



Date: 06/09/2024

To,

The Manager  
Listing Department  
BSE Limited - SME  
P.J. Towers Dalal Street,  
Mumbai-400001  
Scrip Code: 544199  
Scrip ID: GEMENVIRO

**Sub: Annual Report for the FY-2023-24 along with Notice of 11<sup>th</sup> Annual General Meeting.**

Dear Sir/ Ma'am,

Pursuant to Regulations 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of the Annual Report for the Financial Year 2023-24 along with the Notice of 11<sup>th</sup> Annual General Meeting of the Company scheduled to be held on **Monday, September 30, 2024 at 11:30 P.M. (IST)** through Video Conferencing (VC)/ other audio visual means (OAVM) facility to transact the business as set out in the Notice.

Kindly take the above on record and oblige.

Thanking You,

Yours Faithfully

For **GEM Enviro Management Limited**  
(Formerly known as GEM Enviro Management Private Limited)

Sachin Sharma  
Managing Director  
DIN: 05281526  
Encl: As above

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**GEM ENVIRO MANAGEMENT LIMITED**

(Formerly Known as GEM Enviro Management Private Limited)

Waste Management Agency (WMA)

Reg. Office : Unit no.203, Plaza- 3, Central Square, Bara Hindu Rao, Delhi- 110006, Ph. No. 011-49068377/9654991840

Email : [info@gemrecycling.com](mailto:info@gemrecycling.com), Web : [www.gemrecycling.com](http://www.gemrecycling.com), CIN No. : U93000DL2013PLC247767



# ANNUAL REPORT

2023 - 2024



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# ESSENTIAL HIGHLIGHTS

GEM is one of the **Fastest growing waste management company** in India



**10+**

Years of Experience



**50+**

Team Size



**100+**

Client



**25+**

Plastic Waste Processors



**1 MILLION+ MT**

Waste Processed Till Date



ISO 45001:2018 Certified



**0.4 MILLION+ MT**

CO<sub>2</sub> Emission Saved



**FY24 (RS IN MILLION)**

Revenue	- ₹ 342.79
EBITDA	- ₹ 153.47
PAT	- ₹ 112.97



**FY24**

ROE - 39%  
ROCE - 45%

## DISCLAIMER

In this annual report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements that we periodically make, contain forward-looking statements that set out anticipated results based on the company'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. Although we are confident to achieve the above stated forward looking statements will be realized and we believe we have been prudent in our assumptions. The achievement of results is subject to risks and uncertainties in future. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.



# CORPORATE INFORMATION

## Board of Directors

Name	DIN
Mr. Dinesh Pareekh (Director)	00629464
Mr. Sachin Sharma (Managing Director)	05281526
Mr. Anil Kumar Behl (Independent Director)	00697588
Ms. Mamta Gupta (Independent Director)	02789086

## Key Managerial Person

Name
Mr. Amar Jeet (CFO)
Mr. Vijay Kumar Sharma (Company Secretary)

## Auditors

Statutory Auditor  
M/s. Rajiv Mehrotra & Associates  
Head Office- 3/3 A, Vishnupuri,  
Kanpur- 208008, U.P.,  
[info@rmaca.co.in](mailto:info@rmaca.co.in)

Internal Auditor  
M/s. Rastogi Sunil &  
Associates, 114, Vikasdeep  
Building, Nirman Vihar,  
Delhi- 110092,  
[ca.akashagrawal92@gmail.com](mailto:ca.akashagrawal92@gmail.com)

## Secretarial Auditor

M/s. Hemant Kumar Sajnani & Associates  
Chamber No. A10, BHR Complex, 119/538- A, Gumti No. 5,  
Kanpur- 208012, | [sajnanihemant09@gmail.com](mailto:sajnanihemant09@gmail.com)

## Audit Committee

Mr. Anil Kumar Behl (Chairman)  
Mr. Sachin Sharma (Member)  
Mrs. Mamta Gupta (Member)

## Nomination & Remuneration Committee

Mr. Anil Kumar Behl (Chairman)  
Mrs. Mamta Gupta (Member)  
Mr. Dinesh Pareekh (Member)

## Stakeholder's Relationship Committee

Mr. Dinesh Pareekh (Chairman)  
Mr. Anil Kumar Behl (Member)  
Mr. Sachin Sharma (Member)

## Corporate Social Responsibility Committee

Mr. Sachin Sharma (Chairman)  
Mr. Dinesh Pareekh (Member)  
Mr. Anil Kumar Behl (Member)

## Registrar & Share Transfer Agent

Skyline Financial Services Pvt. Ltd., D-153A, 1st Floor,  
Okhla Industrial Area, Phase- I, New Delhi- 110020,  
[info@skylinerta.com](mailto:info@skylinerta.com)

## Bankers

**ICICI Bank**, Plot No. 32,  
Block No. 62, New Rohtak Road,  
Karol Bagh, New Delhi- 110005

**HDFC Bank**, Shop No.1-6, Devika Tower,  
Commercial Complex, Chander Nagar,  
Ghaziabad - 201010, Uttar Pradesh.

# JOURNEY TOWARDS A GREENER FUTURE



**2024**

GEM got listed on BSE

**2023**

Achievement of PAT of more than ₹ 10 Crore Provided more than 3,00,000 MT of EPR credits to various clients

**2018**

Expansion of service offering beyond waste collection to include Extended Producer Responsibility (“EPR”) business

**2017**

Expansion of service offering beyond waste collection to include Extended Producer Responsibility (“EPR”) business

**2016**

Collaboration with Bisleri India for providing sustainability and plastic waste management solutions to their organization

**2013**

Change of Name from “Ganesha Enviro Management Private Limited” to “GEM Enviro Management Private Limited”.

Foray into post-consumer plastic waste collection by developing model for direct collection of plastic waste from point of origin through hotels, restaurants, etc.

# DRIVING FORCE BEHIND GEM



## MR. DINESH PAREEKH

Experience: 30 years

Mr. Dinesh Pareekh chairman of GEM is business leader and a seasoned professional in the corporate world with more than 30 years experience in investments and entrepreneurship.



## MR. SACHIN SHARMA

Experience: 20 years

Mr. Sachin is the Managing Director of GEM. Mr. Sachin is an MBA from IIM-CAL with around 20 yrs. of work exp. across investment banking, pe and startups



# SERVICES & SOLUTIONS PORTFOLIO



## COLLECTION & TRANSPORTATION OF PLASTIC WASTE

- GEM operates a robust network for collecting plastic waste from businesses and industrial sites.
- They ensure responsible transportation and segregation of plastics for recycling.



## EPR PROGRAM MANAGEMENT AND IMPLEMENTATION

- GEM partners with businesses, governments, and industries to implement EPR programs.
- GEM team collaborates closely with each client to develop and implement EPR programs tailored to their specific needs and goals.



## EDUCATION AND ADVOCACY

- GEM raises awareness about plastic waste through outreach programs and educational campaigns.
- Tailored awareness programs and workshops on plastic waste reduction and recycling empower individuals and businesses to make eco-conscious decisions.



## SUSTAINABILITY CONSULTATION

- GEM advises on EPR, sustainable materials, and waste reduction.
- They help businesses understand and monetize plastic credits, incentivizing sustainable practices



# MANAGING DIRECTOR'S MESSAGE TO STAKEHOLDERS



*Dear Shareholders,*

It gives me immense pleasure to share my view with our valued stakeholders and present 11th Annual Report for the financial year 2023-24. As it is the first annual report after listing, it gives me immense pleasure to share with you that despite the challenging economic environment, I am proud to announce that we have made significant progress and achieved notable results. This has been a transformative year for our company, marked by significant achievements, challenges, and strategic initiatives that have strengthened our position in the industry.

The Company successfully came out with the Initial Public Offering (IPO) with appreciation and support of you and has been listed on BSE SME Platform on 26th June, 2024. We are fortunate and humbled by the response received for the Initial Public Offering (IPO) of the Equity Shares of GEM Enviro Management Limited.

## MARKET OVERVIEW

The government focus on environmental sustainability continues to grow, driving increased regulatory pressure on companies to manage their plastic waste more responsibly. In 2023-24, we witnessed several new regulations and amendments to the Plastic Waste Management Rules 2016 such as Plastic Waste (Amendment) Rules 2023, Plastic Waste (Second Amendment) Rules 2023 and Plastic Waste Management (Amendment) Rules 2024. These regulations were designed to give relief to Producers, Importers, Brand Owners (PIBOs) by removing operational bottlenecks, redefinition of certain terms for providing better clarity, better plastic content disclosure mechanisms and introduction of new categories such as Manufacturers under the purview of Plastic Waste Management in India.

However, there were challenges in the execution of Plastic Waste Management rules by the Central Pollution Control Board (CPCB) as the online portal for uploading of data and transfer of EPR credits under Plastic Waste Management rules was not fully functional and operational due to technical issues during the year 2023-24. Therefore, our Company was not able to transfer all the required EPR credits to our PIBO clients for the year 2023-24. Further, CPCB extended the EPR transfer and annual return filing date from **30th June 2024 to 30th September 2024**.

The heightened and challenging regulatory environment on the one hand, has expanded the market for EPR services, as more PIBO's seek to comply with new laws. On the other hand, it has required us to stay agile and adapt quickly to uncertainty and new compliance requirements as per the new regulations. I would like to report that despite the challenging environment GEM Enviro Management Limited has been able to grow the profitability margins and the Profit after Tax numbers for the year 2023-24 as compared to 2022-23.



## FINANCIAL PERFORMANCE

For the year 2023-24, our revenue were Rs 3356.18 Lacs, represent 21.08% decline as compared to 2022-23. This decline was primarily due to the reasons that GEM Enviro Management Limited has made strategic decision to significantly reduce its low margin trading operations and due to the fact that because of erratic working of Plastic Waste Management EPR portal our Company was not able to book revenues for some clients in 2023-24.

Our EBITDA margin improved to 45 % in 2023-24 from 32 % in 2022-23, reflecting our efforts to optimize operational efficiencies and manage costs effectively.

**The Profit after Tax for the year stood at Rs 1129.72 Lakh, representing a 12.10 % increase from the previous year.**



# OPERATIONAL HIGHLIGHTS

For the year 2023-24, our focus on innovation, sustainability, and customer satisfaction has been at the core of our operational strategy.

## 1 Expansion of Plastic Waste Processor Networks:

We have expanded our Plastic Waste Processor networks by adding 5 new Plastic Waste Processors. These Plastic Waste Processors are expanding our reach product wise and geography wise.

## 2 Technological Advancements:

We introduced new technologies that have enhanced our operational capabilities. Our investment in Sales Force CRM solutions has allowed us to reach out to more number of clients and improve client service.

## 3 Client Base Growth:

Our client base grew by 10%, with 12 new companies signing up for our EPR services. This growth is a testament to our reputation as a reliable partner in managing plastic waste and helping businesses meet their environmental obligations.

## 4 New Business Areas:

During the year 2023-24 we registered with VERRA as a consultant for Plastic Credits. We signed an agreement with Ganesha Overseas Private Limited, a plastic recycler based out of Nepal for advising them to generate and sell Plastic Credits.



### SUSTAINABILITY AND CORPORATE SOCIAL RESPONSIBILITY (CSR)

Sustainability is at the heart of our mission. In 2023-24, we continued to advance our sustainability agenda, focusing on reducing the environmental impact of plastic waste and promoting the circular economy.

#### Circular Economy Initiatives:

We launched several initiatives aimed at promoting the circular economy. These include organizing awareness programs and collaborations with local communities to raise awareness about plastic waste management, proper disposal of plastic waste and importance of recycling.

#### Community Engagement:

We believe in giving back to the communities where we operate. In 2023-24, we expanded our CSR programs, focusing on education and awareness campaigns about plastic waste management. These initiatives have reached over 2,000+ people, empowering them to make more sustainable choices.

# CHALLENGES AND RISK MANAGEMENT

While 2023-24 has been a year of growth and achievement, it has not been without its challenges. The increasing complexity of EPR regulations, coupled with the volatile economic environment, has required us to be more vigilant in our risk management practices.

**1. Regulatory Compliance:** As EPR regulations evolve, ensuring compliance across multiple States has been challenging. To mitigate this risk, we have invested in a dedicated compliance team that works closely with local authorities to stay ahead of regulatory changes.

**2. Supply Chain Disruptions:** Supply chain disruptions, particularly in the plastic waste recycling sector, have impacted our operations. We have responded by diversifying our supply chain and establishing more resilient logistics networks.

**3. Economic Uncertainty:** The economic environment remains uncertain, with potential impacts on our clients' financial stability and their ability to meet their EPR obligations. We have implemented stringent credit control measures and continue to closely monitor the financial health of our clients.



## STRATEGIC OUTLOOK FOR 2024

Looking ahead, we are optimistic about the future and the opportunities it holds. Our strategic priorities for 2024 include:

### Client Expansion

We plan to expand our operations by adding a greater number of clients and particularly in new geographies where we are not strong.

### Service Diversification

We will continue to diversify our service offerings, with a focus on providing EPR solutions for other waste items such as E-Waste, Battery Waste and Tyre Waste.

### Innovation and Technology

Investing in innovation remains a key priority. We will explore new technologies that can enhance our deliverables and further reduce our environmental impact.

### Sustainability Leadership

We aim to strengthen our position as a leader in sustainability by setting even more ambitious targets for reducing plastic waste and promoting the circular economy.



**Finally,** year 2023-24 has been a year of consolidation and achievement for GEM Enviro Management Limited. Our operational excellence, and unwavering commitment to sustainability have positioned us well for continued growth in the years to come.

I would like to express my sincere gratitude to our shareholders for their continued support and confidence in our vision. I would also like to thank our employees, whose dedication and hard work have been instrumental in our success. Together, we are making a positive impact on the environment and driving the transition towards a more sustainable future.

Thank you.  
Sincerely,

**SACHIN SHARMA**

**Managing Director**

[GEM Enviro Management Limited]



# VARUN BEVERAGES LIMITED : VBL

is a leading player in beverage industry in India and one of the largest franchisees of PepsiCo in the world (outside USA). The Company produces and distributes a wide range of carbonated soft drinks (CSDs), as well as a large selection of non-carbonated beverages (NCBs), including packaged drinking water sold under trademarks owned by PepsiCo. PepsiCo CSD brands produced and sold by VBL include Pepsi, Pepsi Black, Mountain Dew, Sting, Seven-Up, Mirinda, Seven-Up Nimbooz Masala Soda and Evervess. PepsiCo NCB brands produced and sold by the Company include Slice, Tropicana Juices (100% and Delight), Seven-Up Nimbooz, Gatorade as well as packaged drinking water under the brand Aquafina.

As on date, VBL has been granted franchises for various PepsiCo products across 27 States and 7 Union Territories in India. India is the largest market and contributed ~79% of revenues from operations (net) in Fiscal 2023. VBL has also been granted the franchise for various PepsiCo products for the territories of Nepal, Sri Lanka, Morocco, Zambia, Zimbabwe, South Africa, Lesotho, Eswatini & DRC and distribution rights for Namibia, Botswana, Mozambique and Madagascar.



**VBL has been awarded as PepsiCo's International Bottler of the Year 2022**

VBL has engaged GEM Enviro Management Limited for phased implementation of 100% recycling of used PET bottles and built-up awareness about waste management and pushed waste collection. VBL has collaborated with GEM Enviro Management Limited for EPR fulfilment and Measurement and improvement in its carbon footprint.

## VBL & GEM IN ACTION TOGETHER FOR



Direct waste collection



Plastic waste disposal awareness program



Ragpickers Awareness Program



General awareness raised on proper disposal of plastic waste



General awareness on clean and green city

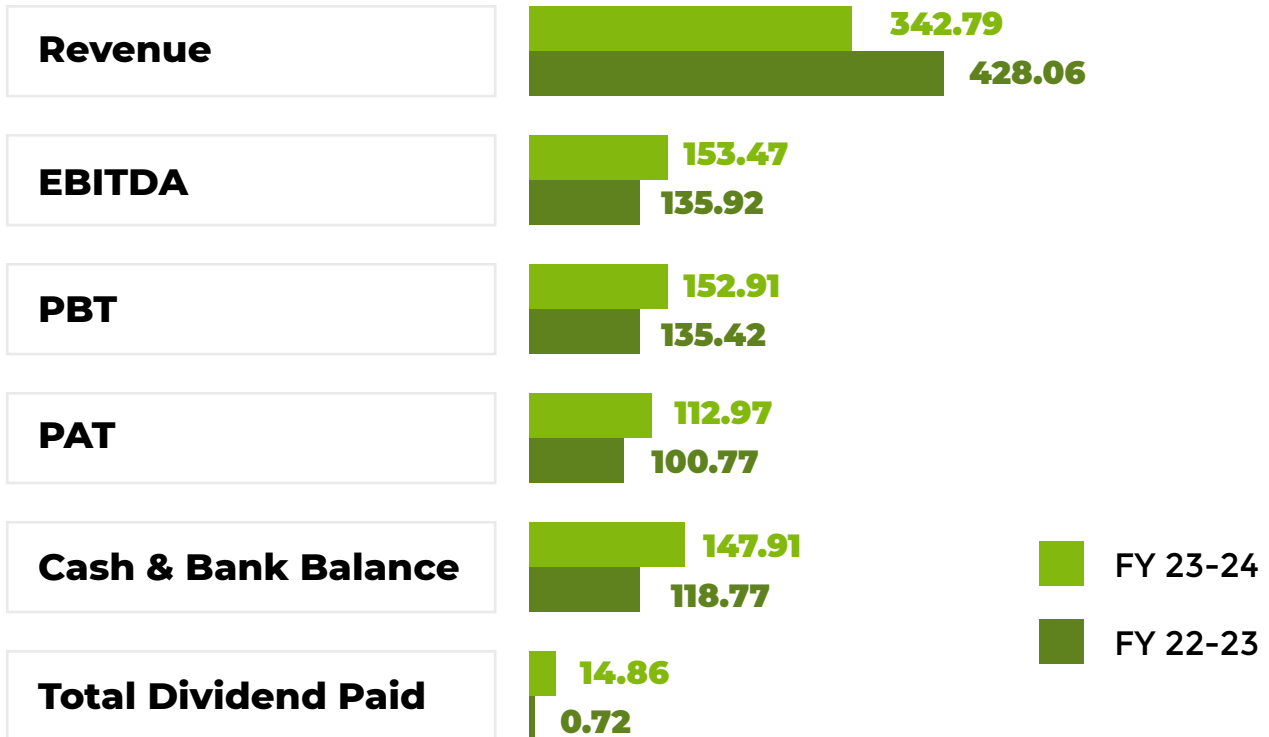


Skill development programs



# KEY PERFORMANCE INDICATORS

Rs. Million



	FY23-24	FY 22-23
ROE	39%	49%
ROCE	45%	56%
Current Ratio	5.45	2.99



# EVENT HIGHLIGHTS



**Workshop  
West Bengal  
2023**

**Global recycling  
day Conference  
on EPR**



**Sustainability  
summit 2024**



# EVENT HIGHLIGHTS



**GCPRS 2024**



**ESG Summit 2024**



**Siam 2023**



# IEC ACTIVITIES





# IEC ACTIVITIES





# RECOGNIZED FOR EXCELLENCE



Times Business Awards North 2023  
For being a Recycling Partner



ISO 45001:2018 Certificate  
From Deutsche Accreditation Board



# MARQUEE CLIENTELE





# NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 11<sup>th</sup> Annual General Meeting (“AGM”) of the Members of GEM Enviro Management Limited (Formerly known as GEM Enviro Management Private Limited) will be held on Monday, 30<sup>th</sup> September, 2024 at 11.30 A.M. through Video Conferencing (VC) / Other Audio Video Means (OAVM) 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 on 31st March, 2024 comprising of the Balance Sheet as at 31st March, 2024, Statement of Profit & Loss Account and Cash Flow Statement as on that date together with the Report of the Board of Director's and Auditor's thereon.
2. To Declare a Final dividend of Rs. 0.50/- (Fifty Paisa) per Equity Shares for the Financial year ended 2023-2024.
3. To appoint a director in place of Mr. Dinesh Pareekh (DIN: 00629464) who retires by rotation and being eligible offer himself for re-appointment.
4. Appointment of statutory auditor

to consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit and Auditors Rules), 2014 (the Rules), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and on the recommendation of the Audit Committee and the Board of Directors, the consent of the members of the Company be and are hereby accorded to appoint, M/s. Rajiv Mehrotra & Associates, Chartered Accountants, Kanpur, (FRN:002253C) as the Statutory Auditors of the Company for a term of 5 years from 1<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2029 and to hold office until the conclusion of the Annual General Meeting to be held in the year 2029, on such remuneration plus tax, out-of-pocket expenses as may be mutually agreed between the Board of Directors of the Company.

**RESOLVED FURTHER THAT** any of the Director of the Company be and are hereby empowered and authorised singly or jointly to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-Forms with Registrar of Companies, Delhi.”

**Registered Office:**  
Unit No. 203, Plaza P3,  
Central Square, Bara Hindu  
Rao, Delhi-110006

By the Order of the Board of  
**GEM Enviro Management Limited**  
(Formerly known as GEM Enviro Management Private Limited)

**Place: Delhi**  
**Date: 5<sup>th</sup> September, 2024**

**Sachin Sharma**  
**Managing Director**  
**DIN: 05281526**

## NOTES

1. Post Covid-19, situations and the current scenario, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.gemrecycling.com](http://www.gemrecycling.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation to this Ministry's **General Circular No. 20/2020** dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30th September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.
9. This AGM is being held through VC / OAVM pursuant to MCA Circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. Members have to attend and participate in the ensuing AGM though VC/OAVM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

10. Members of the Company under the category of 'Institutional Investors' are encouraged to attend and vote at the AGM through VC. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC/OAVM are requested to Email at [investors@gemrecycling.com](mailto:investors@gemrecycling.com), a certified copy of the Board Resolution / authorization letter authorizing their representative to attend and vote on their behalf at AGM through E-voting.
11. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
12. The Board of Directors has appointed Mr. Hemant Kumar Sajnani Proprietor of Hemant Kumar Sajnani and Associates (Membership No. FCS 7348, CP No. 14214), Practicing Company Secretary, Kanpur, as the Scrutinizer to scrutinize the remote voting and e-voting process in fair and transparent manner.
13. The Scrutinizer will submit his consolidated report to the Chairman, or any other person authorised by him, after completion of scrutiny of the votes cast, and the result of the voting will be announced by the Chairman or any other person authorized by him. The Scrutinizer's decision on the validity of votes cast will be final.
14. The Results declared along with the Scrutinizer's Report shall be communicated to the Stock Exchange, where the equity shares of the Company are listed viz. BSE Limited and be made available on its website viz. <https://www.bseindia.com>
- 15. DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:**

In compliance with the MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2023-24 will be available on website of the Stock Exchange, i.e., BSE Limited at <https://www.bseindia.com/>, Company Website i.e. [www.gemrecycling.com](http://www.gemrecycling.com). Annual Report will not be sent in physical form.
16. Members of the Company holding shares, either in physical form or in Dematerialized form, as on 30<sup>th</sup> August, 2024 will receive Annual Report for the financial year 2023-24 through electronic mode only.
17. The Register of Members and Share Transfer Books will remain closed from 24<sup>th</sup> September, 2024 to 30<sup>th</sup> September, 2024 (both days inclusive) for the purpose of Annual General Meeting (AGM).
18. Members holding shares in the dematerialized mode are requested to intimate all changes with respect to their bank details, ECS mandate, nomination, power of attorney, change of address, change in name, etc., to their Depository Participant (DP). These changes will be automatically reflected in the Company's records, which will help the Company to provide efficient and better service to the Members. Members holding shares in physical form are requested to intimate the changes to the Registrar & Share Transfer Agents of the Company (RTA) at its following address:

Skyline Financial Services Private Limited  
D-153 A| 1<sup>st</sup> Floor | Okhla Industrial Area,  
Phase - I New Delhi-110 020.  
Email Id: [info@skylinerta.com](mailto:info@skylinerta.com)
19. In terms of the provisions of Section 152 of the Act, Mr. Dinesh Pareekh, Director of the Company, who retires by rotation at this Annual General Meeting. The Nomination and Remuneration Committee and the Board of Directors of the Company recommend his re-appointment.
20. Details of Directors retiring by rotation / seeking appointment / re-appointment at this Meeting are provided in the "Annexure" to the Notice as per Regulation 36(3) of SEBI (LODR), 2015 and Secretarial Standard on General Meetings ("SS-2") issued by Institute of Company Secretaries of India



21. Mr. Dinesh Pareekh is interested in the Ordinary Resolution set out at Item No. 3, of the Notice with regard to his re-appointment. The other relatives of Mr. Dinesh Pareekh being shareholders of the Company may be deemed to be interested in the resolution set out at Item No. 3 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item No. 3 of the Notice.

22. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred/ traded only in dematerialized form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities.
23. As the AGM is to be held through VC/ OAVM, Members seeking any information with regard to the accounts or any documents, are requested to write to the Company at least 10 days before the date of AGM through email on [investors@gemrecycling.com](mailto:investors@gemrecycling.com). The same will be replied / made available by the Company suitably.
24. The business set out in the Notice of AGM will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice.
25. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
26. The Company has set 23<sup>rd</sup> September, 2024 as the "Cut-off Date" for taking record of the shareholders of the Company who will be eligible for casting their vote on the resolution to be passed in the ensuing 11<sup>th</sup> Annual General Meeting, for E-Voting.
27. The Board of Directors has recommended a final dividend of Re. 0.50 /- per equity share of Rs.5/- each for the financial year ended March 31, 2024, that is proposed to be paid on and after October 06, 2024, subject to the approval of the members at the ensuing AGM. Dividend will be paid as per the mandate registered with the Company or with their respective Depository Participants through electronic clearing service or warrants/at-par cheques or demand drafts, as the case may be.
28. Dividend income is taxable in the hands of the members and the Company is required to deduct tax at source ("TDS") from dividend paid to the members at prescribed rates in the Income Tax Act, 1961. In general, no tax will be deducted on payment of dividend to the category of members who are resident individuals (with valid PAN details updated in their folio/client ID records) and the total dividend amount payable to them does not exceed Rs.5,000/-. Members not falling in the said category can go through the provisions with regard to the applicability of tax rates for various other categories of members and the documents that need to be submitted for nil or lower tax rate.
29. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc. a. For shares held in electronic form: to their Depository Participants ("DPs") b. For shares held in physical form: to the Company/RTA in prescribed Form.

## THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- (i) The voting period begins on Friday, September 27, 2024 at 9.00 AM and ends on Sunday, September 29, 2024 at 5.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 23, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) 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 to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>2) 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 &amp; 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.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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.</li> </ol>



	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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

**Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

- (v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on "Shareholders" module.
  - 3) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

6) If you are a first-time user follow the steps given below:

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant GEM Enviro Management Limited on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investors@gemrecycling.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at investors@gemrecycling.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at investors@gemrecycling.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.



## PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 [info@skylinerta.com](mailto:info@skylinerta.com).

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 21 09911.

# DIRECTOR'S REPORT

DEAR MEMBERS,

Your directors are pleased to present the 11<sup>th</sup> Annual Report of the Company covering the operating and financial performance together with the Audited Standalone Financial Statements and the Auditors' Report thereon for the Financial Year ended on March 31, 2024.

## FINANCIAL RESULTS AND OPERATIONS REVIEW:

The financial highlights of the Company during the period ended March 31, 2024 are as below:

Particulars	(Rs. in Lakhs)	(Rs. in Lakhs)
	Financial Year 2023-2024	Financial Year 2022-2023
Revenue from operations (Net)	3356.18	4253.01
Other income	71.67	27.55
Total Revenue	3427.85	4280.56
Profit/loss before depreciation, Finance, Costs, Exceptional items and Tax Expense	1535.55	1359.24
Less: Depreciation expense	5.54	5.04
Profit/loss before Finance, Costs, Exceptional items and Tax Expense	1530.01	1354.20
Less: Finance costs	-	-
Profit/Loss before Exceptional Items, Extraordinary Items and Tax Expense	1530.01	1354.20
Less: Exceptional Items	-	-
Profit/Loss before Extraordinary Items	1530.01	1354.20
Less: Extraordinary Item/ Prior Period Item	0.87	0
Profit/ (Loss) before tax	1529.15	1354.20
Income Tax- Earlier Year	5.67	-
Less: Tax expense:		
(a) Current tax expense	404.03	345.72
(b) Deferred tax	(10.28)	0.79
<b>Profit / (Loss) for the year</b>	<b>1129.72</b>	<b>1007.69</b>

## STATE OF COMPANY AFFAIRS

During the year under review on the basis of Financial Statement the Company's revenue from operations during the financial year ended 31st March, 2024 were Rs. 3356.18 /- (in Lakhs) as against Rs. 4253.01/-(in Lakhs) of the previous year. The Company has made Net Profit of Rs. 1129.72/-(in Lakhs) as against Rs. 1007.69/-(in Lakhs) of the previous year.

## DIVIDEND AND RESERVES

During the year under review, the Board of Directors of the company have declared and paid Interim and Final Dividend for the Financial Year 2022-23 aggregating to Rs. 148.60 Lakhs.

Further, the Board recommended a final Dividend of Rs. 0.50/- for the Financial Year 2023-24 subject to approval of Shareholders in the Annual General Meeting.

The Dividend declared/ proposed and paid in accordance with section 123 of the Companies Act, 2013.

## TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the Section 124 applicable provisions of the Companies Act, 2013, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), all the unpaid or unclaimed dividends are required to be transferred to the IEPF established by the Central Government, upon completion of seven (7) years.

Further, according to the Investor Education & Protection Fund ("IEPF") Rules, the shares in respect of which dividend has not been paid or claimed by the Shareholders for seven (7) consecutive years or more shall also be transferred to the demat account created by the IEPF Authority.

Your Company does not have any unpaid or unclaimed dividend or shares relating thereto which is required to be transferred to the IEPF as on the date of this Report.

### **Capital Structure**

During the year under review the Company has made changes in the share capital as on 31st March, 2024. The details of the same are mentioned below:

#### **Sub Division/Split of Equity Shares During the FY 2023-24:**

The shareholders in its 10<sup>th</sup> AGM held on 31<sup>st</sup> August, 2023 has approved the sub-division of Company's one (1) equity share of face value of Rs. 10/- each into two (2) equity shares of face value of Rs. 5/- each and consequent amendment in the existing Capital Clause V of the Memorandum of Association (MOA) of the Company.

#### **Authorised Share Capital:**

The shareholders in its 10<sup>th</sup> AGM held on 31<sup>st</sup> August, 2023 has approved sub divided/ split of the Company's Authorized share capital from Rs. 40,00,000 (Rupees Forty Lakh) comprising of 4,00,000 (Four Lakh) equity shares of Rs. 10/- each to Rs. 40,00,000 (Rupees Forty Lakh) comprising of 8,00,000 (Eight Lakh) equity shares of Rs. 5/-

The Company's Authorized share capital also increased from Rs. 40,00,000 (Rupees Forty Lakh) comprising of 8,00,000 (Eight Lakh) equity shares of Rs. 5/- to Rs. 7,50,00,000/- (Rupees Seven Crore Fifty Lakh) comprising of 1,50,00,000 (One Crore Fifty Lakh) equity shares of Rs. 5/-.

The shareholders in its EGM held on 1<sup>st</sup> November, 2023 has also approved the increase in Company's Authorized share capital from Rs. 7,50,00,000/- (Rupees Seven Crore Fifty Lakh) comprising of 1,50,00,000 (One Crore Fifty Lakh) equity shares of Rs. 5/- to Rs. 15,00,00,000/- (Rupees Fifteen Crores) comprising of 3,00,00,000 (Three Crore) equity shares of Rs. 5/-.

#### **Paid Up Share Capital:**

Pursuant to a shareholders' resolution dated August 31, 2023, (authorised share capital) 4,00,000 equity shares of face value of ₹ 10 each was split into 8,00,000 Equity Shares of face value of ₹ 5 each. Accordingly, 3,09,600 paid-up equity shares of face value of ₹ 10 each were split into 6,19,200 Equity Shares of face value of ₹ 5 each.

The Company's paid up share capital has been increased from Rs. 30,96,000 (Rupees Thirty Lakh Ninety Six Thousand) to Rs. 5,26,32,000 (Rupees Five Crore Twenty Six Lakh Thirty Two Thousand) comprising of 1,05,26,400 (One Crore Five Lakh Twenty Six Thousand Four Hundred) equity shares of Rs. 5/- each by allotting 99,07,200 Equity Shares by the way of Bonus issue vide Board Resolution passed at their Board Meeting held on 30<sup>th</sup> September, 2023.

Further, the Company's paid up share capital has been increased from Rs. 5,26,32,000 (Rupees Five Crore Twenty Six Lakh Thirty Two Thousand) comprising of 1,05,26,400 (One Crore Five Lakh Twenty Six Thousand Four Hundred) equity shares of Rs. 5/- each to Rs. 10,52,64,000/- (Rupees Ten Crore Fifty Two Lakh Sixty Four Thousand) comprising of 2,10,52,800 (Two Crore Ten Lakh Fifty Two Thousand Eight Hundred) equity shares of Rs.5/- by allotting 1,05,26,400 Equity Shares by the way of Bonus issue vide Board Resolution passed at their Board Meeting held on 27<sup>th</sup> December, 2023.

#### **ALTERATION OF MEMORANDUM OF ASSOCIATION**

The name clause of the Memorandum of Association has been altered for conversion of company from private company to public company i.e., "GEM Enviro Management Private Limited" to "GEM Enviro Management Limited" vide Special Resolution passed at the Annual General Meeting held on 31<sup>st</sup> August, 2023 and fresh certificate of incorporation upon conversion received on 18th October, 2023.



Further the company has made the alteration in the Memorandum of Association of the company by Sub division of face value from Rs. 10/- to Rs. 5/-. The Authorized Share Capital sub divided from Rs. 40,00,000 (Rupees Forty Lakh) comprising of 4,00,000 (Four Lakh) equity shares of Rs. 10/- to Rs. 40,00,000 (Rupees Forty Lakh) comprising of 8,00,000 (Eight Lakh) equity shares of Rs. 5/-

Further the company has made the alteration in the Memorandum of Association of the company by increased in Authorized Share Capital from Rs. 40,00,000 (Rupees Forty Lakh) comprising of 8,00,000 (Eight Lakh) equity shares of Rs. 5/- to Rs. 7,50,00,000/- (Rupees Seven Crore Fifty Lakh) comprising of 1,50,00,000 (One Crore Fifty Lakh) equity shares of Rs. 5/- vide Ordinary Resolution passed at the Annual General Meeting held on 31<sup>st</sup> August, 2023.

Further the company has made the alteration in the Memorandum of Association of the company by increased in Authorized Share Capital from Rs. 7,50,00,000/- (Rupees Seven Crore Fifty Lakh) comprising of 1,50,00,000 (One Crore Fifty Lakh) equity shares of Rs. 5/- to Rs. 15,00,00,000/- (Rupees Fifteen Crores) comprising of 3,00,00,000 (Three Crore) equity shares of Rs. 5/- vide Ordinary Resolution passed at the Extra Ordinary General Meeting held on 1<sup>st</sup> November, 2023.

#### **ALTERATION OF ARTICLES OF ASSOCIATION**

The Company has adopted new sets of the Article of the Association in due compliance with Conversion of Private Limited Company into Public Limited Company vide Special Resolution passed at the Annual General Meeting held on 31<sup>st</sup> August, 2023.

#### **CHANGE OF NAME OF THE COMPANY**

During the year 2023-2024, the name of Company has been changed from GEM Enviro Management Private Limited to GEM Enviro Management Limited w.e.f. 18.10.2023 consequent upon conversion of the Company from Private Limited to Public Limited.

#### **CHANGE IN THE NATURE OF BUSINESS**

There is no change in the nature of the business of the Company.

#### **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

The Company has made Initial Public Offer (IPO) between the end of the financial year and the date of this Directors' Report.

##### **Initial Public Offer:**

The Company made initial public offer (IPO) of equity shares in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, wherein 1497600 Equity Shares of Rs. 5/- each were issued as Fresh Issue and 4492800 Equity Shares of Rs. 5/- each as offer for Sale (OFS) were issued through the Initial Public Offer. The public issue was opened on June 19, 2024 and closed on June 21, 2024 for all applicants at an offer price of Rs. 75/- per equity share, including a share premium of Rs. 70/- per equity share aggregating to Rs. 4492.80 Lakh.

The Equity shares of the Company were listed on BSE SME Platform with effect from June 26, 2024.

The Company has paid requisite annual listing fees to BSE Limited (BSE) where its securities are listed.

#### **DEPOSITS**

During the year under review, the Company has neither invited nor accepted any deposits from the public under Section 76 and Chapter V of the Companies Act, 2013 and rules made thereunder.

#### **SUBSIDIARY, JOINT VENTURE (JV) AND ASSOCIATES COMPANIES**

The Company does not have any Subsidiary, Joint venture or Associate Company in terms of Companies Act, 2013.

## **SECRETARIAL STANDARDS**

The Company has complied with all applicable Secretarial Standards in pursuant to the directions of Ministry of Corporate Affairs, issued by the Institute of Company Secretaries of India during the year.

## **BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNELS**

### **Appointment/ Re-Appointment**

During the year under review, the Company has appointed Mr. Anil Kumar Behl (DIN: 00697588) and Ms. Mamta Gupta (DIN: 02789086) as Additional Independent Directors (Non-Executive) and Mr. Vijay Kumar Sharma as Company secretary as well as Compliance officer and Mr. Amar Jeet as Chief Financial Officer (CFO) with effect from 30<sup>th</sup> September, 2023.

Further the Company has redesignated Mr. Dinesh Pareekh (DIN: 00629464) as Chairman and Non Executive Director with effect from 27<sup>th</sup> October, 2023 and appointed Mr. Sachin Sharma (DIN: 05281526) as Managing Director with effect from 1<sup>st</sup> November, 2023.

During the year under review, Mr. Anil Kumar Behl (DIN: 00697588) and Ms. Mamta Gupta (DIN: 02789086) has been regularized as Independent Director vide Resolution passed at the Extra Ordinary General Meeting held on 1<sup>st</sup> November, 2023.

### **Retire by Rotation**

As per the provisions of Section 152 of the Companies Act, 2013, Mr. Dinesh Pareekh (DIN: 00629464) is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Your Directors recommended his re-appointment on recommendation made by the Nomination and Remuneration Committee.

### **Cessation**

During the year under review, Mr. Rajendra Kumar Gupta has resigned and ceased to Director of the company with effect from 30<sup>th</sup> September, 2023.

### **Independent Directors**

Mr. Anil Kumar Behl (DIN: 00697588) holds office as a Non-Executive Independent Director of the Company with effect from 1<sup>st</sup> November, 2023 for the period of 5 years who is not liable for retire by rotation.

Ms. Mamta Gupta (DIN: 02789086), holds office as a Non-Executive Independent Director of the Company with effect from 1<sup>st</sup> November, 2023 for the period of 5 years who is not liable for retire by rotation.

### **Key Managerial Personnel**

Mr. Dinesh Pareekh- Director

Mr. Sachin Sharma - Managing Director

Mr. Amar Jeet - Chief Financial Officer

Mr. Vijay Kumar Sharma - Company Secretary & Compliance Officer

## **DECLARATIONS OF INDEPENDENT DIRECTORS**

The Company has received declarations pursuant to Section 149(7) of the Companies Act, 2013 from each of its Non-Executive and Independent Directors to the effect that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013. These declarations have been placed before and noted by the Board.

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, your Directors to the best of its knowledge and ability, confirm that:

- (a) In the preparation of the annual accounts for the financial year ended on March 31, 2024, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year March 31, 2024 and of the profit of the Company for that period;
- (c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) They have prepared the annual accounts on a going concern basis;
- (e) They have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- (f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## COMPOSITION OF BOARD AND VARIOUS COMMITTEES AND THEIR MEETINGS

The Board of Directors along with its committees provide leadership and guidance to the Management and directs and supervises the performance of the Company, thereby enhancing stakeholder value.

### BOARD OF DIRECTORS:

The Board has a fiduciary relationship in ensuring that the rights of all stakeholders are protected. The Board of GEM comprises of Executive (Whole-Time) and Non-Executive Directors. Independent Directors are eminent persons with proven record in diverse areas The Board of Directors as on March 31, 2024, comprised of 4 Directors.

### Composition of Board:

Sr. No.	Name of Director	Category	Designation
1	Mr. Dinesh Pareekh	Non Executive	Director
2	Mr. Sachin Sharma	Executive	Managing Director
3	Mr. Anil Kumar Behl	Non Executive	Independent Director
4	Ms. Mamta Gupta	Non Executive	Independent Director

### Board Meetings:

The Board of Directors duly met 14 times at regular intervals during the mentioned financial year and in respect of which proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. The intervening gap between the two meetings was within the period prescribed under the Companies Act, 2013 and Listing Regulations. The dates on which meetings were held are as follows:

Date of Meeting	Directors				
	Sachin Sharma	Dinesh Pareekh	Rajendra Kumar Gupta*	Anil Kumar Behl#	Mamta Gupta#
01.04.2023	Yes	Yes	Yes	NA	NA
22.05.2023	Yes	Yes	Yes	NA	NA
05.07.2023	Yes	Yes	Yes	NA	NA
15.07.2023	Yes	Yes	Yes	NA	NA
05.08.2023	Yes	Yes	Yes	NA	NA
30.09.2023	Yes	Yes	Yes	NA	NA



27.10.2023	Yes	Yes	NA	Yes	Yes
06.12.2023	Yes	Yes	NA	Yes	Yes
27.12.2023	Yes	Yes	NA	Yes	Yes
29.12.2023	Yes	Yes	NA	Yes	Yes
05.01.2024	Yes	Yes	NA	Yes	Yes
15.01.2024	Yes	Yes	NA	Yes	Yes
07.02.2024	Yes	Yes	NA	Yes	Yes
12.02.2024	Yes	Yes	NA	Yes	Yes
No of Board Meeting attended	14/14	14/14	6/6	8/8	8/8

\*Resigned w.e.f 30.09.2023 # Appointed w.e.f. 30.09.2023

#### Independent Directors Meetings:

In terms of the provisions of the Schedule IV of the Companies Act, 2013 and Regulation 25 (3) of the Listing Regulations, the Independent Directors of the Company shall meet at least once in a year, without the presence of Executive Directors and members of Management. During the financial year, the Meetings of Independent Directors was held in following manner:

	Directors	
Date of Meeting	Anil Kumar Behl	Mamta Gupta
12.02.2024	Yes	Yes
No of Independent Director attended during the year	2	2

#### AUDIT COMMITTEE:

The Audit Committee has been constituted by the Board in compliance with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations. The board of directors has entrusted the Audit Committee with the responsibility to supervise these processes and ensure accurate and timely disclosures that maintain the transparency, integrity and quality of financial control and reporting.

The Company Secretary acts as the Secretary to the Committee. The Chief Financial Officer of the Company also attends the meetings as invitee.

#### Composition of Audit Committee:

Sr. No.	Name of Director	Designation	Nature of Directorship
1	Mr. Anil Kumar Behl	Chairman	Non-Executive Independent Director
2	Mr. Sachin Sharma	Member	Managing Director
3	Mrs. Mamta Gupta	Member	Non-Executive Independent Director

#### Audit Committee Meeting:

In terms of the provisions of the Regulation 18(2)(a) of the Listing Regulations, the Audit Committee of the Company shall meet at least four times in a year and in respect of which proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. During the financial year, the Meetings of Audit committee was held in following manner:

	Directors		
Date of Meeting	Mr. Anil Kumar Behl	Mr. Sachin Sharma	Ms. Mamta Gupta
29.12.2023	Yes	Yes	Yes
05.01.2024	Yes	Yes	Yes
Number of Audit Committee Meetings attended during the year	2	2	2

### Financial Reporting and Related Processes:

- Oversight of the Company's financial reporting process and financial information submitted to the Stock Exchanges, regulatory authorities or the public.
- Reviewing with the Management, Audited Annual Financial Statements and Auditor's Report thereon before submission to the Board for approval. This would, inter alia, include reviewing changes in the accounting policies and reasons for the same, major accounting estimates based on exercise of judgment by the Management, significant adjustments made in the Financial Statements and / or recommendation, if any, made by the Statutory Auditors in this regard.
- Review the Management Discussion & Analysis of financial and operational performance.
- Discuss with the Statutory Auditors its judgment about the quality and appropriateness of the Company's accounting principles with reference to the Accounting Standard (AS).

All the Members of the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls.

The board of directors has accepted all recommendations of the Audit Committee during the year.

### NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee (NRC) consist majority of Independent Directors. The Nomination and Remuneration Committee has been constituted by the Board in compliance with the requirements of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations. The board of directors has entrusted the Nomination and Remuneration Committee with the responsibility to 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.

### Composition of Nomination and Remuneration Committee:

Sr. No.	Name of Director	Designation	Nature of Directorship
1	Mr. Anil Kumar Behl	Chairman	Non-Executive Independent Director
2	Mrs. Mamta Gupta	Member	Independent Director
3	Mr. Dinesh Pareekh	Member	Non-Executive Director

### Nomination and Remuneration Committee Meeting:

In terms of the provisions of the Regulation 19 (3A) of the Listing Regulations, the Nomination and Remuneration Committee of the Company shall meet at least once in a year and in respect of which proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. During the financial year, the Meetings of Nomination and Remuneration Committee was held in following manner:

Date of Meeting	Directors		
	Mr. Anil Kumar Behl	Ms. Mamta Gupta	Mr. Dinesh Pareekh
12.02.2024	Yes	Yes	Yes
Number of NRC Meetings attended during the year	1	1	1

**The terms of reference of the Committee inter alia, include the following:**

- Succession planning of the Board of Directors and Senior Management Employees;
- Identifying and selection of candidates for appointment as Directors / Independent Directors based on certain laid down criteria;
- Identifying potential individuals for appointment as Key Managerial Personnel and to other Senior Management positions;
- Formulate and review from time to time the policy for selection and appointment of Directors, Key Managerial Personnel and senior management employees and their remuneration;
- Review the performance of the Board of Directors and Senior Management Employees based on certain criteria as approved by the Board.

**STAKEHOLDER'S RELATIONSHIP COMMITTEE:**

The Stakeholders' Relationship Committee ("SRC") considers and resolves the grievances of our shareholders, including complaints relating to non-receipt of annual report, transfer and transmission of securities, non-receipt of dividends/interests and such other grievances as may be raised by the security holders from time to time.

