for providing loans to Bodies Corporate(s).
31 st March, 2023	11 th August, 2023 through Video Conference / Other Audio Visual Means without physical presence of the Shareholders at a common venue.	3:00 p.m. (IST)	<ul style="list-style-type: none"> (i) Approval to the appointment of Mr. Arunkumar Mahabirprasad Jatia as a Whole-time Director. (ii) Consent for acceptance of fixed deposits from Public.

ii) Postal Ballot:

During the Financial Year 2023-24, a Special Resolution was approved by the Shareholders of the Company through the Postal Ballot Process (through Remote e-voting only). The Company Appointed Mrs. Savita Jyoti (Membership No.: 3738 & CP No.: 1796) Practicing Company Secretary, Hyderabad as the Scrutinizer for conducting the postal ballot process. The postal ballot process was carried out in a fair and transparent manner. The Remote e-voting facility was provided to the Shareholders of the Company.

The Company followed the procedure relating to Postal Ballot and e-voting pursuant to applicable provisions of the Companies Act, 2013, read with Rules thereto and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details of the Postal Ballot conducted during the Financial Year 2023-24, results of which was announced on 13th March, 2024, is provided herein below:



To consider and approve - Appointment of Mr. Sanjay Kumar Singh (DIN: 10168533) as "Non-Executive Independent Director" of the Company - Special Resolution:

Total Number of Votes	Number of Votes casted in favour of the resolution	% of Votes casted in favour	Number of Votes casted against the resolution	% of Votes casted against	Number of Votes abstain	% of Votes abstain
6,83,25,022	6,83,18,941	99.99	4,200	0.01	1,881	-

Procedure Of Postal Ballot:

The Notice of Postal Ballot containing instruction was sent on Monday, 12th February, 2024 through Company's Registrar and Share Transfer Agent i.e. KFin Technologies Limited ("KFinTech") by way of electronic mode only (i.e. e-mail) to those Members whose names appeared on the Register of Members/List of Beneficial Owners as on Friday, 09th February, 2024 ("Cut-off Date") and whose email addresses were registered with the Company/Depositories on the said date in compliance with the said MCA Circulars.

The Public Notice of Postal Ballot and Remote E-voting Information was published in the newspapers i.e. Financial Express (All editions) and Loksatta (Pune edition) on Tuesday, 13th February, 2024.

The Company had engaged the services of KFin Technologies Limited for the purpose of providing e-voting facility to all its Members.

The remote e-voting period commenced on Tuesday, 13th February, 2024 (9:00 a.m. IST) and concluded on Wednesday, the 13th March, 2024 (5:00 p.m. IST).

The Result of the Postal Ballot was declared on Wednesday, 13th March, 2024 and intimated to the stock exchanges and uploaded on the website of the Company and KFin Technologies Limited.

The resolution set out in the Postal Ballot Notice dated 30th January, 2024 was passed with requisite majority.

At the ensuing Annual General Meeting, there is no item on the agenda that needs approval by postal Ballot.

COMPANY'S POLICIES:

The Board has adopted the following policies/programme:

- Policy on Related Party Transactions
- Whistle Blower Policy/Vigil Mechanism
- Criteria For Selection of Candidates for Senior Management and Members on the Board of Directors
- Familiarisation programme for Independent Directors
- Policy on Board's Diversity
- Risk Policy & Procedures
- CSR Policy
- Archival policy
- Policy for Preservation of Documents
- Policy on Determination of Materiality For Disclosure(s)

(k) Policy For Determination of Legitimate Purposes

(l) Policy for Procedure of Inquiry in case of leak of unpublished price sensitive information

(m) Dividend Distribution Policy

The disclosure in respect of above policies/programme is available at the website of the Company viz. www.pudumjee.com.

SENIOR MANAGEMENT:

Particulars of senior management of the Company are as under:

Sr. No.	Name	Designation
1.	Mr. Nandkumar Gune	Senior General Manager (Operations)
2.	Mr. Hanuman Prasad Birla	Chief Financial Officer
3.	Mr. Vinay Jadhav (up to 20.04.2024)	Company Secretary and Compliance Officer

MEETING OF INDEPENDENT DIRECTORS:

As required under Companies Act, 2013 and Listing Regulations, a meeting of the Independent Directors was held on 30th January, 2024, without the attendance of Non-Independent Directors and Members of the Management.

The Independent Directors evaluated the performance of the Non-Independent Directors, wherein the evaluation of performance of the Non-Independent Directors, including the Chairman and also of the Board as a Whole was made, against pre-defined and identified criteria.

ANNUAL EVALUATION OF BOARD, ITS COMMITTEES AND DIRECTORS:

As required under Companies Act, 2013 and Listing Regulations the Board has carried out an annual evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. The principles and guidelines given in the master circular issued by the SEBI vide circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 has been taken into consideration while making the evaluations.

CEO/CFO CERTIFICATION:

As required under Regulation 17(8) of the Listing Regulations, the Executive Chairman and the CFO of the Company have certified to the Board that Audited Financial Statements for the Financial Year ended 31st March, 2024 do not contain any untrue statement and that these statements represent a true and fair view of the Company's affairs and other matters as specified there under.

DISCLOSURES:

1. Related Party Transactions:

Pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a policy on dealing with Related Party Transaction and the same is available at the website of the Company viz, <http://www.pudumjee.com/wp-content/uploads/2019/03/Policy-on-Related-Party-Transactions.pdf>. The Audit Committee has granted from time to time, omnibus approval to related party transactions. A Statement of all the Related Party Transaction entered into by the Company, pursuant to the omnibus approval granted was placed before the meeting of Audit Committee for its review.

2. Details of Non Compliance:

Your Company has complied with all the requirements of the regulatory authorities. There were no instances of non compliance by the Company, nor were any penalties or strictures imposed on the Company by Stock Exchanges, SEBI or any statutory authority on any matter relating to capital markets during the last year.

3. Whistle Blower Policy / Vigil Mechanism:

The Company has formulated a policy "Whistle Blower Policy / Vigil Mechanism", wherein the Employees/Directors/Stakeholders of the Company are free to report any unethical or improper activity, actual or suspected fraud or violation of the Company's Code of Conduct. This mechanism provides safeguards against victimization of Employees, who report under the said mechanism. We affirm that no director or employee has been denied access to the Audit Committee during financial year 31st March, 2024.

4. Prevention of Insider Trading:

The Company has adopted a detailed Code of Conduct for Prevention of Insider Trading for its designated persons/employees, in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015. The Code lays down Guidelines, which advise them on procedures to be followed and disclosures to be made, while dealing with shares of the Company and cautions them of the consequences of violations.

5. Compliance with Mandatory requirements and Adoption of Non-mandatory requirements:

All the Mandatory requirements of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, have been complied with as detailed in this annexure. The Company has also complied Non-mandatory requirements of the Listing Regulations such as: a) Separate posts of Chairman and Managing Director/ Executive Director b) unmodified audit opinion.

The Company has complied with corporate governance requirements specified in regulations 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

6. Risk Management Disclosure:

In terms of Listing Regulations, the Company has its "Risk Management Policy and Mitigation measures" and is adopted by the Board. The Board/Audit Committee periodically reviews the risks and the measures to mitigate the same.

7. List of Credit Ratings obtained by the Company:

Total Bank Loan Facilities Rated	Rs. 280 Crore (Enhanced from Rs. 250 Crore)
Long Term Rating	CRISIL A/Stable (Reaffirmed)
Short Term Rating	CRISIL A1 (Reaffirmed)
Rs.50 crore Fixed Deposits	A/Stable (Reaffirmed)

8. A Certificate received from SIUT & CO LLP Practicing Company Secretaries, confirming that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of Company by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such other authority is annexed.

9. Disclosure of commodity price risks and commodity hedging activities: Not Applicable

10. Foreign exchange risk and hedging activities:

The Company usually takes short term cover against foreign exchange rates moving upwards and guards against possible losses.

11. Fees paid by the Company to M/s. J. M. Agrawal & Company, Statutory Auditors for the Financial Year 2023-24:

Sr. No.	Name of the Company	Fees Paid (Rs. In Lakhs)
1.	Pudumjee Paper Products Limited	33.25

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

a)	Number of complaints filed during the financial year:	Nil
b)	Number of complaints disposed of during the financial year:	Nil
c)	Number of complaints pending as on end of the financial year:	Nil

MEANS OF COMMUNICATION:

The Company has published its quarterly and half yearly results giving the required particulars in the "Financial Express" and "Loksatta"(Regional Language). These results are also posted on Company's website at www.pudumjee.com.



DISCLOSURE OF SHARES LYING IN THE UNCLAIMED SUSPENSE ACCOUNT:

Pursuant to Regulation 39 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the details in respect of the shares lying in the unclaimed suspense account till 31st March, 2024 is as under:

Particulars	No. of Shareholders	No. of Shares
Aggregate number of Shareholders and outstanding shares held in the Unclaimed Suspense Account as on 01 st April, 2023	672*	6,66,496
Number of Shareholders / legal heirs who approached the Company for transfer of shares from the Unclaimed Suspense Account	2	2775
Number of Shareholders / legal heirs to whom the shares were transferred from the Unclaimed Suspense Account upon receipt and verification of necessary documents.	2	2775
Aggregate number of Shareholders and outstanding shares held in the Unclaimed Suspense Account as on 31 st March, 2024	34	43,340

*Pursuant to Section 124(6) of the Companies Act, 2013, read with the Investor Education & Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Authority), as amended, the Company had transferred 6,20,381 Equity Shares held in 636 folios to the IEPF Authority.

There were no request pending for want of necessary documents from the Shareholders / legal heirs.

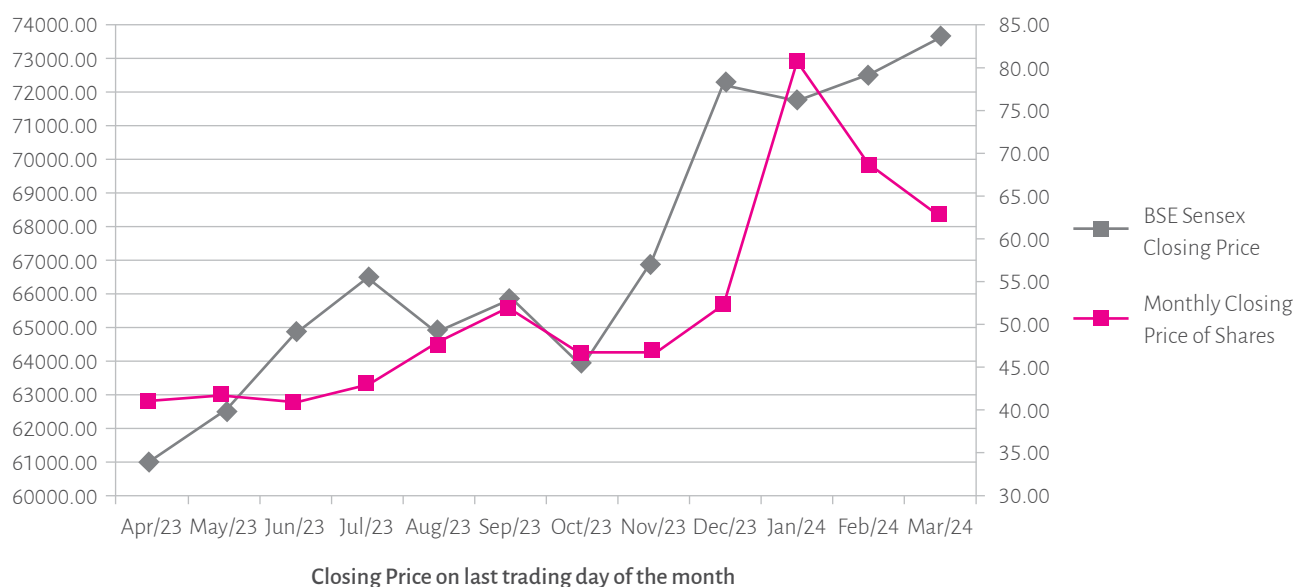
Voting rights in respect of the aforesaid 43,340 shares held in the Unclaimed Suspense Account will remain frozen till the time such shares are claimed by the concerned Shareholders. Shareholders may get in touch with the Company/ RTA for any further information in this matter.

MARKET SHARE PRICE DATA:

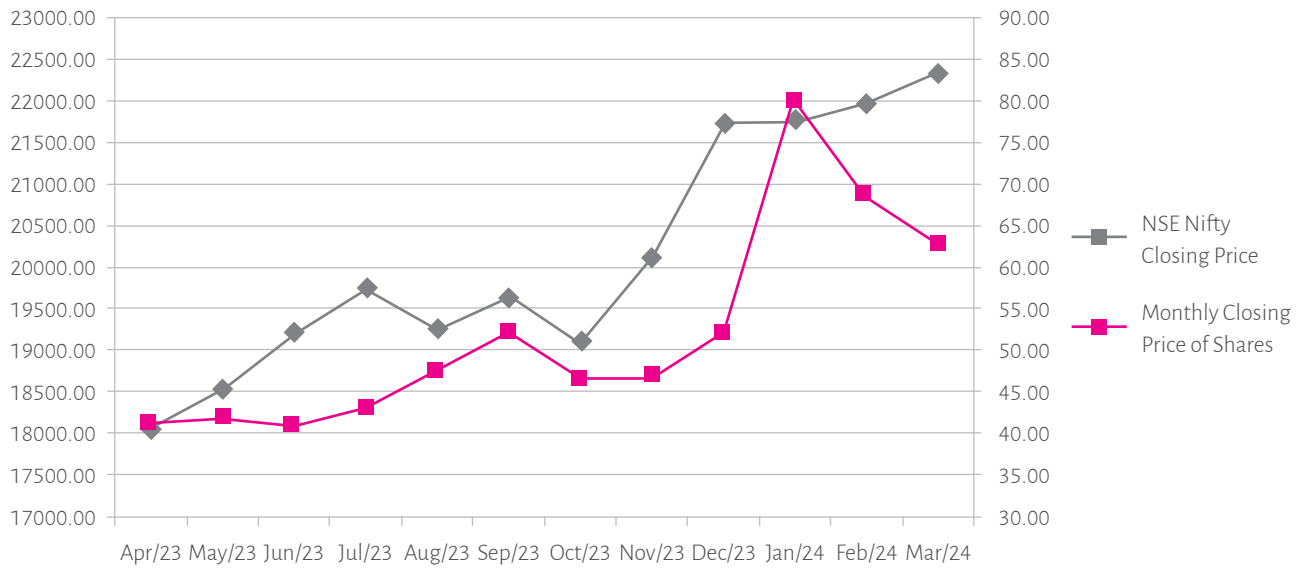
(In ₹)

Month/Index	BSE Limited (BSE)			National Stock Exchange of India Limited (NSE)		
	High Price	Low Price	Close Price	High Price	Low Price	Close Price
April-2023	41.65	36.25	40.89	41.95	37.35	40.90
May-2023	47.22	34.00	41.54	46.90	41.05	41.60
June-2023	43.50	40.00	40.70	43.45	40.50	40.65
July-2023	43.55	40.00	42.94	43.60	40.05	42.95
August-2023	51.70	41.05	47.27	51.85	41.00	47.20
September-2023	56.26	46.45	51.94	56.30	46.60	52.15
October-2023	54.61	43.20	46.20	54.85	43.30	46.20
November-2023	52.90	45.69	46.86	49.80	45.60	46.75
December-2023	53.74	46.71	51.89	53.70	46.50	51.90
January-2024	82.94	50.00	80.38	82.75	49.80	80.05
February-2024	84.00	66.16	68.46	84.00	66.00	68.55
March-2024	71.45	54.15	62.64	70.75	54.00	62.85

Stock Performance in comparison: to BSE Sensex



Stock Performance in comparison: to NSE NIFTY



Closing Price on last trading day of the month

SHAREHOLDING PATTERN AND DISTRIBUTION PATTERN OF SHARES AS AT 31ST MARCH, 2024:

SHAREHOLDING PATTERN			DISTRIBUTION OF SHAREHOLDING		
Category of shareholder	No. of shares	% of shares held	No. of shares	No. of shareholders	No. of Shares held
PROMOTER AND PROMOTER GROUP			1-5000	39,911	1,35,82,116
Individual /Hindu Undivided Family	42,06,950	4.43	5001- 10000	353	26,22,689
Bodies Corporate	5,18,24,371	54.58	10001- 20000	167	24,43,039
Trust	1,16,75,101	12.30	20001- 30000	33	8,28,377
Individuals (Non-Resident Individuals /Foreign Individuals)	--	--	30001- 40000	29	10,40,190
PUBLIC SHAREHOLDING			40001- 50000	9	4,30,202
Mutual Funds	-	-	50001-100000	16	11,30,131
Financial Institutions /Banks	9,331	0.01	100001 & Above	29	7,28,73,256
Foreign Portfolio Investors	4,05,599	0.43			
Insurance Companies	462	0.00			
Bodies Corporate	18,03,854	1.90			
Investor Education and Protection Fund (IEPF)	12,31,837	1.30			
Individuals	2,32,01,657	24.43			
Non-Resident Indians	5,88,498	0.62			
Clearing Members	2,340	0.00			
GRAND TOTAL	9,49,50,000	100.00	GRAND TOTAL	40,547	9,49,50,000



Dematerialization of Shares and Liquidity as on 31st March, 2024.

Physical Form : 1.03 %

Dematerialized Form : 98.97 %

Trading in equity shares of the Company is permitted in dematerialized form only as per the notification issued by Securities and Exchange Board of India (SEBI). Non-promoters share holding is 28.69%.

GENERAL SHAREHOLDERS' INFORMATION:

i)	Date, time and venue of Annual General Meeting	Friday, 06 th September, 2024 at 3:00 p.m. The Company is conducting AGM through "VC/OAVM" pursuant to MCA Circulars. Therefore, there is no requirement to have a venue of the AGM. For details please refer to the Notice of the AGM.
ii)	Financial Year	1 st April to 31 st March
iii)	Dividend Payment Date	on or after 19 th September, 2024
iv)	Date of Book Closure	From Friday, 30 th August, 2024 to Friday, 06 th September 2024 (both days inclusive)
v)	Board Meeting for Consideration of unaudited results for first three quarters	Within 45 days from the end of the each quarter
vi)	Listing on Stock Exchanges and Scrip code/Symbol:	
	a) BSE Limited Phiroze Jeejibhoy Towers 25 th Floor, Dalal Street, Mumbai 400 001.	539785
	b) The National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), MUMBAI 400 051.	PDMJEPAPER
vii)	NSDL and CDSL Demat stock code	INE865T01018
viii)	E-mail ID for Investor Complaints	investors.relations@pudumjee.com
ix)	Any other inquiry:	The Company Secretary, Pudumjee Paper Products Limited Thergaon, Pune 411 033. Tel. : 91-20-30613333 Fax. : 91-20-40773388 E-mail : investors.relations@pudumjee.com
x)	Plant Location	Thergaon, Pune 411 033.
xi)	Corporate Identification Number	L21098PN2015PLC153717
	Registrars & Share Transfer Agents:	KFin Technologies Limited Selenium Tower B, Plot No 31 & 32 Gachibowli, Financial District, Nanakramguda, Serilingampally Hyderabad – 500 008 Tel. : 1800 309 4001 E-mail: einward.ris@kfintech.com

This is a Common Agency looking after all the work related to share registry in terms of both physical and electronic connectivity (as per directions of SEBI) the details are as under:

The Shareholders/investors can approach M/s. KFin Technologies Limited at any of its service centres throughout the country for any of their queries relating to share transfer, dividend etc.

(Note: Shareholders holding shares in Electronic Mode should address all correspondence to their respective Depository Participants).

LISTING FEES:

Listing fees for the year 2024-25 have been paid in full to BSE Limited and National Stock Exchange of India Limited.

SHARE TRANSFER SYSTEM:

In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in Dematerialised form. Further, SEBI has vide its circular dated 25th January, 2022, mandated companies to issue its securities in demat form only while processing various service requests such as issue of duplicate securities certificates, sub-division, consolidation, transmission, etc. to enhance ease of dealing in securities markets by investors. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at <https://www.pudumjee.com/updation-of-pan-kyc-nomination-details-by-shareholders-pursuant-to-sebi-circular-dated-03-11-2021/>.

Dematerialisation of holdings will, inter alia, curb fraud in physical transfer of securities by unscrupulous entities and improve ease, convenience and safety of transactions for investors.

In view of the aforesaid, Members who are holding shares in physical form are hereby requested to convert their holdings in electronic mode to avail various benefits of dematerialisation.

Pursuant to Regulation 40(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the securities can be transferred only in dematerialized form w.e.f. 01st April, 2019 and w.e.f. 25th January, 2022 in case of transmission or transposition of Securities.

CERTIFICATE OF COMPLIANCE:

The Certificate of Compliance with requirements of Corporate Governance by the Company, issued by M/s. SIUT & CO LLP, Practicing Company Secretaries is annexed.

On behalf of the Board of Directors,

Place: Mumbai
Date: 27th May, 2024

A. K. Jatia,
Executive Chairman.



DECLARATION BY THE EXECUTIVE CHAIRMAN REGARDING AFFIRMATION OF CODE OF CONDUCT

To
The Members of
Pudumjee Paper Products Limited

I, Arunkumar Mahabirprasad Jatia, Executive Chairman of Pudumjee Paper Products Limited, declare that all the Members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Codes of Conduct for the year ended 31st March, 2024.

Place: Mumbai
Date: 27th May, 2024

A. K. Jatia
Executive Chairman

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V para C clause 10(i) of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirement) Regulations, 2015

To,
The Members of
Pudumjee Paper Products Limited
Thergaon, Pune,
Maharashtra – 411033.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of PUDUMJEE PAPER PRODUCTS LIMITED having CIN L21098PN2015PLC153717 and having registered office at THERGAON PUNE MH 411033 IN (hereinafter referred to as “the Company”), produced before us by the Company for the purpose of issuing this Certificate, in accordance with the Regulation 34 (3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verification (including Director Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2024 have been debarred or disqualified from being appointed or Continuing as Director of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. NO.	NAME OF DIRECTOR	DIN	DATE OF APPOINTMENT IN COMPANY
1	SURENDRA KUMAR BANSAL	00031115	14/01/2015
2	MADHU DUBHASHI	00036846	14/11/2015
3	VED PRAKASH LEEKHA	00048568	27/07/2019
4	NANDAN SURAJRATAN DAMANI	00058396	21/10/2015
5	BASANT KUMAR KHAITAN	00117129	28/05/2016
6	VINOD KUMAR BESWAL	00120095	21/10/2015
7	ARUNKUMAR MAHABIRPRASAD JATIA	01104256	14/01/2015
8	ASHOK KUMAR	07111155	28/05/2016
9	KUMAR SANJAY SINGH	10168533	30/01/2024

Ensuring the eligibility for the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **SIUT & Co LLP**
Company Secretaries
(Unique code: L2021MH011500)

Name: **CSIU Thakur**
Partner
FCS: 2298
CP: 1402

Date: 27th May, 2024
Place: Pune

UDIN: F002298F000452770
Peer Review Certificate No.: 5460/2024



CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
Pudumjee Paper Products Limited
Thergaon, Pune,
Maharashtra – 411033.

We have examined the compliance with conditions of Corporate Governance by PUDUMJEE PAPER PRODUCTS LIMITED, for the year ended on 31st March, 2024, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of regulation 46 (2) and Para C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended.

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

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the aforementioned Listing Regulations.

