

**Ref No.** DIL/SE/24-25/46

**Date:** August 31, 2024

To,

**The Manager**  
**Corporate Relationship Department**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

**BSE Symbol - DOMS**  
**BSE Scrip Code - 544045**

**The Manager**  
**Listing Department**  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East),  
Mumbai - 400 051

**NSE Symbol - DOMS**

**Subject: Annual Report for the financial year 2023-24**

Dear Sir/ Madam,

The 18<sup>th</sup> Annual General Meeting ('**AGM**') of DOMS Industries Limited ('**the Company**') will be held on Monday, September 23, 2024 at 12:30 p.m. (I.S.T.) through Video Conferencing ('**VC**')/ Other Audio Visual Means ('**OAVM**') in compliance with relevant circulars issued by the Ministry of Corporate Affairs ('**MCA**') and the Securities Exchange Board of India ('**SEBI**').

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('**SEBI LODR Regulations**'), we are enclosing herewith the Annual Report of the Company for the financial year 2023-24, which is being sent through electronic mode to the Shareholders.

The Annual Report for the financial year 2023-24, is also available on website of the Company at [www.domsindia.com](http://www.domsindia.com).

The above is for your kind information and record.

Thanking You,  
Yours Faithfully,

**For DOMS Industries Limited**

\_\_\_\_\_  
**Mitesh Padia**  
**Company Secretary and Compliance Officer**  
**Membership No.: A58693**

**Encl.:** As above

**Registered Office:**

J-19, Opp. Telephone Exchange,  
G.I.D.C., Umbergaon- 396171,  
Dist. Valsad, Gujarat, India.

**Website:**

[www.domsindia.com](http://www.domsindia.com)

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EVERY AMBITION NEEDS PREPARATION

DOMS INDUSTRIES LIMITED  
ANNUAL REPORT 2023-24

# EVERY AMBITION NEEDS PREPARATION



# Our Guiding Force...



*Late Shri. Rasiklal Raveshia*     *Late Shri. Mansukhlal Rajani*

We extend our deepest gratitude for the visionary leadership and enduring passion of our founders, whose pioneering spirit has shaped our company into the thriving organisation it is today. Their bold vision, relentless drive and resolute focus have established the groundwork for our achievements, inspiring generations to pursue excellence.

Starting with a modest facility, they aimed for distinction in every aspect of the business from the very beginning. As true visionaries and technocrats, they brought exceptional expertise to the manufacturing process. Their emphasis on innovation, paired with their dynamic personalities and sound governance has directed the course of DOMS.

Our founders possessed remarkable foresight in selecting an industry primed for growth and transformation. DOMS is forever indebted to their contributions and strive to honour their legacy by pushing boundaries, exploring new frontiers and making a meaningful impact.

Today, as we look to the future, we draw strength from the foundation laid by our founders. The legacy of our founders serves as a constant source of motivation, reminding us of the power of innovation, perseverance and collaboration. At the same time, we always aim to remain rooted in the core values and principles that our founders instilled.

Thank you to our founders for your enduring legacy, which inspires us every day to reach new heights!

# Etched in Our Hearts Forever..



*Late Shri. Amarjeet Sharma*  
*(1954 – 2024)*

We cherish the memory of Shri. Amarjeet Sharma, a remarkable leader who played an instrumental role in shaping the DOMS success story. His unwavering dedication, strategic vision and profound commitment to excellence has left an incredible mark on our Company. Shri. Amarjeet Sharma was admired for his foresight, sales astuteness and business acumen, not only at DOMS, but throughout the Indian Stationery industry.

He was known for his jovial nature and ability to connect with everyone, making him one of the most loved person in our lives. While his absence leaves a deep void, his legacy continues to inspire us all. Let us honour his memory by continuing to uphold the vision he had for DOMS – ‘to make DOMS the most loved brand’!