**Composition of Stakeholders' Relationship Committee:**

Sr. No.	Name of Director	Designation	Nature of Directorship
1	Mr. Dinesh Pareekh	Chairman	Non-Executive
2	Mr. Anil Kumar Behl	Member	Independent Director
3	Mr. Sachin Sharma	Member	Executive Director

**Stakeholders' Relationship Committee Meeting:**

In terms of the provisions of the Regulation 20 (3A) of the Listing Regulations, the Stakeholders' Relationship Committee of the Company shall meet at least once in a year and in respect of which proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. During the financial year, the Meetings of Stakeholders' Relationship Committee was held in following manner:

Directors			
Date of Meeting	Mr. Dinesh Pareekh	Mr. Anil Kumar Behl	Mr. Sachin Sharma
12.02.2024	Yes	Yes	Yes
<b>Number of SRC Meetings attended during the year</b>	1	1	1

**The terms of reference of the Committee are:**

- Transfer/transmission of shares/debentures and such other securities as may be issued by the Company from time to time;
- Issue of duplicate share certificates for shares/debentures and other securities reported lost, defaced or destroyed, as per the laid down procedure;
- Issue new certificates against subdivision of shares, renewal, split or consolidation of share certificates / certificates relating to other securities;
- To approve and monitor dematerialization of shares / debentures / other securities and all matters incidental or related thereto;



- To authorize the Company Secretary and Head Compliance / other Officers of the Share Department to attend to matters relating to non-receipt of annual reports, notices, non-receipt of declared dividend / interest, change of address for correspondence etc. and to monitor action taken;
- Monitoring expeditious redressal of investors / stakeholders grievances;
- All other matters incidental or related to shares, debenture.

During the year, no complaints were received from shareholders. There are no balance complaints. The Company had no share transfers pending as on March 31, 2024.

Mr. Vijay Kumar Sharma, Company Secretary of the Company is the Compliance Officer

#### **Corporate Social Responsibility Committee:**

The Corporate Social Responsibility Committee was constituted by a resolution of Board at their meeting held on December 06, 2023.

The constitution of the Corporate Social Responsibility Committee is as follows:

<b>Sr. No.</b>	<b>Name of Director</b>	<b>Designation</b>	<b>Nature of Directorship</b>
1	Mr. Sachin Sharma	Chairman	Executive Director
2	Mr. Dinesh Pareekh	Member	Non-Executive Director
3	Mr. Anil Kumar Behl	Member	Independent

The scope and functions of the Corporate Social Responsibility Committee are in accordance with Section 135 of the Companies Act, and its terms of reference are as disclosed below:

- To formulate and recommend to the Board, a corporate social responsibility policy stipulating, amongst others, the guiding principles for selection, implementation and monitoring the activities as well as formulation of the annual action plan;
- The annual action plan shall include the following:-
  - the list of corporate social responsibility projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Companies Act;
  - the manner of execution of such projects or programs as specified in the rules notified under the Companies Act;
  - the modalities of utilisation of funds and implementation schedules for the projects or programmes;
  - Monitoring and reporting mechanism for the projects or programmes; and
  - Details of need and impact assessment, if required, for the projects undertaken by the company.
- Recommending the amount of expenditure to be incurred, amount to be at least 2% of the average net profit of the company in the three immediately preceding financial years;
- To identify corporate social responsibility policy partners and corporate social responsibility policy programmes;
- To monitor the corporate social responsibility policy from time to time;
- To review and recommend the amount of expenditure to be incurred for the corporate social responsibility activities and the distribution of the same to various corporate social responsibility programmes undertaken by the Company;
- To delegate responsibilities to the corporate social responsibility team and supervise proper execution of all delegated responsibilities;
- To review and monitor the implementation of corporate social responsibility programmes and issuing necessary directions as required for proper implementation and timely completion of corporate social responsibility programmes;

- ix. To perform such other duties and function as the Board may require the CSR committee to undertake to promote the corporate social responsibility activities of the company and exercise such other powers as may be conferred upon the CSR Committee in terms of the provisions of Section 135 of the Act;
- x. To take note of the compliance made by implementing agency (if any) appointed for the corporate social of the Company;
- xi. Any such terms of reference as may be prescribed under the Companies Act.

## AUDITORS

### STATUTORY AUDITORS:

In the 6<sup>th</sup> Annual General Meeting (AGM) held on 30<sup>th</sup> September, 2019 M/s. Alok Basudeo & Co., Chartered Accountants (Firm Registration Number 007299C), were appointed as statutory auditors of the Company to hold office for a term of 5 (five) consecutive years until the conclusion of the Annual General Meeting of the Company to be held in the year 2024. M/s. Alok Basudeo & Co., Chartered Accountants (Firm Registration Number 007299C), has resigned as Statutory Auditors of the Company with effect from 26<sup>th</sup> October, 2023, due to Pre Occupation and Administrative reasons.

The Company has appointed **M/s Rajiv Mehrotra & Associates**, Chartered Accountants, having Firm Registration No. **002253C as Statutory Auditors** of the Company for financial year **2023-24** to fill the casual vacancy in the office of Company's Statutory Auditor caused due to resignation of the Statutory Auditors, M/s Alok Basudeo & Co., Chartered Accountants, (Firm Registration No. 007299C) and they shall hold the office until the conclusion of the Annual General Meeting of the Company to be held for the financial year ended on March 31, 2024.

The Board of Directors of the Company (the Board), at its meeting held on 5<sup>th</sup> September, 2024, considering the experience and expertise and based on the recommendation of the Audit Committee, has proposed to the Members of the Company, appointment of **M/s Rajiv Mehrotra & Associates**, Chartered Accountants, as Statutory Auditors of the Company. The proposed appointment is for a term of 5 (five) consecutive years from the conclusion of 11<sup>th</sup> AGM till the conclusion of the 16<sup>th</sup> AGM on payment of such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors, from time to time.

Pursuant to Section 139 of the Companies Act, 2013 (the Act) and the Rules framed thereunder, the Company has received written consent from **M/s Rajiv Mehrotra & Associates**, Chartered Accountants and a certificate that they satisfy the criteria provided under Section 141 of the Act and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and Rules framed thereunder. As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **M/s Rajiv Mehrotra & Associates**, Chartered Accountants, has confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI.

None of the Directors or other Key Managerial Personnel and their relatives, are concerned or interested (financially or otherwise) in this Resolution. The Board recommends the Ordinary Resolution set out at Item No. 4 for the approval of Members

The Auditors Report for the financial year ended on March 31, 2024 have been provided in Financial Statements forming part of this Annual Report.

The report of the Statutory Auditor does not contain any qualification, reservation, adverse remark or disclaimer. The observations made in the Auditors Report are self-explanatory and therefore do not call for any further comments.

### INTERNAL AUDITORS:

In terms of Section 138 of the Companies Act, 2013 **M/s Rastogi Sunil & Associates, Chartered Accountant (FRN 512906C)** has been appointed on 27<sup>th</sup> October, 2023 as the internal auditor of the company for the Financial Year 2023-24. Internal Auditor is appointed by the Board of Directors of the Company on a yearly basis. The Internal Auditor reports their findings on the Internal Audit of the Company, to the Board/Audit Committee.

## **SECRETARIAL AUDITOR**

Pursuant to Section 204 of the Companies Act, 2013 and rules made thereunder, the Company has appointed M/s Hemant Kumar Sajnani & Associates (Practicing Company Secretary having Membership No. 7348 and COP No. 14214), as Secretarial Auditor of the Company for the financial year ended on March 31, 2024. The **Secretarial Audit Report** in **Form MR-3** for the financial year ended on March 31, 2024 is attached as **Annexure-4** to the Directors' Report and forming part of this Annual Report.

The report of the Secretarial auditor does not contain any qualification, reservation, adverse remark or disclaimer.

## **DETAILS OF FRAUD REPORTING BY AUDITOR**

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Companies Act, 2013.

## **ANNUAL RETURN**

In accordance with Sections 134(3)(a) & 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, The annual return in Form No. MGT-7 for the financial year 2022-23 will be available on the website of the Company ([www.gemrecycling.com](http://www.gemrecycling.com)). The due date for filing annual return for the financial year 2023-24 is within a period of sixty days from the date of annual general meeting. Accordingly, the Company shall file the same with the Ministry of Corporate Affairs within prescribed time and a copy of the same shall be made available on the website of the Company as is required in terms of Section 92(3) of the Companies Act, 2013.

## **CORPORATE SOCIAL RESPONSIBILITY**

As per Section 135 of the Companies Act, 2013 the Company fall under the mandatory bracket of Corporate Social Responsibility. The Company has in place a Corporate Social Responsibility Policy pursuant to the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

Annual Report on CSR is enclosed as Annexure-1.

## **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

The Company has formed Nomination and Remuneration Committee in terms of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations which has framed Nomination and Remuneration Policy for Directors, Key Managerial Personnel and other Employees which sets out criteria for the remuneration of Directors, Key Managerial Personal ('KMP') and other employees so as to attract, retain and reward talent who will contribute to our long-term success and thereby build value for the shareholders. The Committee reviews and recommend to the Board of Directors about remuneration for Directors and Key Managerial Personnel and other employee up to one level below of Key Managerial Personnel. The Company does not pay any remuneration to the Non-Executive Directors of the Company and Remuneration to Executive Directors is governed under the relevant provisions of the Act.

The Company has devised the Nomination and Remuneration Policy for the appointment, re-appointment and remuneration of Directors, Key Managerial. The Nomination and Remuneration Policy is also available on the website of the Company.

For Board of Directors and Senior Management Group, the Board of Directors of the Company has laid down a code of conduct for all the Board Members and Senior Management Group of the Company. The main object of the Code is to set a benchmark for the Company's commitment to values and ethical business conduct and practices. Its purpose is to conduct the business of the Company in accordance with its value systems, fair and ethical practices, applicable laws, rules and regulations. Further, the Code provides for the highest standard of professional integrity while discharging the duties and to promote and demonstrate professionalism in the Company.



All the Board Members and Senior Management Group of the Company have affirmed compliance with the code of conduct for the financial year ended on March 31, 2024. The code of conduct is also available on the website of the Company.

#### **FOR PREVENTION OF INSIDER TRADING**

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 came into effect from May 15, 2015 to put in place a framework for prohibition of insider trading in securities and to strengthen the legal framework thereof. Pursuant to Regulation 8 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated and adopted

- Code of Practices for Prevention of Insider Trading and
- Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Code of Fair Disclosure") of the Company.

The Code of Practices for Prevention of Insider Trading and Procedures for Fair Disclosure of Unpublished Price Sensitive Information is available on the website of the Company.

#### **CORPORATE GOVERNANCE REPORT**

As per the Regulation 15 (Listing Obligations and Disclosure Requirements) Regulations, 2015 applicability of Corporate Governance shall not be mandatory for companies having listed on SME Platform. Since our company has registered on SME platform the requirement of the Corporate Governance has not applicable to us.

#### **MANAGEMENT DISCUSSION AND ANALYSIS**

The Management Discussion and Analysis Report as required under Regulation 34(2)(e) read with Schedule V Part B of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015") is annexed herewith as Annexure-3.

#### **BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT:**

Since the Company is SME Listed, the requirement of the Business Responsibility and Sustainability Report for the financial year ended March 31, 2024 is not applicable.

The Company has voluntarily annexed herewith Business Responsibility and Sustainability Report as Annexure-5.

#### **VIGIL MECHANISM**

The Company has established a Vigil Mechanism/ Whistle-blower policy in accordance with the provisions of the Companies Act, 2013 and the Listing Regulations. The Company is committed to principles of professional integrity and ethical behaviour in the conduct of its affairs. The Whistle-blower Policy provides for adequate safeguards against victimization of director(s) / employee(s) who avail of the mechanism and also provides for direct access to the Chairperson of the Audit Committee to report actual or suspected unethical behaviour, fraud or violation of the Company's Code of Conduct/ ethics/ principles and matters specified in the Policy.

The Company affirms that in compliance with the Whistle-Blower Policy/ Vigil Mechanism no personnel has been denied access to the Audit Committee. The Compliance officer and Audit Committee is mandated to receive the complaints under this policy. The Board on a yearly basis is presented an update on the whistleblower policy. Whistle Blower policy is available on the website of the Company. The Policy ensures complete protection to the whistle-blower and follows a zero tolerance approach to retaliation or unfair treatment against the whistle-blower and all others who report any concern under this Policy.

During the year under review, the Company did not receive any complaint of any fraud, misfeasance etc. The Company's Whistle Blower Policy (Vigil Mechanism) has also been amended to make employees aware of the existence of policies and procedures for inquiry in case of leakage of Unpublished Price Sensitive Information to enable them to report on leakages, if any of such information.

## **INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY**

Your Company has laid down the set of standards, processes and structure which enables to implement internal financial control across the Organization and ensure that the same are adequate and operating effectively. To maintain the objectivity and independence of Internal Audit, the Internal Auditor reports to the Chairman of the Audit Committee of the Board.

The Internal Auditor monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with the operating systems, accounting procedures and policies of the Company.

Based on the report of Internal Auditor, the Company undertake the corrective action in their respective areas and thereby strengthen the Control. Significant audit observation and corrective actions thereon are presented to the Audit Committee of the Board.

## **BOARD EVALUATION**

Pursuant to applicable provisions of the Companies Act, 2013 and the Listing Regulations, the Board, in consultation with its Nomination and Remuneration Committee, has formulated a framework containing, inter alia, the criteria for performance evaluation of the entire Board of the Company, its committees and individual directors, including Independent Directors. The Board evaluated the effectiveness of its functioning, that of the Committees and of individual Directors.

The Board sought the feedback of Directors on various parameters including:

- Degree of fulfilment of key responsibilities towards stakeholders (by way of monitoring corporate governance practices, participation in the long-term strategic planning, etc.);
- Structure, composition, and role clarity of the Board and Committees;
- Extent of co-ordination and cohesiveness between the Board and its Committees;
- Effectiveness of the deliberations and process management;
- Board/Committee culture and dynamics; and
- Quality of relationship between Board Members and the Management.

The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

The Nomination and Remuneration Committee reviewed the performance of the individual directors and the Board as a whole.

In the Board meeting that followed the meeting of the independent directors and the meeting of Nomination and Remuneration Committee, the performance of the Board, its committees, and individual directors was discussed.

The evaluation process endorsed the Board Members' confidence in the ethical standards of the Company, the resilience of the Board and the Management in navigating the Company during challenging times, cohesiveness amongst the Board Members, constructive relationship between the Board and the Management, and the openness of the Management in sharing strategic information to enable Board Members to discharge their responsibilities and fiduciary duties.

The Board carried out an annual performance evaluation of its own performance and that of its committees and individual directors as per the formal mechanism for such evaluation adopted by the Board. The performance evaluation of all the Directors was carried out by the Nomination and Remuneration Committee.

The performance evaluation of the Chairman, the Non-Independent Directors and the Board as a whole was carried out by the Independent Directors. The exercise of performance evaluation was carried out through a structured evaluation process covering various aspects of the Board functioning such as composition of the Board &

committees, experience & competencies, performance of specific duties & obligations, contribution at the meetings and otherwise, independent judgment, governance issues etc.

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of the Directors individually as well as evaluation of the working of the Board by way of individual feedback from directors.

The evaluation frameworks were the following key areas:

#### **1. For Non-Executive & Independent Directors:**

- Knowledge
- Professional Conduct
- Comply Secretarial Standard issued by ICSI Duties,
- Role and functions

#### **2. For Executive Directors:**

- Performance as leader
- Evaluating Business Opportunity and analysis of Risk Reward Scenarios
- Key set investment goal
- Professional conduct and integrity
- Sharing of information with Board.
- Adherence applicable government law

#### **RISK MANAGEMENT POLICY**

The Company is aware of the risks associated with the business. It regularly analyses and takes corrective actions for managing/mitigating the same.

The Company has framed a formal Risk Management Policy for risk assessment and risk minimization which is periodically reviewed to ensure smooth operation and effective management control which is also available on our website. The Audit Committee also reviews the adequacy of the risk management framework of the Company, the key risks associated with the business and measure and steps in place to minimize the same.

#### **DISCLOSURE IN TERMS OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has Internal Complaints Committee as required under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under Review, there were no cases filed pursuant to the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

The Company has not given any loans or guarantees covered under the provisions of Section 186 of the Companies Act, 2013 read with Rule 11(1) of Companies (Meetings of Board and its Powers) Rules 2014.

#### **RELATED PARTY TRANSACTIONS**

The transactions entered into with related parties as defined under Section 2(76) of the Companies Act, 2013 read with Companies (Specification of Definition Details) Rules, 2014 were in the ordinary course of business and at



arm's length basis. There were no materially significant transactions with related parties during the Financial Year 2023-24 which were in conflict with the interest of the Company.

Suitable disclosures as required in Accounting Standard (AS) 18 have been made in the notes to the financial statements. Details of contracts / arrangements with related parties as required under Section 188 (1) and 134 (3) (h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 have been disclosed in Form AOC-2 and is attached as "ANNEXURE-2" (Form AOC-2), which forms an integral part of this Report.

## **REPORT ON CORPORATE GOVERNANCE, DECLARATION BY CEO AND COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE EITHER FROM A PRACTICING CHARTERED ACCOUNTANT OR PRACTICING COMPANY SECRETARY**

Your company is listed with BSE Small and Medium Enterprise Platform and is exempted from the disclosures specified in Para C, D and E of Schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015. Hence the above disclosures are not applicable to your Company.

### **DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

All the Directors and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended 31st March, 2024.

### **PARTICULARS OF EMPLOYEES**

None of the employee has received remuneration exceeding the limits as stated in Rule 5(2) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

#### **A. Conservation of Energy, Technology Absorption**

The Particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption are not applicable to the Company.

#### **B. Foreign Exchange earnings and Outgo**

Earnings	NIL
Outgo	NIL

### **DETAILS OF APPLICATION MADE OR ANY PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR**

Your Company confirms that there has been no application or any proceedings pending under the Insolvency and Bankruptcy Code, 2016 ("the Code") during the year under review. Your Company further confirms there are no past applications or proceedings under the Code.

### **DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF**

NIL

### **ACKNOWLEDGEMENTS AND APPRECIATION**

The Board of Directors of the Company wishes to place on record their deep sense of gratitude to all the Shareholders of the Company for their consistent support and continued faith reposed in the Company. The Board also expresses its deep sense of appreciation to the various Central and State Government Departments, Bankers,

Organizations and Agencies, external Professionals associated with the Company for their help and co-operation extended by them and last but not the least, to Employees at all levels for their hard work and commitment.

On behalf of the Board of Directors  
For **GEM ENVIRO MANAGEMENT LIMITED**

**Date: 05.09.2024**

**Place: Delhi**

**DINESH PAREEKH  
DIRECTOR  
DIN: 00629464**

**SACHIN SHARMA  
MANAGING DIRECTOR  
DIN: 05281526**

# ANNEXURE A

## Details of Director seeking re-appointment at the Annual General Meeting

(In pursuance of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2 on General Meetings)

Name of the Director	Dinesh Pareekh
Director Identification Number (DIN)	00629464
Designation and Category of Director	Director, Non-Executive
Date of birth and age	16.02.1969
Date of appointment	01.02.2013
Qualifications	Intermediate
Brief profile and Expertise in specific functional areas	He has an experience of more than 30 years in managing the recycling and waste management businesses and extensive experience in Capital Market.
Terms and conditions of re-appointment	N.A.
Directorships held in other companies (excluding Foreign Companies)	SECUROCROP INVESTMENT MANAGERS PRIVATE LIMITED BLP EQUITY RESEARCH PRIVATE LIMITED SECUROCROP BUSINESS RE-ENGINEERING PRIVATE LIMITED BGP 11 ANALYTICS PRIVATE LIMITED SECUROCROP SECURITIES INDIA PRIVATE LIMITED
Listed Entities from which he has resigned as Director in past 3 years	N.A.
Memberships/Chairmanships of committees of other companies	N.A.
Number of Equity Shares held in the Company	680000 (3.01%)

# ANNEXURE I : REPORT ON CSR ACTIVITIES

## Brief outline on CSR policy of the Company:

The Company has framed the Corporate Social Responsibility (CSR) Policy in terms of the provisions of Section 135(1) of the Companies Act, 2013.

The CSR activities of the Company mainly aims at Principle of Trusteeship, by serving the community through programmes and projects having focus on -

- a) Preventive Healthcare;
- b) Education and empowering women socially & economically;
- c) Environmental sustainability and Rural Development;
- d) Welfare of under privilege and destitute children, including girl children and upliftment of weaker sections of society;
- e) Empowerment of physically / mentally challenged and underprivileged children, adults and providing free education;

The CSR activities of the Company are aligned with the activities specified in Schedule VII of the Companies Act, 2013.

## Composition of the CSR Committee:

As per Section 135(9), where the CSR obligation of the company is less than ₹ 50.00 Lakhs then the constitution of the CSR Committee is not mandatory and the function of the CSR committee should be discharged by the Board of such company. So, the Board of Directors has not constituted Corporate Social Responsibility (CSR) Committee and the function of the CSR committee shall be discharged by the Board.

The Company has constituted a CSR Committee on December 06, 2023 comprised of following Directors.

Sr. No.	Name of Director	Designation	Nature of Directorship
1	Mr. Sachin Sharma	Chairman	Executive Director
2	Mr. Dinesh Pareekh	Member	Non-Executive Director
3	Mr. Anil Kumar Behl	Member	Independent

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://gemrecycling.com/wp-content/uploads/2023/08/CSR-Policy.pdf>

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 - as the Company does not have average CSR obligation of ₹ 10 Crores or more in the three immediately preceding financial years.

	Particulars	Amount (in Rs.)
a	Average net profit of the company as per sub-section (5) of section 135:	10,45,53,504/-
b	Two percent of average net profit of the Company as per sub-section (5) of section 135:	20,91,070
c	Surplus arising out of the CSR Projects or programmes or activities of the previous financial years:	Nil
d	Amount required to be set off for the financial year, if any	1,77,408
e	<b>Total CSR obligation for the financial year [5(b)+5(c)-5(d)]:</b>	<b>19,13,662</b>



a	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):	<b>19,20,000</b>
b	Amount spent in Administrative Overheads	<b>Nil</b>
c	Amount spent on Impact Assessment, if applicable:	<b>Nil</b>
d	<b>Total amount spent for the Financial Year [6(a)+6(b)+6(c)]</b>	<b>19,20,000</b>

**CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6) of the Act		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5) of the Act		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
19,20,000	Nil	---N. A. ---	---N. A. ---	Nil	---N. A. ---

**Excess amount for set-off, if any:**

S. No.	Particulars	Amount (In Rs.)
(i)	Two percent of average net profit of the Company as per Section 135(5)	20,91,070
(ii)	Total amount spent for the financial Year	19,20,000
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	1,77,408
(v)	Amount available for set-off in succeeding financial years [(iii) – (iv)]	0

**Details of Unspent CSR amount for the preceding three financial years:**

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135(6) (in ₹)	Balance Amount in Unspent CSR Account under Section 135 (6)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to a fund as specified under Schedule VII as per second proviso Section 135(5), if any.		Amount remaining to be spent in succeeding financial years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of transfer		
-----NIL-----								

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

If yes, enter the number of Capital assets created/ acquired: **Not Applicable**

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

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

Specify the reason(s), if the Company has failed to spend two per cent of the average net profits as per Section 135(5):

- Not Applicable
- 

On behalf of the Board of Directors  
For **GEM ENVIRO MANAGEMENT LIMITED**

Date: 05.09.2024  
Place: Delhi

**DINESH PAREEKH**  
DIRECTOR  
DIN: 00629464

**SACHIN SHARMA**  
MANAGING DIRECTOR  
DIN: 05281526

## ANNEXURE II : FORM NO. AOC -2

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

Form for Disclosure of 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 including certain arm's length transaction under third proviso thereto.