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

For **SIUT & Co LLP**
Company Secretaries
(Unique code: L2021MH011500)

Name: **CS I U Thakur**
Partner
FCS: 2298
CP: 1402

UDIN: F002298F000452814
Peer Review Certificate No.: 5460/2024

Date: 27th May, 2024
Place: Pune

CRITERIA FOR SELECTION OF CANDIDATES FOR SENIOR MANAGEMENT AND MEMBERS ON THE BOARD OF DIRECTORS

Introduction:

In accordance with the provisions of Section 178 of the Companies Act, 2013, the Board of Directors of the Company at its meeting held on 14.11.2015, constituted the Nomination and Remuneration Committee of the Board of Directors (Committee) and also stipulated terms of reference in line with the Companies Act, 2013.

The Board has delegated the responsibility to the Committee to formulate the criteria for identification, selection of the candidates fit for the various positions in senior management and who are qualified to be appointed as Director on the Board of Directors of the Company.

The Committee has adopted the following criteria for selection of candidates eligible to be appointed in the Senior Management of the Company and also Member on the Board of Directors of the Company.

Criteria for Selection of Directors:

The Committee shall, before making any recommendation to the Board for appointment of any Director, consider the following;

- the candidate should have appropriate experience both in terms of quality and time in any of the areas viz. banking, infrastructure, financial management, legal, sales, marketing, administration, research, corporate governance, technical operations, or such other areas or disciplines which in the opinion of the management and Committee are relevant for the Company's business;
- the candidate should possess the positive attributes such as leadership skills, decision making skills, integrity, effective communication, hard work, commitment and such other attributes which in the opinion of the Committee the candidate possess and are in the interest of the Company;
- the candidate should be free from any disqualifications as provided under Sections 164 and 167 of the Companies Act, 2013;
- the candidate should meet the conditions of being independent as stipulated under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, in case of appointment of an independent director;
- the candidate should possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations, infrastructure, or such other areas or disciplines which are relevant for the Company's business;

The Committee should also verify that the said person is not debarred from holding the office of Director pursuant to any SEBI order or any other such authority.

Criteria for Selection of Senior Management Personnel:

The term 'Senior Management' shall have the meaning provided under the explanation to Section 178 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended with effect from 1st April, 2019, as provided herewith –

As per Section 178 of the Companies Act, 2013,

The expression "senior management" means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended with effect from 1st April, 2019

- "senior management" shall mean officers/personnel of the listed entity who are members of its core management team excluding board of directors and normally this shall comprise all members of management one level below the chief executive officer/managing director/whole time director/manager (including chief executive officer/manager, in case they are not part of the board) and shall specifically include company secretary and chief financial officer.

The Committee shall, before making any recommendation to the Board, for appointment, consider the attributes of the candidate set forth below:

- The candidate should have appropriate experience both in terms of quality and time in any of the areas viz. banking, infrastructure, financial management, legal, sales, marketing, administration, research, corporate governance, technical operations, or such other areas or disciplines which in the opinion of the management and Committee are relevant for the Company's business;
- The candidate should possess the positive attributes such as leadership skills, decision making skills, integrity, effective communication, hard work, commitment and such other attributes which in the opinion of the Committee the candidate possess and are in the interest of the Company.

If the Committee finds that the candidate meets the above criteria for appointment as part of Senior Management or as a Director on the Board, as the case may be, the Committee shall make its recommendation to the Board.



Remuneration Policy

The Company's remuneration policy is based on the success and performance of the individual employee and the Company. Through, its compensation policy, the Company endeavours to attract, retain, develop and motivate a high performance workforce. The Company follows a compensation mix of fixed pay, variable and fixed allowances, benefits and bonuses etc. Individual performance pay is determined by business performance and the performance of the individuals measured through the annual appraisal process.

The Company pays remuneration by way of salary (fixed component), benefits, perquisites and allowances (variable component) to its

Managing Directors and the executive directors. Periodical increases, if any, are decided by the Remuneration Committee and Board subject to the approval by the members and are effective from April 1 each year. The Remuneration Committee decides on the commission if any payable to Executive Chairman out of profits for the financial year and within the ceiling prescribed by the Companies Act based on the performance of the Company as well as that of the incumbent.

The Company pays sitting fees of Rs. 50,000 per meeting or as may be fixed from time to time to its Directors for attending the meetings of the Board and Rs. 25,000/10,000/5,000/1,000 for meetings of the Committee of the Board. The Company also reimburses the out of pocket expenses incurred by the Directors for attending the meetings.



FINANCIAL STATEMENT



INDEPENDENT AUDITOR'S REPORT

TO
 THE MEMBERS OF
 PUDUMJEE PAPER PRODUCTS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Pudumjee Paper Products Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor's Response
<p>Impairment of Goodwill</p> <p>Goodwill was accounted as per the Scheme of arrangement and reconstruction (demerger) approved by Hon'ble Bombay High Court dated January 8, 2016 (the Scheme).</p> <p>Goodwill reflects the difference between the fair value of shares issued and the net assets transferred at carrying value under the Scheme. As on March 31, 2024 the carrying amount of Goodwill pertains to Paper division.</p> <p>Goodwill is tested for impairment at least annually or when events occur or changes in circumstances indicate that the recoverable amount is less than its carrying value. The recoverable amount is higher of value-in-use and fair value less cost to sell.</p> <p>The calculation involves use of significant estimates and assumptions. Refer note 35 of the financial statements.</p>	<p>Our audit procedures related to forecasts of future revenue and operating margin and selection of the discount rate for these assets included the following, among others:</p> <p>We tested the design, implementation and operating effectiveness of controls over impairment assessment process, including those over the forecasts of future revenue and operating margin, and the selection of the discount rate.</p> <p>Verified calculations provided by management for goodwill allocation to CGUs.</p> <p>We evaluated the reasonableness of management's revenue and operating margin forecasts by comparing the forecasts to:</p> <ul style="list-style-type: none"> - Historical revenues and operating margins. - Internal communications to management, Audit Committee and the Board of Directors. <p>Assessed the reasonableness of assumptions used, including assumptions relating to revenue growth rate, gross margins, discount rates, long-term growth rate etc. based on historical results, current developments and future plans of the business estimated by management.</p>

Key Audit Matter	Auditor's Response
	<p>Assessed cash flow forecasts to ensure consistency with current operations of the Company and performed sensitivity analysis on key assumptions used in management's calculated recoverable value.</p> <p>Considered the adequacy of disclosures in respect of goodwill impairment in the notes to the financial statements.</p>
<p>Provisions and contingencies</p> <p>In earlier years, the Company had received total demands of Rs. 3,312.98 lakhs from MSEDCL/MERC on power purchased from outside vendor under group captive power mechanism.</p> <p>Out of total demand, the Company had paid Rs 431.70 lakhs, as payment in protest, in the year 2019-20. Subsequently, after order of the Appellate authority and MERC, the Company has received Rs. 344.03 lakhs refund from MSEDCL, and balance Rs. 87.67 lakhs will be received in next year 2024-25.</p> <p>These matters are currently pending decision by the Hon'ble Supreme Court. Consequently, the Company is carrying original provision in books at gross amount of Rs. 3,312.98 lakhs.</p> <p>Refer Note 12 and 32 of the financial statements.</p>	<p>Our procedure included, but were not limited to the following:</p> <p>We assessed the management's judgement in determining the probability of the outcome of the pending litigation, and an ultimate probability of economic outflow, at the time when provision was made.</p> <p>We evaluated adequacy of the provision made in books.</p> <p>We have obtained information on the pending litigation and its status. We have obtained explanations from management to understand the merits in the demand and appeal filed.</p> <p>We have also considered the adequacy of the disclosures in respect of the pending demand and the sub-judice matter.</p>

Other Information

The Company's Management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Report but does not include the financial statements and our auditor's report thereon.

The Annual Report is expected to be made available to us after the date of our auditor's report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, the profit and total comprehensive income, changes in equity and its cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate

internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain



audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse

consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "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 financial statements comply with the Ind AS specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls reference to financial statements 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 the requirements of Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 read with Schedule V of the Act.
 - (h) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in the 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 March 31, 2024.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The dividend proposed in the previous year ended March 31, 2023, declared and paid by the Company during the current year ended March 31, 2024 is in accordance with Section 123 of the Act, as applicable.
- The Board of Directors of the Company have proposed dividend for the current year ended March 31, 2024 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.

For **J M Agrawal & Co.**
Chartered Accountants
Firm Registration Number: 100130W

Punit Agrawal
Partner

Place: Mumbai
Date: May 27, 2024

Membership Number: 148757
UDIN: 24148757BKFPHL5324



ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in the Independent Auditors' Report of even date to the members of Pudumjee Paper Products Limited on the financial statements for the year ended March 31, 2024

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, investment property and relevant details of right-of-use assets.
(B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The property, plant and equipment, investment property and right-of-use assets are physically verified by the Management according to a phased program designed to cover all the items over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program a portion of the property, plant and equipment and investment property were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other 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 included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
- (d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) The physical verification of inventory excluding stocks with third parties, have been conducted at reasonable intervals by the management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. No material discrepancies (of 10% or more in the aggregate for any class of inventory) were noticed on such physical verification.
(b) The company has been sanctioned working capital limits in excess of five crore rupees, from banks. The quarterly statements filed by the Company with such banks are in agreement with the books of account of the Company.
- iii. The Company has made investments in and granted secured/unsecured loans to companies, firms and other parties, during the year. The Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
 - (a) the Company has provided loans to other companies, in respect of which –
 - (A) the Company does not have any subsidiary, joint venture or associate. Hence, reporting under clause 3(iii)(a)(A) of the Order is not applicable.
 - (B) in respect of loans to other companies, the aggregate amount of loan given during the year is Rs. 2,000 lakhs and the balance outstanding at the balance sheet date is Rs. 2,109.49 lakhs
 - (b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.
 - (c) In respect of secured loans granted by the Company, schedule for repayment of principle and payment of interest is stipulated and interest payment is regular. In respect of unsecured loans granted by the Company schedule for payment of interest is stipulated and interest payment is regular, however no schedule for repayment of principal has been stipulated. Therefore, we do not make any comment on the regularity of repayment of principal.
 - (d) In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date for more than ninety days.
 - (e) During the year, the Company has extended repayment of loan of Rs. 2,000 lakhs, prior to its original due date. The percentage of such extended loan to total loans granted during the year is 100%. No fresh loans were granted to settle the overdue of existing loans given to the same parties.
 - (f) The Company has granted loans repayable on demand to other company. The aggregate amount of such loan outstanding and percentage thereof to the total loans granted, as on balance sheet date is Rs. 79 lakhs and 3.75% respectively. No fresh loan is granted during the year to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013.
- iv. The Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided, as applicable.

- v. The Company has complied with the directives issued by the Reserve Bank of India and the provisions of Sections 73, 74, 75 and 76 or any other relevant provisions of the Act and the rules made thereunder, as applicable. According to the information and explanations given to us, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal on the Company in respect of the aforesaid deposits.
- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and service tax, provident fund, employees' state insurance, income-tax, duty of customs, cess and other material statutory dues, as applicable, with the appropriate authorities.
- (b) There are no dues of goods and service tax, provident fund, employees' state insurance, income-tax, duty of customs, duty of excise, service tax, sales tax, cess which have not been deposited on account of any dispute.
- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) The Company has not defaulted in repayment of loans or borrowings to any financial institution or bank or Government as at the balance sheet date.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) On an overall examination of the financial statements of the Company, the term loans have been applied for the purpose for which the loans were obtained by the Company.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) The Company does not have any subsidiary, joint venture or associate. Hence, reporting under clause 3(ix)(e) and (f) of the Order is not applicable.
- x. (a) The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) during the year. Hence, reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) No whistle blower complaints received by the Company during the year (and upto the date of this report). Hence reporting under clause 3(xi)(c) of the Order is not applicable.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him during the year. Accordingly, the provisions of section 192 of the Act are not applicable to the Company.
- xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) There are three CICs (Core Investment Company) within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016).



- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
- xx. There are no unspent amounts towards Corporate Social Responsibility (CSR) nor there is any ongoing project. Accordingly,
- reporting under clause 3(xx)(a) & (b) of the Order is not applicable for the year.
- xxi. The Company does not have any subsidiary, joint venture or associate, accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

For **J M Agrawal & Co.**
Chartered Accountants
Firm Registration Number: 100130W

Punit Agrawal
Partner

Place: Mumbai
Date: May 27, 2024

Membership Number: 148757
UDIN: 24148757BKFPHL5324

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT

Referred to in the Independent Auditors' Report of even date to the members of Pudumjee Paper Products Limited on the financial statements for the year ended March 31, 2024

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls over financial reporting of Pudumjee Paper Products Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued

by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

Meaning of Internal Financial Controls Over Financial Reporting

6. A company's internal financial control over financial reporting 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 over financial reporting 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 Over Financial Reporting

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

Opinion

8. In our opinion, 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 March 31, 2024, 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **J M Agrawal & Co.**
Chartered Accountants
Firm Registration Number: 100130W

Punit Agrawal
Partner

Place: Mumbai
Date: May 27, 2024

Membership Number: 148757
UDIN: 24148757BKFPHL5324

STATEMENT OF BALANCE SHEET

as at 31st March, 2024

(All amounts in INR Lakhs unless otherwise stated)

	Notes	31-Mar-24	31-Mar-23
ASSETS			
Non-current assets			
Property, plant and equipment	3	12,135.00	12,295.32
Right-of-use Assets	3	1,516.83	1,658.45
Capital work-in-progress	3	1,956.29	9,418.51
Investment properties	4	7,070.97	-
Goodwill	5	6,425.03	6,425.03
Other intangible assets	5	37.56	33.63
Intangible assets under development	5	1.08	1.08
Financial assets			
(i) Investments	6(a)	2,360.47	2,701.05
(ii) Other financial assets	6(g)	21.47	21.47
Other non-current assets	7	51.16	157.02
Total non-current assets		31,575.86	32,711.56
Current assets			
Inventories	8	14,641.69	16,686.93
Financial assets			
(i) Investments	6(b)	12,592.14	2,479.57
(ii) Trade receivables	6(c)	7,623.95	6,364.55
(iii) Cash and cash equivalents	6(e)	480.40	975.88
(iv) Bank balances other than (iii) above	6(f)	257.63	392.97
(v) Loans	6(d)	2,109.49	1,682.29
(vi) Other financial assets	6(g)	81.80	67.72
Current tax assets (net)	15	301.07	570.37
Other current assets	9	1,788.98	657.53
Total current assets		39,877.15	29,877.81
Total assets		71,453.01	62,589.37
EQUITY AND LIABILITIES			
Equity			
Equity share capital	10(a)	949.50	949.50
Other equity			
Reserves and surplus	10(b)	48,280.02	38,749.03
Total equity		49,229.52	39,698.53
LIABILITIES			
Non-current liabilities			
Financial Liabilities			
(i) Borrowings	11(a)	313.55	4,105.54
(ia) Lease liabilities		252.14	389.56
(ii) Other financial liabilities	11(c)	277.84	273.35
Provisions	12	3,919.07	3,857.40
Employee benefit obligations	13	839.92	1,000.41
Deferred tax liabilities (net)	14	2,731.32	2,712.32
Total non-current liabilities		8,333.84	12,338.58
Current liabilities			
Financial liabilities			
(i) Borrowings	11(b)	1,174.19	751.23
(ia) Lease liabilities		209.04	193.27
(ii) Trade payables	11(d)		
a. Total outstanding dues of micro enterprises and small enterprises		323.72	154.72
b. Total outstanding dues of creditors other than micro enterprises and small enterprises		9,078.71	6,546.48
(iii) Other financial liabilities	11(c)	1,657.82	1,399.72
Employee benefit obligations	13	433.29	305.32
Other current liabilities	16	1,012.88	1,201.52
Total current liabilities		13,889.65	10,552.26
Total liabilities		22,223.49	22,890.84
Total equity and liabilities		71,453.01	62,589.37

The accompanying notes are an integral part of the financial statements
As per our report of date attached

For and on behalf of the board of directors of Pudumjee Paper Products Limited

For J M AGRAWAL & CO
Firm Registration No - 100130W
Chartered Accountants

V.K.Beswal
Director

A.K.Jatia
Executive Chairman

Punit Agrawal
Partner
Membership No - 148757

H.P.Birla
Chief Financial Officer

Dr.Ashok Kumar
Executive Director

Place : Mumbai
Date : 27th May 2024

Place : Mumbai
Date : 27th May 2024



STATEMENT OF PROFIT AND LOSS

for the year ended 31st March, 2024

(All amounts in INR Lakhs unless otherwise stated)

	Notes	31-Mar-24	31-Mar-23
Revenue			
Revenue from operations	17	78,496.37	75,868.27
Other income (net)	18	1,344.99	848.53
Total income		79,841.36	76,716.80
Expenses			
Cost of materials consumed	19(a)	41,932.08	45,053.80
Purchases of stock-in-trade		278.89	1,111.11
Changes in inventories of work-in-progress, stock-in-trade and finished goods	19(b)	(25.19)	(644.50)
Power, fuel & water expenses		10,927.39	11,360.19
Employee benefit expense	20	5,716.03	5,165.38
Net foreign exchange (gain)/loss		(217.73)	(27.04)
Finance costs	23	512.54	382.41
Depreciation and amortisation expenses	21	1,265.14	1,130.75
Other expenses	22	6,287.69	5,218.05
Total expenses		66,676.84	68,750.15
Profit before tax		13,164.52	7,966.65
Income tax expense	24		
- Current tax		3,361.00	1,990.00
- Deferred tax		(10.53)	37.12
Total tax expense		3,350.47	2,027.12
Profit for the year		9,814.05	5,939.53
Other comprehensive income			
Items that may be reclassified to profit or loss			
Items that will not be reclassified to profit or loss			
- Changes in fair value of equity instruments through OCI		196.06	(151.35)
- Remeasurements of defined benefit obligations	13(aa)	25.16	131.06
- Income tax relating to these items	14	(29.53)	(15.88)
Other comprehensive income for the year, net of tax		191.69	(36.17)
Total comprehensive income for the Period		10,005.74	5,903.36
Earning per equity share:(Face value Rs.1 per share)			
(1) Basic	33	10.34	6.26
(2) Diluted	33	10.34	6.26

The accompanying notes are an integral part of the financial statements

As per our report of date attached

For and on behalf of the board of directors of **Pudumjee Paper Products Limited**

For J M AGRAWAL & CO
Firm Registration No - 100130W
Chartered Accountants

V.K.Beswal
Director

A.K.Jatia
Executive Chairman

Punit Agrawal
Partner
Membership No - 148757

H.P.Birla
Chief Financial Officer

Dr.Ashok Kumar
Executive Director

Place : Mumbai
Date : 27th May 2024

Place : Mumbai
Date : 27th May 2024

STATEMENT OF CASH FLOWS

for the year ended 31st March, 2024

(All amounts in INR Lakhs unless otherwise stated)

Particulars	31-Mar-24	31-Mar-23
Cash flow from operating activities		
Profit before tax	13,164.52	7,966.65
Adjustments to reconcile net profit to net cash from operating activities:		
Depreciation, amortisation and impairment expense	1,265.14	1,130.75
(Profit) / Loss on sale of property, plant and equipment / assets held for sale (net)	(4.68)	(102.15)
Dividend and fair value gain on investment	(484.30)	(25.66)
Remeasurements of post-employment benefit obligations	25.16	131.06
Interest income	(550.14)	(360.70)
Finance costs	512.54	382.41
Profit on sale of investment	(207.86)	(243.98)
(Write-back)/Provision for doubtful debts / advances	(75.27)	(23.75)
Unwinding of Financial Liability	-	887.98
Operating profit before working capital changes	13,645.11	8,854.63
Changes in assets and liabilities:		
Trade receivables, other financial assets and other assets	(2,129.97)	1,289.70
Inventories	2,045.24	(4,503.98)
Trade payables, other financial liabilities, other liabilities and provisions	2,804.33	(388.61)
	2,719.60	(3,602.89)
Cash generated from operations	16,364.71	5,251.74
Taxes paid (net of refunds)	3,091.70	2,153.41
Net cash inflow from operating activities	13,273.01	3,098.33
Cash flow from investing activities		
Payment for purchase of property, plant & equipments/intangible assets	(734.52)	(707.36)
Proceeds from sale of property, plant & equipment	16.96	0.67
Proceeds from sale of assets held for sale	-	200.05
Payment for purchase of non current investments	536.64	(131.71)
(Payment) / Proceeds from purchase/sales of current investments, net	(9,423.64)	2,090.73
Loans (given) / repayment received net	(427.20)	(1,455.29)
Interest received	550.14	360.70
Dividend received	3.23	3.24
Net cash used in investing activities	(9,478.39)	361.03
Cash flow from financing activities		
Interest paid (including interest pertaining to Ind AS 116)	(512.54)	(382.41)
Proceeds/(repayment) of short-term borrowings, net	15.57	(276.31)
Proceeds of long-term borrowings	197.10	12.85
Repayment of leases liabilities	(181.86)	(173.71)
Repayment of long-term borrowings	(3,333.62)	(1,776.14)
Dividend on equity shares	(474.75)	(474.75)
Net cash used in financing activities	(4,290.10)	(3,070.47)
Net increase in cash and cash equivalents	(495.48)	388.89
Cash and cash equivalents at the beginning of the financial year	975.88	586.99
Cash and cash equivalents at the end of the financial year	480.40	975.88

Notes:

- The above Cash Flow Statement has been prepared under the "Indirect Method" set out in Indian Accounting Standard (Ind AS) 7 on Statement of Cash Flows.
- Disclosure with regards to changes in liabilities arising from financing activities as set out in Ind AS 7 – Statement of Cash flows is presented under in Note 38.
- For details of Cash and cash equivalents refer note 6(e).