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# Key Highlights of FY24

Revenue from Operations

₹ 153,714 lakhs

Revenue Growth

26.8 % (Y-o-Y)

EBITDA

₹ 27,273 lakhs

EBITDA Margin

17.7 %

Profit After Tax

₹ 15,966 lakhs

PAT Margin

10.4 %



Scan QR code to see this annual report online



To know more about us visit our website: <https://domsindia.com>

#### Forward-looking statements

Some information in this report may contain forward-looking statements which include statements regarding Company's expected financial position and results of operations, business plans and prospects etc. and are generally identified by forward-looking words such as "believe," "plan," "anticipate," "continue," "estimate," "expect," "may," "will" or other similar words. Forward-looking statements are dependent on assumptions or basis underlying such statements. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution that actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.



Don't believe in luck, believe in Hard Work

— A P J Abdul Kalam

## For us, aiding in the preparation of every ambition is our motto.

Since the launch of our brand 'DOMS', we have strengthened our foothold in the stationery and art material products market with a stringent focus on excellence and innovation. Guided by these two core pillars, we have charted new growth trajectories, spread our wings and took our brands beyond the domestic boundaries of India. Today, we have built a strong global presence, a testament to our dedication to meeting diverse consumer expectations.

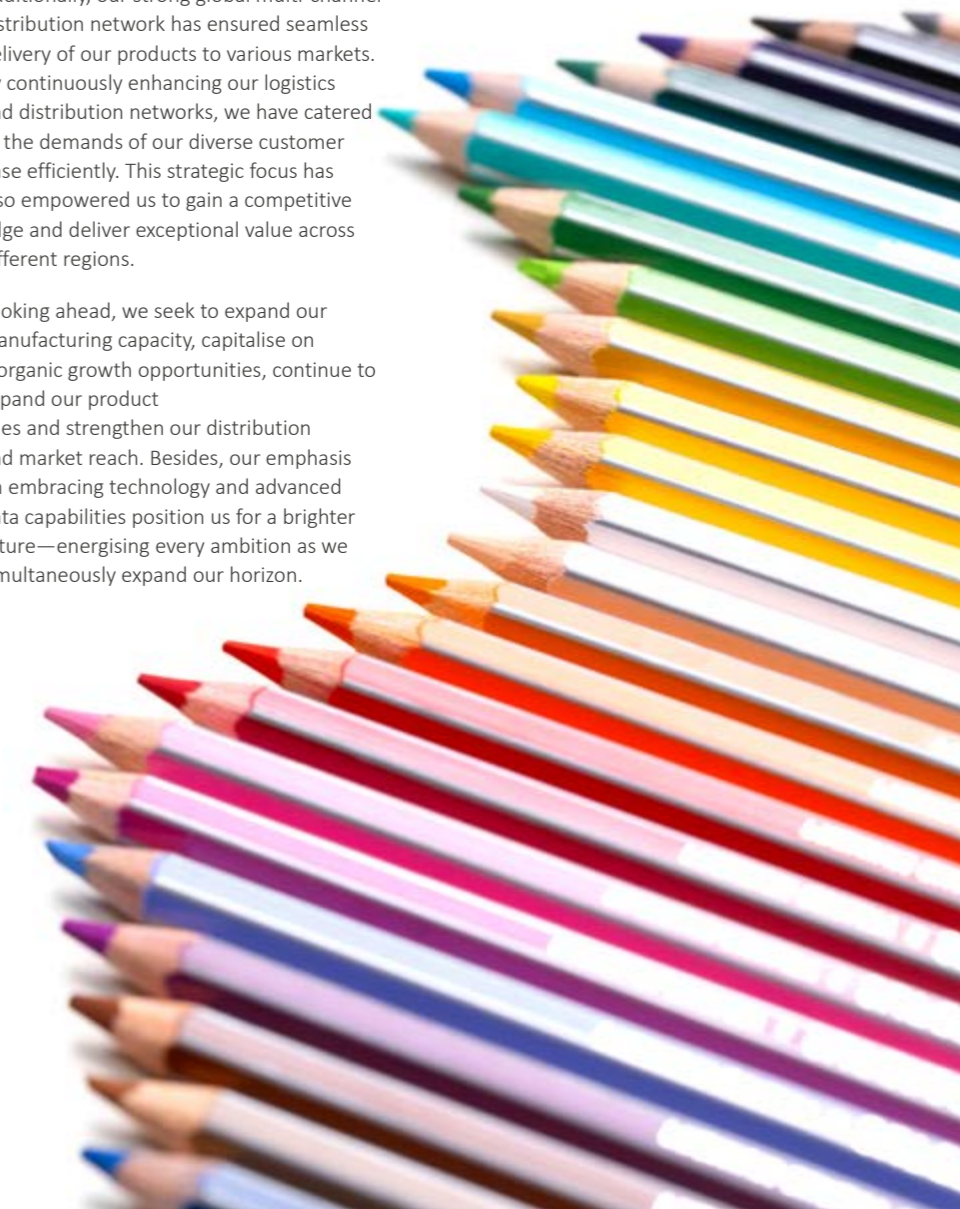
With an emphasis on being a part of the growing years of kids, children and young adults, we have developed a diversified product portfolio to become a one-stop shop for all kinds of stationery and art material products. Leveraging our modern, scalable and integrated manufacturing infrastructure, we have constantly aligned our offerings with evolving consumer preferences. This has not only allowed us to introduce differentiated products to the market but also enabled us to adopt competitive pricing strategies to reach a wider audience.