Details of contracts or arrangements or transactions not at arm's length basis.

No Transaction	NA
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Details of material contracts or arrangement or transactions at arm's length basis: -

Name of the Party	Nature of transaction	Year ended March 31, 2024	Year ended March 31, 2023
Mr. Dinesh Pareekh	Rent Paid	17.40	-
	Dividend paid	2.40	-
	Repayment of Loan	-	2.00
Mrs. Sangeeta Pareekh	Rent Paid	8.40	13.80
	Dividend paid	19.20	-
Mr. Sachin Sharma	Salary	22.34	30.47
	Bonus	8	-
	Dividend paid	34.95	-
Mr. Amar Jeet	Salary	5.52	-
	Bonus	0.55	-
Mr. Vijay Kumar Sharma	Salary	6.88	-
Securocrop Securities India Pvt. Ltd.	Interest Income	4.91	4.55
	Loans & Advance	59.01	54.59
BLP Equity Research Pvt. Ltd.	Dividend paid	50.30	

On behalf of the Board of Directors  
For **GEM ENVIRO MANAGEMENT LIMITED**

Date: 05.09.2024

Place: Delhi

**DINESH PAREEKH**  
DIRECTOR  
DIN: 00629464

**SACHIN SHARMA**  
MANAGING DIRECTOR  
DIN: 05281526

## ANNEXURE III : MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Director's have pleasure in presenting the management discussion and analysis report for the year ended on March 31, 2024.

### GLOBAL ECONOMIC OVERVIEW

Global growth is forecast to slow from 3.5 percent in 2022 to 3.0 percent in 2023 and 2.9 percent in 2024. For advanced economies, the expected slowdown is from 2.6 percent in 2022 to 1.5 percent in 2023 and 1.4 percent in 2024, amid stronger-than-expected US momentum but weaker-than-expected growth in the euro area. Emerging market and developing economies are projected to have growth modestly decline, from 4.1 percent in 2022 to 4.0 percent in both 2023 and 2024, with a downward revision of 0.1 percentage point in 2024, reflecting the property sector crisis in China. Forecasts for global growth over the medium term, at 3.1 percent, are at their lowest in decades, and prospects for countries to catch up to higher living standards are weak. Global inflation is forecast to decline steadily, from 8.7 percent in 2022 to 6.9 percent in 2023 and 5.8 percent in 2024. But the forecasts for 2023 and 2024 are revised up by 0.1 percentage point and 0.6 percentage point, respectively, and inflation is not expected to return to target until 2025 in most cases. Global headline inflation has more than halved, from its peak of 11.6 percent in the second quarter of 2022 to 5.3 percent in the second quarter of 2023. About four-fifths of the gap between the 2022 peak and the prepandemic annual average level of 3.5 percent has closed. Among major economies, headline inflation in the second quarter of 2023 ranged from -0.1 percent in China to 2.8 percent in the euro area and 2.7 percent in the United States. A fall in energy prices and—to a lesser extent—in food prices has driven the decline in headline inflation. Notwithstanding a rebound in July, crude oil prices have declined during 2023 and are well below their June 2022 peak, on the back of lower global demand partly driven by tighter global monetary policy affecting activity. Natural gas prices also remain well below their 2022 peak, reflecting ample storage and supplies from Norway and northern Africa. Food prices have declined modestly in 2023, with lower demand offset by supply reductions, notably those resulting from Russia's withdrawal from the Black Sea Grain Initiative in July, which reduced the supply of wheat to the global market. The normalization of supply chains has further contributed to the decline in headline inflation in most countries.

### INDIAN ECONOMY OVERVIEW

In the second quarter of fiscal year 2024, India's real GDP recorded a robust YoY growth of 7.6 percent, surpassing both the median forecasts of 6.8 percent by professional analysts and their highest projection of 7.4 percent. This resilient performance contributed to an overall real GDP growth of 7.7 percent in the first half of FY24, prompting the Reserve Bank of India (RBI) to revise its full-year growth projection from 6.5 percent to 7.0 percent. The driving forces behind this growth were strong domestic demand for both consumption and investment. Private Final Consumption Expenditure (PFCE) showed a growth of 4.5 percent, reaching its highest share in GDP (Current Prices) at 60.4 percent in the first half since FY12, excluding the pandemic year FY21. While urban consumption remains a primary driver, rural demand has also exhibited significant growth, indicating sustained momentum in the upcoming months.

### INDIA'S PLASTIC RECYCLING INDUSTRY

India has a population of more than 1.4 billion and generates 26,000 tonnes of plastic waste – every day. This is the equivalent of approximately 26,000 small cars. The India Plastic Recycling market stood at approximately 5700 thousand tonnes in FY 2023 and is likely to grow at a steady CAGR of 5.84% in the forecast period by FY 2030. The plastic recycling industry in India is rapidly growing owing to the rise in the number of small-scale plants in the country and the increasing focus of non-governmental entities on the secondary use economy. Plastic recycling has various benefits such as financial benefits, reducing the need for the production of fresh plastics, creating employment, opportunities, and reducing energy consumption. Additionally, development in various industries such as packaging, and automotive, and policies and regulations by the government are driving the market. This can be attributed to the increasing environmental awareness and viable applicability of the products derived from plastic waste. Although this sector is mostly managed by unorganized local players, the Government of India has enforced plastic waste management rules that prohibit the use of single-use plastics that have low utility and high littering potential



## SWOT ANALYSIS

GEM's strength and weaknesses, opportunities in the market and threats to its business (SWOT) are analysed as given below;

**Strength:** • GEM has in depth understanding of regulatory landscape for EPR. • GEM has built in processes and workforce to quickly learn and adapt to the EPR requirements of other sectors. • GEM is an emerging player in plastic EPR and has strong brand recall. • GEM has relationship with the stakeholders (recyclers and waste aggregators) in the plastic and other EPR value chain.

**Weakness** • The waste services industry is new and hence, there is dearth of trained manpower available in the market for hiring. Therefore, GEM has to train and retain its executive workforce. • Other than Plastic Credit market, GEM's major market is domestic market in India. Hence, GEM is excessively exposed to the risks in the Indian EPR market.

**Opportunity** • The market size for EPR is huge and is growing fast as stated in above section. • The market size for other businesses of GEM is also huge and presents ample opportunities for GEM to grow. • The waste tech / enviro tech industry is new and offers opportunities for high growth with the use of cutting-edge technologies such as AI and Blockchain.

**Threat** • There is ever growing competition in the EPR segment as there are no entry barriers of licensing or capex. • There are frequent changes in regulations by CPCB. • There might be pricing pressure in EPR segments due to the increase in bargaining power of the recyclers. • SEBI might impose licensing requirements in future to conduct ESG audits.

## OUTLOOK

The outlook for the recycled plastic waste management market in India is underlined by a confluence of factors that signal robust growth and sustainability in the sector. With increasing awareness about environmental conservation and a growing commitment to sustainable practices, the demand for extended producer responsibility (EPR) services in recycled plastic waste management is poised to witness a substantial uptick. Government initiatives and stringent regulations mandating responsible disposal of plastic waste have not only spurred the adoption of EPR services but have also created a conducive environment for market expansion. Additionally, the rising consumer consciousness towards eco-friendly products and packaging amplifies the demand for recycled plastics, incentivizing companies to invest in EPR services. The untapped potential of the market, coupled with the commitment of stakeholders towards a greener future, positions the recycled plastic waste management industry as a key player in India's sustainable development narrative, promising investors an opportunity to participate in a sector that aligns with both environmental responsibility and economic growth.

## RISK & CONCERNS

In today's complex business environment almost every business decision requires executives and managers to balance risk and reward. Effective risk management is therefore critical to an organizations success. Timely and effective risk management is of prime importance to our continued success.

## AUDIT AND INTERNAL CONTROL SYSTEM

One of the key requirements of the Companies Act, 2013 is that companies should have adequate Internal Financial Controls (IFC) and that such controls should operate effectively. Internal Financial Controls means the policies and procedures adopted by the Company for ensuring orderly and efficient conduct of its business, including adherence to Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information. Your Company's process of assessment ensures that not only does adequate controls exist, but it can also be evidenced by unambiguous documentation. The process involves scoping and planning to identify and map significant accounts and processes based on materiality. Thereafter, risk is identified and their associated controls are mapped, else remediation is implemented. These controls are tested to assess operating effectiveness. The auditor performs independent testing of controls. The Auditors' Report is required to comment on whether the Company has adequate IFC system in place and such controls are operating effectively. Your Company's Internal Control System is robust and well established. It includes documented rules and guidelines for conducting business. The environment and controls are periodically monitored through procedures/ processes set by the management,

covering critical and important areas. These controls are periodically reviewed and updated to reflect the changes in the business and environment.

## FINANCIAL PERFORMANCE

During the year under review, the Company has generated total revenue of Rs. 3427.85/- (in Lacs) (Previous Year Rs. 4280.56/- (in Lacs)). The net profit before taxes is Rs. 1529.15/- (in Lacs) (Previous Year Rs. 1354.20/- (in Lacs)). The net profit after taxes resulted into the profit for the year at Rs. 1129.72/- (in Lacs) (Previous Year Rs. 1007.69/- (in Lacs)).

## ACCOUNTING POLICIES

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year. The financial statements have been prepared under the historical cost convention on an accrual basis.

The management accepts responsibility for the integrity and objectivity of the financial statements, as well as for the various estimates and judgment used therein.

## DISCLOSURE OF ACCOUNTING TREATMENT IN PREPARATION OF FINANCIAL STATEMENT

The Company has followed all relevant Accounting Standards laid down by the Institute of Chartered Accountants of India (ICAI) while preparing Financial Statements.

## DETAILS OF SIGNIFICANT CHANGES (I.E. CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS

The Company has identified the following ratios as key financial ratios:

Sr. No.	Particulars	2023-24	2022-23	changes	Reason
1	Net Capital Turnover Ratio	1.03	1.87	-45.04%	Due to decrease in revenue from operations
2	Debtors Turnover Ratio	1.46	2.11	-30.93	Due to decrease in revenue from operations
3	Current Ratio	5.45	2.99	82.01	Due to increase in trade receivables
4	Net Profit Ratio	0.46	0.32	45.56	Ratio improved on account of reduction in expenses this year

## CAUTIONERY STATEMENT

Statements in this report on Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied.

On behalf of the Board of Directors  
For **GEM ENVIRO MANAGEMENT LIMITED**

Date: 05.09.2024  
Place: Delhi

**DINESH PAREEKH**  
DIRECTOR  
DIN: 00629464

**SACHIN SHARMA**  
MANAGING DIRECTOR  
DIN: 05281526

# ANNEXURE IV : FORM NO. MR-3 : SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 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  
**GEM Enviro Management Limited**  
(CIN: U93000DL2013PLC247767)  
**Regd. Office:** Unit No.203, Plaza- P 3, Central Square  
Bara Hindu Rao, Central Delhi,  
India, 110006

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by GEM ENVIRO MANAGEMENT LIMITED (hereinafter referred to as the "company"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

## OPINION

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on March 31, 2024 and made available to me, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the Rules made there under, as applicable;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under; **(Not applicable to the company as the company got listed on 26<sup>th</sup> June, 2024)**
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under; **(Not applicable to the company as the company got listed on 26<sup>th</sup> June, 2024)**
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowing. **(Not applicable to the company as the company got listed on 26<sup>th</sup> June, 2024)**
- 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; **(Not applicable to the company as the company got listed on 26<sup>th</sup> June, 2024)**
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **(Not applicable to the company as the company got listed on 26<sup>th</sup> June, 2024)**

- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the company as the company got listed on 26<sup>th</sup> June, 2024)**
- d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the company as the company got listed on 26<sup>th</sup> June, 2024)**
- e. 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 as the company got listed on 26<sup>th</sup> June, 2024)**

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

- i. The Secretarial Standards issued by the Institute of Company Secretaries of India.
- ii. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. **(Since the Company is a unlisted company during the financial period so this clause is not applicable to the Company)**
- iii. Plastic Waste Management Rules, 2016 and amendments.

I report that, during the period under audit and review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. mentioned above;

I further report that, there were no events / actions in pursuance of:

- a) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the company as the company got listed on 26<sup>th</sup> June, 2024)**
- b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the company as the company got listed on 26<sup>th</sup> June, 2024)** and
- c) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, requiring compliance thereof by the Company during the financial year. **(Not applicable to the company as the company got listed on 26<sup>th</sup> June, 2024)**

**I further report that;**

- 1. The compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.
- 2. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive 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.
- 3. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in compliance of the provisions of the Companies Act, 2013 & secretarial standards 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.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.



I further report that, based on the information provided and the representation made by the Company, in my opinion, there are adequate systems and processes in the Company which commensurate with the size and operations of the company to monitor and ensure compliance with the provisions of applicable laws, rules, regulations and guidelines.

I further report that during the Audit Period there were specific events / actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards etc. as follows:-

1. The Company has been converted in public limited company vide conversion certificate issued by the Registrar of the Companies, Delhi on 18<sup>th</sup> October, 2023.
2. After closure of Financial Year the entity i.e. GEM Enviro Management Limited got listed at Bombay Stock Exchange (SME Platform) on 26<sup>th</sup> June, 2024.

**For Hemant Kumar Sajnani & Associates  
Company Secretaries**

**Date: 17/08/2024**

**Place: Kanpur**

**UDIN: F007348F000994675**

**Sd/-  
CS Hemant Kumar Sajnani  
Proprietor  
M. No. F-7348  
CP. No. 14214  
PR code: 997/2020**

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

## 'ANNEXURE A'

To,  
The Members  
GEM ENVIRO MANAGEMENT LIMITED  
(CIN: U93000DL2013PLC247767)  
Regd. Office: UNIT NO.203, PLAZA- P 3,  
CENTRAL SQUARE BARA HINDU RAO,  
CENTRAL DELHI, DELHI, INDIA, 110006

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.

2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices I followed provide a reasonable basis for my opinion.

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.

5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis.

**For Hemant Kumar Sajnani & Associates  
Company Secretaries**

**Date: 17/08/2024  
Place: Kanpur  
UDIN: F007348F000994675**

**Sd/-  
CS Hemant Kumar Sajnani  
Proprietor  
M. No. F-7348  
CP. No. 14214  
PR code: 997/2020**

## ANNEXURE V : BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT (BRSR), FY 2023-24

### SECTION A: GENERAL DISCLOSURES

#### I. DETAILS OF THE LISTED ENTITY

1. Corporate Identity Number (CIN) of the Listed Entity - **U93000DL2013PLC247767**
2. Name of the Listed Entity – **GEM Enviro Management Ltd.**
3. Year of incorporation - **2013**
4. Registered office address - **Unit No. 203, Plaza-3, Central Square, Bara Hindu Rao, Delhi- 110006**
5. Corporate address – **Same as above**
6. E-mail – **info@gemrecycling.com**
7. Telephone - **011-49068377**
8. Website – **www.gemrecycling.com**
9. Financial year for which reporting is being done – **2023-24**
10. Name of the Stock Exchange(s) where shares are listed – **Unlisted**
11. Paid-up Capital – **INR 10,52,64,000**
12. Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report - **Mr. Sachin Sharma, Designation: Managing Director, Email: sachin@gemrecycling.com, Telephone: 011-49068377**
13. Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together). – **Standalone basis.**
14. Name of assurance provider – *Mr. Vijay Sharma, Company Secretary (vijay.sharma@gemrecycling.com)*
15. Type of assurance obtained – *NA*

#### II. PRODUCTS/SERVICES

16. Details of business activities (*accounting for 90% of the turnover*):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	<i>Water Supply, sewerage, and waste management</i>	<i>Waste collection, treatment and disposal activities, materials recovery, EPR facilitation, Policy advisory, ESG advisory, and other environmental services</i>	100%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of Total Turnover Contributed
1	Collection of non-hazardous waste	38110	4.4%
2	Treatment & disposal of non-hazardous Waste	38210	95.6%

## OPERATIONS

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	0	1	1
International	0	0	0

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	30
International (No. of Countries)	N.A.

b. What is the contribution of exports as a percentage of the total turnover of the entity? - Nil

c. A brief on types of customers – *The company's customer base comprises of both MNCs and top Indian companies, spanning across various industry sectors like FMCG, Beverages, Beauty & Wellness, Fertilizers, Sugar, Electrical, Pharma, Cement, Petroleum etc. – some prominent companies being Bajaj Consumer, Pepsico, Honasa Consumer, National Fertilizers, DCM Shriram, Orient Electric, Himalaya Wellness, JK Lakshmi Cement, respectively. As a lot of packaging is involved in all the aforesaid companies, it leads to a very large amount of packaging waste – GEM collects data on the same and helps to manage this waste through recycling/appropriate scientific disposal.*

## III. EMPLOYEES

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b><u>EMPLOYEES</u></b>						
1.	Permanent (D)	41	32	78%	9	22%
2.	Other than Permanent (E)	10	4	40%	6	60%
3.	<b>Total Employees (D+E)</b>	51	36	70.5%	15	29.5%
<b><u>WORKERS</u></b>						
4.	Permanent (F)	NA	NA	NA	NA	NA



5.	Other than Permanent (G)	NA	NA	NA	NA	NA
6	<b>Total workers (F + G)</b>	NA	NA	NA	NA	NA

b. Differently-abled Employees and workers:

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b><u>DIFFERENTLY ABLED EMPLOYEES</u></b>						
1.	Permanent (D)	Nil	Nil	Nil	Nil	Nil
2.	Other than Permanent (E)	Nil	Nil	Nil	Nil	Nil
3.	<b>Total differently abled employees (D + E)</b>	Nil	Nil	Nil	Nil	Nil
<b><u>DIFFERENTLY ABLED WORKERS</u></b>						
4.	Permanent (F)	NA	NA	NA	NA	NA
5.	Other than permanent (G)	NA	NA	NA	NA	NA
6.	<b>Total differently-abled workers (F + G)</b>	NA	NA	NA	NA	NA

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	4	1	25%
Key Management Personnel	2	0	0

22. Turnover rate for permanent employees and workers

(Disclose trends for the past 3 years)

	FY <u>2023-24</u> (Turnover rate in current FY)			FY <u>2022-23</u> (Turnover rate in previous FY)			FY <u>2021-22</u> (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
<b>Permanent Employees</b>	2%	1%	3%	2.5%	2.5%	5%	0.3%	5%	5.3%
<b>Permanent Workers</b>	NA	NA	NA	NA	NA	NA	NA	NA	NA

#### IV. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

23. (a) Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding / subsidiary / associate companies / joint ventures(A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
	NA	NA	NA	NA

#### V. CSR DETAILS

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes

(ii) Turnover (in Rs.) 34,27,85,010

(iii) Net worth (in Rs.) 34,07,46,728

#### VI. TRANSPARENCY AND DISCLOSURES COMPLIANCES

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)  (If yes, provide web-link for the policy)	FY <u>2023-24</u> Current Financial Year			FY <u>2022-23</u> Previous Financial Year		
		No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks
Communities	Yes ( <a href="https://rb.gy/8ya90v">https://rb.gy/8ya90v</a> )	Nil	Nil		Nil	Nil	
Investors (other than shareholders)		Nil	Nil		Nil	Nil	
Shareholders		Nil	Nil		Nil	Nil	
Employees and workers		Nil	Nil		Nil	Nil	
Customers		Nil	Nil		Nil	Nil	
Value Chain Partners		Nil	Nil		Nil	Nil	
Other (please specify)		Nil	Nil		Nil	Nil	

26. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

S. No.	Material issue identified	Indicate whether risk/ opportunity (R/O)	Rationale for identifying the risk /Opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk/ opportunity (Indicate +ve or -ve implications)
	<i>Any adverse policy changes by the regulator, CPCB</i>	<i>Risk</i>	<i>The company operates within the ambit of government policies and guidelines, as implemented and enforced by CPCB</i>	<i>Suitable changes will need to be made to the business model and services provided by the company</i>	<i>Negative implications if not addressed properly</i>

## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
<b>Policy and management processes</b>									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Y/N)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Y/N)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Web Link of the Policies, if available	<a href="https://gemrecycling.com/our-policies/">https://gemrecycling.com/our-policies/</a>								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	No	No	No	No	No	No	No	No	No
4. Name of the national and international codes/certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	NA	NA	NA	NA	NA	NA	NA	NA	ISO 45001:2018
5. Specific commitments, goals, and targets set by the entity with defined timelines, if any.	<i>We work to fulfill goals set by our clients.</i>								
6. Performance of the entity against the specific commitments, goals, and targets along-with reasons in case the same are not met.	<i>Performance has been good in assisting clients in achieving their goals.</i>								



**Governance, leadership, and oversight**

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets, and achievements (*listed entity has flexibility regarding the placement of this disclosure*) –

*‘Being in the waste management advisory business, we do not face a challenge directly. However, we work closely with our clients to help them set up, manage, and report on the 3 pillars of E, S & G. Hence the challenge for us is to ensure that our client companies realize the impact of ESG reporting in terms of improving the company’s branding, improving revenues, helping to plug gaps in the business processes and in helping companies access green funding. Given our advisory expertise in the space of waste management and EPR Services, we look at ESG consultancy as an extension of our domain knowledge and it naturally becomes our next logical step and a befitting opportunity’.*

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).

**Mr. Sachin Sharma, Designation: Managing Director, Email: [sachin@gemrecycling.com](mailto:sachin@gemrecycling.com), Telephone: 011-49068377**

9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.

*Yes. The Managing Director responsible for decision making on sustainability related issues is Mr. SachinSharma. The contact details are as given in point no. 8) above.*

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)									
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9	
Performance against above policies and follow up action.	– As detailed in Annex.1									A	A	A	A	A	A	A	A	A	A

Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	<i>Complied</i>								
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11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	<b>P1</b>	<b>P2</b>	<b>P3</b>	<b>P4</b>	<b>P5</b>	<b>P6</b>	<b>P7</b>	<b>P8</b>	<b>P9</b>
	No	No	No	No	No	No	No	No	No

12. If answer to question (1) above is “No” i.e. not all Principles are covered by a policy, reasons to be stated:

<b>Questions</b>	<b>P1</b>	<b>P2</b>	<b>P3</b>	<b>P4</b>	<b>P5</b>	<b>P6</b>	<b>P7</b>	<b>P8</b>	<b>P9</b>
The entity does not consider the Principles material to its business (Yes/No)	NA	NA	NA	NA	NA	NA	NA	NA	NA
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	NA	NA	NA	NA	NA	NA	NA	NA	NA
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	NA	NA	NA	NA	NA	NA	NA	NA	NA
It is planned to be done in the next financial year (Yes/No)	NA	NA	NA	NA	NA	NA	NA	NA	NA
Any other reason (please specify)	NA	NA	NA	NA	NA	NA	NA	NA	NA

## SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as “Essential” and “Leadership”. While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally, and ethically responsible.