The accompanying notes are an integral part of the financial statements

As per our report of date attached

For and on behalf of the board of directors of **Pudumjee Paper Products Limited**

For J M AGRAWAL & CO
Firm Registration No - 100130W
Chartered Accountants

V.K.Beswal
Director

A.K.Jatia
Executive Chairman

Punit Agrawal
Partner
Membership No - 148757

H.PBirla
Chief Financial Officer

Dr.Ashok Kumar
Executive Director

Place : Mumbai
Date : 27th May 2024

Place : Mumbai
Date : 27th May 2024



STATEMENT OF CHANGE IN EQUITY

(All amounts in INR Lakhs unless otherwise stated)

A. Equity Share Capital

(1) For year ended 31.3.2024

Balance As on 1.4.2023	Changes in Equity Share Capital due to prior period errors	Restated balance As on 1.4.2023	Changes in equity share capital year ended 31.3.2024	Balance As on 31.3.2024
949.50	-	949.50	-	949.50

(2) For year ended 31.3.2023

Balance As on 1.4.2022	Changes in Equity Share Capital due to prior period errors	Restated balance As on 1.4.2022	Changes in equity share capital year ended 31.3.2023	Balance As on 31.3.2023
949.50	-	949.50	-	949.50

B. Other Equity

(1) For year ended 31.3.2024

Particulars	Capital Reserve	Securities Premium	General reserve	Retained Earnings	Total
Balance as on 1.4.2023	17,945.50	95.00	1,600.00	19,108.53	38,749.03
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance as on 1.4.2023	17,945.50	95.00	1,600.00	19,108.53	38,749.03
Profit for the year	-	-	-	9,814.05	9,814.05
Other comprehensive income for the year	-	-	-	191.69	191.69
Total Comprehensive income for the year	-	-	-	10,005.74	10,005.74
Dividends	-	-	-	(474.75)	(474.75)
Transfer to retained earning	-	-	200.00	(200.00)	-
Balance as on 31.3.2024	17,945.50	95.00	1,800.00	28,439.52	48,280.02

(2) For year ended 31.3.2023

Particulars	Capital Reserve	Securities Premium	General reserve	Retained Earnings	Total
Balance as on 1.4.2022	17,945.50	95.00	1,400.00	13,879.92	33,320.42
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance as on 1.4.2022	17,945.50	95.00	1,400.00	13,879.92	33,320.42
Profit for the year	-	-	-	5,939.53	5,939.53
Other comprehensive income for the year	-	-	-	(36.17)	(36.17)
Total Comprehensive income for the year	-	-	-	5,903.36	5,903.36
Dividends	-	-	-	(474.75)	(474.75)
Transfer to retained earning	-	-	200.00	(200.00)	-
Balance as on 31.3.2023	17,945.50	95.00	1,600.00	19,108.53	38,749.03

Note: The nature and purpose of each reserves is disclosed in notes. Refer note 10 (c)

The accompanying notes are an integral part of the financial statements

As per our report of date attached

For and on behalf of the board of directors of Pudumjee Paper Products Limited

For J M AGRAWAL & CO
Firm Registration No - 100130W
Chartered Accountants

V.K.Beswal
Director

A.K.Jatia
Executive Chairman

Punit Agrawal
Partner
Membership No - 148757

H.P.Birla
Chief Financial Officer

Dr.Ashok Kumar
Executive Director

Place : Mumbai
Date : 27th May 2024

Place : Mumbai
Date : 27th May 2024

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 1 : General Information

Pudumjee Paper Products Limited (the "Company") The Company, mainly belongs to Paper Industry and operates in Specialty Paper segment for Wrapping and Food Grade Packaging Paper, household and Sanitary Paper etc. The Company's manufacturing facilities located at Thergaon, Pune produces wide range of Specialty Papers of varying basis weight and is ably supported by a dedicated team and country wide network of distribution channels. Manufacturing tailor made products of varying properties to suit various applications in a short and committed period of delivery is Company's hallmark. Such applications (with more possibilities for inclusion), can be broadly categorized as 1) Opaque Laminating Base used for Laminating, printing, packaging, Chocolate and Toffee wrapping 2) Glassine for packing of food products soaps etc. 3) Base paper for melamine tableware, Paper for decorative laminates for furniture 4) Bible Printing Paper used in Printing of Bible, Dictionary, Books, pharma leaflets (insert & outserts) 5) Vegetable parchment paper for packing of butter, cheese etc. 6) Kraft paper used as release liner for labels, Interleaving for steel and Glass industry etc. 7) Tissue paper used as napkins, kitchen towel, Toilet rolls products and several others.

The Hygiene Products Division of the Company markets its Away-from-Home converted tissue products such as Bathroom roll, Kitchen towel, Napkins, dispensers etc. under well received brand name 'Greenlime' and mainly focuses on institutional buyers, comprising Luxury Hotels, Airports, Corporate Offices etc.

The Company is public limited company and is listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

The financial Statements were authorised for issue in accordance with resolution passed by the Board of Directors of the Company on 27th May 2024.

Note 2 : Summary of material accounting policies

a. Basis of preparation

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

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either, in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable, e.g. adjusting quoted market price of infrequent trade from observable inputs;

Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

b. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within the operating cycle or twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within the operating cycle or twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities. Provisions where timing of cash out-flow is not certain is classified as non-current.

Operating cycle of the Company is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The company has ascertained operating cycle of 12 months for the purpose of current and non-current classification of assets and liabilities.

c. Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligator in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

Sale of goods:

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer. Amounts disclosed are net of returns and allowances, trade discounts, volume rebates and amounts collected on behalf of third parties. Insurance/freight charged on sales and recovered is included in revenue as a part of Other operating revenue.

Goods are often sold with retrospective volume discounts based on aggregate sale over the contract period. Revenue from these sales is based on the price specified in the sales contracts, net of the estimated volume discounts. Accumulated experience is used to estimate and provide for the discounts. A refund liability (included in other financial liability) is recognised for expected volume discounts payable to customers in relation to sales made until the end of reporting period.

No element of financing is deemed present as the sales are made with a credit term consistent with market practice. Further the Company charges interest to customers on delayed payment, if any.

Export incentive:

Export incentive related to export of goods, is recognised as income when the right to receive such incentive is established in principle, i.e. at the time of export sale is complete.

Interest income

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable. Interest income is included in Other income in the statement of profit and loss.

Dividends

Income from dividend on investments is accrued in the year in which it is declared, whereby the Company's right to receive is established.

d. Property, plant and equipment

Property, plant and equipment (PPE), Capital work in progress (CWIP) are stated at cost, net of accumulated depreciation, amortisation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the property, plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit or loss as incurred. No decommissioning liabilities are expected or be incurred on the assets of plant and equipment.

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Machinery spares that meet the definition of PPE in accordance with Ind AS 16, are recognised in CWIP at the time of purchase. Such spares is added to the Plant and machinery once it is installed and ready to use as intended by Management; and depreciated over its useful life from that date.

Advances paid towards the acquisition of property, plant and equipment, is classified as capital advances under other non-current assets.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

Asset Category	Useful Life considered	Useful life as per Schedule II
Factory building	30	30
Factory building (on lease hold land) *	8.5	30
Plant & machinery	25	25
Plant & machinery (used in generation, transmission & distribution of power)	40	40
Data processing equipment	3	3
Computer software's	6	6
Laboratory equipment	10	10
Vehicles	8	8
Furniture & fixtures (office equipment's)	5	5
Furniture & fixtures (including Electrical equipment's)	10	10

* Lower of useful life of the asset or lease term.

The Company, based on technical assessment made by technical team and management's estimate, depreciates all the assets over estimated useful life, which is mostly in line with the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used."

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

e. Intangible Assets

Goodwill

The Goodwill represent arising on demerger prior to Ind AS transition. At the time of transition to Ind AS, the Company had availed exemption available in Ind AS 101 from retrospective application of Ind AS 103 Business Combination.

Goodwill recognised in a business combination is an asset representing the future economic benefits arising from other assets acquired in a business combination that are not individually identified and separately recognised. It is tested for impairment on an annual basis and whenever there is an indication that the recoverable amount of a cash generating unit (CGUs) is less than its carrying amount. For the impairment test, goodwill is allocated to the CGU or groups of CGUs which benefit from the synergies of the acquisition and which represent the lowest level at which goodwill is monitored for internal management purposes.

The recoverable amount is determined based on higher of value-in-use and fair value less cost to sell. Key assumptions in the cash flow projections are prepared based on current economic conditions and comprises estimated long term growth rates, weighted average cost of capital and estimated operating margins. (Refer note 35)

Patents, copyrights and other rights

Separately acquired patents and copyrights as well as internally developed ones are shown at historical cost. They have a finite useful life and are subsequently carried at cost less accumulated amortisation and impairment losses.

Computer software

Costs associated with maintaining software programmes are recognised as an expense as incurred. Separately acquired software are recorded as intangible assets and amortised from the point at which the asset is available for use.

In software-as-a-service (SaaS) arrangements, where the hosting arrangement does not give rise to a software intangible asset, the related license cost and upfront implementation costs, is recognised as expenditure as the Company receives the SaaS—i.e. over the SaaS period.

Research and development

Research expenditure and development expenditure that do not meet the recognition criteria are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Amortisation methods and periods

The Company amortises intangible assets with a finite useful life using the straight-line method over the following periods:

Patents, copyrights and other rights : 10 years

Computer software : 6 years

f. Impairment

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

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

g. Inventory

Inventory comprises of stock of raw material, other consumable materials, finished goods, traded goods, work-in-progress, packing material, and stores. Inventory is valued at cost or net realizable value whichever is lower.

Cost of raw materials, other consumable materials, packing material, stores and traded goods comprises cost of purchases. Cost of work-in progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory on first-in first-out basis. Costs of purchased inventory are determined after deducting rebates and discounts.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Estimates of net realisable value are based on the most reliable evidence available at the time the estimates are made, of the amount the inventories are expected to realise. These estimates take into consideration fluctuations of price or cost directly relating to events occurring after the end of the period to the extent that such events confirm conditions existing at the end of the period. Estimates of net realisable value also take into consideration the purpose for which the inventory is held. Raw materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. However, when a decline in the price of materials indicates that the cost of the finished products exceeds net realisable value, the raw materials are written down to net realisable value.

h. Borrowing Costs

Borrowing costs 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 as part of the cost of the asset. The Company suspends capitalisation of borrowing costs during extended periods in which it suspends active development of the qualifying asset. The Company ceases capitalising borrowing costs when substantially all the activities necessary to prepare the qualifying asset for its intended use are complete. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds.

i. Leases

Company as a lessee

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

NOTES TO THE FINANCIAL STATEMENTS

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(All amounts in INR Lakhs unless otherwise stated)

The Company's lease asset classes primarily consist of leases for land, building, and office premises. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases.

Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the balance sheet and lease payments have been classified as financing cash flows.

j. Taxes

Current tax

Current tax comprises the expected tax payable on the taxable income of the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rate enacted or substantially enacted at the reporting date.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that it is probable that taxable profit will be available against which those can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable Company and the same taxation authority.

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

k. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

I. Provisions and Contingent liability

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation but, there is uncertainty about the timing or amount of the future expenditure required in settlement. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed in the Notes. Contingent liabilities are disclosed for

- i. possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- ii. present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

m. Employee benefits

Short-term obligations

Short-term employee benefit are expensed as the related service is provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within one year after the end of the period in which the employees render the related service are the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months and accordingly amounts have been classified as current and non current based on actuarial valuation report.

Post-employment obligations

The Company operates the following post-employment schemes:

- i. defined benefit plans such as gratuity, pension, and
- ii. defined contribution plans such as provident fund, superannuation fund,

Defined benefit plans

The liability or asset recognised in the balance sheet in respect of defined benefit pension and gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in OCI (other comprehensive income). They are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Defined contribution plans

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

n. Financial instruments

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value.

The classification depends on the Company's business model for managing the financial asset and the contractual terms of the cash flows. The Company classifies its financial assets in the following measurement categories:

- i. those measured at fair value (either through other comprehensive income (FVOCI), or through profit or loss (FVPL)) and
- ii. those measured at amortised cost,

Subsequent measurement

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI). All other financial assets are measured at amortised cost, using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit or loss.

Impairment of financial assets

The Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss financial assets that are not fair valued.

The Company follows 'simplified approach' for recognition of impairment loss for trade receivables that have no significant financing component. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized, is recognized under the head 'other expenses' in the statement of profit and loss.

The Company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/origination.

De-recognition of financial assets

The Company derecognizes a financial asset when -

- i. the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under IND AS 109.
- ii. it retains contractual rights to receive the cash flows of the financial asset but assumes a contractual obligation to pay the cash flows to one or more recipients.

When the entity has neither transferred a financial asset nor retained substantially all risks and rewards of ownership of the financial asset, the financial asset is de-recognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to extent of continuing involvement in the financial asset.



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Financial liabilities

Initial recognition

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification, as described below:

Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within one year after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are de-recognised when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least one year after the reporting period.

Derivative financial instruments

Derivative financial instruments such as forward contracts, to hedge its foreign currency risks are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured at their fair value with changes in fair value recognised in the Statement of profit and loss in the period when they arise.

o. Earnings per share

The basic earnings per share is computed by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The Company does not have any potential equity share or warrant outstanding for the periods reported, hence diluted earnings per share is same as basic earnings per share of the Company.

p. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). The Board of Directors of the Company, assesses the financial performance and position of the Company, and makes strategic decisions. The Board of Directors is therefore considered to be the chief operating decision maker.

q. Non-current assets held for sale

The Company classify a non-current asset (or disposal group) as held for sale if, (i) the Company intends to sell the asset, (ii) the asset is available for immediate sale in its present condition, (iii) the Management has initiated a plan to sell and (iv) the sale is highly probable.

Non-current assets held for sale are measured at the lower of carrying amount and fair value less costs to sell. The determination of fair value less costs to sell includes use of management estimates and assumptions. The fair value of the assets held for sale has been estimated using valuation techniques including using the comparative price approach, which includes unobservable inputs.

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

An asset that ceases to be classified as held for sale shall be measured at the lower of carrying amount before the non-current asset was classified as held for sale adjusted for any depreciation/ amortization and its recoverable amount at the date when the asset no longer meets the "Held for sale" criteria. Recoverable amounts of assets reclassified from held for sale have been estimated using management's assumptions which consist of significant unobservable inputs.

r. Critical estimated and judgements

i Estimation of Expected credit loss on Loans:

The Company analyses credit risk and expected credit loss on loans on individual basis. If contractual payments are more than 30 days past due, the item is considered as significant increase in credit risk, else the same is considered as good. For measurement of expected credit loss, value of collateral is also considered. In case the value of collateral exceeds loan amount plus accrued interest, then expected credit loss amount would be estimated as nil.

ii Estimation of provision against litigation and other provision:

Provision is a liability of uncertain timing or amount. The Company recognises provision when it has a present obligation (legal or constructive) as a result of a past event, where economic outflow is probable, and a reliable estimate can be made of the amount of the obligation. The use of estimates is an essential part of the preparation of financial statements. This is especially true in the case of provisions, which by their nature are more uncertain than most other items in the balance sheet. The Company determine a range of possible outcomes and make an estimate of the obligation that is sufficiently reliable to use in recognising a provision. Assumptions are reviewed at each reporting date. As on balance sheet date the provision against litigation and other provision mainly relates to electricity matters. These are further disclosure in note 12 and note 32.

iii Goodwill:

Goodwill is tested for impairment at least annually or when events occur or changes in circumstances indicate that the recoverable amount is less than its carrying value. The recoverable amount is higher of value-in-use and fair value less cost to sell. The calculation involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions. Refer note 35.

iv Determining Lease term for Right-of-use assets:

As described in the significant accounting policies, the Company reviews the lease term for assets taken on lease at the end of each reporting period.

v Defined benefit obligation:

The cost of the defined benefit plans and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, employee turnover rate and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. Also refer note 13.

vi Impairment of Trade receivables:

The impairment allowance for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. In calculating expected credit loss, the Company has also considered credit reports and other related credit information for its customers to estimate the probability of default in future. Assumptions are reviewed at each reporting date. Refer note 27(a).

vii Income Taxes:

Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

NOTES TO THE FINANCIAL STATEMENTS

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(All amounts in INR Lakhs unless otherwise stated)

Note 3 (a): Property, Plant & Equipment, Right of use assets and Capital Work in Progress

Particulars	Property, Plant & Equipment				Right of use assets			Capital Work in Progress					
	Land	Buildings	Plant & Machinery	Data Processing Equipments	Laboratory Equipments	Furniture & Fixtures	Vehicles		Total	Land & Building Leasehold	Premises Leasehold	Total	
At 1st April 2022	69.61	3,021.61	12,834.50	133.01	183.96	147.72	403.63	16,794.04	1,469.31	569.88	156.77	2,195.96	9,611.97
Additions	-	22.51	161.33	22.00	0.34	83.73	95.72	385.63	-	-	-	-	451.13
Disposals / Transfer	-	-	(48.84)	-	-	(0.61)	-	(49.45)	-	-	-	-	(129.54)
At 31st March 2023	69.61	3,044.12	12,946.99	155.01	184.30	230.84	499.35	17,130.22	1,469.31	569.88	156.77	2,195.96	9,933.56
Additions	-	20.50	557.01	24.49	-	11.37	221.56	834.93	-	-	60.21	60.21	463.61
Disposals / Transfer	-	(163.78)	-	(1.25)	-	(2.04)	(44.34)	(211.41)	-	-	-	-	(7,839.69)
At 31st March 2024	69.61	2,900.84	13,504.00	178.25	184.30	240.17	676.57	17,753.74	1,469.31	569.88	216.98	2,256.17	2,557.48
Depreciation, Amortisation & Impairment													
At 1st April 2022	-	630.86	3,006.07	94.69	46.65	86.89	143.13	4,008.29	188.10	126.67	19.39	334.16	423.43
Additions	-	116.40	595.96	14.70	18.97	15.03	61.50	822.56	47.45	115.62	40.28	203.35	96.55
Disposals / Transfer	-	-	4.49	-	-	(0.44)	-	4.05	-	-	-	-	(4.93)
At 31st March 2023	-	747.26	3,606.52	109.39	65.62	101.48	204.63	4,834.90	235.55	242.29	59.67	537.51	515.05
Additions	-	113.05	597.53	17.36	17.55	19.03	85.08	849.60	47.46	115.62	38.75	201.83	92.66
Disposals / Transfer	-	(34.89)	4.37	(1.18)	-	(1.94)	(32.12)	(65.76)	-	-	-	-	(6.52)
At 31st March 2024	-	825.42	4,208.42	125.57	83.17	118.57	257.59	5,618.74	283.01	357.91	98.42	739.34	601.19
Net Book Value													
At 31st March 2024	69.61	2,075.42	9,295.58	52.68	101.13	121.60	418.98	12,135.00	1,186.30	211.97	118.56	1,516.83	1,956.29
At 31st March 2023	69.61	2,296.86	9,340.47	45.62	118.68	129.36	294.72	12,295.32	1,233.76	327.59	97.10	1,658.45	9,418.51

Note 3 (b): Capital Work in Progress

Capital Work in progress mainly includes building & machinery at Mahad and new projects at Pune plant.

Note 3 (c): CWIP Amortisation

The future economic benefits embodied in an asset are consumed by an entity principally through its use. Depreciation of an asset begins when it is available for use. However, other factors, such as technical or commercial obsolescence and wear and tear while an asset remains idle, often result in the diminution of the economic benefits that might have been obtained from the asset. To account for such diminution the Management has recognised amortisation of Rs.92.66 lakhs (31 March 2023: Rs.96.55 lakhs), on the idle assets of CWIP.

Note 3 (d): Property, plant and equipment hypothecated as security

Refer to note 11(a) &(b) for information on property, plant and equipment hypothecated as security by the company.

Note 3 (e): Contractual obligations

Refer to note 34 (a) for disclosure of contractual commitments for the acquisition of Property, plant and equipment's.

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 3 (f):CWIP ageing schedule

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As on 31/3/2024					
Projects in progress	28.16	6.42	11.92	15.06	61.56
Projects temporarily suspended	-	-	-	1,894.73	1,894.73
	28.16	6.42	11.92	1,909.79	1,956.29
As on 31/3/2023					
Projects in progress	331.73	6,386.03	136.26	499.55	7,353.57
Projects temporarily suspended	-	-	-	2,064.94	2,064.94
	331.73	6,386.03	136.26	2,564.49	9,418.51

CWIP completion schedule

For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan the project wise details of when the project is expected to be completed is given below -

Particulars	to be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As on 31/3/2024					
Projects in progress					
Boiler / Sheet Cutter & Misc	61.56	-	-	-	61.56
	61.56	-	-	-	61.56
Projects temporarily suspended					
Factory building at Mahad Project	-	-	-	300.47	300.47
Plant & Machinery at Mahad Project	-	-	-	1,594.26	1,594.26
	-	-	-	1,894.73	1,894.73
Grand Total	61.56	-	-	1,894.73	1,956.29
As on 31/3/2023					
Projects in progress					
Mumbai Guest House	7,164.89	-	-	-	7,164.89
Water filtration system & Misc.	182.09	-	-	-	182.09
Temporary shed in factory premises	6.59	-	-	-	6.59
	7,353.57	-	-	-	7,353.57
Projects temporarily suspended					
Factory building at Mahad Project	-	-	-	311.38	311.38
Plant & Machinery at Mahad Project	-	-	-	1,753.56	1,753.56
	-	-	-	2,064.94	2,064.94
Grand Total	7,353.57	-	-	2,064.94	9,418.51



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 4 :Investment Properties

Particulars	Amount Building
Cost	
At 31st March 2023	-
Additions	7,184.49
Disposals / Transfer	-
At 31st March 2024	7,184.49
Depreciation, Amortisation & Impairment	
At 31st March 2023	-
Additions	113.52
Disposals / Transfer	-
At 31st March 2024	113.52
Net Book Value	
At 31 st March 2024	7,070.97
At 31 st March 2023	-

The company's investment property consists of appartments in India.

The company has no restrictions on the realisability of it's investment property and no contractual obligation to purchase, construct or develop investment properties or for repairs, maintenance and enhancements. Investment property is depreciated using straight line method considering useful life of 60 years.

i) Rental income and operating expenses recognised in profit or loss for investment properties

Particulars	31-Mar-24
Rental income	-
Direct operating expenses from property that generated rental income including depreciation	-
Direct operating expenses from property that did not generate rental income including depreciation	343.21

ii) Fair value

Particulars	31-Mar-24
Investment properties	
Buildings	7,449.41

Estimation of fair value

The frequency of valuations depends upon the changes in fair values of the items of investment property being valued. Since frequent valuations are unnecessary, with only insignificant changes in fair value, the company obtains independent valuation for its investment properties once in five years, from registered valuers as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. The fair market value is done by valuers is based on physical inspection of properties and using comparable transfer instances of the similar type of properties of nearby locations, and with the prevailing market rates.

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 5: Other Intangible Assets, Intangible Assets under Development

Particulars	Other Intangible Assets				Goodwill
	Patent, Copyrights & other rights	Computer Software	Total Others Intangible Assets	Intangible Assets Under Development	
Cost					
At 1st April 2022	29.77	59.44	89.21	1.08	7,793.05
Additions	0.14	-	0.14	-	-
Disposals / Transfer	-	-	-	-	-
At 31st March 2023	29.91	59.44	89.35	1.08	7,793.05
Additions	-	11.46	11.46	-	-
Disposals / Transfer	-	-	-	-	-
At 31st March 2024	29.91	70.90	100.81	1.08	7,793.05
Depreciation, Amortisation & Impairment					
At 1st April 2022	11.61	35.82	47.43	-	1,368.02
Additions	2.59	5.70	8.29	-	-
Impairment	-	-	-	-	-
Disposals / Transfer	-	-	-	-	-
At 31st March 2023	14.20	41.52	55.72	-	1,368.02
Additions	2.43	5.10	7.53	-	-
Disposals / Transfer	-	-	-	-	-
At 31st March 2024	16.63	46.62	63.25	-	1,368.02
Net Book Value					
At 31st March 2024	13.28	24.28	37.56	1.08	6,425.03
At 31st March 2023	15.71	17.92	33.63	1.08	6,425.03

* Refer note 35 for impairment on goodwill

Note 5 (a): Additional information (Separate from Ind AS Schedule III)

Particulars	Gross Block As at 31-Mar-23	Accumulated Depreciation / Amortisation 31-Mar-23	Net Block As at 31-Mar-23	Gross Block As at 31-Mar-24	Accumulated Depreciation / Amortisation 31-Mar-24	Net Block As at 31-Mar-24
Property Plant & Equipment						
Land	69.61	-	69.61	69.61	-	69.61
Building on Leasehold land	3,065.85	768.99	2,296.86	2,920.91	845.49	2,075.42
Plant & Machinery	29,050.16	19,709.69	9,340.47	29,607.17	20,311.59	9,295.58
Data processing Equipment	411.78	366.16	45.62	434.93	382.25	52.68
Laboratory Equipment	216.00	97.32	118.68	216.00	114.87	101.13
Furniture & Fixture	736.25	606.89	129.36	744.40	622.80	121.60
Vehicles	587.50	292.78	294.72	759.95	340.97	418.98
Total PPE	34,137.15	21,841.83	12,295.32	34,752.97	22,617.97	12,135.00
Right to Use Assets						
Leasehold-Land	1,533.76	300.00	1,233.76	1,533.76	347.46	1,186.30
Leasehold-Land & Building	569.88	242.29	327.59	569.88	357.91	211.97
Leasehold-Premises	156.77	59.67	97.10	216.98	98.42	118.56
Total Right to Use Assets	2,260.41	601.96	1,658.45	2,320.62	803.79	1,516.83



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 5 (a): Additional information (Separate from Ind AS Schedule III) (Contd.)

Particulars	Gross Block As at 31-Mar-23	Accumulated Depreciation / Amortisation 31-Mar-23	Net Block As at 31-Mar-23	Gross Block As at 31-Mar-24	Accumulated Depreciation / Amortisation 31-Mar-24	Net Block As at 31-Mar-24
Capital work in Progress	9,933.57	515.06	9,418.51	2,557.49	601.20	1,956.29
Investment Properties	-	-	-	7,184.49	113.52	7,070.97
Goodwill	7,793.05	1,368.02	6,425.03	7,793.05	1,368.02	6,425.03
Other Intangible Assets						
Patents, copyrights and other rights	36.92	21.21	15.71	36.92	23.64	13.28
Computer Software	181.83	163.91	17.92	193.29	169.01	24.28
Total other intangible Assets	218.75	185.12	33.63	230.21	192.65	37.56
Intangible assets under Dev.	1.08	-	1.08	1.08	-	1.08
Grand total	54,344.01	24,511.99	29,832.02	54,839.91	25,697.15	29,142.76

Note 6: Financial assets

6 (a) Non Current investments

	31-Mar-24	31-Mar-23
Investment in equity instruments (quoted) (at FVOCI)		
15,96,533 (31 March 2023 : 15,96,533) equity shares of AMJ Land Holdings Limited of Rs,2/each fully paid	535.63	339.58
Investment in equity instruments (unquoted) (at FVPL)		
2,500 (31 March 2023 : 2,500) equity shares of Saraswat co-Operative Bank of Rs,10/each fully paid	0.25	0.25
4,002 (31 March 2023 : 4,002) equity shares of MMA CETP Co-Op Society Limited of Rs,10/each fully paid	4.00	4.00
Investment in bonds - (quoted) (at amortised cost) *		
7.73% SBI Perpetual Sr. II bond	1,043.06	1,052.42
9.37% SBI Series II Bd Perpetual	-	158.58
9.75 %Performance chemiserve Ltd SR.1	201.64	-
Investment in debentures/bonds - (quoted) (at FVPL)		
0.00% Bajaj Finance 10-Oct-23	-	110.33
IIFL Welfth Prime Ltd -31JUL2024	-	196.50
IIFL Welfth Prime Ltd -28FEB2024	-	192.46
Piramal Enterprises Limited BR NCD 24MY24 FVRS10LAC	-	102.75
Shriram Transport Finance Co. Ltd. SR PPML Y-05 BR NCD 11JL24 FVRS10LAC	-	101.65
IIFLWPL-15NOV2023	-	101.23
Mahindra & Mahindra Financial Services Ltd Sr AD2022 Ncd 14Fb24 FVRS10Lac (14-Feb-2024)	-	90.20
Investment in Alternate investment funds (AIF) (Unquoted - at FVPL)		
9,804 (31 March 2023 : 9,804) units of Abakkus growth fund-2	160.59	106.97
5,56,308 (31 March 2023 : 4,10,200) Nuvama/Edelweiss crossover opportunity fund	57.42	39.26
19,68,270 (31 March 2023: Nil) units of IIFL Special Opportunities Fund 11	246.90	-
1,09,916 (31 March 2023: 1,04,868) units of Northen mrc money market aloha fund	110.98	104.87
Total	2,360.47	2,701.05
Aggregate amount of quoted investments and market value thereof	1,753.56	1,480.39
Aggregate amount of unquoted investments	580.14	1,097.55

* Additional Tier 1 bonds, which are perpetual in nature, are issued by commercial banks under Reserve Bank of India guidelines. These have been classified as debt instruments by the Company to be carried at amortised cost, based on the substantive characteristics of the contract.

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

6 (b) Current investments

	31-Mar-24	31-Mar-23
Investment in equity instruments (unquoted) (at FVPL)		
12,04,999 equity shares of Mitcon Solar Alliance Limited of Rs,10/each fully paid	240.50	240.50
Investment in debentures/bonds - (quoted) (at FVPL)		
IIFL Welfth Prime Ltd -31JUL2024	215.79	-
Piramal Enterprises Limited BR NCD 24MY24 FVRS10LAC	114.91	-
Shriram Transport Finance Co. Ltd. SR PPML Y-05 BR NCD 11JL24 FVRS10LAC	112.68	-
AFSL MLD Series 21 31 January 2025	206.52	-
Hinduja Leyland Finance Limited SR 001 BR NCD 17SP24 FVRS10LAC	503.47	-
Investment in debentures/bonds - (unquoted) (at FVPL)		
IIFL Home Finance Limited Series C 14 BR NCD 27JU24 FVRS10LAC	508.83	-
Investment in mutual funds (quoted) (at FVPL)		
45,04,158 (31 March 2023 : 45,04,158) units in Nippon India arbitrage fund	1,177.21	1,087.25
43,138 (31 March 2023 : 43,138) units in Kotak floating rate fund	597.63	553.65
4,74,840 (31 March 2023: 82,681) units in Adity Birla Sunlife liquid fund	1,850.36	300.20
8,36,137 (31 March 2023 : 8,36,137) units in Kotak equity arbitrage fund	304.24	280.51
640 (31 March 2023 : 640) units in Axis treasury advantage fund	18.79	17.46
20,215 (31 March 2023: Nil) units in Mirae assets cash management	515.55	-
40,612(31 March 2023: Nil) units in Nippon India Liquid fund	2,399.74	-
64,621 (31 March 2023: Nil) units in HSBC Liquid Fund	1,554.76	-
46,549 (31 March 2023: Nil) units in Kotak Liquid Fund	2,271.16	-
Total current investments	12,592.14	2,479.57

6 (c) Trade receivables

	31-Mar-24	31-Mar-23
Secured, considered good	760.37	529.27
Unsecured, considered good	7,013.41	5,978.05
Trade receivables - credit impaired	210.35	217.41
Total	7,984.13	6,724.73
Less: Allowance for expected credit loss	(360.18)	(360.18)
	7,623.95	6,364.55

Trade Receivables ageing schedule as on 31/3/2024

Particulars	Outstanding for following periods from due date of payments						Total
	Not Due	Less than 6 Months	6 months to 1 year	1 to 2 years	2 to 3 years	more than 3 years	
(i) Undisputed Trade receivables -considered good	6,979.53	727.93	14.90	14.12	8.35	28.95	7,773.78
(ii) Undisputed Trade receivables -which have significant increase in credit risk considered good	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables -credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivables -considered good	-	-	-	-	-	-	-
(v) Disputed Trade receivables -which have significant increase in credit risk.	-	-	-	-	-	-	-
(vi) Disputed Trade receivables -credit impaired *	-	-	-	-	34.22	176.13	210.35
	6,979.53	727.93	14.90	14.12	42.57	205.08	7,984.13



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

6 (c) Trade receivables (Contd.)

Trade Receivables ageing schedule as on 31/3/2023

Particulars	Outstanding for following periods from due date of payments						Total
	Not Due	Less than 6 Months	6 months to 1 year	1 to 2 years	2 to 3 years	more than 3 years	
(i) Undisputed Trade receivables -considered good	5,425.91	988.95	30.88	23.16	7.95	30.47	6,507.32
(ii) Undisputed Trade receivables -which have significant increase in credit risk considered good	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables -credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivables -considered good	-	-	-	-	-	-	-
(v) Disputed Trade receivables -which have significant increase in credit risk.	-	-	-	-	-	-	-
(vi) Disputed Trade receivables -credit impaired *	-	-	-	-	33.08	184.33	217.41
	5,425.91	988.95	30.88	23.16	41.03	214.80	6,724.73

* Dispute is existence of suit or arbitration proceedings.

- No amounts are receivable from directors or other officers of the company either severally or jointly with any other person.
- Amounts receivable from firms or private companies in which any director is a partner, a director or a member - Rs.Nil (31 March 2023 - Rs.Nil)

6 (d) Loans

	31-Mar-24	31-Mar-23
Current		
Secured, considered good		
Loan to Others	2,030.49	-
Unsecured, considered good		
Loan to Others	79.00	1,682.29
Loan receivables which have significant increase in credit risk		
Loan to Others	-	11.32
Less: Allowance for loan receivable with credit risk	-	(11.32)
Total	2,109.49	1,682.29

- No amounts are receivable from directors or other officers of the company either severally or jointly with any other person.
- Amounts receivable from firms or private companies in which any director is a partner, a director or a member - Rs.Nil (31 March 2023 - Rs.Nil)

6 (e) Cash and cash equivalents

	31-Mar-24	31-Mar-23
Balances with banks		
- in current accounts	271.01	324.10
- in EEFC accounts	170.22	126.74
- in Other accounts (debit balance in cash credit A/c with bank)	34.74	520.45
Deposits with original maturity of less than three months	-	0.10
Cash on hand	4.43	4.21
Cheque on hand	-	0.28
Total	480.40	975.88

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

6 (f) Other Bank Balances

	31-Mar-24	31-Mar-23
Bank deposits with original maturity of more than twelve months	92.35	91.36
Balance with bank in unpaid dividend account	39.63	33.21
Margin money deposits **	125.65	268.40
Total	257.63	392.97

** Margin money deposits are subject to first charge to secure the Company's non-fund based working capital facilities.

6 (g) Other financial assets

	31-Mar-24	31-Mar-23
Non Current		
Security deposits	21.47	21.47
Total	21.47	21.47
Current		
Other receivables	16.93	8.70
Security deposits	64.87	59.02
Total	81.80	67.72

Note 7: Other non-current assets

	31-Mar-24	31-Mar-23
Capital advances	51.16	157.02
Total	51.16	157.02

Note 8: Inventories

	31-Mar-24	31-Mar-23
Raw materials (including goods in transit Rs.322.88 lacs (31 March 2023 : Rs. Nil)	9,514.73	12,368.26
Other material	1,289.20	584.39
Work-in-progress	987.08	1,043.52
Finished goods (including goods in transit Rs.14.95 lacs (31 March 2023 : Rs.23.05 lacs)	1,974.40	1,819.25
Traded goods	26.30	99.82
Packing material	96.62	80.40
Fuel	387.81	358.81
Stores and spares	365.55	332.48
Total	14,641.69	16,686.93

Amounts recognised in profit or loss:

Write-downs of inventories to net realisable value amounted to Rs. 45.08 lacs (31 March 2023 Rs. 267.24 lacs). These were recognised as an expense during the year and included in 'Cost of materials consumed' (31 March 2023: 'Changes in inventories of work-in-progress, stock-in-trade and finished goods') in the Statement of profit and loss.

Note 9: Other current assets

	31-Mar-24	31-Mar-23
Advances to employees	1.00	1.45
Advances to suppliers	1,648.44	559.76
Prepaid expenses	139.54	96.32
Total	1,788.98	657.53



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 10 (a): Equity share capital

(i) Authorised equity share capital

	31-Mar-24	31-Mar-23
10,00,00,000 equity shares of Rs. 1 each (10,00,00,000 shares of Rs. 1 each at 31 March 2023)	1,000.00	1,000.00
	1,000.00	1,000.00

(ii) Issued, subscribed and Paid up :

	31-Mar-24	31-Mar-23
9,49,50,000 equity shares of Rs. 1 each (9,49,50,000 shares of Rs. 1 each at 31 March 2023)	949.50	949.50
	949.50	949.50

(iii) Terms/Rights attached to Equity Shares :

The Company has only one class of equity shares having a par value of Rs. 1 per share. They entitle the holder to participate in dividends, and to share in the proceeds of winding up the company in proportion to the number of and amounts paid on the shares held.

Every holder of equity shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

(iv) Details of shareholders holding more than 5% shares in the company

	31-Mar-24		31-Mar-23	
	Number of Shares (In Lakhs)	% Holding	Number of Shares (In Lakhs)	% Holding
3P Land Holdings Limited	135.67	14.29	135.67	14.29
Thacker and Co.Ltd	130.05	13.70	130.05	13.70
Suma Commercial Pvt. Ltd.	103.09	10.86	103.09	10.86
Yashvardhan Jatia Trust	96.75	10.19	96.75	10.19
Chem Mach Private Limited	77.00	8.11	77.00	8.11
AMJ Land Holdings Limited	63.43	6.68	63.43	6.68

(v) Details of shares held by promoters

	31-Mar-24		31-Mar-23		% Change during the year
	Number of Shares (In Lakhs)	% Holding	Number of Shares (In Lakhs)	% Holding	
3P Land Holdings Limited	135.67	14.29	135.67	14.29	-
Thacker and Co.Ltd	130.05	13.70	130.05	13.70	-
Suma Commercial Pvt. Ltd.	103.09	10.86	103.09	10.86	-
Yashvardhan Jatia Trust (Trustees Mr.A.K.Jatia and Mr. Gautam Jajodia)	96.75	10.19	96.75	10.19	-
Chem Mach Private Limited	77.00	8.11	77.00	8.11	-
AMJ Land Holdings Limited	63.43	6.68	63.43	6.68	-
Arunkumar Mahabirprasad Jatia	42.07	4.43	42.07	4.43	-
Vasudha Jatia Trust (Trustees Mr.A.K.Jatia and Mr. Gautam Jajodia)	10.00	1.05	10.00	1.05	-
Vrinda Jatia Trust (Trustees Mr.A.K.Jatia and Mr. Gautam Jajodia)	10.00	1.05	10.00	1.05	-
Fujisan Technologies Limited	9.00	0.95	9.00	0.95	-
Yashvardhan Jatia *	0.00	0.00	0.00	0.00	-
	677.06		677.06		

*0.00 represent number less than 1000.

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 10 (b): Reserves and surplus

	31-Mar-24	31-Mar-23
Securities premium	95.00	95.00
General Reserves	1,800.00	1,600.00
Capital Reserve	17,945.50	17,945.50
Retained earnings	28,439.52	19,108.53
Total	48,280.02	38,749.03

(i) Securities premium reserve

	31-Mar-24	31-Mar-23
Opening balance	95.00	95.00
Movement during the year	-	-
Closing balance	95.00	95.00

(ii) General Reserves

	31-Mar-24	31-Mar-23
Opening balance	1,600.00	1,400.00
Add: Transfer from retained earning	200.00	200.00
Closing balance	1,800.00	1,600.00

(iii) Capital Reserve

	31-Mar-24	31-Mar-23
Opening balance	17,945.50	17,945.50
Movement during the year	-	-
Closing balance	17,945.50	17,945.50

(iv) Retained earnings

	31-Mar-24	31-Mar-23
Opening balance	19,108.53	13,879.92
Net profit for the period	9,814.05	5,939.53
Items of OCI recognised directly in retained earnings	191.69	(36.17)
Transfer to General reserve	(200.00)	(200.00)
Dividends	(474.75)	(474.75)
Closing balance	28,439.52	19,108.53

Note 10 (c): Reserves and surplus - Additional disclosures

(i) Securities premium reserve:

Securities premium reserve is used to record premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

(ii) General Reserve:

General reserve is a free reserve and it represents amount transferred from retained earning.

(iii) Capital reserve:

Capital reserve was created on account of demerger, as per scheme approved by Hon. Bombay High court.

(iv) Retained earnings:

Retained earnings comprises of the Company's undistributed earnings after taxes.



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 11: Financial liabilities

11 (a): Non-current borrowings

	31-Mar-24	31-Mar-23
Total long term borrowings		
Secured		
Term loans		
From banks		
Term loan-1	117.37	2,772.85
Term loan-2	-	197.82
Total Secured loans	117.37	2,970.67
Unsecured		
Public Deposits	1,353.68	1,612.12
Deferred sales tax loan	-	272.86
Total unsecured loan	1,353.68	1,884.98
Total long term borrowings (A)	1,471.05	4,855.65
Current Maturities of long term borrowings		
Secured		
Term loans		
From banks		
Term loan-1	0.92	21.69
Term loan-2	-	197.82
Unsecured		
Public Deposits	1,156.58	505.82
Deferred sales tax loan	-	24.78
Total current maturities of long term borrowings (B)	1,157.50	750.11
Amount disclosed under the note 11(b) current borrowing	1,157.50	750.11
Non-current borrowing (A-B)	313.55	4,105.54

Notes :

- Term loan-1 carries floating interest at (Prime lending rate) PLR minus 6.25% p.a (31 March 2023 6.10% p.a.). The balance loan amount is repayable in single instalment at the end of the term i.e. on 19 April 2030. The term loan is secured by investment properties purchased using this loan.
- Public Deposits are unsecured deposits accepted from Public, in compliance with provisions of Companies Act, 2013. The Deposits carried fixed rate of interest @ 7.25% p.a (31 March 2023: 7.25%)

11 (b) Current borrowings

	31-Mar-24	31-Mar-23
Loans repayable on demand (Secured)		
Working capital loans from banks	16.69	1.12
Current maturities of long-term borrowing	1,157.50	750.11
Total current borrowings	1,174.19	751.23

Notes:

- Working capital loans from banks is secured by first pari passu charge on entire current assets of the Company (both present and future) plus, second pari passu charge on all Property, Plant & Equipment of the Company and the corporate guarantee from a group company 3P Land Holdings Limited. The loans are repayable on demand and carries floating interest @ 8.60% - 9.40% (31 March 2023: 8.60% - 9.75%) p.a. The quarterly statements of current assets filed by the Company with banks are in agreement with the books of account.

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

11 (c) Other financial liabilities

	31-Mar-24	31-Mar-23
Non-current		
Other Financial Liabilities	277.84	273.35
Total other non-current financial liabilities	277.84	273.35
Current		
Employees dues	730.17	567.84
Unclaimed public deposits *	19.20	18.20
Unclaimed interest on public deposits *	1.28	1.72
Performance Security Deposit	240.00	240.00
Unclaimed dividend *	39.63	33.21
Capital creditors	0.73	6.94
Refund Liabilities #	259.73	195.94
Other Financial Liabilities	367.08	335.87
Total current financial liabilities	1,657.82	1,399.72

* There are no amounts due and outstanding to be credited to Investor Education and Protection Fund.

The company recognise refund liability for the expected quality claim settlements. Refund liabilities are also recognised for expected volume discount payable to wholesale customers.

11 (d) Trade payables

	31-Mar-24	31-Mar-23
(i) Total outstanding dues of micro & small enterprises	323.72	154.72
(ii) Total outstanding dues of creditors other than micro & small enterprises	9,078.71	6,546.48
Total	9,402.43	6,701.20

Details of total outstanding dues of micro, small and medium enterprises:

Particulars	31-Mar-24	31-Mar-23
(a) (i) Principal amount of outstanding dues to MSME	323.72	154.72
(ii) Interest on above outstanding amount	-	-
(b) Amount of interest paid in terms of section 16 of Micro, Small and Medium Enterprise Development Act, 2006 (27 of 2006), along with the payment made to the supplier beyond appointed day	-	-
(c) Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-
Total	323.72	154.72

As certified by management there are no outstanding dues to Micro, Small and Medium Enterprises, other than the amount disclosed. There is no interest due or outstanding on the same.



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

11 (d) Trade payables (Contd.)

Trade payables ageing schedule

Particulars	Not Due	Unbilled	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
As on 31-3-2024							
(i) MSME	323.72	-	-	-	-	-	323.72
(ii) Others	6,782.73	818.57	1,277.35	38.45	-	2.40	8,919.50
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	159.21	159.21
As on 31-3-2023							
(i) MSME	154.72	-	-	-	-	-	154.72
(ii) Others	4,531.74	652.48	1,196.81	0.25	-	5.99	6,387.27
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	159.21	159.21

Note 12: Provisions

	31-Mar-24	31-Mar-23
Non Current		
Provisions against litigations	3,608.38	3,574.99
Other provisions	310.69	282.41
Total	3,919.07	3,857.40

Note : Information about individual provisions

(i) Provision against litigation:

Provision is for disputed liabilities under litigation awaiting final conclusion.

Provision is for disputed liabilities under litigation of -

- (i) Electricity duty on power generated by the Company - Rs. 289.80 lakhs (31-Mar-23: Rs. 289.80 lakhs); matter pending with Hon'ble Supreme Court.
- (ii) CSS/ASC on power purchased under captive mechanism by the Company - Rs. 3,225.31 lakhs (31-Mar-23: 3,191.92 lakhs), further explained in note 32.
- (iii) Supplementary bill for IPP power - Rs. 93.27 lakhs (31-Mar-2023: Rs. 93.27 lakhs); matter pending with APTEL"

The amount of provisions made by the Company is based on the estimates made by the Management considering the facts and circumstances of each case.

The timing and the amount of cash flows that will arise from these matters will be determined from the final decision of these cases by appellate authorities.

(ii) Other provision

Other provision is for probable liability of electricity duty on power generated by the Company. As on balance sheet date no demand has been raised on the Company, but on prudent basis a provision has been recognised. The management estimates that no cash outflow is expected within 12 months from the balance sheet date, hence entire provision is classified as non-current.

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 12: Provisions (Contd.)

(iii) Movements in provisions

Movements in provisions during the financial year, are set out below	Amount
As at March 31, 2022	3,430.03
Additional provisions recognised	122.43
Unused amounts reversed	-
Amounts paid under protest/(refund received) *	(304.94)
As at March 31, 2023	3,857.40
Additional provisions recognised	30.34
Unused amounts reversed	-
Amounts paid under protest/(refund received) *	(31.33)
As at March 31, 2024	3,919.07

* Net of refund of Rs.33.40 lakhs (31-Mar-2023 Rs. 310.64 lakhs) received from amount paid in protest.

Note 13: Employee benefit obligations

	31-Mar-24	31-Mar-23
Non Current		
Leave obligations	354.77	344.78
Defined pension benefits	116.96	119.18
Gratuity	368.19	536.45
Total	839.92	1,000.41
Current		
Leave obligations	125.51	111.21
Defined pension benefits	17.40	17.40
Gratuity	290.38	176.71
Total	433.29	305.32

(i) Leave obligations -

The leave obligation covers the Company's liability for accumulated leaves that can be encashed or availed. The company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months and accordingly amounts have been classified as current and non current based on actuarial valuation report.

(ii) Defined benefit plans:

a Gratuity -

The Company provides for gratuity for employees as per the terms of employment. Employees who are in continuous service at least for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is calculated at the last drawn monthly basic salary multiplied by 15 days salary for each completed years of service of the employee. The scheme is funded with Life Insurance Corporation of India (LIC). The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimate of expected gratuity payments.

In addition, employees who have completed 20 years of service are eligible to additional gratuity computed at last drawn monthly basic salary multiplied by 7 days salary for each completed years of service of the employee. The additional gratuity benefit is unfunded.

Pension - The Company operates defined benefit pension plan for the Director (retired as Managing Director in FY 2019-20). The amount of pension per month is a fixed amount and is paid to the Director.

Post his passing, the family pension will be payable to his spouse, and this family pension per month will also be the same fixed amount, and is payable as long as the spouse survives. The Company has not funded the liability.