### PRINCIPLE 1 - BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE.

#### Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

Segment	Total no. of training and awareness programmes held	Topics/principles covered under the training and impact	%age of persons in respective category covered by the awareness programmes
Board of Directors (BoD)	14 (as part of the meeting)	Regulatory changes updated to the board. The topics include:  * Companies Act * Corporate Governance * Code of Conduct * Business Process Improvements	100%
Key Managerial Personnel	9	NA	NA
Employees other than BoDs and KMPs	16	Awareness training on hazardous and non-hazardous waste; Waste management policies, Skill Improvement & Softs Skills	100%
Workers	NA	NA	NA

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

<b>Monetary</b>					
	<b>NGRBC Principle</b>	<b>Name of the regulatory/enforcement/Judicial Institution</b>	<b>Amount (INR)</b>	<b>Brief of the case</b>	<b>Has an appeal been preferred (Y/N)</b>
Penalty/Fine	P1	GST Authority	Nil	NA	No
Settlement	NA	NA	NA	NA	NA
Compounding Fee	NA	NA	NA	NA	NA
<b>Non-Monetary</b>					
	<b>NGRBC Principle</b>	<b>Name of the regulatory/enforcement/Judicial Institution</b>	<b>Amount (INR)</b>	<b>Brief of the case</b>	<b>Has an appeal been preferred (Y/N)</b>
Imprisonment	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.

<b>Case Details</b>	<b>Name of the regulatory/enforcement/Judicial Institution</b>
NA	NA

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy. *Yes. The framework is defined by the ACAB(Anti-corruption and Anti-bribery) Policy. Web-link: <https://rb.gy/c048t6>*

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	<b>FY 2023-24</b> <b>Current Financial Year</b>	<b>FY 2022-23</b> <b>Previous Financial Year</b>
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

6. Details of complaints with regard to conflict of interest:

	<b>FY 2023-24</b> <b>Current Financial Year</b>		<b>FY 2022-23</b> <b>Previous Financial Year</b>	
	<b>No.</b>	<b>Remarks</b>	<b>No.</b>	<b>Remarks</b>
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	Nil	Nil	Nil
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	Nil	Nil	Nil

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest. – NA

8. Number of days of accounts payables ((Accounts payable \*365) / Cost of goods/services procured) in the following format:

	<b>FY 2023-24</b> <b>Current Financial Year</b>	<b>FY 2022-23</b> <b>Previous Financial Year</b>
Number of days of accounts payables	169	132



## 9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

<b>Parameter</b>	<b>Metrics</b>	<b>FY <u>2023-24</u> Current Financial Year</b>	<b>FY <u>2022-23</u> Previous Financial Year</b>
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	9.35%	27.47%
	b. Number of trading houses where purchases are made from	16	26
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	98.82%	96.94%
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	4.43%	17.59%
	b. Number of dealers / Distributors to whom sales are made	29	35
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	91.22%	79.86%
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	2,580,000	1,380,000
	b. Sales (Sales to related parties / Total Sales)	Nil	Nil

	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	Nil	Nil
	d. Investments (Investments in related parties / Total Investments made)	Nil	Nil

### LEADERSHIP INDICATORS

1. Awareness programmes conducted for value chain partners on any of the principles during the financial year:

Total number of awareness programmes held	Topics / principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes
48	<i>Health &amp; Safety, Efficient collection and sorting practices</i>	About 50%

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same. – No.

**PRINCIPLE 2 - BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE.**

**ESSENTIAL INDICATORS**

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	<b>Current Financial Year</b>	<b>Previous Financial Year</b>	<b>Details of improvements in environmental and social impacts</b>
R&D	Nil	Nil	Nil
Capex	Nil	Nil	Nil

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No) – No.

b. If yes, what percentage of inputs were sourced sustainably? – NA

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste. - NA

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity’s activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same. – No

**LEADERSHIP INDICATORS**

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format? – *GEM is in waste management advisory and services business. Therefore, its activities don’t cause any GHG emission or environmental damage through solid, liquid or gaseous modes.*

<b>NIC Code</b>	<b>Name of Product/Service</b>	<b>% of total turnover contributed</b>	<b>Boundary for which the Life Cycle Perspective / Assessment was conducted</b>	<b>Whether conducted by independent external agency (Y/N)</b>	<b>Results communicated in public domain (Y/N) If yes, provide the web-link.</b>

NA	NA	NA	NA	NA	NA
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2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of Product/Service	Description of the risk / concern	Action Taken
NA	NA	NA
NA	NA	NA
NA	NA	NA

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material	
	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
NA	NA	NA

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

	FY 2023-24 (Current Financial Year)			FY 2022-23 (Current Financial Year)		
	Re-used	Recycled	Safely Disposed	Re-used	Recycled	Safely Disposed
Plastics (including packaging)	NA	NA	NA	NA	NA	NA
E-Waste	NA	NA	NA	NA	NA	NA
Hazardous Waste	NA	NA	NA	NA	NA	NA

Other Waste	NA	NA	NA	NA	NA	NA
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5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
NA	NA



**PRINCIPLE 3 – BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS.**

<b>Essential Indicators</b>											
1. a. Details of measures for the well-being of employees:											
Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day Care facilities	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
<b>Permanent employees</b>											
Male	32	32	100%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Female	9	9	100%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>	41	41	100%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Other than Permanent employees</b>											
Male	4	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Female	6	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>	10	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b. Details of measures for the well-being of workers: <i>NA</i>											
Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Maternity benefits		Day Care facilities	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
<b>Permanent workers</b>											

Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
<b>Total</b>	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
<b>Other than Permanent workers</b>											
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
<b>Total</b>	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –

	FY 2023-24 (Current FY)	FY 2022-23 (Previous FY)
Cost incurred on well-being measures as a % of total revenue of the company	7.42%	4.86%

- These figures include the salaries/bonuses paid to employees and workers.

2. Details of retirement benefits, for Current FY and Previous Financial Year.

Benefits	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	85.3% (35/41)	N A	Y	83% (35/42)	NA	Y
Gratuity	100% (41/41)	NA	NA	100% (42/42)	NA	NA
ESI	41% (17/41)	NA	Y	31% (13/42)	NA	Y
Others – please specify	NA	N A	NA	NA	NA	NA

3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard. – Yes.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy. – Yes. Web link: <https://rb.gy/79np5v>

5. Return to work and retention rates of permanent employees and workers that took parental leave- NA.

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	NA	NA	NA	NA
Female	NA	NA	NA	NA
<b>Total</b>	NA	NA	NA	NA

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief. –

*YES. A Nodal officer (HR Manager) is appointed to look into this. There is a grievance redressal policy for recording stakeholders' grievances. Such grievances are to be resolved within 21 days.*

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	NA
Other than Permanent Workers	NA
Permanent Employees	<i>Yes. As per company's Grievance redressal policy.</i>
Other than Permanent Employees	<i>Do</i>

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	(B/A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	(D/C)
<b>Total Permanent Employees</b>	Nil	Nil	Nil	Nil	Nil	Nil
-Male	Nil	Nil	Nil	Nil	Nil	Nil
-Female	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total Permanent Workers</b>	Nil	Nil	Nil	Nil	Nil	Nil
-Male	Nil	Nil	Nil	Nil	Nil	Nil
-Female	Nil	Nil	Nil	Nil	Nil	Nil

8. Details of training given to employees and workers:

Category	FY 2023-24 (Current Financial Year)					FY 2022-23 (Previous Financial Year)				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
<b>Employees</b>										
Male	32	32	100%	32	100%	32	32	100%	32	100%

Female	9	9	100%	10	100%	10	10	100%	10	100%
<b>Total</b>	41	41	100%	42	100%	42	42	100%	42	100%
<b>Workers</b>										
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
<b>Total</b>	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

9. Details of performance and career development reviews of employees and worker:

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
<b>Employees</b>						
Male	32	32	100	32	32	100
Female	9	9	100	10	10	100
<b>Total</b>	41	41	100	42	42	100
<b>Workers</b>						
Male	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA
<b>Total</b>	NA	NA	NA	NA	NA	NA

10. Health and safety management system:

- a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system? – *Yes. It covers all employees.*
- b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity? – *Refer Annexure 2.*
- c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N) – *Yes.*



d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No) – *Yes. Through Medclaim policy coverage for employees.*

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category*	FY 2023-24 (Current FY)	FY 2022-23 (Previous FY)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers	NA	NA
Total recordable work-related injuries	Employees	Nil	Nil
	Workers	NA	NA
No. of fatalities	Employees	Nil	Nil
	Workers	NA	NA
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	NA	NA

\* Including in the contract workforce

12. Describe the measures taken by the entity to ensure a safe and healthy work place - *Refer Annexure 3*

13. Number of complaints on the following made by employees and workers:

	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working conditions	Nil	Nil	Nil	Nil	Nil	Nil
Health and safety	Nil	Nil	Nil	Nil	Nil	Nil

14. Assessments for the year:

	<b>% of your plants and offices that were assessed</b>
--	--

	<b>(by entity or statutory authorities or third parties)</b>
Health and safety practices	100%
Working conditions	100%

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions. – NA

### LEADERSHIP INDICATORS

Does the entity extend any life insurance or any compensatory package in the event of death of:

(A) Employees (Y/N) – N

(B) Workers (Y/N). – N

1. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners. – None.

2. Provide the number of employees / workers having suffered high consequence work-related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2023-24 (Current FY)	FY 2022-23 (Previous FY)	FY 2023-24 (Current FY)	FY 2022-23 (Previous FY)
Employees	NA	NA	NA	NA
Workers	NA	NA	NA	NA

3. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No) - No

4. Details on assessment of value chain partners:

	<b>% of value chain partners (by value of business done with such partners) that were assessed</b>
Health and safety practices	<i>Nil</i>
Working conditions	<i>Nil</i>

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners – NA

**PRINCIPLE 4 – BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS.**

**ESSENTIAL INDICATORS**

1. Describe the processes for identifying key stakeholder groups of the entity - *Decision-makers/Policy makers/key suppliers/clients/employees are identified as key stakeholders in the company i.e. our customers, employees, regulatory agencies, and our partner waste recyclers.*

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

<b>Stakeholder Group</b>	<b>Whether identified as Vulnerable &amp; Marginalized Group (Y/N)</b>	<b>Channels of communication</b> (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website, Other)	<b>Frequency of engagement</b> (Annually/ Half yearly/ Quarterly / others – please specify)	<b>Purpose and scope of engagement including key topics &amp; concerns raised during such engagement</b>
<i>Directors</i>	<i>No</i>	<i>Personal meetings, E-mails, Telephone</i>	<i>Need-based</i>	<i>Policy-making, Key business decisions</i>
<i>Regulatory authority (CPCB, SPCB, Municipal Authorities etc.)</i>	<i>No</i>	<i>E-mail, Personal meetings</i>	<i>Need-based</i>	<i>To respond to regulator’s queries, to understand the policy issues, to provide feedback related to difficulties on-ground/online-portal</i>
<i>Recyclers</i>	<i>No</i>	<i>E-mail, Site Visits, Personal meetings</i>	<i>Need-based</i>	<i>To check the on ground recycling activities, to conduct document inspection etc.</i>

## LEADERSHIP INDICATORS

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board. - *Discussions happen by direct communication among Board members, not by delegating.*
2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity – *GEM takes feedback of its value chain partners such as waste collectors and aggregators regarding the business practices of the various recyclers. In case, the feedback is not up to the mark, GEM further conducts inspections of the recycler as per its internal processes. In case, the documentation and business practices of the recycler are not commensurate with GEM's defined policies and expectations of its clients, GEM discontinues working with that recycler. The necessary decisions in this regard are made at Director level. The policies and internal processes, procedures are updated from time to time, as needed, based on such feedbacks*
3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups – NA



**PRINCIPLE 5 – BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS.**

**ESSENTIAL INDICATORS**

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
<b>Employees</b>						
Permanent	41	41	100%	42	42	100%
Other than permanent	10	10	100%	10	10	100%
Total Employees	51	51	100%	52	52	100%
<b>Workers</b>						
Permanent	NA	NA	NA	NA	NA	NA
Other than permanent	NA	NA	NA	NA	NA	NA
Total Workers	NA	NA	NA	NA	NA	NA

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Total (A)	Equal to Minimum Wage	More than Minimum Wage	Total (D)	Equal to Minimum Wage	More than Minimum Wage

		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
<b>Employees</b>										
<b>Permanent</b>	41	0	0	41	100%	42	0	0	42	100
Male	32	0	0	32	100%	32	0	0	32	100
Female	9	0	0	9	100%	10	0	0	42	100
<b>Other than Permanent</b>	10	0	0	10	100%	NA	NA	NA	NA	NA
Male	4	0	0	4	100%	5	0	0	5	100
Female	6	0	0	6	100%	5	0	0	5	100
<b>Workers</b>										
<b>Permanent</b>	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
<b>Other than Permanent</b>	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

3. Details of remuneration/salary/wages

a. Median remuneration / wages:

	Male		Female	
	No.	Median remuneration/ salary/ wages of respective category	No.	Median remuneration/ salary/ wages of respective category

Board of Directors (BoD)	3	30,34,000	1	NA
Key Managerial Personnel	2	6,62,336	-	-
Employees other than BoD and KMP	42	2,17,630	20	2,04,803.50
Workers	NA	NA	NA	NA

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	<b>FY 2023-24</b> <b>(Current Financial Year)</b>	<b>FY 2022-23</b> <b>(Previous Financial Year)</b>
Gross wages paid to females as % of total wages	16.99%	18%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No) – Yes

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.-  
*As laid down in the Human Rights Policy.*

6. Number of Complaints on the following made by employees and workers:

	<b>FY 2023-24</b> <b>(Current Financial Year)</b>			<b>FY 2022-23</b> <b>(Previous Financial Year)</b>		
	<b>Filed during the year</b>	<b>Pending resolution at the end of year</b>	<b>Remarks</b>	<b>Filed during the year</b>	<b>Pending resolution at the end of year</b>	<b>Remarks</b>
Sexual Harassment	Nil	Nil	Nil	Nil	Nil	Nil

Discrimination at workplace	Nil	Nil	Nil	Nil	Nil	Nil
Child Labour	Nil	Nil	Nil	Nil	Nil	Nil
Forced Labour/Involuntary Labour	Nil	Nil	Nil	Nil	Nil	Nil
Wages	Nil	Nil	Nil	Nil	Nil	Nil
Other human rights related issues	Nil	Nil	Nil	Nil	Nil	Nil

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	<b>FY 2023-24 (Current Financial Year)</b>	<b>FY 2022-23 (Previous Financial Year)</b>
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	Nil
Complaints on POSH as a % of female employees / workers	Nil	Nil
Complaints on POSH upheld	Nil	Nil

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases – *As laid down in the POSH Policy.*

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No) –  
No

10. Assessments for the year:

	<b>% of your plants and offices that were assessed (by entity or statutory authorities or third parties)</b>
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	Nil

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above – NA

**LEADERSHIP INDICATORS**

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints. – *None.*

2. Details of the scope and coverage of any Human rights due-diligence conducted. – *GEM's own offices*

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016? – *Yes*

4. Details on assessment of value chain partners:

	<b>% of value chain partners (by value of business done with such partners) that were assessed</b>
Sexual Harassment	Nil
Discrimination at workplace	Nil
Child Labour	Nil
Forced Labour/Involuntary Labour	Nil
Wages	Nil

Others – please specify	Nil
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5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above. – NA



## PRINCIPLE 6 – BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

### ESSENTIAL INDICATORS

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
<b>From renewable sources</b>		
Total electricity consumption (A)	NA	NA
Total fuel consumption (B)	NA	NA
Energy consumption through other sources (C)	NA	NA
<b>Total energy consumed from renewable sources (A+B+C)</b>	NA	NA
<b>From non-renewable sources</b>		
Total electricity consumption (D)	~54.67 bn Joules (54,669,600,000 Joules)	~43 bn Joules (43,012,800,000 Joules)
Total fuel consumption (E)	NA	NA
Energy consumption through other sources (F)	NA	NA
<b>Total energy consumed from non-renewable sources (D+E+F)</b>	54,669,600,000 Joules	43,012,800,000 Joules
<b>Total energy consumed (A+B+C+D+E+F)</b>	54,669,600,000 Joules	43,012,800,000 Joules

<b>Energy intensity per rupee of turnover</b> (Total energy consumed / Revenue from operations)	162.89 Joules/Re (54669600000/33,56,17,582)	100.48 Joules/Re. (43012800000/ 42,80, 56,016)
<b>Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total energy consumed / Revenue from operations adjusted for PPP)	Same as above-	Same as above-
<b>Energy intensity in terms of physical output</b>	-	-
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency - No

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any – No

3. Provide details of the following disclosures related to water, in the following format:

<b>Parameter</b>	<b>FY 2023-24 (Current Financial Year)</b>	<b>FY 2022-23 (Previous Financial Year)</b>
<b>Water withdrawal by source (in kiloliters)</b> – GEM's offices are located in an office complex where the service water is provided by the builder/facility management agency and GEM pays monthly maintenance fee to the agency. For drinking water purposes, GEM uses the bottled drinking water supplied by the bottlers who take the empty jars from GEM's premises.		
(i) Surface water	Nil	Nil
(ii) Groundwater	Nil	Nil
(iii) Third party water	Nil	Nil

(iv) Seawater / desalinated water	Nil	Nil
(v) Others	Nil	Nil
<b>Total volume of water withdrawal (in kiloliters) (i + ii + iii + iv + v)</b>	Nil	Nil
<b>Total volume of water consumption (in kiloliters)</b>	Nil	Nil
<b>Water intensity per rupee of turnover</b> (Total water consumption / Revenue from operations)	NA	NA
<b>Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total water consumption / Revenue from operations adjusted for PPP)	NA	NA
<b>Water intensity in terms of physical output</b>	NA	NA
<b>Water intensity</b> (optional) – the relevant metric may be selected by the entity	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency – No.

4. Provide the following details related to water discharged:

<b>Parameter</b>	<b>FY 2023-24 (Current Financial Year)</b>	<b>FY 2022-23 (Previous Financial Year)</b>
<b>Water discharge by destination and level of treatment (in kiloliters) – GEM doesn't operate any recycling plant as part of its operations. Hence, this section is not applicable to the company.</b>		
(i) To Surface water	NA	NA
- No treatment	NA	NA

- With treatment – please specify level of treatment	NA	NA
(ii) To Groundwater	NA	NA
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
(iii) To Seawater	NA	NA
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
(iv) Sent to third-parties	NA	NA
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
(v) Others	NA	NA
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
<b>Total water discharged (in kiloliters)</b>	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency - No

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation – NA

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format: - *GEM doesn't operate any manufacturing facility. Hence, this section is not applicable to GEM's operations.*

Parameter	Please specify unit	FY 2023-24	FY 2022-23
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		(Current Financial Year)	(Previous Financial Year)
NOx	NA	NA	NA
SOx	NA	NA	NA
Particulate matter (PM)	NA	NA	NA
Persistent organic pollutants (POP)	NA	NA	NA
Volatile organic compounds (VOC)	NA	NA	NA
Hazardous air pollutants (HAP)	NA	NA	NA
Others – please specify	NA	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency – No.

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
<b>Total Scope 1 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	<i>Metric tonnes of CO<sub>2</sub> equivalent</i>	NA	NA
<b>Total Scope 2 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available) – Considering 0.9 kg CO <sub>2</sub> /Kwh of electricity consumed	<i>Metric tonnes of CO<sub>2</sub> equivalent</i>	13,667.4 Kg of CO <sub>2</sub> 15186* 0.9  13.6674 tonnes of Co <sub>2</sub>	NA

<b>Total Scope 1 and Scope 2 emission intensity per rupee of turnover</b> (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	<i>Grams (gm) of CO2 equivalent/Rs</i>	0.0407	NA
<b>Total Scope 1 and Scope 2 GHG emissions intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)		NA	NA
<b>Total Scope 1 and Scope 2 emission intensity in terms of physical output</b>		NA	NA
<b>Total Scope 1 and Scope 2 emission intensity</b> (optional) – the relevant metric may be selected by the entity		NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency - No

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details – No.

9. Provide details related to waste management by the entity, in the following format:

*All waste management activities are done by GEM on behalf of its clients through our collection network. None of this is self-generated.*

Parameter	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
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<b>Total Waste generated (in metric tonnes)</b>		
Plastic waste (A)	NA	NA
E-waste (B)	NA	NA
Bio-medical waste (C)	NA	NA
Construction and demolition waste (D)	NA	NA
Battery waste (E)	NA	NA
Radioactive waste (F)	NA	NA
Other Hazardous waste. Please specify, if any. (G)	NA	NA
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	NA	NA
<b>Total (A+B + C + D + E + F + G + H)</b>	NA	NA
<b>Waste intensity per rupee of turnover</b> (Total waste generated / Revenue from operations)	NA	NA
<b>Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total waste generated / Revenue from operations adjusted for PPP)	NA	NA
<b>Waste intensity in terms of physical output</b>	NA	NA
<b>Waste intensity</b> (optional) – the relevant metric may be selected by the entity	NA	NA

<b>For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)</b>		
<b>Category of waste</b>		
(i) Recycled	NA	NA
(ii) Re-used	NA	NA
(iii) Other recovery operations	NA	NA
<b>Total</b>	NA	NA
<b>For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)</b>		
<b>Category of waste</b>		
(i) Recycled	NA	NA
(ii) Re-used	NA	NA
(iii) Other recovery operations	NA	NA
<b>Total</b>	NA	NA

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes –

*Proper waste disposal is done by all office staff in separate waste-bins for dry and wet waste. There are no product-related hazards applicable for the company.*

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

S.No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N)
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			<b>If no, the reasons thereof and corrective action taken, if any.</b>
	NA	NA	NA
	NA	NA	NA

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

<b>Name and brief details of project</b>	<b>EIA Notification No.</b>	<b>Date</b>	<b>Whether conducted by independent external agency (Y/N)</b>	<b>Results communicated in public domain (Y/N)</b>	<b>Relevant Web link</b>
NA	NA	NA	NA	NA	NA
NA	NA	NA	NA	NA	NA

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format: - *Yes, ensure compliance while providing consulting services to our clients.*

<b>S.No.</b>	<b>Specify the law / regulation / guidelines which was not complied with</b>	<b>Provide details of the non-compliance</b>	<b>Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts</b>	<b>Corrective action taken, if any</b>
	NA	NA	NA	NA
	NA	NA	NA	NA

## LEADERSHIP INDICATORS

1. Water withdrawal, consumption, and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

(i) Name of the area

(ii) Nature of operations

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	NA	NA
(ii) Groundwater	NA	NA
(iii) Third party water	NA	NA
(iv) Seawater / desalinated water	NA	NA
(v) Others	NA	NA
<b>Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)</b>	NA	NA
<b>Total volume of water consumption (in kilolitres)</b>	NA	NA
<b>Water intensity per rupee of turnover</b> (Water consumed / Turnover)	NA	NA
<b>Water intensity</b> (optional) – the relevant metric may be selected by the entity	NA	NA
<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
(i) Into Surface water	NA	NA
- No treatment	NA	NA

- With treatment – please specify level of treatment	NA	NA
(ii) Into Groundwater	NA	NA
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
(iii) Into Seawater	NA	NA
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
(iv) Sent to third-parties	NA	NA
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
(v) Others	NA	NA
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
<b>Total water discharged (in kilolitres)</b>	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency – No.