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 13: Employee benefit obligations (Contd.)

aa The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

Particulars	Gratuity			Pension		
	Present value of obligation	Fair value of plan assets	Net liability amount	Present value of obligation	Fair value of plan assets	Net liability amount
April 1, 2023	1,674.61	(961.45)	713.16	136.57	-	136.57
Current service cost	110.28	-	110.28	-	-	-
Past service cost	-	-	-	-	-	-
Interest expense / (income)	125.51	(78.05)	47.46	9.72	-	9.72
Total amount recognised in profit and loss	235.79	(78.05)	157.74	9.72	-	9.72
Remeasurements						
(Gain) / loss from change in demographic assumptions	(0.34)	-	(0.34)	-	-	-
(Gain) / loss from change in financial assumptions	38.68	(6.16)	32.52	2.70	-	2.70
Experience (gains) / losses	(80.86)	18.05	(62.81)	2.77	-	2.77
Total amount recognised in OCI	(42.52)	11.89	(30.63)	5.47	-	5.47
Contributions - employer	-	(163.96)	(163.96)	-	-	-
Contributions - employee / participant	-	-	-	-	-	-
Benefit payments	50.70	(32.96)	17.74	17.40	-	17.40
March 31, 2024	1,817.18	(1,158.61)	658.57	134.36	-	134.36

The net liability disclosed above relates to both funded and unfunded plans. The Company has no legal obligation to settle the deficit in the funded plans with an immediate contribution or additional contribution. The Company intends to contribute in line with the recommendations of the fund administrator and the actuary.

ab As at March 31, 2023 and March 31, 2022, plan assets were invested in funds managed by insurer (LIC).

ac Through its defined benefit plans, the Company is exposed to number of risks, the most significant of which are detailed below:

Asset Volatility:

The Plan liabilities are calculated using a discount rate set with reference to government bond yields. If plan assets underperform, this yield will create a deficit. The plan asset investments are in funds managed by insurer. These are subject to interest rate risk.

Changes in bond yield:

A decrease in government bond yields will increase plan liabilities, although this may be partially offset by an increase in the returns from plan asset.

b Defined benefit liability and employer contributions:

ba The Company ensures that the investment positions are managed within an asset-liability matching (ALM) framework that has been developed to achieve long-term investments that are in line with the obligations under the employee benefit plans. Within the framework, the Company's ALM objective is to match assets to the gratuity obligations by investing in funds with LIC in the form of a qualifying insurance policy. The Company actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Company has not changed the process used to manage its risks from previous periods.

bb The Company expects to contribute Rs.170 lakhs to the defined benefit plan during the next annual reporting period.

bc The weighted average duration of the defined benefit obligation for gratuity and pension is 7.71 and 11.87 years respectively (31 March 2023: 8.25 and 12.58 years). The expected maturity analysis of undiscounted pension and gratuity is as follows:

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 13: Employee benefit obligations (Contd.)

	Less than a year	Between 1 - 2 years	Between 2 - 5 years	Over 5 years	Total
31-Mar-24					
Defined benefit obligation gratuity	370.53	240.16	807.45	4,152.65	5,570.79
Defined benefit obligation pension	17.40	17.40	52.20	139.20	226.20
Total	387.93	257.56	859.65	4,291.85	5,796.99
31-Mar-23					
Defined benefit obligation gratuity	290.74	209.50	769.88	4,706.87	5,976.99
Defined benefit obligation pension	17.40	17.40	52.20	139.20	226.20
Total	308.14	226.90	822.08	4,846.07	6,203.19

The expected benefits are based on the same assumptions used to measure the Company's benefit obligations as of March 31, 2024.

bd Present Value of Defined Benefit Obligation

	31-Mar-24	31-Mar-23
Balance as at the beginning of the year	1,811.19	1,872.39
Interest cost	135.23	125.11
Current service cost	110.28	117.33
Benefit paid	(68.10)	(167.90)
Actuarial (gains)/losses	(37.06)	(135.74)
Balance as at the end of the year	1,951.54	1,811.19

be Fair value of Plan Assets

	31-Mar-24	31-Mar-23
Balance as at the beginning of the year	961.45	849.88
Expected return on plan assets	78.05	61.43
Contributions by the Company	163.96	163.50
Benefit paid	(32.96)	(108.13)
Actuarial gains/(losses)	(11.89)	(5.23)
Balance as at the end of the year	1,158.61	961.45

bf Net Liabilities recognised in the Balance Sheet

	31-Mar-24	31-Mar-23
Net Liabilities recognised in the Balance Sheet	792.93	849.74

bg Expenses recognised in the Statement of Profit and Loss

	31-Mar-24	31-Mar-23
Current service cost	110.28	117.33
Interest cost	135.23	125.11
Expected return on plan assets	(78.05)	(61.43)



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 13: Employee benefit obligations (Contd.)

Total expenses recognised in the statement of profit and loss	167.46	181.01
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bh The principal assumptions used for the purpose of actuarial valuation are as follows:

Particulars	31-Mar-24	31-Mar-23
India		
Discount Rate *	7.20%	7.60%
Expected Rate of Return on Plan Assets **	7.60%	7.00%
Salary Escalation Rate ***	7.00%	7.00%
Rate of Employee Turnover	7.50%	7.50%

* Discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.

** The overall expected rate of return on assets is based on the expectation of the average long term rate of return expected on investments of the Fund during the estimated term of the obligations.

*** The estimates of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors, such as demand and supply in the employment market.

bi Sensitivity analysis - the increase / (decrease) in present value of defined benefit obligation to changes in principal assumptions:

Particulars	31-Mar-24		31-Mar-23	
	Amount	%	Amount	%
- 1% increase in discount rate	(100.23)	-5.13%	(98.28)	-5.42%
- 1% decrease in discount rate	111.79	5.72%	109.49	6.04%
- 1% increase in salary escalation rate	87.52	4.48%	85.65	4.73%
- 1% decrease in salary escalation rate	(79.98)	-4.09%	(78.35)	-4.32%
- 1% increase in rate of employee turnover	(2.51)	-0.13%	(0.76)	-0.04%
- 1% decrease in rate of employee turnover	2.69	0.14%	0.78	0.04%

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated.

iii Defined contribution plans:

The Company also has certain defined contribution plans. Contributions are made to recognised funds for employees at the prescribed rate of basic salary as per regulations. The contributions are made to registered funds administered/approved by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. In respect of these plans, contributions paid and recognised in the Statement of Profit and Loss are as follows:

Particulars	31-Mar-24	31-Mar-23
Contribution to Employees' Provident Fund	233.03	225.76
Contribution to Employees' Superannuation Fund	52.26	55.64
Contribution to ESIC	2.12	1.01
Contribution to Maharashtra labour welfare fund	0.35	0.33

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 14: Deferred tax Assets / Liabilities (net)

The components of deferred tax assets and liabilities have been disclosed as follows:

	31-Mar-24	31-Mar-23
Major Components of Deferred Tax Assets -		
Employee Benefits -		
- Provision for Gratuity	171.96	185.70
- Provision for Leave Encashment	126.17	118.23
- Bonus on payment basis	40.95	37.62
Allowances for doubtful trade receivables	0.34	8.82
Provision for expenses allowable on payment basis	135.63	116.64
	475.05	467.01
Major Components of Deferred Tax Liabilities -		
Property, Plant and Equipment and Investment Property	1,400.32	1,513.13
Intangible asset	1.15	1.03
Goodwill	1,617.05	1,617.05
Fair value gain / loss on investment	187.85	48.12
	3,206.37	3,179.33
Net deferred tax (assets) / liabilities	2,731.32	2,712.32

Movements in deferred tax liabilities

Significant Components of Deferred Tax (Assets) / Liabilities	Property, plant and equipment and investment property	Intangible assets	Employee Benefit	Fair value gain / loss on investment	Unutilised tax credit (MAT)	Prov. for expenses allowable on payment basis	Allowances for doubtful receivables	Total
At 1 April 2022	1,126.53	1,997.10	(378.34)	59.61	-	(130.86)	(14.72)	2,659.32
Charged/(credited)								
- to statement of profit and loss	7.58	-	4.07	5.35	-	14.22	5.90	37.12
- to other comprehensive income	-	-	32.72	(16.84)	-	-	-	15.88
At 31 March 2023	1,134.11	1,997.10	(341.55)	48.12	-	(116.64)	(8.82)	2,712.32
Charged/(credited)								
- to statement of profit and loss	(112.81)	0.12	(5.24)	117.91	-	(18.99)	8.48	(10.53)
- to other comprehensive income	-	-	7.71	21.82	-	-	-	29.53
At 31 March 2024	1,021.30	1,997.22	(339.08)	187.85	-	(135.63)	(0.34)	2,731.32

Unrecognised Tax Credits for which no deferred tax asset is recognised amounts to Rs. NIL as at 31 March 2024 and Rs. NIL as at 31 March 2023.

Note 15: Current tax assets (net)

	31-Mar-24	31-Mar-23
Advance income tax (net)-Opening Balance	570.37	406.96
Less :Income tax payable for the year	(3,361.00)	(1,990.00)
Add :Advance tax for current year (including TDS)	3,091.70	2,153.41
Advance Income Tax (net of provision)	301.07	570.37



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 16: Other current liabilities

	31-Mar-24	31-Mar-23
Current		
Advance from customers #	612.13	789.92
Employee contribution toward provident and other funds	23.97	14.92
Statutory dues payables	376.78	396.68
Total	1,012.88	1,201.52

Contract liability i.e. the Company's obligation to transfer goods to customers for which the Company has received consideration from the customers of Rs.407.07 lakhs (31 March 2023: Rs.386.88 lakhs) is included in Advance from customers.

During the year ended March 31, 2024 the company recognized revenue of Rs. 386.88 lakhs arising from opening Contract liability as of 1 April 2023.

Note 17: Revenue from operations

	31-Mar-24	31-Mar-23
Sale of products		
Finished goods	77,810.43	74,215.29
Traded goods	401.50	1,432.12
	78,211.93	75,647.41
Other operating revenue		
Scrap sales	194.87	126.43
Export incentive	33.50	39.02
Insurance transit Outward	51.99	51.21
Others	4.08	4.20
	284.44	220.86
Total	78,496.37	75,868.27

Note 17 (a): Reconciliation of revenue recognised with contract price -

	31-Mar-24	31-Mar-23
Contract Price	78,972.61	76,282.72
Adjustment for:		
Refund liabilities	259.73	195.94
Discounts and price concessions	216.51	218.51
Revenue from operation	78,496.37	75,868.27

Note 18: Other income

	31-Mar-24	31-Mar-23
Dividend on equity investments carried at FVOCI	3.19	3.19
Income on investments carried at fair value through profit or loss		
- Fair value gain on mutual funds and AIF	481.07	21.22
- Dividend on equity investment	0.04	0.05
- Net gain on sale of mutual funds	207.86	243.98
Interest Income on financial assets carried at amortized cost:		
- from loan to others	222.18	55.04
- from trade receivables	154.39	188.43
- from bank deposits	16.33	15.61

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 18: Other income (Contd.)

	31-Mar-24	31-Mar-23
- from investment in bonds	157.24	101.62
Gain on sale of assets held for sale	-	150.05
Profit on sales of property, plant & equipment (net)	4.68	-
Gain on sale of Investment	-	1.20
Write-back of provision for doubtful debts /advances	33.76	48.33
Write-off of Liabilities	41.51	-
Others	22.74	19.81
Total	1,344.99	848.53

Note 19 (a): Cost of materials consumed

	31-Mar-24	31-Mar-23
Raw materials at the beginning of the year	12,368.26	7,478.44
Add: Purchases	31,449.18	41,790.98
Less: Raw materials at the end of the year	(9,514.73)	(12,368.26)
Sub total	34,302.71	36,901.16
Other materials at the beginning of the year	584.39	1,634.44
Add: Purchases	8,334.18	7,102.59
Less: Other materials at the end of the year	(1,289.20)	(584.39)
Sub total	7,629.37	8,152.64
Total	41,932.08	45,053.80

Note 19 (b): Changes in inventories of work-in-progress, stock-in-trade and finished goods

	31-Mar-24	31-Mar-23
Opening balance		
Work-in progress	1,043.52	848.33
Finished goods	1,819.25	1,315.00
Traded goods	99.82	154.76
Total opening balance	2,962.59	2,318.09
Closing balance		
Work-in progress	987.08	1,043.52
Finished goods	1,974.40	1,819.25
Traded goods	26.30	99.82
Total closing balance	2,987.78	2,962.59
Changes in inventories of work-in-progress, finished goods and stock -in-trade	(25.19)	(644.50)

Note 20: Employee benefit expenses

	31-Mar-24	31-Mar-23
Salaries, wages and bonus	5,177.67	4,708.13
Contribution to provident fund & other funds	309.55	307.08
Staff welfare expenses	228.81	150.17
Total	5,716.03	5,165.38



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 21: Depreciation and amortisation expenses

	31-Mar-24	31-Mar-23
Depreciation of property, plant and equipment	849.60	822.56
Amortisation of intangible assets	7.53	8.29
Depreciation on right to use of assets	201.83	203.35
Depreciation on Investment properties	113.52	-
Amortisation of CWIP in property, plant and equipment	92.66	96.55
Total	1,265.14	1,130.75

Note 22: Other expenses

	31-Mar-24	31-Mar-23
Repairs and maintenance		
Plant and machinery	1,253.78	800.88
Buildings	174.40	119.58
Others	117.72	99.20
Processing charges	616.29	409.70
Packing material consumed	1,431.87	1,363.77
Carriage outward	245.55	201.38
Directors fees	14.81	15.26
Legal and professional fees	427.52	355.01
Advertisement & sales promotion	874.96	851.45
Rates and taxes	137.97	121.08
Rental charges	11.97	12.29
Research & development expenses	62.91	61.91
Insurance	113.46	116.36
Loss on sales of property, plant & equipment (net)	-	47.90
Allowance for doubtful debts /advances	-	1.61
Bad debts /advance written off	-	22.97
Corporate social responsibility expenditure (refer note 22(b) below)	114.00	88.00
Miscellaneous expenses	690.48	529.70
Total	6,287.69	5,218.05

Note 22 (a): Details of payments to auditors

	31-Mar-24	31-Mar-23
Payment to auditors		
As auditor:		
Audit fee (including limited review)	22.00	22.00
Tax audit fee	2.25	2.25
Certification fees	5.70	3.50
In other capacities		
Other services	3.05	9.15
Re-imburement of expenses	0.25	0.04
Total	33.25	36.94

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 22 (b): Corporate social responsibility expenditure

As required under section 135 of the Companies Act, 2013, During the year the Company has spent an amount of Rs.122.70 lakhs (31 March 2023: Rs.88 lakhs) by way of contribution various charitable foundations/trusts registered under CSR rules.

	31-Mar-24	31-Mar-23
Amount required to be spent as per Section 135 of the Act	114.00	88.00
Amount spent during the year on		
(i) Construction/acquisition of an asset	-	-
(ii) On purposes other than (i) above	122.70	88.00

Note 23: Finance costs

	31-Mar-24	31-Mar-23
Interest on financial liabilities measured at amortised cost*	312.66	157.70
Interest on lease liabilities	88.55	65.54
Bank charges & commission	111.13	158.20
Interest others **	0.20	0.97
Total	512.54	382.41

Note 23 (a):

* During the year, the Company has capitalised borrowing costs of Rs.Nil (31 March 2023: Rs.245.80 lakhs @ 9.25% p.a.on the borrowings specifically availed for purchase of guest house at Mumbai). The interest expense disclosed above is net of the interest amount so capitalised.

** Interest others includes interest on delayed payments.

Note 24: Income tax expense

a) Income tax expense

Particulars	31-Mar-24	31-Mar-23
Income tax expense		
Current Tax on profits for the year	3,361.00	1,990.00
Total current tax expense	3,361.00	1,990.00
Deferred tax	(10.53)	37.12
Total deferred tax expense / (benefit)	(10.53)	37.12
Income tax expense reported in statement of Profit & Loss Account	3,350.47	2,027.12

b) The reconciliation between the provision of income tax and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows:

Particulars	31-Mar-24	31-Mar-23
Profit before taxes	13,164.52	7,966.65
Enacted Income tax rate in India	25.168%	25.168%
Computed expected tax expenses	3,313.25	2,005.05
Effect of amounts not deductible (taxable) in calculating taxable income	2.68	22.07
Effect of deductions under Chapter VI A	29.13	-
Item chargeable at difference rate of tax	5.41	-
	3,350.47	2,027.12



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 24: Income tax expense (Contd.)

c) Amounts recognised in OCI

Particulars	31-Mar-24		31-Mar-23	
	Income tax	Deferred tax	Income tax	Deferred tax
OCI				
- on remeasurements of post employment benefit obligations	-	7.71	-	32.72
- on changes in fair value of FVOCI equity instruments	-	21.82	-	(16.84)
Total	-	29.53	-	15.88

d) Change in Tax Rate

The applicable statutory tax rate for the financial year 2023-24 is 25.168% and financial year 2022-23 is 25.168%.

e) Disclosures required as per Appendix C of Ind AS 12

Management has evaluated and concluded that it is probable that the taxation authority will accept the uncertain tax treatments. Accordingly, the Company has recognised the taxable profit/gains, tax bases, tax rates and tax expenses consistently with the tax treatment used or planned to be used in its income tax filings.

Note 25: Ratios

Particulars	31-Mar-24			31-Mar-23			% variance	Reason for Variance
	Numerator	Denominator	Ratio	Numerator	Denominator	Ratio		
Current Ratio	39,877.15	13,889.65	2.87	29,877.81	10,552.26	2.83	1.41%	NA
Debt-Equity Ratio	1,948.92	49,229.52	0.04	5,439.60	39,698.53	0.14	-71.43%	Improvement in ratio due to repayment of loans.
Debt service coverage Ratio	11,587.05	1,688.77	6.86	7,350.54	1,748.08	4.20	63.33%	Due to increase in Profit
Return on Equity	9,814.05	44,464.03	22.07%	5,939.53	36,984.23	16.06%	37.42%	Increase in return on equity is because of increase in profit after tax, which is mainly due to increase in operation by 11% with respect to last year & lower input cost .
Inventory turnover Ratio	78,211.93	15,664.31	4.99	75,647.41	14,434.94	5.24	-4.77%	NA
Trade receivables turnover Ratio	78,496.37	6,994.25	11.22	75,868.27	6,892.39	11.01	1.91%	NA
Trade payables turnover ratio	54,008.72	8,051.82	6.71	64,119.33	7,385.27	8.68	-22.70%	NA
Net capital turnover Ratio	78,496.37	25,987.50	3.02	75,868.27	19,325.55	3.93	-23.16%	NA
Net profit Ratio	9,814.05	78,496.37	12.50%	5,939.53	75,868.27	7.83%	59.64%	Increase in net profit ratio is mainly due to reduction in input cost & increase in activity by 11%.
Return on capital employed	13,677.06	53,909.76	25.37%	8,349.06	47,850.45	17.45%	45.39%	Increase in net profit due to reduction in input cost & increase in activity by 11%.
Return on investment	1,045.46	10,066.62	10.39%	219.91	6,102.61	3.60%	188.61%	Increase in return on investment is mainly due to change in fair value of equity shares carried at FVOCI.

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 26: Fair value measurements

Financial instruments by category:

Particulars	31-Mar-24			31-Mar-23		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets						
Investments:						
- equity instruments	244.75	535.63	-	244.75	339.58	-
- mutual funds	12,351.64	-	-	2,239.07	-	-
- AIF	575.89	-	-	251.10	-	-
- Bonds / Debentures	1,662.20	-	1,244.70	895.12	-	1,211.00
Trade receivables	-	-	7,623.95	-	-	6,364.55
Cash and cash equivalents	-	-	480.40	-	-	975.88
Other bank balances	-	-	257.63	-	-	392.97
Security deposits	-	-	86.34	-	-	80.49
Loans	-	-	2,109.49	-	-	1,682.29
Others	-	-	16.93	-	-	8.70
Total financial assets	14,834.48	535.63	11,819.44	3,630.04	339.58	10,715.88
Financial liabilities						
Borrowings	-	-	134.06	-	-	2,971.79
Public Deposits	-	-	1,374.16	-	-	1,632.04
Deferral Sales Tax	-	-	-	-	-	272.86
Lease liabilities	-	-	461.18	-	-	582.83
Trade payables	-	-	9,402.43	-	-	6,701.20
Capital creditors	-	-	0.73	-	-	6.94
Refund Liability	-	-	259.73	-	-	195.94
Other financial liabilities	-	-	1,654.72	-	-	1,450.27
Total financial liabilities	-	-	13,287.01	-	-	13,813.87

(i) Fair value hierarchy:

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

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

Fair value as at March 31, 2024	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Mutual funds (carried at FVPL)	5(b)	12,351.64	-	-	12,351.64
AIF	5(a)	-	-	575.89	575.89
Bond (carried at amortised cost)	5(a)	1,217.93	-	-	1,217.93
Bond (carried at FVPL)	5(a)	1,153.37	-	508.83	1,662.20
Equity instruments (carried at FVOCI)	5(a)	535.63	-	-	535.63
Equity instruments (carried at FVPL)	5(a)	-	-	244.75	244.75
Total		15,258.57	-	1,329.47	16,588.04



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(All amounts in INR Lakhs unless otherwise stated)

Note 26: Fair value measurements (Contd.)

Fair value as at March 31, 2023	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Mutual funds (carried at FVPL)	5(b)	2,239.07	-	-	2,239.07
AIF	5(a)	-	-	251.10	251.10
Bond (carried at amortised cost)	5(a)	1,140.81	-	-	1,140.81
Bond (carried at FVPL)	5(a)	895.12	-	-	895.12
Equity instruments (carried at FVOCI)	5(a)	339.58	-	-	339.58
Equity instruments (carried at FVPL)	5(a)	-	-	244.75	244.75
Total		4,614.58	-	495.85	5,110.43

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments and mutual funds that have quoted price. The fair value of all mutual funds are arrived at by using closing Net Asset Value published by the respective mutual fund houses.

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

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

(ii) Valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair value of the level 3 financial instruments included in the above tables:

The investment in unquoted equity instrument, have some restrictions as per the Share purchase agreement including restriction on sale of these investments to any third party. The fair value arrived at is after taking into account the relevant terms and condition of the Share purchase agreement.

(iii) As per Ind AS 107 "Financial Instrument: Disclosure", fair value disclosures are not required when the carrying amounts reasonably approximate the fair value. Accordingly fair value disclosures have not been made for the following financial instruments:-

- | | | |
|------------------------|-----------------------------|------------------------|
| 1. Trade receivables | 2. Cash and cash equivalent | 3. Other bank balances |
| 4. Security deposits | 5. Interest accrued | 6. Borrowings |
| 7. Trade payables | 8. Capital creditors | 9. Unpaid dividends |
| 10. Employee dues | 11. Book overdrafts | 12. Other payables |
| 13. Refund liabilities | | |

Note 27: Financial risk management

The Company's business activities are exposed to a variety of financial risks, namely liquidity risk, market risks and credit risk. The Company's senior management has the overall responsibility for establishing and governing the Company's risk management framework. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and reflect the changes in the policy accordingly. The key risks and mitigating actions are also placed before the Audit Committee of the Company.

a. Management of Credit Risk

Credit risk is the risk that a counterparty will not meet its obligations under a contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities, including Loans, Deposits with banks and Other financial instruments.

NOTES TO THE FINANCIAL STATEMENTS

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(All amounts in INR Lakhs unless otherwise stated)

Note 27: Financial risk management (Contd.)

(i) Trade receivables:-

Trade receivables are generally unsecured, except for sales which are generally covered by letters of credit and some parties in where security is obtained in the nature of bank guarantee. Customer credit risk has always been managed by the company through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. An impairment analysis is performed at each reporting date on an individual basis for major customers. The Company evaluates the customer credentials carefully from trade sources before appointment of any distributor and only financially sound parties are appointed as distributors. The Company secures adequate deposits from its distributor and hence risk of bad debt is limited. The credit outstanding is sought to be limited to the sum of advances/deposits and credit limit determined by the company. The company have stop supply mechanism in place in case outstanding goes beyond agreed limits. To measure the expected credit loss, trade receivables have been grouped based on the days past due. The expected loss rates are based on the payment profiles of sales over a period of 36 months before the reporting date and the corresponding credit loss experienced within this period. The historical loss rates are adjusted to reflect current and forward looking information on macroeconomic factors such as expected industry growth, GDP, unemployment rate etc. affecting the ability of the customer to settle the receivables.