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
<b>Total Scope 3 emissions</b>	NA	NA	NA

(Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)			
<b>Total Scope 3 emissions per rupee of turnover</b>	NA	NA	NA
<b>Total Scope 3 emission intensity</b> (optional) – the relevant metric may be selected by the entity	NA	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency- No.

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities – NA

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

S.No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the Initiative
	NA	NA	NA

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link –

*The company has a system of good financial controls. It does not see any threat in terms of any risk towards business continuity. Adequate security steps like fire alarm, firefighting equipment availability, periodic safety drills on emergency evacuation etc. have been taken by the facility management team towards disaster management to keep the building complex along with the offices located therein, safe.*

*Web-link of Business Continuity Policy - <https://t.ly/VHsaW>*

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard – We work with the waste recyclers registered with SPCB/CPCB, who follow all the applicable statutory environmental norms. Hence, no significant adverse impact to the environment is arising from the value chain of our business operations.



7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts –

*No such assessment has been undertaken yet. However, as stated above, past experience has shown that our value chain partners are only causing positive impact to the environment, and not causing any adverse effect through their activities of waste collection, aggregation and recycling.*

**PRINCIPLE 7 – BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT**

**ESSENTIAL INDICATORS**

1. a. Number of affiliations with trade and industry chambers/ associations - 1

b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

S.No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/ associations (State/National)
1	<i>MRAI (Material Recycling Association of India)</i>	<i>National</i>
2		
3		
4		
5		
6		
7		

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
NA	NA	NA
NA	NA	NA

## LEADERSHIP INDICATORS

1. Details of public policy positions advocated by the entity:

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, if available
1.	<i>Promoting recycling</i>	<i>Through seminars, public events</i>	<i>Yes (in company website)</i>	<i>Monthly</i>	<i>ESG Policy link: <a href="https://gemrecycling.com/our-policies/">https://gemrecycling.com/our-policies/</a></i>
2.	<i>Making representation on behalf of the Recycling industry to the government through MRAI Platform.</i>	<i>Through meetings</i>	<i>Sometimes - through the press.</i>	<i>Monthly</i>	<i>N.A.</i>

## PRINCIPLE 8 – BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

### ESSENTIAL INDICATORS

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes /No)	Results communicated in public domain (Yes / No)	Relevant Web link
NA	NA	NA	NA	NA	NA
NA	NA	NA	NA	NA	NA

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement(R&R) is being undertaken by your entity, in the following format:

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In Rs)
	NA	NA	NA	NA	NA	NA
	NA	NA	NA	NA	NA	NA

3. Describe the mechanisms to receive and redress grievances of the community – *None at present*

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	<b>FY 2023-24</b> <b>(Current Financial Year)</b>	<b>FY 2022-23</b> <b>(Previous Financial Year)</b>
Directly sourced from MSMEs/ small producers	NA	NA
Directly from within India	NA	NA

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	<b>FY 2023-24</b> <b>Current Financial Year</b>	<b>FY 2022-23</b> <b>Previous Financial Year</b>

Rural	NA	NA
Semi-urban	NA	NA
Urban	NA	NA
Metropolitan	100%	100%

(Place to be categorized as per RBI Classification System - rural / semi-urban / urban / metropolitan)

## LEADERSHIP INDICATORS

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
NA	NA
NA	NA

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No.	State	Aspirational District	Amount spent (In INR)
i	NA	NA	NA
ii	NA	NA	NA

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No) – No.  
 (b) From which marginalized /vulnerable groups do you procure? – *The company doesn't measure it specifically.*  
 (c) What percentage of total procurement (by value) does it constitute? – *The company doesn't measure it specifically.*

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

S. No.	Intellectual Property based on traditional knowledge	Owned/Acquired (Yes/No)	Benefit shared (Yes /No)	Basis of calculating benefit share
	NA	NA	NA	NA
	NA	NA	NA	NA

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of the Authority	Brief of the Case	Corrective Action Taken
NA	NA	NA
NA	NA	NA

6. Details of beneficiaries of CSR Projects:

S.	CSR Project	No. of persons	% of beneficiaries from
----	-------------	----------------	-------------------------



	<b>No.</b>		<b>benefitted from CSR Projects</b>	<b>vulnerable &amp; marginalized groups</b>
	1	Health & Check-up, Plantation to protect Environment	5000 +	80%

**PRINCIPLE 9 - BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER**

**ESSENTIAL INDICATORS**

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

–

*Customers/Clients have direct access to senior management through mail and phone. They can register any complaint or give feedback, whenever the need arises.*

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about;

	As a percentage to total turnover
Environmental and social parameters relevant to the product	NA
Safe and responsible usage	NA
Recycling and/or safe disposal	100%

3. Number of consumer complaints in respect of the following:

	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Received during the year	Pending Resolution at end of year	Remarks	Received during the year	Pending Resolution at end of year	Remarks
Data privacy	Nil	Nil	Nil	Nil	Nil	Nil
Advertising	Nil	Nil	Nil	Nil	Nil	Nil
Cyber-security	Nil	Nil	Nil	Nil	Nil	Nil
Delivery of essential Services	Nil	Nil	Nil	Nil	Nil	Nil
Restrictive Trade Practices	Nil	Nil	Nil	Nil	Nil	Nil
Unfair Trade Practices	Nil	Nil	Nil	Nil	Nil	Nil
Other	Nil	Nil	Nil	Nil	Nil	Nil

7. Details of instances of product recalls on account of safety issues:

	No.	Reasons for recall
Voluntary recalls	Nil	NA
Forced recalls	Nil	NA

8. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy. – Yes. Web link: <https://t.ly/hSPo->

9. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services - NA

7. Provide the following information relating to data breaches: -

- a. Number of instances of data breaches - Nil
- b. Percentage of data breaches involving personally identifiable information of customers - Nil

## LEADERSHIP INDICATORS

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available). – *www.gemrecycling.com*
2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services. – *GEM provides waste advisory services and accordingly, carries out systematic checks of documents and records related to EPR certificates provided by the recyclers. GEM continuously updates its customers about any potential risk related to authenticity of data supplied by the recyclers. GEM discards any such unauthentic data and removes the respective recycler from its list of the service providers.*
3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services. – *None as of now.*
4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No) – *NA*

# ANNEXURE 1

Pertaining to: Section B, Point No. (10)

Performance against policies and follow up action (Review taken by the Director)

PRINCIPLE	PERFORMANCE
P1 - Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable	Business being conducted ethically and in a transparent manner. Proper records and documentation are maintained for all transactions. Practices as laid down in the ESG Policy are followed wherever applicable.
P2 - Businesses should provide goods and services in a manner that is sustainable and safe.	EPR and Sustainability services provided with proper attention towards appropriate measures based on ESG Policy, Supplier Code of Conduct Policy and Business Continuity Policy. GEM engages with its collection partners and educates them on safe waste handling practices. GEM also conducts various awareness activities on ground in alliance with its clients and Government agencies.
P3 – Businesses should respect and promote the well-being of all employees, including those in their value chains.	Workplace Health & Safety Policy, POSH policy, have been put in place and reviewed periodically. Other welfare measures are in place too like proper leave policy, medical insurance etc.
P4 - Businesses should respect the interests of and be responsive to all its stakeholders.	Stakeholder Engagement Policy and CSR Policy are in place. Further, HR department looks into complaints, if any, to ensure stakeholder’s complaints are suitably addressed and resolution provided as per the provisions of the Grievance Redressal Policy.
P5 - Businesses should respect and promote human rights.	Human Rights Policy principles are followed for all stakeholders. Fair wages are paid to employees as prescribed in the law. Employees are not discriminated against on basis of caste, creed, gender, religion, or color. Also, there is no deployment of child labour as laid down in our Anti Child Labour Policy.

<p>P6 - Businesses should respect and make efforts to protect and restore the environment.</p>	<p>Company drives initiatives to promote environmental well-being both in and outside. Employees strive to reduce their carbon footprint by sharing of transportation, using public transportation whenever possible and save on paper by judicious use of printers. ESG Policy guiding principles are deployed by employees for protecting the environment.</p>
<p>P7 - Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.</p>	<p>GEM goes by its 'Anti Bribery Policy' to inform and educate its directors, employees, and value chain partners on responsible business conduct, especially when dealing with Government agencies. GEM, through its membership of MRAI (Material Recycling Association of India), drives representation and shares best practices at industry forums.</p>
<p>P8 - Businesses should promote inclusive growth and equitable development.</p>	<p>Following the provisions of its Equal Opportunity Policy, Company provides equal opportunity and fair compensation to its employees, which helps in promoting inclusive growth.</p>
<p>P9 - Businesses should engage with and provide value to their consumers in a responsible manner.</p>	<p>Company promotes free exchange of ideas from its customers and is open to feedback. Customer satisfaction is a priority for the organization as we operate in quite competitive environment and our customer's repeated businesses with us is a testament to our trusted relationship. Provisions of Grievance Redressal Policy, Stakeholder Engagement Policy and Cyber Security Policy are followed in delivering value to our consumers.</p>

## ANNEXURE 2

### Pertaining To: Section C, Principle 3, Point No. 10 (b)

#### Processes used to identify work-related hazards and assess risks on a routine and non-routine basis

- 
- 1. By inspection of the work environment:** There is a regular practice of walking through the workplace and visually assessing the types of equipment, work practices, and any potential hazards that could be harmful to workers.

---

  - 2. By interviewing workers and managers:** This allows workers to express concerns that may not be as obvious when conducting only worksite inspections.

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  - 3. By review of records of injuries and illnesses:** This helps to identify patterns and trends that indicate specific hazards.

---

  - 4. By use of hazard checklists and other resources:** There are a no. of resources available to help employers and workers identify hazards, such as hazard checklists and industry-specific guidelines.

---

  - 5. By consultation with experts:** Where there is uncertainty about a potential hazard, or where the need is felt to take help in developing controls to mitigate a hazard, expert consultation on occupational safety and health professional is sought.
-



## ANNEXURE 3

### Pertaining To: Section C, Principle 3, Point No. 12 Measures taken to ensure a safe and healthy work place

- 
- 1. By eliminating hazards at the source:** It is a regular endeavor to identify and eliminate hazards whenever possible.

---

  - 2. By use of engineering controls:** Use of ventilation systems, and noise-canceling headphones is encouraged.

---

  - 3. Administrative controls put in place:** Administrative controls like policies, procedures, and work practices that help to reduce or eliminate exposure to hazard have been put in place. These include training programs, lockout/tagout procedures, and job rotation.

---

  - 4. Use of personal protective equipment (PPE):** PPE like masks and gloves are provided to employees where required, in addition to regular use of sanitizers in the office.

---

  - 5. Promoting employee involvement:** Employees are encouraged to report hazards and participate in safety programs.

---

  - 6. Safety training programs:** Employees have been trained on how to identify and avoid hazards.

---

  - 7. Employees encouraged to report injuries and illnesses:** Early reporting of injuries and illnesses helps in providing prompt treatment and preventing further injuries.
-

## TO THE MEMBERS OF GEM ENVIRO MANAGEMENT LIMITED

(FORMERLY KNOWN AS GEM ENVIRO MANAGEMENT PRIVATE LIMITED)  
REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

### OPINION

We have audited the standalone financial statements of **GEM ENVIRO MANAGEMENT LIMITED (Formerly known as GEM ENVIRO MANAGEMENT PRIVATE LIMITED)** (“the Company”), which comprise the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss for the year ended and Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as “the standalone financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit for the year ended on that date.

### BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the ‘Auditor’s Responsibilities for the Audit of the Standalone Financial Statements’ section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



# **RAJIV MEHROTRA & ASSOCIATES**

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## **INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON**

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

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

## **RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## **AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS**

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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

(A) As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government of India 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.

(B) As required by Section 143(3) of the Act, based on or audit, 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 standalone financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the standalone financial statements.
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act read with the Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
- f) The Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company w.e.f. April 1, 2023, and accordingly, we report that:

Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

- g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”.
- 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 does not have any pending litigations which would impact its financial position;
  - ii. The Company does not have any long term contracts requiring a provision for material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.



## **RAJIV MEHROTRA & ASSOCIATES**

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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 share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, 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.

**For RAJIV MEHROTRA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REG.NO.002253C**

**Kanpur, 10<sup>th</sup> of August, 2024**

**(PARTNER)  
SHIVANI YADAV  
M.No.451408  
UDIN-24451408BKEOCB8240**



## ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in Para 1 under 'Report on Other legal and Regulatory Requirements' section of our report of even date)

**Re: GEM ENVIRO MANAGEMENT LIMITED (FORMERLY KNOWN AS GEM ENVIRO MANAGEMENT PRIVATE LIMITED), we report that:**

- (i) a. The company is preparing proper records showing full particulars including quantitative details and situation of fixed assets.
- b. The company has made a regular program for physical verification of all assets over a period of three years. In accordance with this program, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, it is reasonable having regard to the size of the company and the nature of its assets.
- c. The company has no immovable properties to capitalize in the books of account.
- d. The company has not revalued any of its property, plant and equipment (including right-to-use assets) and intangible assets during the year.

No proceedings have been initiated during the year or are pending against the company as at March 31<sup>st</sup> 2024 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the Rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.

- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed.
- (b) That the company has not been sanctioned working capital limits in excess of Rs.5 crores by any banks or financial institutions. Thus reporting requirements under clause 3(ii)(b) of the Order do not apply.
- (iii) a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any companies, firms, Limited Liability Partnerships or other entity during the year as such. Accordingly, reporting under clauses 3(iii)(a) of the Order is not applicable to the Company.



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- 
- b) The Company has not provided any guarantee or given any security or granted any loans or advances in the nature of loans during the year.
  - c) In our opinion, the investments made during the year are, prima facie, not prejudicial to the Company's interest.
- (iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act in respect of investments and loans, as applicable.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) In our opinion and according to the information and explanations given to us, the company is not liable for maintenance of cost records u/s 148 of the Companies Act, 2013.
- (vii)
- a. In our opinion, and according to the information and explanations given to us, the company is regular in depositing with appropriate authorities undisputed statutory dues including investor education protection fund, income tax, sales tax, wealth tax, service tax, & customs duty and other material statutory dues applicable to it. Further, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, customs duty, VAT, cess and other material statutory dues were in arrears as at 31st March 2024 for a period of more than six months from the date they became payable.
  - b. As per the information and explanations given to us and on the basis of the verification of the records of the company, there are no outstanding statutory dues which have not been deposited on account of a 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) In our opinion and according to the information and explanations given to us, the company did not have any loans or borrowings from any lender during the year. Accordingly, no reporting is required.

- (b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or other lender.
- (c) In our opinion and according to the information and explanations given to us, the company has not applied for any term loans.
- (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.
- (x) (a) The company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) During the year, the Company has not made any preferential allotment or made private placement of shares.
- (c) During the year, the Company has not done allotment of preference shares to its existing shareholder.
- (c) During the year, the Company has not done allotment of convertible debentures (fully or partly or optionally).
- (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) According to the information and explanations given to us, no whistle blower complaints were received by the Company during the year (and upto the date of this report) and hence reporting under clause 3(xi)(c) of the Order is not applicable.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly reporting under clause (xii) of the Order is not applicable.

- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required by the applicable Accounting Standards.
- (xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system as required under section 138 of the Act which is commensurate with the size and nature of its business.
- (b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) In our opinion, 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) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been resignation of the statutory auditors of the Company during the year and we have taken into consideration the issues, objections or concerns raised by the outgoing auditors.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and



## **RAJIV MEHROTRA & ASSOCIATES**

Head Office-3/3 A, Vishnupuri, Kanpur-208008, U.P., India

0512-2531806

Info@rmaca.co.in; rma.consult@gmail.com; website: www.rmaca.co.in

we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) The provisions of sec 135 of Company's Act 2013 are applicable to the company. Details of which are given in notes to accounts of financial statements.
- (xxi) This report being issued in respect of the standalone financial statements of the company, and there being no subsidiaries/associates/joint ventures; reporting requirements under clause 3(xxi) of the Order are not applicable

**For RAJIV MEHROTRA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REG.NO.002253C**

**Kanpur, 10<sup>th</sup> of August, 2024**

**(PARTNER)  
SHIVANI YADAV  
M.No.451408  
UDIN- 24451408BKEOCB8240**



# **RAJIV MEHROTRA & ASSOCIATES**

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## **ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT**

**(Referred to in Para 2(f) under ‘Report on Other legal and Regulatory Requirements’ section of our report of even date)**

### **REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER SECTION 143(3)(I) OF THE COMPANIES ACT, 2013 (“THE ACT”)**

We have audited the internal financial controls with reference to financial statements of GEM Enviro Management Limited (Formerly known as GEM Enviro Management Private Limited) (“the Company”) as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### **MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal 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. 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 Companies Act, 2013.

### **AUDITORS’ RESPONSIBILITY**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Financial Statements were established and maintained and if such controls operated effectively in all material respects.



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

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

## **MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS**

A company's internal financial controls with reference to Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to Financial Statements 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## **INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS**

Because of the inherent limitations of internal financial controls with reference to Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with





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

## **OPINION**

In our opinion, to the best of our information, and according to the explanations given to us, the company has, in all material aspects, an adequate internal financial controls with reference to Financial Statements and such internal financial controls over financial reporting were operating effectively as at March 31<sup>st</sup> 2024, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in Guidance Note of Audit of International Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For RAJIV MEHROTRA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REG.NO.002253C**

**Kanpur, 10<sup>th</sup> of August, 2024**

**(PARTNER)  
SHIVANI YADAV  
M.No.451408  
UDIN- 24451408BKEOCB8240**

**GEM ENVIRO MANAGEMENT LIMITED**  
 UNIT NO.203, PLAZA- P 3, CENTRAL SQUARE BARA HINDU RAO, CENTRAL DELHI-110006, India  
 CIN-U93000DL2013PLC247767  
**BALANCE SHEET AS AT 31ST MARCH ,2024**

(AMOUNT "RS. IN LAKHS", UNLESS OTHERWISE STATED)

PARTICULARS	NOTE NO.	AS AT 31.03.2024	AS AT 31.03.2023
<b>EQUITY AND LIABILITIES</b>			
<b>SHAREHOLDERS' FUNDS</b>			
SHARE CAPITAL	2	1,052.64	30.96
RESERVES & SURPLUS	3	2,354.83	2,395.39
<b>NON-CURRENT LIABILITIES</b>			
DEFERRED TAX LIABILITIES (NET)	4	(9.08)	1.20
LONG TERM PROVISIONS	5	25.48	-
<b>CURRENT LIABILITIES</b>			
TRADE PAYABLES	6		
Outstanding of Parties being:			
(a) Micro and Small Enterprises ; and		4.18	-
(b) Other than Micro and Small Enterprises		639.34	876.18
OTHER CURRENT LIABILITIES	7	60.72	157.54
SHORT- TERM PROVISIONS	8	31.55	109.87
<b>TOTAL</b>		<b>4,159.65</b>	<b>3,571.14</b>
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
PROPERTY, PLANT AND EQUIPMENT			
-TANGIBLE ASSETS	9	25.06	26.54
-INTANGIBLE ASSETS		5.07	4.39
-INTANGIBLE ASSETS UNDER DEVELOPMENT	9	0.58	1.24
NON CURRENT INVESTMENTS	10	61.27	61.27
LONG TERM LOANS AND ADVANCES	11	59.01	54.59
<b>CURRENT ASSETS</b>			
INVENTORIES	12	10.14	8.43
TRADE RECEIVABLES	13	2,405.62	2,189.33
CASH AND CASH EQUIVALENTS	14	1,479.10	1,187.69
SHORT-TERM LOANS AND ADVANCES	15	105.17	35.13
OTHER CURRENT ADVANCES	16	8.61	2.52
<b>TOTAL</b>		<b>4,159.65</b>	<b>3,571.14</b>

**SIGNIFICANT ACCOUNTING POLICIES**

1

AS PER OUR REPORT OF EVEN DATE  
 FOR RAJIV MEHROTRA AND ASSOCIATES  
 CHARTERED ACCOUNTANTS  
 FIRM REG.NO.002253C

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
 GEM ENVIRO MANAGEMENT LIMITED

SHIVANI YADAV  
 (PARTNER)  
 M.NO. 451408

DINESH PAREEKH  
 (DIRECTOR)  
 (DIN : 00629464)

SACHIN SHARMA  
 (MANAGING DIRECTOR)  
 (DIN : 05281526)

KANPUR, 10TH DAY OF AUGUST 2024

AMAR JEET  
 (CHIEF FINANCIAL OFFICER)  
 (PAN: BHZPA7635Q)

VIJAY KUMAR SHARMA  
 (COMPANY SECRETARY)  
 (PAN: AUAPS1166P)

NEW DELHI, 10TH DAY OF AUGUST 2024

**GEM ENVIRO MANAGEMENT LIMITED**  
**UNIT NO.203, PLAZA- P 3, CENTRAL SQUARE BARA HINDU RAO, CENTRAL DELHI-110006, India**  
**CIN-U93000DL2013PLC247767**

**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2024**

(AMOUNT "RS. IN LAKHS", UNLESS OTHERWISE STATED)

PARTICULARS	NOTE NO.	CURRENT YEAR	PREVIOUS YEAR
<b>INCOME</b>			
REVENUE FROM OPERATIONS (NET)	17	3,356.18	4,253.01
OTHER OPERATING REVENUE	18	71.67	27.55
<b>TOTAL</b>		<b>3,427.85</b>	<b>4,280.56</b>
<b>EXPENDITURE</b>			
PURCHASE OF TRADED GOODS	19	130.38	673.67
OPERATING EXPENSES	20	1,263.84	1,745.00
CHANGE IN INVENTORY	21	(1.71)	4.08
DEPRECIATION AND AMORTIZATION EXPENSES	9	5.54	5.04
EMPLOYEE BENEFIT EXPENSES	22	286.62	237.15
OTHER EXPENSES	23	213.16	261.41
<b>TOTAL</b>		<b>1,897.84</b>	<b>2,926.36</b>
<b>PROFIT FOR BEFORE PRIOR PERIOD ITEMS &amp; TAX</b>		<b>1,530.01</b>	<b>1,354.20</b>
PRIOR PERIOD ITEMS		0.87	-
<b>PROFIT FOR BEFORE TAX &amp; APPROPRIATION</b>		<b>1,529.15</b>	<b>1,354.20</b>
INCOME TAX-EARLIER YEARS		5.67	-
TAX EXPENSES:			
CURRENT TAX		404.03	345.72
DEFERRED TAX		(10.28)	0.79
<b>PROFIT AFTER TAX C/F TO THE BALANCE SHEET</b>		<b>1,129.72</b>	<b>1,007.69</b>
<b>EARNINGS PER SHARE</b>			
BASIC	24	5.36	4.91
DILUTED		5.36	4.91

**SIGNIFICANT ACCOUNTING POLICIES** 1

AS PER OUR REPORT OF EVEN DATE  
FOR RAJIV MEHROTRA AND ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REG.NO.002253C

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
GEM ENVIRO MANAGEMENT LIMITED

SHIVANI YADAV  
(PARTNER)  
M.NO. 451408

DINESH PAREEKH  
(DIRECTOR)  
(DIN : 00629464)

SACHIN SHARMA  
(MANAGING DIRECTOR)  
(DIN : 05281526)

KANPUR, 10TH DAY OF AUGUST 2024

AMAR JEET  
(CHIEF FINANCIAL OFFICER)  
(PAN: BHZPA7635Q)

VIJAY KUMAR SHARMA  
(COMPANY SECRETARY)  
(PAN: AUAPS1166P)