The following table gives details in respect of percentage of revenues generated from top one customer and top five customers:

Particulars	31-Mar-24	31-Mar-23
Revenue from top one customer	16.77%	14.80%
Revenue from top five customers	43.26%	36.25%

The company's credit period generally ranges from 15-60 days

Expected credit loss for trade receivables under simplified approach:

Ageing	Not due	0-30 days past due	31-180 days past due	181-365 days past due	More than 365 days past due	Total
Gross carrying amount	6,979.53	449.03	278.88	14.55	262.14	7,984.13
Expected loss rate	0.25%	2.25%	20.00%	100.00%	100.00%	
Expected credit losses (Loss allowance provision)	17.61	10.10	55.78	14.55	262.14	360.18
Carrying amount of trade receivables (net of impairment)	6,961.92	438.93	223.10	-	-	7,623.95

Reconciliation of loss allowance Trade receivables :

Particulars	Amount
Loss allowance on 1 April 2023	360.18
Changes in loss allowance	
Less: amount receivable written off from allowances	-
Add : ECL provision made during the year	-
Loss allowance on 31 March 2024	360.18

During the period, the Company made write-off of trade receivables of Rs.Nil (31 March 2023 Rs. 22.97 lacs). It does not expect to receive future cash flows or recoveries from receivables previously written off.

ii) Loans and Other financial assets:-

Credit risk on cash and cash equivalents is limited as the company generally invests in deposits with banks and financial institutions with high credit ratings assigned by domestic credit rating agencies.

The Company also invest in inter corporate loans. Such loans are approved by the Investment and Borrowing Committee. The Company charges interest on such loans considering nature of security and counterparty's credit rating.



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(All amounts in INR Lakhs unless otherwise stated)

Note 27: Financial risk management (Contd.)

Other financial assets that are potentially subject to credit risk consists of investment in perpetual bonds of banks and lease deposits carried at amortised cost. Investment in liquid mutual fund units and alternate investment fund units, carried at fair value, are considered to have low credit risk.

The Company assesses the recoverability from these financial assets on regular basis. Factors such as business and financial performance of counterparty, their ability to repay, regulatory changes and overall economic conditions are considered to assess future recoverability. An impairment analysis is performed at each reporting date on an individual basis. Based on assessment performed management has concluded that impact of expected credit loss is not material and the current provision made against Loans and Other financial assets is adequate to cover the expected credit loss. The Company's maximum exposure to credit risk is the carrying value of each class of financial assets.

b. Management of Liquidity Risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses or risking damage to company's reputation. In doing this, management considers both normal and stressed conditions.

Management monitors the rolling forecast of the company's liquidity position on the basis of expected cash flows. This monitoring includes financial ratios and takes into account the accessibility of cash and cash equivalents.

The company has access to funds from debt markets through loan from banks. The company invests its surplus funds in bank deposits and debt based mutual funds.

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows along with its carrying value as at the Balance Sheet date.

	Carrying value	As at 31 March, 2024				
		Contractual cash flows (undiscounted amount)				
		Total	Within 12 Months	1 to 2 years	2 to 5 years	more than 5 years
Financial Liabilities						
Non Current						
Borrowings	313.55	314.60	-	-	314.60	-
Lease Liabilities	252.14	252.14	-	198.49	53.65	-
Current						
Borrowings	1,174.19	1,174.19	1,174.19	-	-	-
Trade payables	9,402.43	9,402.43	9,402.43	-	-	-
Other financial liabilities	1,866.86	1,866.86	1,866.86	-	-	-

	Carrying value	As at 31 March, 2023				
		Contractual cash flows (undiscounted amount)				
		Total	Within 12 Months	1 to 2 years	2 to 5 years	more than 5 years
Financial Liabilities						
Non Current						
Borrowings	4,105.54	4,114.38	-	540.58	2,986.30	587.50
Lease Liabilities	389.56	389.56	-	201.41	188.15	-
Current						
Borrowings	751.23	751.23	751.23	-	-	-
Trade payables	6,701.20	6,701.20	6,701.20	-	-	-
Other financial liabilities	1,592.99	1,592.99	1,592.99	-	-	-

NOTES TO THE FINANCIAL STATEMENTS

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(All amounts in INR Lakhs unless otherwise stated)

Note 27: Financial risk management (Contd.)

c. Management of Market Risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of fluctuation in market prices. These comprise three types of risk i.e. currency rate, interest rate and other price related risks. Financial instruments affected by market risk include loans and borrowings, deposits, financial assets and liabilities in foreign currency, investments in quoted instruments and derivative financial instruments. Regular interaction with bankers, intermediaries and the market participants help us to mitigate such risk.

i) Foreign currency risk

The primary market risk to the Company is foreign exchange risk. After taking cognisance of the natural hedge, the company selectively takes hedges to mitigate its risk resulting from adverse fluctuations in foreign currency exchange rate(s).

When a derivative is entered into for the purpose of hedge, the Company negotiates the terms of those derivatives to match the terms of the underlying exposure. For hedges of forecast transactions the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting receivable or payable that is denominated in the foreign currency.

The company uses foreign exchange forward contracts to hedge its exposure in foreign currency risk. During the year ended March 31, 2024, the company did not have any hedging instruments with terms which were not aligned with those of the hedged items.

aa The company's exposure to foreign currency risk as of March 31, 2024 expressed in INR lakhs, is as follows:

Exposure in USD currency -	31-Mar-24	31-Mar-23
Financial assets		
Cash and cash equivalents	170.22	126.74
Trade receivables	138.56	129.22
Derivative assets		
Foreign exchange forward contracts - Sell foreign currency	-	-
Financial liabilities		
Trade payables	5,127.69	2,842.68
Other liabilities	18.86	15.69
Derivative liabilities		
Foreign exchange forward contracts - Buy foreign currency	1,599.45	-
Net assets / (liabilities)	(3,238.32)	(2,602.41)

ab Sensitivity

For the year ended March 31, 2024 and March 31, 2023, every percentage point appreciation/depreciation in the exchange rate would have affected the Company's operating margins respectively:

- INR/USD by approximately 0.25% and 0.33%

Sensitivity analysis is computed based on the changes in the income and expenses in foreign currency upon conversion into reporting currency, due to every percentage point appreciation/depreciation in the exchange rates.

ac The following significant exchange rates have been applied during the year.

Currency	31-Mar-24	31-Mar-23
USD	83.40	82.25
EUR	90.25	89.67
CHF	92.17	90.01



NOTES TO THE FINANCIAL STATEMENTS

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Note 27: Financial risk management (Contd.)

ii) Interest rate risk exposure

Interest rate risk is the risk that the fair value or future cash flows on a financial instrument will fluctuate because of changes in market interest rates. The management is responsible for the monitoring of the company's interest rate position. Various variables are considered by the management in structuring the company's investment to achieve a reasonable, competitive cost of funding.

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

Particulars	31-Mar-24	31-Mar-23
Financial liabilities		
Variable rate borrowings	134.06	2,971.79
Fixed rate borrowings	1,353.68	1,884.98
Total borrowings	1,487.74	4,856.77
Financial assets		
Fixed rate loans	2,109.49	1,682.29
Total loan given	2,109.49	1,682.29

Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

	Impact on profit before tax	
	31-Mar-24	31-Mar-23
Interest rates - increase by 50 basis points (50 bps)	(0.67)	(14.86)
Interest rates - decrease by 50 basis points (50 bps)	0.67	14.86

iii) Price Risk and Sensitivity:

The Company is mainly exposed to the price risk due to its investment in mutual funds, market linked debentures and alternate investment funds. The price risk arises due to uncertainties about the future market values of these investments. As on 31-Mar-24, such investments amounts to Rs. 4851.51 lakhs (31 March 2023: Rs.2974.76 lakhs). These are exposed to price risk. Change in price of debt liquid mutual funds are very minimal hence the same is not considered in price risk disclosure.

The Company has laid policies and guidelines which it adheres to in order to minimise price risk arising from investments in various funds.

A 1% increase in prices would have led to approximately an additional Rs.48.52 lakhs gain in the Statement of profit and loss (31 March 2023: Rs.29.75 lakhs gain). A 1% decrease in prices would have led to an equal but opposite effect.

Note 28: Capital management

The Company's capital comprises equity share capital, share premium, retained earnings and other equity attributable to equity holders.

The Company's objectives when managing capital are to :

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

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Note 28: Capital management (Contd.)

The Company monitors capital using gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep gearing ratio optimum. Net debt comprises of long term and short term borrowings less cash and bank balances and investment in mutual funds. Equity includes equity share capital and reserves that are managed as capital.

Particulars	31-Mar-24	31-Mar-23
Borrowings (Current +Non-current)	1,948.92	5,439.60
Less: Cash and cash equivalents	738.03	1,368.85
Less: Current Investment	10,689.44	2,239.07
Net Debt	(9,478.55)	1,831.68
Total Equity	49,229.52	39,698.53
Gearing ratio	-24%	4%

No changes were made in the objectives, policies or processes for managing capital of the Company during the current and previous year.

Dividend distribution made and proposed

Particulars	31-Mar-24	31-Mar-23
Equity shares		
Final dividend for the year ended on 31 March 2023: Re. 0.50 per share (31 March 2022: Rs. 0.50 per share) (including special dividend of Rs.0.20 per equity share)	474.75	474.75
	474.75	474.75
Dividends not recognised at the end of the reporting period:		
Final dividend for the year ended on 31 March 2024: Re.0.60 per equity share (31 March 2023: Re.0.50 per equity share)	569.70	474.75
	569.70	474.75

Note 29: Segment information

The Board of Directors examines the Company's performance based on the products and geographic perspective and has identified below mentioned reportable segments of its business as follows:

Paper : The Paper segment relates to manufacturing (including processing) and marketing of various types of speciality papers, consisting Opaque Laminating Base, Glassine, Base paper, Bible Paper, etc.

Hygiene products: The Hygiene products segment relates to processing and marketing of tissue and other hygiene papers as well as marking and trading of other hygiene products.

Segment Revenue, Result, Assets and Liabilities include the respective amounts identifiable to each of the segments and amount allocated on a reasonable basis. Unallocated expenditure/income consist of common expenditure incurred for all the segments and expenses incurred or interest/investment income earned at corporate level. The assets and liabilities that cannot be allocated between the segments are shown as unallocated assets and unallocated liabilities respectively.

The accounting policies of the reportable segments are the same as the Company's accounting policies described in Note 2. The operating segments reported are the segments of the Company for which separate financial information is available. Profit before tax (PBT) are evaluated regularly by the CODM in deciding how to allocate resources and in assessing performance. The Company's financing (including finance costs and finance income) and income taxes are reviewed on an overall basis and are not allocated to operating segments. Sales between segments are carried out at arm's length. The segment revenue is measured in the same way as in the Statement of profit or loss.



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Note 29: Segment information (Contd.)

The following table presents revenue, profit, assets and liabilities information regarding the Company's business segments:

Particulars	31-Mar-24	31-Mar-23
Segment Revenue		
a) Paper		
Sale of Finished goods	75,775.06	73,134.50
Sale of Traded goods	1.62	509.81
Other operating revenue	284.33	220.65
	76,061.01	73,864.96
b) Hygiene Products		
Sale of Finished goods	5,039.65	3,421.71
Sale of Traded goods	399.88	922.31
Other operating revenue	0.11	0.21
	5,439.64	4,344.23
Total	81,500.65	78,209.19
Less: Inter segment revenue	(3,004.28)	(2,340.92)
Net sale/ Income from operation	78,496.37	75,868.27
Segment Results (Profit before interest, depreciation, exceptional item and tax) :		
a) Paper	13,837.38	9,099.70
b) Hygiene Products	669.10	359.54
Total	14,506.48	9,459.24
Depreciation and amortisation expense		
a) Paper	1,229.13	1,093.97
b) Hygiene Products	36.01	36.78
Total	1,265.14	1,130.75
Less: Finance Cost	512.54	382.41
Add/(Less): Other unallocable income/(expenses), net	435.72	20.57
Profit before tax	13,164.52	7,966.65
Segment Assets		
a) Paper	61,977.15	51,053.32
b) Hygiene Products	999.51	915.03
c) Unallocated	8,476.35	10,621.02
Total Assets	71,453.01	62,589.37
Segment Liabilities		
a) Paper	15,513.46	12,872.17
b) Hygiene Products	511.16	285.06
c) Unallocated	6,198.87	9,733.61
Total Liabilities	22,223.49	22,890.84

The company is domiciled in India. The amount of its revenue from external customers broken down by location of the customers is shown in the table below.

Revenue from external customers	31-Mar-24	31-Mar-23
Within India	76,823.36	73,558.83
Outside India	1,673.01	2,309.44
Total	78,496.37	75,868.27

Revenue of approximately Rs. 13165.56 lakhs (31 March 2023: Rs. 11228.04 lakhs) are derived from single external customer. These revenue are attributed to the Paper segment.

Non Current Assets **	31-Mar-24	31-Mar-23
Within India	29,193.92	29,989.04
Outside India	-	-
Total	29,193.92	29,989.04

** Non current assets for this purpose does not include financial assets.

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Note 30: Related party disclosure

A List of related parties (as identified and certified by the Management)

(i) Group Companies:

3P Land Holdings Limited
AMJ Land Holdings Limited
AMJ Land Developers
Biodegradable Products India Limited
Fujisan Technologies Limited
Suma Commercial Private Limited
Thacker and Company Limited
Quality Tissue Converting Company Private Limited (w.e.f. 1.2.2023)
Dipper Healthcare Private Limited (w.e.f. 1.2.2023)

*Group Company are companies where KMP has control or significant influence

(ii) Key Management Personnel (KMP)

Name	Designation
Mr. Arunkumar M.Jatia	Executive Chairman
Mr. V.P.Leekha	Non-Executive Director
Mr. S. K. Bansal	Non-Executive Director
Dr. Ashok Kumar	Executive Director
Mr. V.K.Beswal	Independent Director
Mr. Nandan Damani	Independent Director
Mrs. Madhu Dubhashi	Independent Director
Mr. B.K.Khaitan	Independent Director
Mr. Sanjay Kumar Singh	Independent Director (w.e.f. 30.01.2024)
Mr. G.N.Jajodia	Chief Executive Officer Marketing (till 31.08.2023)
Mr. H.P.Birla	Chief Financial Officer
Mr. Vinay Jadhav	Company Secretary

(iii) Entities where KMP have control/Joint control

Pudumjee Pulp & Paper Mill Limited Office Staff Provident Fund
M. P. Jatia Charitable Trust
Kunal Consultancy Private Limited

(iv) Relatives of KMP

Name
Ms. Vrinda Jatia
Mr. Kunal Beswal



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Note 30: Related party disclosure (Contd.)

B. Transactions with Related Parties

Sr. No.	Particulars	Volume of transactions during		Amount outstanding as on			
		31-Mar-24	31-Mar-23	31-Mar-24		31-Mar-23	
				Receivable	Payable	Receivable	Payable
i.	Sale of goods						
	AMJ Land Holdings Limited	0.47	0.23	-	-	-	-
	Quality Tissue Converting Company Private Limited	1.50	0.14	-	-	-	-
	Dipper Healthcare Private Limited	0.67	0.54	-	-	0.19	-
ii.	Wind Power and REC Purchases						
	AMJ Land Holdings Limited	-	11.38	-	-	-	-
iii.	Purchase						
	Quality Tissue Converting Company Private Limited	762.07	126.56	-	74.89	-	20.01
	Dipper Healthcare Private Limited	212.83	36.80	-	21.79	-	18.67
	Fujisan Technologies Limited	0.06	0.84	-	-	-	-
iv.	Sale of vehicle						
	AMJ Land Holdings Limited	0.25	-	-	-	-	-
v.	Loans repayment received						
	Quality Tissue Converting Company Private Limited	43.00	-	79.00	-	122.00	-
	Dipper Healthcare Private Limited	30.00	-	-	-	30.00	-
vi.	Interest Charged						
	Quality Tissue Converting Company Private Limited	11.97	2.22	-	-	-	-
	Dipper Healthcare Private Limited	1.48	0.55	-	-	-	-
vii.	Reimbursement for expenses common services and utilities, charged						
	3P Land Holdings Limited	2.76	2.44	-	-	-	-
	AMJ Land Holdings Limited	15.34	15.34	-	-	-	-
	Biodegradable Products India Limited	1.25	1.30	-	-	-	-
viii.	Rent Paid						
	3P Land Holdings Limited	29.74	29.74	-	-	-	-
	AMJ Land Holdings Limited	207.29	207.29	-	-	-	-
ix.	Rent Received						
	AMJ Land Developers	7.08	4.26	0.30	-	-	-
x.	Management services received						
	3P Land Holdings Limited	103.25	-	-	-	-	-
xi.	Dividend paid						
	3P Land Holdings Limited	67.84	67.84	-	-	-	-
	AMJ Land Holdings Limited	31.71	31.71	-	-	-	-

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Note 30: Related party disclosure (Contd.)

B. Transactions with Related Parties

Sr. No.	Particulars	Volume of transactions during		Amount outstanding as on			
		31-Mar-24	31-Mar-23	31-Mar-24		31-Mar-23	
				Receivable	Payable	Receivable	Payable
	Fujisan Technologies Limited	4.50	4.50	-	-	-	-
	Suma Commercial Private Limited	51.55	51.55	-	-	-	-
	Thacker and Company Limited	65.03	63.81	-	-	-	-
	Chem Mach Private Limited	38.50	38.50	-	-	-	-
	Yashvardhan Jatia Trust	48.38	48.38	-	-	-	-
	Vasudha Jatia Trust	5.00	5.00	-	-	-	-
	Vrinda Jatia Trust	5.00	5.00	-	-	-	-
	Key Management Personnel and their relatives	22.51	22.51	-	-	-	-
xii.	Dividend received						
	AMJ Land Holdings Limited	3.19	3.19	-	-	-	-
xiii.	Contribution to Employees' Provident Fund						
	Pudumjee Pulp & Paper Mill Limited Office Staff Provident Fund	8.74	4.99	-	1.25	-	-
xiv.	Donations given						
	M.PJatia Charitable Trust	10.00	88.00	-	-	-	-
xv.	Continuing Corporate Financial Gurantee up to Rs. 180 crore (31 March 23: Rs. 180 crore) is given to consortium of banks for credit facilities granted to Pudumjee Paper Products Limited *			-	NA	-	NA
xvi.	Remuneration to Key Management Personnel						
a)	Short-term employee benefits	857.46	819.89	-	259.00	-	162.15
b)	Post employment benefit	31.98	35.67	-	-	-	-
c)	Other long term benefits	27.56	17.80	-	-	-	-
d)	Sitting fees to independent Directors	14.81	15.26	-	-	-	-
	Total	931.81	888.62	-	259.00	-	162.15
xvii.	Remuneration to Ms. Vrinda Jatia						
a)	Short-term employee benefits	43.78	42.40	-	-	-	-
b)	Post employment benefit	1.76	2.24	-	-	-	-
c)	Other long term benefits	0.34	0.62	-	-	-	-
	Total	45.88	45.26	-	-	-	-
xviii.	Payment to Relative of Key Management Personnel (KMP)						
a)	Kunal Consultancy Private Limited	2.36	-	-	-	-	-
b)	Mr. Kunal Beswal	3.10	-	-	-	-	-
	Total	5.46	-	-	-	-	-

*There is no default by the Company to the banks on such guarantee received. Hence no liability recognised or outstanding in books.



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as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 31: Contingent liabilities

Particulars	31-Mar-24	31-Mar-23
(a) Octroi :		
Claims against the Company not acknowledged as debts.	197.31	197.31
(b) Interest on electrical duty on generated power:		
Claims against the Company not acknowledged as debts.	327.23	327.23
	524.54	524.54

Note 32: Provision for Electricity surcharge

The Company had purchased power (i.e. electricity) from Sai Wardha Power Generation Limited (SWPGL) in earlier years under the Group Captive mechanism. This purchase of power under Group Captive mechanism was exempt from the levy of Cross Subsidy Surcharge (CSS) and Additional Surcharge (ASC) subject to certain conditions.

However, in respect of such a supply, Maharashtra Electricity Regulatory Commission (MERC) vide its orders dated 15.02.2019, 22.10.2020 and 29.10.2020 has held that the supplies of the year 2018-19 (involving CSS and ASC of Rs.863.39 lakhs) and of the year 2016-17 and 2017-18 (involving CSS and ASC and interest thereon aggregating of Rs. 2449.59 lakhs), are not eligible for exemption from the levy of CSS and ASC and, therefore, these amounts are payable. The entire matter is decided by appellate authorities and subsequently by the MERC substantially in the favour of the Company. However the matter is currently pending decision by the Hon'ble Supreme Court.

Although in terms of Power Delivery Agreement (PDA) with SWPGL, the levy of CSS/ASC, if imposed or demanded, was liable to be paid/reimbursed by SWPGL to the Company. However, the National Company Law Tribunal, Hyderabad, under Insolvency and Bankruptcy Code, 2016 vide its order dated 17th October, 2019 has terminated the said PDA without surviving any of SWPGL's obligation and liabilities. Consequently, the Company is carrying provision in the accounts, for aggregate demand of Rs. 3,312.98 lakhs (including paid under protest (net of refund) Rs.87.67 lacs (31 March 2023 Rs.121.06 lacs)).

Note 33: Earnings per share

Particulars	31-Mar-24	31-Mar-23
Profits attributable to equity shareholders (Rs. in lakhs)	9,814.05	5,939.53
Basic Earnings Per Share		
Weighted average number of equity shares outstanding during the year	949.50	949.50
Basic EPS (Rs.)	10.34	6.26
Diluted Earnings Per Share		
Weighted average number of equity shares outstanding for diluted EPS	949.50	949.50
Diluted EPS (Rs.)	10.34	6.26

Note 34: Commitments

(a) Capital expenditure contracted for at the end of the reporting period but not recognised as liability is as follows:

Particulars	31-Mar-24	31-Mar-23
Property plant and equipment	215.20	277.59
Intangible assets	-	-

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 34: Commitments (Contd.)

(b) Leases - the Company as a lessee

Future minimum lease payments under leases together with the present value of the net minimum lease payments are as follows:

Maturity analysis of lease liabilities	31-Mar-24	31-Mar-23
Within one year	243.19	241.18
After one year and not later than five years	270.84	427.92
Later than five years	-	-
Total minimum lease payments	514.03	669.10
Less: Amounts representing finance charges	52.85	86.27
Present value of minimum lease payments	461.18	582.83

The weighted average incremental borrowing rate applied to lease liabilities @ 9.5% p.a. (31 March 2023 : 9.50%)

Rental expense of Rs. 11.97 lakhs (31 March 2023: Rs.12.29 lakhs) recorded during the year for short-term leases.

Note 35: Impairment

- (a) Goodwill has arisen as per the Scheme of arrangement and reconstruction(demerger) approved by Hon'ble Bombay High Court dated January 8, 2016 (the Scheme). Goodwill reflects the difference between the fair value of shares issued and all the net assets transferred at carrying value under the scheme. The net carrying amount of goodwill pertains to the operating segment - Paper division.

Goodwill is tested for impairment at least annually in accordance with the Company's procedure for determining the recoverable value of each CGUs.

- (b) The recoverable amount is the higher of its fair value less cost to sell and its value in use. The fair value is determined based on market value less cost to sell while the value in use is determined based on specific calculations. These calculations use pre-tax cash flow projections for the company over a period of 5 years. An average of the range of each assumption used is mentioned in table below.