NEW DELHI, 10TH DAY OF AUGUST 2024

**GEM ENVIRO MANAGEMENT LIMITED**  
**UNIT NO.203, PLAZA- P 3, CENTRAL SQUARE BARA HINDU RAO, CENTRAL DELHI-110006, India**  
**CIN-U93000DL2013PLC247767**  
**CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH,2024**

(AMOUNT "RS. IN LAKHS", UNLESS OTHERWISE STATED)

PARTICULARS	YEAR ENDED 31.03.2024	YEAR ENDED 31.03.2023
<b>I) CASH FROM OPERATING ACTIVITIES</b>		
A. PROFIT BEFORE TAX	1,529.15	1,354.20
B. ADJUSTMENTS:		
DEPRECIATION & AMORTIZATION	5.54	5.04
PROVISION OF GRATUITY	25.83	-
DIVIDEND RECEIVED	-0.61	-
INTEREST RECEIVED	<b>-71.06</b>	<b>-27.50</b>
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	1,488.84	1,331.74
<b>ADJUSTMENTS FOR CHANGES IN WORKING CAPITAL</b>		
(INCREASE)/DECREASE IN INVENTORIES	-1.71	4.07
(INCREASE)/DECREASE IN TRADE RECEIVABLE	-216.29	-356.89
(INCREASE)/DECREASE IN SHORT- TERM & LONG TERM LOANS	-70.04	25.67
AND ADVANCES		
(INCREASE)/DECREASE IN OTHER CURRENT ASSETS	-6.09	-4.80
INCREASE/(DECREASE) IN TRADE PAYABLE	-232.66	179.82
INCREASE/(DECREASE) IN OTHER CURRENT LIABILITIES	-96.82	-28.34
INCREASE/(DECREASE) IN PROVISIONS	-78.32	38.81
<b>NET CASH FROM OPERATIONS</b>	<b>786.90</b>	<b>1,190.08</b>
DIRECT TAX ADJUSTMENTS	414.48	344.36
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>372.42</b>	<b>845.72</b>
<b>II) CASH FROM INVESTING ACTIVITIES</b>		
(PURCHASE)/ OF PPE AND INTANGIBLE ASSETS	-4.74	-11.80
(INCREASE)/ DECREASE IN CAPITAL WORK IN PROGRESS	0.66	5.03
(PURCHASE)/ SALE OF NON- CURRENT INVESTMENTS	-	-61.27
INTEREST RECEIVED	71.06	27.50
DIVIDEND RECEIVED	0.61	-
<b>NET CASH FLOW FROM INVESTING ACTIVITIES</b>	<b>67.59</b>	<b>40.55</b>
<b>III) CASH FROM FINANCING ACTIVITIES</b>		
PROCEEDS (REPAYMENT) OF BORROWINGS	-	-2.00
ISSUE/(BUY BACK) OF SHARE CAPITAL	-	-296.69
DIVIDEND PAID	-148.61	-7.20
<b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>	<b>-148.61</b>	<b>-305.89</b>
NET INCREASE IN CASH AND CASH EQUIVALENTS	291.40	499.28
CASH AND CASH EQUIVALENTS AS AT THE BEGINNING OF THE YEAR	1,187.69	688.40
CASH AND CASH EQUIVALENTS AS AT THE END OF THE YEAR	1,479.09	1,187.68
<b>COMPONENTS OF CASH AND CASH EQUIVALENTS</b>		
BALANCE WITH BANKS		
IN CURRENT ACCOUNTS	60.76	355.81
IN DEPOSIT ACCOUNTS	1,417.31	830.95
CASH IN HAND	1.04	0.93
	<b>1,479.10</b>	<b>1,187.69</b>

Notes:

- The Cash Flow Statement has been prepared in accordance with the "Indirect Method" specified in the AS-3 of ICAI.
- Cash & Cash equivalents comprise cash balances and balances with banks, including current deposit account and fixed deposits maturing within one year only.

The accompanying schedules form an integral part of the accounts.

**AS PER OUR REPORT OF EVEN DATE  
FOR RAJIV MEHROTRA AND ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REG.NO.002253C**

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
GEM ENVIRO MANAGEMENT LIMITED**

**SHIVANIYADAV  
(PARTNER)  
M.NO. 451408**

**DINESH PAREEKH  
(DIRECTOR)  
(DIN : 00629464)**

**SACHIN SHARMA  
(MANAGING DIRECTOR)  
(DIN : 05281526)**

**KANPUR, 10TH DAY OF AUGUST 2024**

**AMAR JEET  
(CHIEF FINANCIAL OFFICER)  
(PAN: BHZPA7635Q)**

**VIJAY KUMAR SHARMA  
(COMPANY SECRETARY)  
(PAN: AUAPS1166P)**

**NEW DELHI, 10TH DAY OF AUGUST 2024**

**GEM ENVIRO MANAGEMENT LIMITED**

UNIT NO. 203, PLAZA P-3, CENTRAL SQUARE BARA HINDU RAO, CENTRAL DELHI, DELHI, INDIA - 110006  
CIN: U93000DL2013PLC247767

**Significant Accounting Policies and Notes forming part of the Financial Statements for the period  
01st April, 2023 to 31st March, 2024****1. CORPORATE INFORMATION**

GEM Enviro Management Limited (CIN: U93000DL2013PLC247767) was incorporated on 01st February 2013 and has its Registered Office at Unit No. 203, Plaza P-3, Central Square Bara Hindu Rao, Central Delhi, Delhi, India - 110006. The company is engaged in the business of handling of waste and scraps related to all kind and supply and trading of goods.

**2. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES****A. Basis of Preparation: -****a. Functional and presentation currency**

These financial statements are presented in Indian Rupees, which is the company's functional currency. All amounts have been rounded to nearest lakh, unless otherwise stated.

**b. Basis of measurement**

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis pursuant to section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

**c. Use of estimates**

The preparation of financial statements requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities, including the disclosure of contingent liabilities as of the date of the financial statements and the reported income and expenses during the reporting period like provision for employee benefits, provision for doubtful debts, useful lives of property, plant and equipment, calculation of work in progress and tax expenses etc. The management believe that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates between the actual results and the estimates are recognized in the periods in which the results are known/ materialize.

**B. Significant Accounting Policies: -****a. Revenue recognition**

Revenue is recognized only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured, it is reasonable to expect ultimate collection and it is probable that the economic benefits will flow to the company.

**b. Property, plant and equipment (PPE)**

Property, Plant & Equipment stated at cost net of recoverable taxes, trade discounts and rebates and include amounts added on revaluation (if any), less accumulated depreciation and impairment loss, if any. The cost of Property, Plant & Equipment comprises its purchase price, borrowing cost and any cost directly attributable to bringing the asset to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

Subsequent expenditures related to an item of Property, Plant & Equipment are added to its book value only if they increase the future benefits from the existing asset beyond previously assessed standard of performance. All other expenses on existing Property, Plant & Equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Gains or losses arising from derecognition of Property, Plant & Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

**c. Depreciation and amortization**

Depreciation on Property, Plant & Equipment is provided to the extent of depreciable amount on the Straight-Line Method (SLM). Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

In respect of additions or extensions forming an integral part of existing assets and insurance spares, including incremental cost arising on account of translation of foreign currency liabilities for acquisition of Property, Plant & Equipment, depreciation is provided as aforesaid over the residual life of the respective assets.

Amortization on Intangible assets (i.e., Computer Software, website development etc.)- useful life taken as five years and accordingly SLM Method of depreciation is being charged.

**GEM ENVIRO MANAGEMENT LIMITED**

UNIT NO. 203, PLAZAP-3, CENTRAL SQUARE BARA HINDU RAO, CENTRAL DELHI, DELHI, INDIA - 110006  
CIN: U93000DL2013PLC247767

**Significant Accounting Policies and Notes forming part of the Financial Statements for the period  
01st April, 2023 to 31st March, 2024****d. Impairment of Assets**

At each balance sheet date, the management reviews the carrying amounts of its assets included in each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment. Recoverable amount is the higher of an asset's net selling price and value in use.

In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset.

Reversal of impairment loss is recognized as income in the statement of profit & loss.

**e. Investment**

Investment in Quoted shares valued at cost.

**f. Inventories**

All the Stocks of Finished Goods are valued at cost or Net Realizable Value Whichever is lower.

**g. Foreign currency transactions**

Initial recognition

Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are reported using the closing rate. Non- monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction; and non monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange differences

Exchange differences arising on the settlement of monetary items or on restatement of monetary items at rates different from those at which they were initially recorded during the period, are recognized as income or as expenses in the period in which they arise.

**h. Tax expenses**

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates. Deferred income tax reflect the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years/period. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future income will be available except that deferred tax assets, in case there are unabsorbed depreciation or losses, are recognized if there is virtual certainty that sufficient future taxable income will be available to realize the same.

**i. Employee Benefits**

Short- term employee benefits

Short- term employee benefits such as salary, bonus, etc. payable within 12 months are accounted on accrual basis.

Defined contribution plans

Eligible employees receive benefits from a provident fund (EPF) and Employer's State Insurance (ESI), which are defined contribution plans. Both the employees and the Company make monthly contributions as per conditions and regulations prescribed under EPF & MP Act, 1952 and ESI Act, 1948 respectively.

Defined benefit plans

The Company provides for gratuity under the defined benefit retirement plans covering eligible employees. The Gratuity provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount base on the respective employee's salary and the tenure of employment with the company.

Liabilities with regard to defined benefit plans are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using the projected unit credit method. The Company recognized the net obligation of the gratuity plan and leave encashment benefits in the Balance Sheet as an asset or liability, respectively in accordance with Accounting Standard (AS) 15, "Employee Benefits". Actuarial gains and losses arising from experience adjustments and changes in actuarial assumption are recognized in the Statement of Profit and Loss in the period in which they arise.

**j. Earnings per share**

Basic earnings per share is calculated by dividing the net profit(loss) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit/(loss) for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

**k. Cash and cash equivalents**

The company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalent.

**GEM ENVIRO MANAGEMENT LIMITED**

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**Significant Accounting Policies and Notes forming part of the Financial Statements for the period  
01st April, 2023 to 31st March, 2024**

**I. Provisions Contingent Liabilities & Contingent Assets****(a) Provisions**

A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

**(b) Contingent Liabilities**

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

**(Amount "Rs. in Lakhs", unless otherwise stated)**

**Contingent liabilities not provided for**

<b>Contingent liabilities in respect of:</b>	<b>31st March 2024</b>	<b>31st March 2023</b>
<b>Contingent liabilities in respect of:</b>		
<b>Commitments (to the extent not provided)</b>		
Unpaid call amount on Warrants of Share India Securities	8.57	8.57
<b>Total</b>	<b>8.57</b>	<b>8.57</b>

**m. Employee Benefits**

Gratuity: -

The company has recognised its gratuity liability as per requirements of AS- 15 (Revised) on 'Employee Benefits' by way of actuarial valuation every year. necessary disclosure are made as under: -

**(Amount "Rs. in Lakhs", unless otherwise stated)**

<b>Particulars</b>	<b>31st March 2024</b>
<b>Present Value of obligation at the beginning of the year</b>	<b>19.83</b>
Interest cost	1.47
Current service cost	5.51
Past service cost	-
Benefits paid (if any)	-
Actuarial (gain)/ loss	-0.98
<b>Present value of obligation at the end of the year</b>	<b>25.83</b>
Less: Fair value of plan assets	-
<b>Liability recognised in the Balance Sheet</b>	<b>25.83</b>
Current liability	0.35
Non current liability	25.48
<b>Total Liability</b>	<b>25.83</b>

Amount recognised in the Statement of Profit & Loss: -

<b>Particulars</b>	<b>31st March 2024</b>
Interest cost	1.47
Current service cost	5.51
Actuarial (gain)/ loss	-0.98
<b>Expense recognised in the Statement of Profit &amp; Loss</b>	<b>6.00</b>

Actuarial assumptions: -

<b>Particulars</b>	<b>31st March 2024</b>
Retirement Age	58 Years
Mortality Rate (Basis)	IALM 2012-14 ult.
Withdrawal Rate (p.a)	2.00%
Discount rate (p.a.)	7.10%
Salary growth rate (p.a.)	10.00%

**n. Segment Reporting**

**The Company has identified two reportable segments viz., sale of goods and EPR services after taking into account the nature of product and services and the differing risk and returns on such products and services. The accounting policies adopted for segment reporting are in line with the accounting policy of the company with following additional policies for segment reporting:**



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**Significant Accounting Policies and Notes forming part of the Financial Statements for the period  
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- (i) Revenue and expenses have been identified to a segment on the basis of relation to operating activities of the segment. Revenue and expenses that relates to enterprise as a whole and are not allocable to a segment on a reasonable basis have been disclosed as "Un-allocable".
- (ii) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Un- allocable".
- (iii) Segment Information:

(Amount "Rs. in Lakhs", unless otherwise stated)

Particulars	31st March 2024	31st March 2023
<b>Segment Revenue: -</b>		
Sale of Goods	142.24	748.29
EPR Services	3,213.93	3,504.73
Unallocable	71.67	27.55
<b>Total Revenue</b>	<b>3,427.84</b>	<b>4,280.57</b>
<b>Segment Results</b>		
<b>(Profit/ loss before interest and taxes)</b>		
Sale of Goods	128.67	35.89
EPR Services	1,450.61	1,361.77
Less: Interest	-	-
Less: Other unallocable expenditure (net)	50.13	43.46
<b>Total Profit Before Taxes</b>	<b>1,529.15</b>	<b>1,354.20</b>
<b>Segment assets</b>		
Sale of Goods	221.60	202.13
EPR Services	3,891.70	3,357.19
Un-allocable	46.35	11.82
<b>Total</b>	<b>4,159.65</b>	<b>3,571.14</b>
<b>Segment liabilities</b>		
Sale of Goods	94.88	107.63
EPR Services	948.6	858.56
Un-allocable	148.64	197.23
<b>Total</b>	<b>1,192.15</b>	<b>1,163.42</b>
<b>Capital employed</b>		
Sale of Goods	126.72	94.50
EPR Services	3,343.06	2,498.63
Un-allocable	-502.29	-185.41
<b>Total</b>	<b>2,967.49</b>	<b>2,407.72</b>

(iv) **Secondary Segment information: -**

The Company does not have secondary segment division in respect of reportable segments.

(Amount "Rs. in Lakhs", unless otherwise stated)

**o. Related Party Disclosures in accordance with Accounting Standard (AS)-18**

- a. .List of related parties & relationships, where control exists.

Nature of Relationship	Name of Related Parties	
	31st March 2024	31st March 2023
<b>1 Key Management Personnel/Director</b>	Mr.Dinesh Pareekh(Director)	Mr.Dinesh Pareekh(Director)
	-	Mr. Rajendra Kumar Gupta
	Mr. Sachin Sharma (Managing Director)	Mr. Sachin Sharma (Managing
	Mr. Amar Jeet (CFO)	-
	Mr. Vijay Kumar Sharma (CS)	-
<b>2 Relatives of Key Management Personnel/Director</b>	Mrs. Sangeeta Pareekh	Mrs. Sangeeta Pareekh
<b>3 Enterprises where Significant Influence exist by Key Management</b>	BLP Equity Research Pvt. Ltd.	BLP Equity Research Pvt. Ltd.
	Securocrop Securities India Pvt. Ltd.	Securocrop Securities India Pvt. Ltd.

- b. .Transactions with Related Parties

Particulars	31st March 2024	31st March 2023
<b>Mr. Dinesh Pareekh</b>		
Rent Paid	17.40	-
Dividend Paid	2.40	-
Repayment of Loan		2.00
<b>Mrs. Sangeeta Pareekh</b>		
Rent Paid	8.40	13.80
Dividend Paid	19.20	-

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**Significant Accounting Policies and Notes forming part of the Financial Statements for the period  
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<b>Mr. Sachin Sharma</b>		
Salary	22.34	30.47
Bonus for the year	8.00	-
Dividend Paid	34.95	-
<b>Mr. Amar Jeet</b>		
Salary	5.52	-
Bonus for the year	0.55	-
<b>Mr. Vijay Kumar Sharma</b>		
Salary	6.88	-
<b>Securocrop Securities India Pvt. Ltd.</b>		
Interest Income	4.91	4.55
<b>BLP Equity Research Pvt. Ltd.</b>		
Dividend Paid	50.30	-

c. Related Parties Balances:

Particulars	31st March 2024	31st March 2023
<b>Mr. Dinesh Pareekh</b>		
Other current liabilities		
Rent Payable	-	-
Unsecured Loan	-	-
<b>Mrs. Sangeeta Pareekh</b>		
Other current liabilities		
Rent Payable	-	-
<b>Mr. Sachin Sharma</b>		
Salary Payable	-	0.69
<b>Mr. Amar Jeet</b>		
Salary Payable	0.43	
<b>Mr. Vijay Kumar Sharma</b>		
Salary	0.57	
<b>BLP Equity Research Pvt. Ltd.</b>		
Professional fee Payable	-	-
Loans & Advances	-	-
<b>Securocrop Securities India Pvt. Ltd.</b>		
Borrowings	-	-
Loans & Advances	59.01	54.59

p. Earnings & Expenditure In Foreign Currencies, Import of Materials

Particulars	31st March 2024	31st March 2023
Earnings in foreign currency	-	-
Expenditure in foreign currency	-	-
CIF value of imported material	-	-

q. Break- up of payments due to statutory auditors: -

Particulars	31st March 2024	31st March 2023
In respect of Statutory Audit	1.50	0.40
For Taxation Matters	-	0.10
For Other Certification fee	3.75	0.37
<b>Total</b>	<b>5.25</b>	<b>0.87</b>

r. Corporate Social Responsibility: -

Where the company covered under section 135 of the Companies Act, the following shall be disclosed with regard to CSR activities:-

Particulars	31st March 2024	31st March 2023
(a) amount required to be spent by the company during the year,	15.58	14.74
(b) amount of expenditure incurred,	19.20	15.00
(c) shortfall at the end of the year,	-	-
(d) total of previous years shortfall,	0.01	0.01
(e) reason for shortfall,	None	None
(f) nature of CSR activities,	Promotion of Education and Gender Equality	Preventive Health Care

**GEM ENVIRO MANAGEMENT LIMITED**UNIT NO. 203, PLAZA P-3, CENTRAL SQUARE BARA HINDU RAO, CENTRAL DELHI, DELHI, INDIA - 110006  
CIN: U93000DL2013PLC247767**Significant Accounting Policies and Notes forming part of the Financial Statements for the period  
01st April, 2023 to 31st March, 2024**

(g) details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	None	None
(h) where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately.	Nil	Nil

- s. The company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.
- t. The company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- u. There are no transaction with the companies whose name struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 during the period covered under these restated financial information.
- v. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- w. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company ("Ultimate Beneficiaries").
- x. The company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
- y. The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- z. The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- aa. There has been no changes in the accounting policies during the period covered under the financial statements.
- ab. There has been no qualifications in the independent auditor's report during the period covered under the financial statements.

**FOR RAJIV MEHROTRA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REGN. NO. 002253C****SHIVANI YADAV  
(PARTNER)  
MEMBERSHIP NO. 451408****KANPUR, 10TH DAY OF AUGUST 2024****FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
GEM ENVIRO MANAGEMENT LIMITED****DINESH PAREEKH  
(DIRECTOR)  
(DIN: 00629464)****SACHIN SHARMA  
(MANAGING DIRECTOR)  
(DIN: 05281526)****AMAR JEET  
(CHIEF FINANCIAL OFFICER)  
(PAN: BHZPA7635Q)****VIJAY KUMAR SHARMA  
(COMPANY SECRETARY)  
(PAN: AUAPS1166P)****NEW DELHI, 10TH DAY OF AUGUST 2024**

(AMOUNT "RS. IN LAKHS", UNLESS OTHERWISE STATED)

PARTICULARS	AS AT	
	31.03.2024	31.03.2023
<b>NOTE NO.2</b> <b>SHARE CAPITAL</b> SHARE CAPITAL AUTHORISED SHARE CAPITAL CY : 30000000 EQUITY SHARES OF Rs.5/- EACH (PY : 400000 EQUITY SHARES OF Rs.10/- EACH )	1,500.00	40.00
ISSUED, SUBSCRIBED & PAID UP CAPITAL CY. 21052800 EQ. SH. OF Rs.5/- EACH FULLY PAID UP)** (P.Y. 309600 EQ. SH. OF Rs.10/- EACH FULLY PAID UP)	1,052.64	30.96
	1,052.64	30.96

\*\* INCLUDES 9907200 EQUITY SHARES OF RS.5/- EACH FULLY PAID UP, AS BONUS SHARES ISSUED ON 30.09.2023

\*\* INCLUDES 10526400 EQUITY SHARES OF RS.5/- EACH FULLY PAID UP, AS BONUS SHARES ISSUED ON 27.12.2023

**Reconciliation of Shares outstanding as at beginning & end of the reporting period:**

**A. EQUITY SHARES HAVING FACE VALUE OF RS.10/- PER SHARE**

Particulars	31.03.2024		31.03.2023	
	No.	Amount	No.	Amount
OPENING	3,09,600	30.96	3,60,000	36.00
ADD: ISSUED DURING THE YEAR	-	-	-	-
LESS: ON ACCOUNT OF SHARE SPLIT	3,09,600	30.96	-	-
LESS: SHARES BOUGHT BACK	-	-	50,400	5.04
CLOSING	-	-	3,09,600	30.96

**B. EQUITY SHARES HAVING FACE VALUE OF RS.5/- PER SHARE**

Particulars	31.03.2024		31.03.2023	
	No.	Amount	No.	Amount
OPENING	-	-	-	-
ADD: NUMBER OF SHARES AS A RESULT OF SHARE SPLIT**	6,19,200	30.96	-	-
ADD: BONUS ISSUE DURING THE YEAR DATED 30.09.2023	99,07,200	495.36	-	-
ADD: BONUS ISSUE DURING THE YEAR DATED 27.12.2023	1,05,26,400	526.32	-	-
CLOSING	2,10,52,800	1,052.64	-	-

**\*\*NOTE :**

The company has effected an equity share split on 31.08.2023. as a result of which capital structure after sub division has changed from 4,00,000 Equity shares of Rs. 10/- each to 8,00,000 Equity shares of Rs. 5 each

After sub-division, on 31.08.2023 the company has increased its authorised share capital from 8,00,000 Equity shares of Rs.5/ each amounting Rs. 40,00,000.00 to 1,50,00,000 Equity shares of Rs. 5/- each amounting to Rs. 7,50,00,000.00

During the year the company has made a Bonus Issue of 99,07,200 Equity Shares by capitalisation of Reserves on 30.09.2023.

Further the company has again increased its authorised share capital from 1,50,00,000 Equity shares of Rs.5/- each amounting to Rs. 7,50,00,000.00 to 3,00,00,000 Equity shares of Rs. 5/- each amounting to Rs. 15,00,00,000.00 on 01.11.2023.

During the year the company has again made a Bonus Issue of 1,05,26,400.00 Equity Shares capitalisation of Reserves on 27.12.2023.