(In %)

	31-Mar-24
Long term growth rate	0.50 %
Discount rate	10.80 %

Management has determined the values assigned to each of the above key assumptions as follows:

Assumption	Approach used to determine values
Operating margins	Based on past performance and management's expectations of the future.
Long term growth rate	The rates are consistent with forecasts included in industry reports.
Discount rate	This is the weighted average cost of capital.

- (c) Based on the above, no impairment was identified as of 31 March 2024 as the recoverable value exceeded the carrying value.

An analysis of the calculation's sensitivity to a change in the key parameters (revenue growth, operating margin, discount rate and long-term growth rate) based on reasonably probable assumptions, did not identify any probable scenarios where the recoverable amount would fall below its carrying amount.

Note 36: Disclosure for balances with struck off companies

The Company has had the following relationships with struck-off companies as at the Balance Sheet dated 31.03.2024

Name of the Struck-off company	Nature of Transactions with struck off companies	31-Mar-24		31-Mar-23	
		Balance Outstanding	Relationship with the struck off Company if any	Balance Outstanding	Relationship with the struck off Company if any
CGP EXIM PVT LTD	Trade Receivables/	(0.02)	-NA-	(0.02)	-NA-
SPUNK INDO MARKETING PVT.LTD	(Advance from customer)	8.71	-NA-	8.71	-NA-
		8.69		8.69	



NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended March 31, 2024

(All amounts in INR Lakhs unless otherwise stated)

Note 37: Additional disclosure required as per the Act

- 1 No proceedings has been initiated or pending against the Company for holding any benami property under the Benami Transaction (Prohibition) Act 1988 or rules made thereunder. Hence no further disclosure required.
- 2 The Company is not in non compliance with number of layers of companies prescribed under clause (87) of section 2 of the Companies Act 2013 read with the Companies (Restriction on number of layers) Rules, 2017. Hence no further disclosure required.
- 3 There has been no delay in Registration of Charges or satisfaction with ROC.

Note 38: Disclosure for changes in financial liabilities (as per amendment to Ind AS 7)

Particulars	Long term borrowings (including current maturities)	Lease liabilities	Short term borrowings
As on April 1, 2022	6,618.94	756.54	277.43
Cash Flows	(1,767.54)	(173.71)	(276.31)
Lease liabilities recognised as per Ind AS 116	-	-	-
Other non cash movement	-	-	-
Liabilities no longer required	-	-	-
Change in amortisation	4.25	-	-
As on March 31, 2023	4,855.65	582.83	1.12
Cash Flows	(3,144.47)	(181.86)	15.57
Lease liabilities recognised as per Ind AS 116	-	60.21	-
Other non cash movement	-	-	-
Liabilities no longer required	(248.08)	-	-
Change in amortisation	7.95	-	-
As on March 31, 2024	1,471.05	461.18	16.69

Note 39: Reclassification

Previous year figure's have been reclassified to conform to this year's classification.

The accompanying notes are an integral part of the financial statements

As per our report of date attached

For and on behalf of the board of directors of **Pudumjee Paper Products Limited**

For J M AGRAWAL & CO
Firm Registration No - 100130W
Chartered Accountants

V.K.Beswal
Director

A.K.Jatia
Executive Chairman

Punit Agrawal
Partner
Membership No - 148757

H.P.Birla
Chief Financial Officer

Dr.Ashok Kumar
Executive Director

Place : Mumbai
Date : 27th May 2024

Place : Mumbai
Date : 27th May 2024

NOTICE

The 10th Annual General Meeting of the Shareholders of Pudumjee Paper Products Limited will be held on Friday, the 06th day of September, 2024 at 03:00 p.m. (IST) through Video Conference ("VC") / Other Audio Visual Means ("OAVM") without physical presence of the Shareholders at a common venue, to transact the following businesses.

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024 comprising the Audited Balance Sheet as at 31st March, 2024 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors' thereon.
- 2) To appoint a Director in place of Mr. Surendra Kumar Bansal (DIN: 00031115), who retires by rotation and being eligible, offers himself for re-appointment.
- 3) To declare a dividend on equity shares of the Company for the year 2023-24.

SPECIAL BUSINESS:

- 4) To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provision of Section 197 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 (the Act) and subject to such other approvals, permissions and sanctions including that of the Central Government as may be necessary, and subject to such condition(s) and modification(s) as may be required and with further reference to the Special Resolution passed by the Shareholders at their 9th Annual General Meeting held on 11th August, 2023, approval of the Shareholders be and is hereby accorded to the following remuneration, benefits and amenities, paid/payable to Mr. Arunkumar Mahabirprasad Jatia (DIN: 01104256), the Whole-time Director, designated as Executive Chairman of the Company, with effect from 01st April, 2024 up to 31st July, 2026:

- (a) Remuneration at the rate of Rs. 16,50,000/- (Rupees Sixteen Lakhs Fifty Thousand Only) per month including Dearness Allowance.
- (b) Rent free furnished residential accommodation, the Company paying or reimbursing all rents, rates, taxes of his residential accommodation OR an allowance in lieu thereof at the rate of Rs. 12,20,000/- (Rupees Twelve Lakhs Twenty Thousand Only) per month.
- (c) All actual Expenses on electricity, gas, water, upkeep, repairs & maintenance (including expenditure paid to Housing Society Association etc., towards maintenance) and property tax of the residential accommodation.
- (d) Actual medical expenses including health insurance premium, hospitalization, nursing home charges, surgical

charges in India or abroad and travelling expenses incurred for himself, his wife and children(s).

- (e) Leave Travel Assistance to cover air or first class air-conditioned railway fare for himself, his wife and children(s) once in a year to and from any place in India and abroad.
- (f) Membership fees including entrance and other fees for Clubs.
- (g) Personal accident insurance premium.
- (h) Benefits and Amenities:
 - (i) Company's contribution to Provident Fund and Superannuation Scheme. However, such contribution in aggregate, shall not exceed Rs. 7,50,000/- (Rupees Seven Lakhs Fifty Thousand Only) in a year;
 - (ii) Gratuity as per the Company's rules applicable to its Executive Staff Members.

With the benefits of transfer of his accumulated balances/contributions in Provident Fund and Superannuation Fund and accumulated service with AMJ Land Holdings Limited.

- (i) (i) Annual leave with full pay and other benefits for a period of one month with benefit of encashment of unutilized leave at the end of the tenure.
- (ii) Sick and casual leave as per Company's rules applicable to its Executive staff members.
- (j) Provision for and Maintenance of phone(s), Internet connection(s) & Internet Infrastructure including Video Conferencing facility and such other facility(ies) related to that etc., at his place of residence at the entire cost of the Company.
- (k) Exclusive free use of motor car(s) for the business of the Company as well as for his personal use with full maintenance charges in respect thereof such as Chauffeur's salary, garage rent, fuel, repairs, insurance, taxes, overhauling charges, etc. at the entire cost of the Company.
- (l) Commission or Performance Incentive, as may be decided by the Board or Committee of Directors authorized by the Board, from time to time.

Minimum Remuneration: In the absence or inadequacy of profits in any financial year, the remuneration as stated in (a) above together with perquisites, benefits and amenities in accordance with this resolution shall nevertheless be paid as minimum remuneration notwithstanding the fact that such remuneration is or may be in excess of the limits prescribed under the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company or a Committee thereof be and is hereby authorised to vary and/or revise the remuneration of Mr. Arunkumar



Mahabirprasad Jatia from time to time such that the varied/ revised remuneration is in accordance with the provisions of Schedule V of the Companies Act, 2013 and to settle any question(s) or difficulties and to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this Resolution.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this Resolution”.

- 5) To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provision of Section 197 and Schedule V of the Companies Act, 2013 (the Act), rules made thereunder and provisions of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (the Listing Regulations) and other applicable provisions of the Act and Listing Regulations (including any statutory modification(s) or re-enactment(s) therefore, for the time being in force) and subject to such other approvals, permissions and sanctions including that of the Central Government, if any, as may be necessary, and subject to such condition(s) and modification(s) as may be required and with further reference to the Special Resolution passed at 8th Annual General Meeting held on 13th August, 2022, approval of the Shareholders of the Company, be and is hereby accorded to the following remuneration, benefits and amenities, paid/payable to Dr. Ashok Kumar (DIN: 071111155), the Executive Director of the Company, with effect from 01st April, 2024 till the remainder of his term of appointment i.e. 26th May, 2026:

- (a) Remuneration at the rate of Rs. 8,00,000/- (Rupees Eight Lakhs Only) per month including Dearness Allowance.
- (b) Rent free furnished residential accommodation, the Company paying or reimbursing all rents, rates, taxes and other expenses for the upkeep and maintenance of his residential accommodation OR an allowance in lieu thereof at the rate of Rs. 4,08,000/- (Rupees Four Lakhs Eight Thousand Only) per month.
- (c) Actual expenses of electricity, gas and water, furnishing, of the residential accommodation.
- (d) Actual medical expenses including health insurance premium, hospitalization, nursing home charges, surgical charges and travelling expenses incurred for himself, his wife and dependent children.
- (e) Leave Travel Assistance to cover air and first class air conditioned railway fare for himself, his wife and dependent children once in a year to and from any place in India.
- (f) Membership fees including entrance and other fees for any two clubs.
- (g) Personal accident insurance premium.
- (h) Participation in the Provident Fund and Superannuation Scheme, subject, however, that the Company's contribution

in aggregate, shall not exceed Rs. 7,50,000/- (Rupees Seven Lakhs Fifty Thousand Only) in a year.

- (i) Gratuity as per the Company's rules applicable to its Executive staff members.
- (j)
 - i) Annual leave with full pay and other benefits for a period of one month with benefit of encashment of unutilized leave at the end of the tenure.
 - ii) Sick and casual leave as per Company's rules applicable to its Executive staff members.
- (k) Maintenance of telephone at his place of residence and Mobile Phones at the entire cost of the Company.
- (l) Exclusive free use of a motor car for the business of the Company as well as for his personal use with full maintenance charges in respect thereof such as Chauffeur's salary, garage rent, fuel, repairs, insurance, taxes, overhauling, charges, etc. at the entire cost of the Company.

Minimum Remuneration: In the absence or inadequacy of profits in any financial year, the remuneration as stated in (a) above together with perquisites, benefits and amenities in accordance with this resolution shall nevertheless be paid as minimum remuneration notwithstanding the fact that such remuneration is or may be in excess of the limits prescribed under the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company or a Committee thereof be and is hereby authorised to vary and/or revise the remuneration of Dr. Ashok Kumar from time to time within the overall limits approved herein and to settle any question(s) or difficulties and to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this Resolution.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this Resolution”.

- 6) To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT the consent of the Shareholders of the Company be and is hereby accorded to the Board of Directors of the Company, pursuant to Sections 73(2) and 76 of the Companies Act, 2013 (‘the Act’ which term includes any amendment or modification or re-enactment thereof) and other applicable provisions of the said Act or other laws, and subject to the conditions laid down in those provisions and the Companies (Acceptance of Deposits) Rules, 2014, to invite and accept deposits from the public in general, on such terms and conditions as the Board may decide, so however that the borrowing by way of fixed deposits, as above, shall not exceed the limits laid down under the Companies (Acceptance of Deposits) Rules, 2014 in force and as amended from time to time”.

- 7) To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, the Company hereby approves the remuneration of Rs. 2,50,000/- (Rupees Two Lakhs Fifty Thousand Only) to Mr. Narhar K. Nimkar (Membership No. F-6493), Cost Accountant in Practice, who has been appointed by the Board of Directors of the Company as the Cost Auditor of the Company, to conduct the audit of the Cost Records of the Company relating to "PAPER" for the Financial Year ending 31st March, 2024".

- 8) To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 and rules made thereunder and in terms of applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modifications re-enactment thereof

for the time being in force and with further reference to the Special Resolution passed by the Shareholders at their 8th Annual General Meeting held on 13th August, 2022, the consent of the Shareholders of the Company be and is hereby accorded to the following remuneration, benefits and amenities, paid/payable to Ms. Vrinda Jatia, as Vice President (Market Research & Development) of the Company for a period of 3 years w.e.f. 01st April, 2024:

- a) Consolidated Salary: Rs.3,03,000/- per month.
- b) House Rent Allowance: Rs.1,94,000/- per month.
- c) Leave Travel Assistance to cover air or first class air-conditioned railway fare for herself once in a year to and from any place in India and abroad, at actual subject to maximum of Rs. 5,00,000/-.
- d) Exclusive use of chauffeur driven car for business/official as well as for her personal use.
- e) Provision for and Maintenance of phone(s), Internet connection(s) at the entire cost of the Company".

NOTES:

- 1) The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 in respect of the above Item Nos. 4 to 8 is annexed hereto.
- 2) In compliance with the provisions of the Companies Act, 2013 read with Ministry of Corporate Affairs ("MCA") General Circular No. 9/2023 dated 25th September, 2023 read with General Circular Nos. 10/2022 dated 28th December, 2022, 2/2022 dated 05th May, 2022, 20/2020 dated 05th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 08th December, 2021 and 21/2021 dated 14th December, 2021 (collectively referred to as "MCA Circulars"), the 10th Annual General Meeting of the Company is being conducted through Video Conferencing ("VC") (hereinafter referred to as "AGM" or "e-AGM"). The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the "AGM" or "e-AGM".
- 3) e-AGM: The Company has appointed National Securities Depository Limited (NSDL) to provide Video Conferencing facility for the e-AGM.
- 4) The Register of Members and Transfer Books of the Company will be closed from Friday, the 30th day of August, 2024, to Friday, the 06th day of September, 2024 (both days inclusive).
- 5) The Dividend, when sanctioned, will be paid on and from 19th September, 2024 to those shareholders whose names stand on the Company's Register of Members as holders of the shares on 06th September, 2024. The dividend in respect of shares held in the electronic form will be paid to the beneficial owners of the shares whose names are appearing in the Register of Members as Beneficial Owner, at the close of business hours on 29th August, 2024 as per the details furnished by the Depositories for this purpose. The payment of Dividend will be subject to the provisions of Section 126 of the Companies Act, 2013.

- 6) PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT, 2013, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. THEREFORE, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE E-AGM AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE.
- 7) Institutional Shareholders / Corporate 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., authorising its representative to attend the e-AGM on its behalf and to vote through remote e-voting or during the e-AGM. The said Board Resolution/Authorisation shall be sent to the Scrutinizer through registered e-mail address to savitajyotiassociates05@gmail.com, with a copy marked to evoting@nsdl.com. 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.
- 8) The Members can join the e-AGM through Video Conferencing 15 minutes before and after the scheduled time of the commencement of the e-AGM by following the procedure mentioned in the Notice. As per the MCA Circular, the facility of participation at the e-AGM through VC will be available for 1,000 members on a First-Come First-served basis. However, this restriction shall not apply to Large Shareholders (Shareholders holding 2% or more Shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.



- 9) The Members attending the AGM through Video Conferencing shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 10) Pursuant to the provisions of the Companies Act 2013 and rules made thereunder and in compliance with the aforesaid MCA Circulars, Notice of the e-AGM along with the Annual Report 2023-24 is being sent through electronic mode to those Members whose email addresses are registered with the Company/Depositories. The Company shall send the physical copy of the Annual Report 2023-24 only to those Members who specifically request for the same at investors.relations@pudumjee.com. Members may note that the Notice calling the AGM and the Annual Report 2023-24 will also be available on the Company's website www.pudumjee.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 on the website of National Securities Depositories Limited (NSDL) at www.evoting.nsdl.com.
- 11) Under the Companies Act, 2013, dividends that are unclaimed for a period of seven years are required to be transferred to The Investor Education and Protection Fund (IEPF) administered by the Central Government. The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 11th August, 2023 (date of last Annual General Meeting) on the website of the Company viz., www.pudumjee.com, as also on the website of the Ministry of Corporate Affairs. The Unclaimed Dividend for the year 2016-2017 will be deposited to IEPF on or before 19th September, 2024. As such, Shareholders, who have not so far encashed dividend warrants/fractional entitlement of earlier years are requested to, immediately, return the outdated warrant(s) to the Company or write to us to enable the Company to issue duplicate warrant(s)/demand draft(s) in lieu thereof.
- 12) In compliance with the provisions of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has transferred 12,31,837 Equity Shares of face value of Re. 1/- each (in respect of which dividend has not been paid or claimed by the Shareholders for a period of seven consecutive years or more) along with unpaid or unclaimed dividend declared for the financial year ended 31st March, 2016 and earlier periods to the Investor Education and Protection Fund Authority. Shareholders who have so far not claimed or collected their dividends for the said period may claim their dividend and shares from the Investor Education and Protection Fund Authority, by submitting an application in the prescribed form and completing the procedure to claim refund of unclaimed dividend amount and shares from IEPF Authority available on the website of the Company viz., www.pudumjee.com.
- 13) Since the AGM will be held through VC, the Route Map is not annexed to this Notice.
- 14) Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company mentioning their name, demat account number/ folio number, email id, mobile number on or before 29th August, 2024 through email on investors.relations@pudumjee.com. The same will be replied by the Company suitably. Members may also ask their questions at the meeting by using chat box facility provided by NSDL. The questions received will be replied at AGM or Individually through e-mail as may be decided by the chairman.
- 15) Members are requested to write/intimate to Company's Registrar and Share Transfer Agent, changes in their registered addresses, profile details, if any, for sending future communication(s), any query in connection with claim of the unclaimed and unpaid dividends, etc.
- 16) Documents referred to in the Notice and the explanatory statement shall be available for inspection by the Members through e-mail. The Members are requested to send an e-mail to investors.relations@pudumjee.com for the same.
- 17) Register of Directors and Key Managerial Personnel and their Shareholding and Register of Contracts or arrangements in which directors are interested, will be available for inspection by the Members through e-mail. The Members are requested to send an e-mail to investors.relations@pudumjee.com for the same.
- 18) As per Regulation 40 of the SEBI Listing Regulations, as amended securities of listed companies can be transferred only in dematerialised form with effect from 01st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares, Members holding shares in physical form are requested to convert their holdings to dematerialised form. Members can contact the Company or Company's Registrar and Share Transfer Agent for assistance in this regard.
- 19) As per the provisions of the Companies Act, 2013, facility for making nominations is available to the members in respect of the shares held by them. Nomination forms can be obtained from the Company's Registrars and Share Transfer Agent by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant.
- 20) Further pursuant to Rule 18(1) of the Companies (Management and Administration) Rules, 2014, the Company needs to send the Notice, Annual Report electronically on the e-mail addresses as obtained from the Company/ Depositories/ Registrar and Share Transfer Agent to the members.

If you are holding the shares of the Company in dematerialized form and already registered your e-mail address, you would be receiving the Notices of General Meeting/Postal Ballot, Annual Report and other Shareholders communication by electronic mode.

The Members who hold shares in physical mode and have not registered their e-mail address may request the Company to receive Notices of General Meeting/Postal Ballot, Annual Report and other shareholders communication by electronic mode by registering their valid e-mail address with the Company / Registrar and Share Transfer Agents.

Members are requested to support this Green Initiative by registering/updating their e-mail addresses, with the Depository Participant (in case of Shares held in dematerialised form) or with KFin Technologies Limited (in case of Shares held in physical form).

21) Instructions for voting through e-voting and joining the e-AGM as follows:

I. Voting through electronic means:

- Pursuant to provision of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its Members facility to exercise their right to vote on all resolutions set forth in this Notice through e-Voting Services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the Annual General Meeting ("remote e-voting") will be provided by NSDL appointed for the purpose by the Company as authorised agency.
- The Remote e-voting period commences on Tuesday, the 03rd September, 2024 (9:00 a.m. IST) and ends on Thursday, 05th September, 2024 (5:00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on 29th August, 2024, may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- The Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast vote again.
- The voting rights of Members shall be in proportion to their shares held in the paid up equity share capital of the Company as on 29th August, 2024.

- Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if he / she is already registered with NSDL for remote e-Voting then he / she can use his / her existing User ID and password for casting the vote. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

The detailed instructions for remote E-Voting are as under:

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

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

Step 1: Access to NSDL e-Voting system





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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' 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.



Type of shareholders	Login Method
	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> </p> <p> </p>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>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.</p>

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

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

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

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

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

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

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

4. Your User ID details are given below :

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

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

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, **please follow steps mentioned in below process for those shareholders whose email ids are not registered.**

com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

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

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

- How to cast your vote electronically and join Meeting on NSDL e-Voting system?
 - 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.
 - 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".
 - Now you are ready for e-Voting as the Voting page opens.
 - 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.
 - Upon confirmation, the message "Vote cast successfully" will be displayed.
 - You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 - Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.



II. Voting at the e-AGM:

1. The procedure for e-Voting on the day of the e-AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/Shareholders, who will be present in the e-AGM through Video Conferencing facility and have not casted vote through remote e-Voting are eligible to vote through e-Voting at the e-AGM.
3. However, Members/Shareholders, who have voted through Remote e-Voting will be eligible to attend the e-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 e-AGM shall be the same person mentioned for Remote e-voting.

General Guidelines for shareholders

- i. 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.
- ii. 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 :022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.com.

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 einward.ris@kfintech.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 einward.ris@kfintech.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.com 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.

III. Instructions for members for attending the AGM through VC/OAVM are as under:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views or ask questions during the e-AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number at investors.relations@pudumjee.com. The Speaker registration will be open from Tuesday, 27th August, 2024 (9:00 a.m. IST) to Thursday, 29th August, 2024 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the e-AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the e-AGM.

IV. Other Instructions:

1. Mrs. Savita Jyoti, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process and voting at the e-AGM in a fair and transparent manner.
2. The Scrutinizer shall, immediately after the conclusion of voting at the e-AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses, not in the employment of the Company and make, not later than three days from the conclusion of the meeting, a consolidated scrutiniser's report of the total votes cast in favour or against, if any, to the Chairman/Company Secretary of the Company, who shall countersign the same.
3. The results declared alongwith the Scrutiniser's Report shall be placed on the Company's website www.pudumjee.com and on the website of NSDL <https://www.evoting.nsdl.com> and communicated to the Stock Exchanges.

22) GENERAL INSTRUCTIONS AND INFORMATION FOR SHAREHOLDERS:

Pursuant to the SEBI Master circular no SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 07th May, 2024 read with the SEBI Master circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated 17th May, 2023, circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/158 dated 26th September, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17th November, 2023, whereby SEBI has mandated the following:

- a. furnishing of PAN, nomination / declaration to opt-out of nomination, contact details (i.e. present postal address with PIN code, email address, mobile number), bank account details and specimen signature by holders of physical securities;
- b. any service request and complaint shall be entertained only upon registration of the PAN, KYC and nomination documents / details as stated above;
- c. to ensure that your PAN was linked to Aadhaar by June 30, 2023 or any other date as may be specified by the Central Board of Direct Taxes.

You are requested to forward the duly filled in Form ISR-1, Form ISR-2 and Form SH-13/Form ISR-3 along with the related proofs as mentioned in the respective forms as the earliest

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

We would further like to draw your attention to the SEBI Master circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 07th May, 2024 read with the SEBI Master circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated 17th May, 2023. Accordingly, while processing service requests in relation to; 1) Issue of duplicate securities certificate; 2) Claim from Unclaimed Suspense Account and Suspense Escrow Demat Account; 3) Replacement / Renewal / Exchange of securities certificate; 4) Endorsement; 5) Sub-division / Splitting of securities certificate; 6) Consolidation of securities certificates/folios; 7) Change in name of the holder; 8) Transposition and 9) Transmission, the Company shall issue securities only in dematerialised form. For processing any of the aforesaid service requests the securities holder/ claimant shall submit duly filled up Form ISR-4/ISR-5.