**Shareholders holding more than 5% of the aggregate shares of the company**

Name of Shareholders	As at 31st March, 2024		As at 31st March, 2023	
	% held	No. of shares held (Par Value of Rs.5 per share)	% held	No. of shares held (Par Value of Rs.10 per share)
SACHIN SHARMA	21.77%	45,83,000	25.00	77,400
SANGEETA PAREEKH	12.92%	27,20,000	12.93	40,000
BLP EQUITY RESEARCH PRIVATE LIMITED	33.85%	71,26,400	33.85	1,04,800
SARTHAK AGARWAL	25.00%	52,63,200	25.00	77,400

**(AMOUNT "RS. IN LAKHS", UNLESS OTHERWISE STATED)**

PARTICULARS	AS AT 31.03.2024		AS AT 31.03.2023		
	No. of shares held (Par Value of Rs.5 per share)	% of Total Shares	No. of shares held (Par Value of Rs.10 per share)	% of Total Shares	
<b>Promoter shareholding</b>					
Name of the Promoters	As at 31.03.2024		As at 31.03.2023		% change during the year
	No. of shares held (Par Value of Rs.5 per share)	% of Total Shares	No. of shares held (Par Value of Rs.10 per share)	% of Total Shares	
SACHIN SHARMA	45,83,000	21.77%	77,400	25.00%	-12.92%
SANGEETA PAREEKH	27,20,000	12.92%	40,000	12.92%	0%
BLP EQUITY RESEARCH PRIVATE LIMITED	71,26,400	33.85%	1,04,800	33.85%	0%
DINESH PAREEKH	6,80,000	3.23%	5,000	1.61%	100%
BAJRANG LAL PAREEKH AND DINESH PAREEKH	-	-	5,000	1.61%	-100%
SARTHAK AGARWAL	52,63,200	25.00%	77,400	25.00%	0%
POONAM	6,80,000	3.23%	-	-	-
PUSHP LATA SHARMA	200.00	0.00%	-	-	-
<b>NOTE NO.3</b>					
<b>RESERVES &amp; SURPLUS</b>					
<b>SECURITIES PREMIUM ACCOUNT</b>					
OPENING BALANCE	-	-	-	-	45.00
LESS: UTILISED FOR BUY-BACK OF SHARES	-	-	-	-	45.00
CLOSING BALANCE	-	-	-	-	-
<b>CAPITAL REDEMPTION RESERVE</b>					
OPENING BALANCE	-	-	5.04	-	-
ADD: CREATED THROUGH BUY-BACK OF SHARES	-	-	-	-	5.04
LESS: UTILISED FOR BONUS ISSUE	-	-	5.04	-	-
CLOSING BALANCE	-	-	-	-	5.04
<b>SURPLUS/(DEFICIT) IN THE STATEMENT OF PROFIT AND LOSS</b>					
OPENING BALANCE	-	-	2,390.35	-	1,644.29
LESS: LAST YEAR INCOME TAX	-	-	-	-	2.74
LESS: FINAL DIVIDEND	-	-	68.11	-	7.20
LESS: TAX ON BUY BACK OF SHARES	-	-	-	-	55.07
LESS: SHARES BUY BACK EXPENSES	-	-	-	-	0.21
LESS: INTERIM DIVIDEND	-	-	80.50	-	-
LESS: RESERVES UTILISED FOR BUY-BACK OF SHARES	-	-	-	-	196.42
LESS: RESERVES UTILISED FOR BONUS -ISSUE	-	-	490.32	-	-
LESS: RESERVES UTILISED FOR BONUS -ISSUE	-	-	526.32	-	-
ADD: PROFIT FOR THE YEAR	-	-	1,129.72	-	1,007.69
CLOSING BALANCE	-	-	2,354.83	-	2,390.35
<b>TOTAL RESERVES AND SURPLUS</b>	-	-	<b>2,354.83</b>	-	<b>2,395.39</b>
<b>NOTE NO.4</b>					
<b>DEFERRED TAX LIABILITY</b>					
<b>Deferred Tax Liability</b>					
OPENING DEFERRED TAX LIABILITY	-	-	1.20	-	0.41
DEFERRED TAX LIABILITY/(ASSET) FOR THE YEAR	-	-	(10.28)	-	0.79
NET DEFERRED TAX LIABILITY/(ASSET)	-	-	(9.08)	-	1.20
<p><b>** Net Deferred tax liability/(asset) comprises of the tax effect of following:</b>  Deferred Tax liability/(asset) is arising on account of timing differences in carrying value of Fixed assets amounting to Rs. 1.58 lakhs, provision of Gratuity amounting to Rs. (6.50) lakhs and expenditure of nature mentioned in Section 35D accrued in the statement of profit and loss on mercantile basis but allowed for tax purposes in subsequent years amounting to Rs. (4.17) lakhs.</p>					
<b>NOTE NO.5</b>					
<b>LONG TERM PROVISIONS</b>					
<b>PROVISION FOR EMPLOYEES BENEFITS</b>					
GRATUITY	-	-	25.48	-	-
	-	-	25.48	-	-
<b>NOTE NO.6</b>					
<b>TRADE PAYABLES</b>					
CREDITORS FOR GOODS AND SERVICES	-	-	643.52	-	876.18
	-	-	643.52	-	876.18

**(AMOUNT "RS. IN LAKHS", UNLESS OTHERWISE STATED)**

PARTICULARS		AS AT 31.03.2024			AS AT 31.03.2023	
		Trade Payables Ageing Schedule :				
Particulars		Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	CY PY					- -
(ii) Others	CY PY	393.09 767.35	164.26 6.05	4.39 90.00	81.78 12.78	643.52 876.18
(iii) Disputed dues — MSME	CY PY	- -	- -	- -	- -	- -
(iv) Disputed dues — OTHERS	CY PY	- -	- -	- -	- -	- -

**NOTE NO.7**

<b>OTHER CURRENT LIABILITIES</b>		
ADVANCES FROM CUSTOMERS	-	6.40
SALARY PAYABLE	14.74	12.26
OTHER PAYABLES	2.68	10.90
BONUS PAYABLE	-	41.60
COMMISSION PAYABLE	-	5.70
AUDIT FEES PAYABLE	1.50	0.36
EPR CHARGES PAYABLE	-	39.72
ESI PAYABLE	0.10	0.12
EPF PAYABLE	1.09	0.74
GST PAYABLE	36.88	27.95
GST RCM PAYABLE	0.57	0.23
TDS/TCS PAYABLE	3.16	11.56
<b>Total</b>	<b>60.72</b>	<b>157.54</b>

**NOTE NO.8**

<b>SHORT TERM PROVISIONS</b>		
<i>PROVISION FOR EMPLOYEES BENEFITS</i>		
GRATUITY	0.35	-
PROVISION FOR INCOME TAX (NET OF PREPAID TAXES)	31.21	109.87

**NOTE NO. 9**

**PROPERTY, PLANT & EQUIPMENTS (TANGIBLE ASSETS)-**

**(AMOUNT "RS. IN LAKHS", UNLESS OTHERWISE STATED)**

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK AS At	
	AS AT 01.04.2023	Additions	Transfer/ Sale	AS AT 31.03.2024	AS AT 01.04.2023	FOR THE YEAR	Transfer/ Adjustment	AS AT 31.03.2024		
	OPENING	ADDITION	SALE	CLOSING	OPENING		SALE	CLOSING	31.03.2023	31.03.2024
FURNITURE AND FIXTURES	5.11	-	-	5.11	0.41	0.49	-	0.89	4.70	4.21
COMPUTER EQUIPMENTS	9.12	1.73	-	10.85	6.47	1.78	-	8.25	2.65	2.60
OFFICE EQUIPMENT	1.17	0.93	-	2.10	0.58	0.20	-	0.78	0.59	1.31
PLANT AND MACHINERY	12.44	-	-	12.44	5.16	0.79	-	5.95	7.28	6.49
RVM & CONTROLLER	68.38	-	-	68.38	64.96	-	-	64.96	3.42	3.42
MOTOR VEHICLE	3.50	-	-	3.50	1.96	0.33	-	2.29	1.54	1.21
HAND PRESS MACHINE	5.09	-	-	5.09	1.48	0.32	-	1.80	3.61	3.29
HYDRAULIC PRESS MACHINE	3.53	-	-	3.53	0.78	0.22	-	1.00	2.75	2.53
<b>TOTAL</b>	<b>108.33</b>	<b>2.65</b>	<b>-</b>	<b>110.99</b>	<b>81.79</b>	<b>4.13</b>	<b>-</b>	<b>85.93</b>	<b>26.54</b>	<b>25.06</b>

**INTANGIBLE ASSETS**

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK AS At	
	AS AT 01.04.2023	Additions	Transfer/ Sale	AS AT 31.03.2024	AS AT 01.04.2023	FOR THE YEAR	Transfer/ Adjustment	AS AT 31.03.2024		
	OPENING	ADDITION	SALE	CLOSING	OPENING		SALE	CLOSING	31.03.2023	31.03.2024
EPR & INQUIRY SOFTWARE	5.43	2.09	-	7.52	1.04	1.41	-	2.45	4.39	4.72
TALLY SOFTWARE	0.69	-	-	0.69	0.69	-	-	0.69	-	-
<b>TOTAL</b>	<b>6.12</b>	<b>2.09</b>	<b>-</b>	<b>8.21</b>	<b>1.73</b>	<b>1.41</b>	<b>-</b>	<b>3.14</b>	<b>4.39</b>	<b>4.72</b>

**INTANGIBLE ASSETS UNDER DEVELOPMENT AGEING SCHEDULE FOR THE YEAR ENDED 31.03.2024**

PARTICULARS	AMOUNT IN CWIP FOR A PERIOD OF				
	LESS THAN 1 YEAR	1-2 YEARS	2-3 YEARS	MORE THAN 3 YEARS	TOTAL
SOFTWARE UNDER DEVELOPMENT	0.58	-	-	-	0.58

**INTANGIBLE ASSETS UNDER DEVELOPMENT AGEING SCHEDULE FOR THE YEAR ENDED 31.03.2023**

PARTICULARS	AMOUNT IN CWIP FOR A PERIOD OF				
	LESS THAN 1 YEAR	1-2 YEARS	2-3 YEARS	MORE THAN 3 YEARS	TOTAL
SOFTWARE UNDER DEVELOPMENT	0.40	0.84	-	-	1.24



**(AMOUNT "RS. IN LAKHS", UNLESS OTHERWISE STATED)**

PARTICULARS	AS AT	AS AT
	31.03.2024	31.03.2023
<b>NOTE NO.10</b>		
<b>NON CURRENT INVESTMENTS</b>		
INVESTMENT IN EQUITY SHARES OF LISTED INDIAN COMPANIES (AT COST)		
SHARES INDIA SECURITIES LIMITED	58.42	58.42
SHARES INDIA SECURITIES LIMITED -WARRANTS (P.P.)	2.86	2.86
(Market Value as at 31.03.2024- Rs.9649608.00; As at 31.03.2023-Rs.5468260.80)		
<b>Total</b>	<b>61.27</b>	<b>61.27</b>
<b>NOTE NO.11</b>		
<b>LONG TERM LOANS AND ADVANCES</b>		
ADVANCES TO RELATED PARTIES	59.01	54.59
<b>Total</b>	<b>59.01</b>	<b>54.59</b>
<b>NOTE NO.12</b>		
<b>INVENTORIES</b>		
STOCK IN TRADE	10.14	8.43
<b>Total</b>	<b>10.14</b>	<b>8.43</b>
<b>NOTE NO.13</b>		
<b>TRADE RECEIVABLES</b>		
OUTSTANDING FOR LESS THAN 180 DAYS	1,246.42	589.15
OTHERS	1,159.21	1,600.18
<b>Total</b>	<b>2,405.62</b>	<b>2,189.33</b>

**Trade Receivables Ageing Schedule :**

Particulars	Outstanding for following periods from due date of payment						Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than3 years	
(i) Undisputed Trade receivables - considered good	CY	1,246.42	603.09	531.94	3.74	19.83	2,405.03
	PY	1,600.18	564.96	4.36	1.93	17.90	2,189.33
(ii) Undisputed Trade receivables - considered doubtful	CY	-	-	-	-	-	-
	PY	-	-	-	-	-	-
(iii) Disputed Trade receivables - considered good	CY	-	-	-	-	-	-
	PY	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered doubtful	CY	-	-	-	-	-	-
	PY	-	-	-	-	-	-

**(AMOUNT "RS. IN LAKHS", UNLESS OTHERWISE STATED)**

<b>PARTICULARS</b>	<b>AS AT 31.03.2024</b>	<b>AS AT 31.03.2023</b>
<b>NOTE NO.14 CASH &amp; CASH EQUIVALENTS</b>		
(A) BALANCE WITH BANKS		
- IN CURRENT ACCOUNTS	60.76	355.81
- AS TERM DEPOSITS	1,417.31	830.95
(B) CASH IN HAND	1.04	0.93
<b>TOTAL</b>	<b>1,479.10</b>	<b>1,187.69</b>
<b>NOTE NO.15 SHORT TERM LOANS &amp; ADVANCES</b>		
ADVANCE TO SUPPLIERS	97.41	15.36
ADVANCE TO EMPLOYEES	0.12	1.03
SECURITY DEPOSITS	7.65	2.66
BALANCES WITH REVENUE AUTHORITIES	-	16.09
<b>TOTAL</b>	<b>105.17</b>	<b>35.13</b>
<b>NOTE NO.16 OTHER CURRENT ASSETS</b>		
PREPAID EXPENSES	3.04	0.72
PREPAID INSURANCE	2.17	1.25
ACCRUED INTEREST ON FDRS	3.40	0.55
<b>TOTAL</b>	<b>8.61</b>	<b>2.52</b>
<b>NOTE NO.17 REVENUE FROM OPERATIONS</b>		
<b>SALE OF PRODUCTS</b>		
PLASTIC SCRAP	136.18	740.84
RECYCLED GARMENTS	5.93	7.45
SALE- E-WASTE	0.13	-
	142.24	748.29
<b>SALE OF SERVICES</b>		
EPR SERVICES	3,213.93	3,504.73
<b>TOTAL</b>	<b>3,356.18</b>	<b>4,253.01</b>
<b>NOTE NO.18 OTHER OPERATING REVENUE</b>		
INTEREST RECEIVED	71.06	27.50
DIVIDEND INCOME	0.61	-
OTHER INCOME	-	0.05
<b>TOTAL</b>	<b>71.67</b>	<b>27.55</b>
<b>NOTE NO.19 PURCHASE OF TRADED GOODS</b>		
SCRAP & WASTE PRODUCT	123.93	646.45
PURCHASE OF GARMENTS	5.31	4.60
E-WASTE	0.09	-
JOB WORK	0.45	0.21
PLASTIC CUTTING CHARGES	-	9.39
WAGES	-	12.85
PACKING MATERIAL	0.47	0.08
LOADING & UNLOADING	0.12	0.10
<b>TOTAL</b>	<b>130.38</b>	<b>673.67</b>
<b>NOTE NO.20 OPERATING EXPENSES</b>		
EPR CHARGES	1,263.84	1,745.00
<b>TOTAL</b>	<b>1,263.84</b>	<b>1,745.00</b>

(AMOUNT "RS. IN LAKHS", UNLESS OTHERWISE STATED)

PARTICULARS	AS AT 31.03.2024	AS AT 31.03.2023
<b>NOTE NO.21</b>		
<b>CHANGE IN INVENTORY</b>		
OPENING STOCK	8.43	12.51
CLOSING STOCK	10.14	8.43
CHANGE (INCREASE)/DECREASE	<b>(1.71)</b>	<b>4.08</b>
<b>NOTE NO.22</b>		
<b>EMPLOYEE BENEFIT EXPENSES</b>		
SALARY & WAGES	180.07	145.55
DIRECTOR'S REMUNERATION	32.34	30.47
GRATUITY EXPENSE	25.83	-
BONUS TO STAFF	32.94	49.97
EPF CHARGES	6.08	4.71
ESI CHARGES	1.01	1.48
STAFF WELFARE	8.37	4.97
<b>TOTAL</b>	<b>286.62</b>	<b>237.15</b>
<b>NOTE NO.23</b>		
<b>OTHER EXPENSES</b>		
AUDITOR REMUNERATION		
for Statutory Audit	0.75	0.87
for Tax Audit	0.75	-
for Other Services	3.93	-
BANK CHARGES	0.52	0.33
BUSINESS PROMOTION	22.06	5.11
COMMISSION CHARGES	8.10	74.10
COMPUTER REPAIR & MAINTENANCE	0.73	0.23
CONVEYANCE	6.22	2.40
CSR ACTIVITY EXPENSES	19.20	15.00
DONATION	-	1.00
ELECTRICITY CHARGES	2.74	2.14
FAIR & EXHIBITION	2.61	17.91
FEES & SUBSCRIPTION CHARGES	4.95	3.00
FESTIVAL EXPENSES	13.36	12.00
FOREIGN CURRENCY CHARGES	-	0.00
FREIGHT CHARGES	3.20	7.63
GENERAL EXPENSES	0.25	0.85
RATES AND TAXES (GOVT. FEES)	17.82	4.16
GST DEMAND	-	3.22
INCOME TAX DEMAND	-	0.16
INSURANCE	1.58	1.30
LEGAL & PROFESSIONAL	34.63	37.66
MISCELLANEOUS EXPENSES	17.98	14.34
OFFICE EXPENSES	1.35	6.77
POSTAGE & COURIER	1.90	6.83
PRINTING & STATIONERY	1.14	1.00
PROVISION FOR DOUBTFUL ADVANCES (BAD DEBTS)	0.11	8.89
RENT	28.80	16.80
REPAIR & MAINTENANCE	7.00	0.43
TELEPHONE EXP.	1.80	1.52
TRAVELLING EXPENSES	9.70	15.78
<b>TOTAL</b>	<b>213.16</b>	<b>261.41</b>
<b>NOTE NO.24</b>		
<b>EARNING PER SHARE</b>		
Profit after Tax for period ending 31.03.2024	1,129.72	1,007.69
Weighted Average Number of Shares		
Shares outstanding at the beginning of Period	6,19,200.00	3,60,000.00
Less : Number of Shares bought Back	-	25,200.00
Add : Number of Bonus Shares Issued	99,07,200.00	99,07,200.00
Add : Number of Bonus Shares Issued	1,05,26,400.00	1,05,26,400.00
Number of Shares Outstanding	<b>2,10,52,800.00</b>	<b>2,07,68,400.00</b>
EPS	5.36	4.91

**(AMOUNT "RS. IN LAKHS", UNLESS OTHERWISE STATED)**

PARTICULARS	AS AT 31.03.2024	AS AT 31.03.2023
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**NOTE NO.25**

**RATIOS**

Ratio Formula	Numerator	Denominator	Ratio	% Variance	Reason for variance
<b>(a) Current ratio</b> Current Assets/Current Liabilities	4008.66 3423.11	735.78 1143.59	5.45 2.99	82.01%	Due to increase in trade receivables
<b>(b) Debt-equity ratio</b> Total Term Liabilities / Total Net Worth	0.00 0.00	3407.47 2426.35	0.00 0.00	NA	NA
<b>(c) Debt service coverage ratio</b> EBIDTA /Interest on Long Term Borrowing + Current Maturities of Long Term Borrowings	1534.69 1359.24	0.00 0.00	0.00 0.00	0.00%	NA
<b>(d) Return on equity ratio</b> PAT *100/ Average Shareholder's Equity	1129.72 1007.69	2916.91 2075.82	38.73 48.54	-20.22%	NA
<b>(e) Inventory turnover ratio</b> Net Sales / Average Inventory	3356.18 4253.01	9.29 10.47	361.33 406.14	-11.03%	NA
<b>(f) Trade receivables turnover ratio</b> Adjusted Sales / Average Debtors	3356.18 4253.01	2297.48 2010.89	1.46 2.11	-30.93%	Due to decrease in revenue from operations
<b>(g) Trade payables turnover ratio</b> Adjusted Purchases / Average Creditors	5.31 4.60	759.85 786.27	0.01 0.01	19.34%	NA
<b>(h) Net capital turnover ratio</b> Net Sales / Working Capital	3356.18 4253.01	3272.87 2279.52	1.03 1.87	-45.04%	Due to decrease in revenue from operations
<b>(i) Net profit ratio</b> Net Profit *100 /Net Sales	1529.15 1354.20	3356.18 4253.01	0.46 0.32	45.56%	Ratio improved on account of reduction in expenses this year
<b>(j) Return on capital employed</b> EBIDTA *100/Capital Employed	1534.69 1359.24	3398.39 2427.55	0.45 0.56	-19.35%	
<b>(k) Return on investment</b> Return on Investment/ Average Investment	0.00 0.00	0.00 0.00	NA NA	NA NA	

(AMOUNT "RS. IN LAKHS", UNLESS OTHERWISE STATED)

PARTICULARS	AS AT 31.03.2024	AS AT 31.03.2023
<b>Working Notes:</b>		
<b>i) Total Term Liabilities :</b>		
Long Term Borrowings	-	-
Current Maturities of Long Term Borrowings	-	-
	-	-
<b>ii) EBIDTA :</b>		
Profit/(Loss) before Tax	1,529.15	1,354.20
Depreciation, Amortisation and Impairment expense	5.54	5.04
Interest on Long Term Borrowing	-	-
<b>Total</b>	<b>1,534.69</b>	<b>1,359.24</b>
<b>iii) Average Shareholder's Equity :</b>		
Opeing Shareholder's Equity	2,426.35	1,725.29
Closing Shareholder's Equity	3,407.47	2,426.35
<b>Total</b>	<b>5,833.82</b>	<b>4,151.64</b>
Average	2,916.91	2,075.82
<b>iv) Working Capital :</b>		
Current Assets	4,008.66	3,423.11
Current Liabilities	735.78	1,143.59
<b>Total</b>	<b>3,272.87</b>	<b>2,279.52</b>
<b>v) Capital Employed :</b>		
Closing Shareholder's Equity	3,407.47	2,426.35
Long Term Borrowing	-	-
Deferred Tax Liability	(9.08)	1.20
<b>Total</b>	<b>3,398.39</b>	<b>2,427.55</b>
<b>vi) Average Investment :</b>		
Opeing Investment	-	-
Closing Investment	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
Average	-	-
<b>vii) Average Inventory</b>		
Opening Inventory	8.43	12.51
Closing Inventory	10.14	8.43
<b>Total</b>	<b>18.58</b>	<b>20.94</b>
Average	9.29	10.47
<b>viii) Average Debtors</b>		
Opening Debtors	2,189.33	1,832.44
Closing Debtors	2,405.62	2,189.33
<b>Total</b>	<b>4,594.95</b>	<b>4,021.77</b>
Average	2,297.48	2,010.89
<b>ix) Average Creditors</b>		
Opening Creditors	876.18	696.36
Closing Creditors	643.52	876.18
<b>Total</b>	<b>1,519.70</b>	<b>1,572.27</b>
Average	759.85	786.27

AS PER OUR REPORT OF EVEN DATE  
FOR RAJIV MEHROTRA AND ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REG.NO.002253C

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
GEM ENVIRO MANAGEMENT LIMITED

SHIVANI YADAV  
(PARTNER)  
M.NO. 451408

DINESH PAREEKH  
(DIRECTOR)  
(DIN : 00629464)

SACHIN SHARMA  
(MANAGING DIRECTOR)  
(DIN : 05281526)

KANPUR, 10TH DAY OF AUGUST 2024


AMAR JEET  
(CHIEF FINANCIAL OFFICER)  
(PAN: BHZPA7635Q)


VIJAY KUMAR SHARMA  
(COMPANY SECRETARY)  
(PAN: AUAPS1166P)


NEW DELHI, 10TH DAY OF AUGUST 2024




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