We hereby request to holders of physical securities to furnish the documents/details, as per the table below for respective service request, to the Registrars & Share Transfer Agents i.e., M/s. KFin Technologies Limited:

Sr. No.	Particulars	Please furnish details in
1.	PAN	
2.	Address with PIN Code	
3.	Email address (Optional w.e.f. 1 st April, 2023)	
4.	Mobile Number	Form No.: ISR-1
5.	Bank account details (Bank name and Branch, Bank account number, IFS Code)	
6.	Demat Account Number	
7.	Specimen Signature	Form No.: ISR-2
8.	Nomination details	Form No.: SH-13
9.	Declaration to opt out nomination	Form No.: ISR-3
10.	Cancellation or Variation of Nomination	Form No.: SH-14
11.	Request for issue of Securities in dematerialized form in case of below:	
	i. Issue of duplicate securities certificate	
	ii. Claim from Unclaimed Suspense Account	
	iii. Renewal / Exchange of securities certificate	
	iv. Endorsement	Form No.: ISR-4
	v. Sub-division / Splitting of securities certificate	
	vi. Consolidation of securities certificates/folios	
	vii. Transposition	
12.	Transmission	Form No.: ISR-5

A member needs to submit Form ISR-1 for updating PAN and other KYC details to the RTA of the Company. Member may submit Form SH-13 to file Nomination. However, in case a Member do not wish to file nomination 'declaration to Opt-out' in Form ISR-3 shall be submitted.

In case of major mismatch in the signature of the members(s) as available in the folio with the RTA and the present signature or if the signature is not available with the RTA, then the member(s) shall be required to furnish Banker's attestation of the signature as per Form ISR-2 along-with the documents specified therein. Hence, it is advisable that the members send the Form ISR-2 alongwith the Form ISR-1 for updating of the KYC Details or Nomination.

All the aforesaid forms can be downloaded from the website of the Company at: <https://www.pudumjee.com/updation-of-pan-kyc-nomination-details-by-shareholders-pursuant-to-sebi-circular-dated-03-11-2021/> and from the website of the RTA at <https://kprism.kfintech.com/>.



The Company in the month of May, 2023 has dispatched a separate communication letter to the holders of physical securities requesting them to update their KYC in record of Company/RTA.

▪ **Mode of submission of form(s) and documents**

a. Submitting Hard copy through Post/Courier etc.

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

KFin Technologies Limited,
Unit: Pudumjee Paper Products Limited
Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad – 500 032

b. Through Electronic Mode with e-sign

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

c. Submitting Hard copy at the office of the RTA

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

d. Mandatory Self-attestation of the documents

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

e. E-sign

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

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

23) Tax Deduction on Dividend:

As per the Income-Tax Act, 1961 ("IT Act"), as amended by the Finance Act, 2020, dividends paid or distributed by the Company after 01st April, 2020 shall be taxable in the hands of the Shareholders. The Company shall therefore be required to deduct tax at source ("TDS") at the time of making payment of the said Dividend. For the prescribed rates for various categories, the Shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. However, no tax shall be deducted on the dividend payable to a resident individual shareholder if the total dividend to be received during a Financial Year does not exceed Rs. 5,000/-.

Resident Individual Shareholders with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source.

Non-Resident Shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, self-attested copy of Pan Card or any other document which may be required to avail the tax treaty benefits.

Shareholders holding shares under multiple accounts under different/status category and single PAN, may note that, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts.

The requisite form for claiming tax exemption can be downloaded from the website of the Company at www.pudumjee.com.

The aforementioned documents (duly completed and signed) are required to be uploaded on the website of KFin Technologies Limited ("KFinTech") the Registrar and Transfer Agent at <https://ris.kfintech.com/form15> or by sending hard copy of the said documents at the registered office of the Company through registered post/courier before 28th August, 2024 in order to enable the Company to determine and deduct appropriate TDS/Withholding Tax. The Shareholders may note that, incomplete and/or unsigned forms and declarations will not be considered by the Company. No communication on the tax determination/deduction shall be entertained after 28th August, 2024.

The Shareholders may note that in case tax on dividend is deducted at a higher rate in the absence of receipt of any of the aforementioned details/documents from the shareholders, the shareholders may consider filing their return of income and claiming an appropriate refund, as may be eligible. No claim shall lie against the Company for such taxes deducted.

The Company shall arrange to e-mail the soft copy of the TDS certificate to shareholders at the registered e-mail id within the prescribed time, post payment of the said dividend, if declared in the AGM. The details of TDS deducted can also be viewed in Form 26AS at TRACES <https://www.tdscpc.gov.in/app/login.xhtml> or the website of the Income Tax department of India at <https://www.incometax.gov.in>.

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/s, such Shareholder/s will be responsible to indemnify the Company, and also provide the Company with all information/documents and co-operation in any assessment/ appellate proceedings before the Tax/Government authorities.

**By Order of the Board,
Pudumjee Paper Products Limited**

Dr. Ashok Kumar
Executive Director

Registered Office:

Thergaon, Pune-411033.

Tel: +91-20-30613333,

Fax: +91-20-40773388

CIN: L21098PN2015PLC153717

Website: www.pudumjee.com

27th May, 2024



ANNEXURE TO THE NOTICE

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

The following Explanatory Statement sets out all the material facts relating to items of business as mentioned in Item Nos. 4 to 8 under Special Business in the accompanying Notice dated 27th May, 2024 convening the Annual General Meeting.

ITEM NO. 4

The Company had re-appointed Mr. Arunkumar Mahabirprasad Jatia as "Whole-time Director" designated as "Executive Chairman" of the Company for a period of 5 years with effect from 01st August, 2023 up to 31st July, 2028.

The Management proposes the revision in the remuneration and other benefits payable to Mr. Arunkumar Mahabirprasad Jatia with effect from 01st April, 2024 up to 31st July, 2026, as given in the accompanying resolution. His remuneration was last revised w.e.f. 01st April, 2021

Mr. Arunkumar Mahabirprasad Jatia, Aged 61 years, is B.S. (Finance and Business Economics from University of Southern California - USA and an Alumni of the Harvard Business School) and has over 41 years experience in Business Administration and Finance and Foreign Trade. Mr. Jatia possesses natural managerial talent with progressive outlook.

Mr. Arunkumar Mahabirprasad Jatia was first appointed on the Board of the Company w.e.f. 14th January, 2015. During the year 1st April, 2023 to 31st March, 2024, 4 Board meetings of the Company were held and he had attended all the meetings.

Mr. Arunkumar Mahabirprasad Jatia is also the Director of AMJ Land Holdings Limited, Thacker And Company Limited, Biodegradable Products India Limited, Chem Mach Private Limited and Suma Commercial Private Limited.

Mr. Arunkumar Mahabirprasad Jatia is Chairman/Member of the following other Board Committees:

Sr. No.	Name of the Companies	Name of the Committee	Position Held
1.	Thacker and Company Limited	Share Transfer Committee	Chairman
		Borrowing and Investment Committee	Chairman
2.	AMJ Land Holdings Limited	Share Transfer Committee	Chairman
		Corporate Social Responsibility Committee	Member
		Investment and Borrowing Committee	Chairman
		Stakeholders Relationship Committee	Member
		Audit Committee	Member
		Re-Organisation Committee	Member
		Nomination and Remuneration Committee	Member

The Nomination and Remuneration Committee and the Board of Directors at their meetings held on 27th May, 2024 have approved and recommended the revision in remuneration and other benefits payable thereto to Mr. Arunkumar Mahabirprasad Jatia.

The Details of remuneration sought to be paid and the remuneration last drawn are provided in the Annexure to this Notice.

Except Mr. Arunkumar Mahabirprasad Jatia, individually together with his relatives hold in aggregate 42,06,950 shares of the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, monetarily or otherwise in the proposed Special Resolution.

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

ITEM NO. 5

Dr. Ashok Kumar, is an Executive Director of the Company and was re-appointed for a period of 5 years with effect from 28th May, 2021 and the remuneration and other benefits were fixed for a period till 31st March, 2024.

The Management proposes to revise his remuneration and other benefits with effect from 01st April, 2024 till the remainder of his term of appointment i.e. 26th May, 2026 as given in the accompanying resolution. His remuneration was last revised w.e.f. 01st April, 2021.

Dr. Ashok Kumar, Aged 68 years, is M.E. (Chemical) and Ph.D. (Pulp Processing) and has wide and varied experience of over three decades in the Paper Industry. Dr. Ashok Kumar was first appointed on the Board of the Company w.e.f. 28th May, 2016. During the year 1st April, 2023 to 31st March, 2024, 4 Board meetings of the Company were held and he had attended all the meetings.

Dr. Ashok Kumar is also the Director of AMJ Land Holdings Limited and Member of Share Transfer Committee of AMJ Land Holdings Limited.

The Nomination and Remuneration Committee and the Board of Directors at their meetings held on 30th January, 2024 & 27th May, 2024 have approved and recommended the remuneration and other benefits payable thereto to Dr. Ashok Kumar.

The Details of remuneration sought to be paid and the remuneration last drawn are provided in the Annexure to this Notice.

Except Dr. Ashok Kumar, and his relative(s), none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, monetarily or otherwise in the proposed Special Resolution.

The Resolution as set out in Item No. 5 of the Notice is recommended by the Board to be passed as a Special Resolution.

ITEM NO. 6

The Board of Directors at their meeting held on 27th May, 2024 has approved and recommended the invitation and acceptance of fixed deposits from the public in general pursuant to the Sections 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 to meet the working capital needs.

In compliance with the above provisions of the Companies Act, 2013 and the Rules framed thereunder the Company is required to obtain approval of its Shareholders for acceptance of Fixed Deposits from the public in general, as such, approval of the members by way of Special Resolution is being sought. It may be noted that the deposits to be accepted will be unsecured.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, monetarily or otherwise in the proposed Special Resolution.

The Resolution as set out in Item No. 6 of the Notice is recommended by the Board to be passed as a Special Resolution.

ITEM NO. 7

The Company is required under Section 148 of the Companies Act, 2013, to have the audit of its cost records relating to "PAPER" conducted by a Cost Accountant in Practice. The Board of Directors of the Company has on the recommendation of the Audit Committee, approved the appointment and remuneration of Mr. Narhar K. Nimkar the Cost Accountant to conduct audit of cost records of the Company for products covered under the Companies (Cost Records and Audit) Rules, 2014 at a remuneration of Rs. 2,50,000/- for the Financial Year ending 31st March, 2024.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors needs to be approved by the Shareholders of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the proposed Ordinary Resolution.

The Resolution as set out in Item No. 7 of the Notice is recommended by the Board to be passed as an Ordinary Resolution.

ITEM NO. 8

The Company had re-appointed Ms. Vrinda Jatia as Vice President (Market Research & Development) of the Company for a period of 5 years with effect from 01st April, 2022.

The Management proposes the revision in the remuneration and other benefits payable to Ms. Vrinda Jatia for a period of 3 years with effect from 01st April, 2024 as given in the accompanying resolution.

The Nomination and Remuneration Committee, Audit Committee and the Board of Directors at their meetings held on 27th May, 2024 have approved and recommended the revision in remuneration and other benefits payable thereto to Ms. Vrinda Jatia.

The provisions of Section 188 and other applicable provisions of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that, all material related party transactions or transaction exceeding such sums as may be prescribed shall require approval of the shareholders.

The information as required under the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI Master Circular No.: SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 is as under:

Sr. No.	Description	Particulars
1.	Name of the Related Party	Ms. Vrinda Jatia
2.	Nature of Relationship [including nature of its interest (financial or otherwise)]	Ms. Vrinda Jatia is a daughter of Mr. Arunkumar Mahabirprasad Jatia, the Executive Chairman & Promoter of the Company. She also holds directorship in the M/s. Thacker and Company Limited and M/s. CHEM MACH Private Limited (Companies forming part of Promoter Group of the Company). She is also a part of the Promoter Group of the Company and, therefore, a related party with reference to the Company as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations, 2015') read with relevant provisions of the Companies Act, 2013 and Rules prescribed thereunder.



Sr. No.	Description	Particulars
3.	Type, Material Terms and Particulars of the proposed transaction.	Revision in remuneration, benefits and amenities, paid/payable to Ms. Vrinda Jatia, as Vice President (Market Research & Development) of the Company for a period of 3 years w.e.f. 01.04.2024 on the terms and conditions as mentioned in the Resolution.
4.	Tenure of the proposed transaction	For a period of 3 years w.e.f. 01.04.2024.
5.	Value of the proposed transaction	Rs. 60 Lakhs per annum plus perquisites at actual.
6.	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction.	Approximately 0.08% of annual turnover of the Company for the financial year 2023-2024.
7.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
	i. details of the source of funds in connection with the proposed transaction;	Not Applicable
	ii. where any financial indebtedness is incurred to make or give loans, interoperate deposits, advances or investments, » nature of indebtedness; » cost of funds; and » tenure;	Not Applicable
	iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security;	Not Applicable
	iv. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Not Applicable
8.	Justification as to why the RPT is in the interest of the listed entity;	Ms. Vrinda Jatia is a Bachelor in Science, possesses experience in business and foreign trade. As Vice President, Ms. Vrinda Jatia assumes a pivotal role in steering the market research and development functions within the Company. Considering the critical nature of her responsibilities and significant contributions to the Company's growth and market positioning, the remuneration and associated benefits extended to Ms. Jatia is reflective of the value she brings to the Company's progress.
9.	A copy of the valuation or other external party report, if any such report has been relied upon;	Not Applicable.
10.	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

Apart from Mr. Arunkumar Mahabirprasad Jatia who would be interested in the revision in remuneration of Ms. Vrinda Jatia, none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the proposed Ordinary Resolution.

The Resolution as set out in Item No. 8 of the Notice is recommended by the Board to be passed as an Ordinary Resolution.

By Order of the Board,
Pudumjee Paper Products Limited

Dr. Ashok Kumar
Executive Director

Registered Office:

Thergaon, Pune-411033.
Tel: +91-20-30613333,
Fax: +91-20-40773388
CIN: L21098PN2015PLC153717
Website: www.pudumjee.com
27th May, 2024

ANNEXURE TO AGM NOTICE

The Statement of disclosures pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings, is as under:

Name of the Director	Mr. Surendra Kumar Bansal (Non-Executive Non-Independent Director)
DIN	00031115
Date of Birth	19.12.1959
Qualification	B.com, A.C.A., A.C.S.
Brief Resume and Expertise in specific functional area of the Director	Mr. Bansal has a wide and varied experience in finance, accounts, corporate laws and taxation matters.
Date of appointment in the Current Designation	14.01.2015
Shareholding in the Company	NIL
Directorships in other Companies	Listed Company: 1. Thacker and Company Limited 2. AMJ Land Holdings Limited Unlisted Company: 1. Biodegradable Products India Limited 2. Fujisan Technologies Limited 3. AMJ Realty Limited
Memberships/ Chairmanship of Committees of Other Companies*	Listed Companies: 1. AMJ Land Holdings Limited: a. Stakeholders Relationship Committee - Member
Inter-se relationship between Directors and other Key Managerial Personnel	He is not related with any Director and Key Managerial Personnel of the Company.
Number of Meetings of the Board attended during the financial year 2023-24	4
Details of remuneration last drawn during the financial year 2023-24	NIL

* Committees considered are Audit and Stakeholders Relationship Committee.



Information pursuant to the requirements of paragraph(B)(iv) of Section II of Schedule V to the Companies Act, 2013 concerning remuneration payable to Mr. Arunkumar Mahabirprasad Jatia, Executive Chairman & Whole Time Director and Dr. Ashok Kumar, Executive Director is furnished herein below:

I. GENERAL INFORMATION:

Nature of Industry	Paper Manufacturing
Date or expected date of commencement of commercial production	February, 2016
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable

Financial performance based on given indicators

Year ending 31 st March, 2024	(Rs. in Lakhs)
Effective Capital	16,897.10/-
Turnover	78,496.37/-
Profit Before Tax	13,164.52/-
Profit after Tax	9,814.05/-
Dividend	0.60/-*
Reserves (excluding revaluation reserve)	30,239.52/-

*Per Share in Rs.

Foreign investments or collaborators, if any.

Not Applicable

II. INFORMATION ABOUT THE APPOINTEE:

Name of the Appointee

Mr. Arunkumar Mahabirprasad Jatia

Dr. Ashok Kumar

Background details

Mr. Arunkumar Mahabirprasad Jatia, is a Promoter Director and Chairman of the Company since the year 2015. Mr. Jatia is B.S. (Finance and Business Economics from University of Southern California - USA and an Alumni of the Harvard Business School) and has over 40 years experience in Business Administration and Finance and Foreign Trade.

Dr. Ashok Kumar is M.E. (Chemical Engineer) and Ph.D (Pulp Processing) and has wide and varied experience over three decades in the Paper Industry.

The Board of Directors and its Nomination and Remuneration Committee has considered and approved remuneration payable to Dr. Ashok Kumar as given in the accompanying resolution.

Past remuneration

The Board of Directors and its Nomination and Remuneration Committee has considered and approved a revision in remuneration payable to Mr. Arunkumar Mahabirprasad Jatia as given in the accompanying resolution.

Remuneration at the rate of Rs. 15,96,000/- per month (including Dearness Allowance).

Remuneration at the rate of Rs. 7,02,000/- per month (including Dearness Allowance).

Break up per month:

Break up per month:

Remuneration Rs. 15,96,000/- + House Rent Allowance Rs. 11,65,000/- + Perquisites (including commission / performance incentive, contribution to provident fund and superannuation scheme) Rs. 17,27,765.67/- (i.e. total yearly remuneration Rs. 5,38,65,188/-).

Remuneration Rs. 7,02,000/- + House Rent Allowance Rs. 3,16,000/- + perquisites (including contribution to provident fund and superannuation scheme) Rs. 85,087.58/- (i.e., total yearly remuneration Rs. 1,32,37,051/-).

Recognition or awards	NIL	NIL
Job profile and his suitability	As a Director of the Company since 2015, Mr. Jatia has had a vast and wide experience of business administration and finance and foreign trade for over 40 years and is a promoter Director. He is responsible for overall day to day operations of the Company under the supervision, control and guidance of the Board of Directors of the Company.	He is responsible for overall day to day operations of the Company under the supervision and control of Executive Chairman and Board of Directors of the Company.
Remuneration proposed	<p>Proposed revision in Remuneration of Mr. Arunkumar Mahabirprasad Jatia:</p> <ul style="list-style-type: none"> ▪ Remuneration at the rate of Rs. 16,50,000/- per month including Dearness Allowance and ▪ Rent free furnished residential accommodation or an allowance in lieu thereof at the rate of Rs. 12,20,000/- per month. ▪ Mr. Jatia is entitled to perquisites such as gas, electricity, upkeep, repairs & maintenance (including expenditure paid to Housing Society Association etc., towards maintenance) and property tax of the residential accommodation, medical expenses, furnishings, LTA, club fees, personal accident insurance, phone(s), Internet Connection(s) & infrastructure, cars etc., at cost. He is also entitled to the Commission or Performance Incentive, as may be decided by the Board or Committee of Directors authorized by the Board, from time to time and benefits of contribution to Provident Fund/Superannuation Scheme, Gratuity. 	<p>Proposed revision in Remuneration of Dr. Ashok Kumar:</p> <ul style="list-style-type: none"> ▪ Remuneration at the rate of Rs. 8,00,000/- per month including Dearness Allowance and ▪ Rent free furnished residential accommodation or an allowance in lieu thereof at the rate of Rs. 4,08,000/- per month. ▪ Dr. Ashok Kumar is entitled to the benefits of contribution to Provident Fund/Superannuation Scheme, Gratuity, and perquisites such as gas, electricity, medical expenses, furnishing, LTA, club fees, personal accident insurance, telephone, cars etc. at cost.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Whilst there exists no such comparison in terms of Company's size and nature of its operations, the remuneration proposed is in line with the remuneration of similar occupants in some of the Companies in the Industry and general trend in this regard.	Whilst there exists no such comparison in terms of Company's size and nature of its operations, the remuneration proposed is in line with the remuneration of similar occupants in some of the Companies in the Industry and general trend in this regard.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	NIL	Nil



III. OTHER INFORMATION:

Reasons of loss or inadequate profits	The Company was incorporated on 14 th January, 2015 as special purpose vehicle for the Scheme of Arrangement and Reconstruction (Demerger). The Company may have inadequate profit for payment of managerial remuneration owing to competitive pressure. The economic conditions as and when they adversely fluctuate as also the global competition in specialty segment of Paper at times may put considerable pressure on profitability.	The Company was incorporated on 14 th January, 2015 as special purpose vehicle for the Scheme of Arrangement and Reconstruction (Demerger). The Company may have inadequate profit for payment of managerial remuneration owing to competitive pressure. The economic conditions as and when they adversely fluctuate as also the global competition in specialty segment of Paper at times may put considerable pressure on profitability.
Steps taken or proposed to be taken for improvement	The management's emphasis on cost reduction, appropriate product mix and quality improvement are expected in the long run to neutralize any inadequacy of profits.	The management's emphasis on cost reduction, appropriate product mix and quality improvement are expected in the long run to neutralize any inadequacy of profits.
Expected increase in productivity and profits in measurable terms.	With the aforesaid efforts and consequent better capacity utilization, the profits are targeted to be achieved to be adequate for managerial remuneration.	With the aforesaid efforts and consequent better capacity utilization, the profits are targeted to be achieved to be adequate for managerial remuneration.
IV. DISCLOSURES:	As indicated above Under II "INFORMATION ABOUT THE APPOINTEE."	As indicated above Under II "INFORMATION ABOUT THE APPOINTEE."

Registered Office:

Thergaon, Pune-411033.
 Tel: +91-20-30613333,
 Fax: +91-20-40773388
 CIN: L21098PN2015PLC153717
 Website: www.pudumjee.com
 27th May, 2024

By Order of the Board,
Pudumjee Paper Products Limited
Dr. Ashok Kumar
Executive Director

CORPORATE INFORMATION

Board of Directors

- Mr. Arunkumar Mahabirprasad Jatia**, Executive Chairman
- Mr. Surendra Kumar Bansal**, Non-Executive Non-Independent Director
- Mr. Vinod Kumar Beswal**, Non-Executive Independent Director
- Mr. Nandan Damani**, Non-Executive Independent Director
- Mrs. Madhu Dubhashi**, Non-Executive Independent Director
- Dr. Ashok Kumar**, Executive Director
- Mr. Basant Kumar Khaitan**, Non-Executive Independent Director
- Mr. Ved Prakash Leekha**, Non-Executive Non-Independent Director
- Mr. Sanjay Kumar Singh**, Non-Executive Independent Director, (w.e.f. 30.01.2024)

Chief Financial Officer

Mr. Hanuman Prasad Birla

Company Secretary and Compliance Officer

Mr. Vinay Jadhav (up to 20.04.2024)
Mr. Shrihari Waychal (w.e.f. 01.08.2024)

Bankers

State Bank of India
IDBI Bank Limited
YES Bank Limited
The Saraswat Co-Operative Bank Limited

Statutory auditors

J. M. Agrawal & Company

Secretarial auditors

SIUT & Co LLP

Registered office

Thergaon, Pune - 411 033

Registrar & share transfer agents:

KFin Technologies Limited
Selenium Tower B, Plot No. 31 & 32,
Gachibowli, Financial District, Nanakramguda,
Serilingampally, Hyderabad - 500 032

E-Mail: einward.ris@kfintech.com



PUDUMJEE

Pudumjee Paper Products Limited
Thergaon, Pune - 411 033