Along with this, our focus on Research and Development has empowered us to deliver concept driven, high quality and innovative products that are known for its impressionable designs, improved usability and better performance. Our state-of-the-art R&D facility is equipped with modern and sophisticated equipment run by some of the brightest talents that continuously work to colour the ambitions of our consumers.

Further, our commitment to quality assurance and consumer satisfaction has remained at the core of our operational philosophy. Through rigorous quality control measures and a consumer-centric approach, we ensure that every product bearing the DOMS name meets the highest standards of excellence. This dedication to quality not only fosters consumer loyalty but also strengthens our reputation as a trusted brand in the stationery and art material products industry.

Additionally, our strong global multi-channel distribution network has ensured seamless delivery of our products to various markets. By continuously enhancing our logistics and distribution networks, we have catered to the demands of our diverse customer base efficiently. This strategic focus has also empowered us to gain a competitive edge and deliver exceptional value across different regions.

Looking ahead, we seek to expand our manufacturing capacity, capitalise on inorganic growth opportunities, continue to expand our product lines and strengthen our distribution and market reach. Besides, our emphasis on embracing technology and advanced data capabilities position us for a brighter future—energising every ambition as we simultaneously expand our horizon.



# Where Every Creative Ambition Meets Excellence

DOMS is a leading player in the branded stationery and art material products market in India. With over five decades of experience in the industry, we have continuously expanded the breadth of our product offerings to fulfill our objective of being associated with the growing years of kids, children and young adults.

We specialise in the design, development and manufacturing of a wide variety of stationery and art material products for school and office usage as well as for craft enthusiasts and art lovers. The DOMS brand today has over 4,000 SKUs and has a strong presence in 28 States and 8 Union Territories in India and more than 50 countries worldwide.

Our product offerings include scholastic stationery, scholastic art materials, paper stationery, kits and combos, office supplies, hobby and craft items and fine art products. Our strong emphasis on research and development, product engineering and backward integrated manufacturing, combined with our extensive pan-India distribution network, has helped us achieve significant brand recognition and loyalty among consumers.

**4,000+**

Product SKUs

**250+**

New Product Launches

**7**

Product Categories

**12%**

Market Share

**~30%**

Market Share in Mathematical Instrument Boxes

**~29%**

Market Share in Pencils

\*Market share as of FY 23

## Our Brands

Our Flagship Brand



Affordable Market Segment Brand



Joy of Creation

Sub-brands

AMARIZ

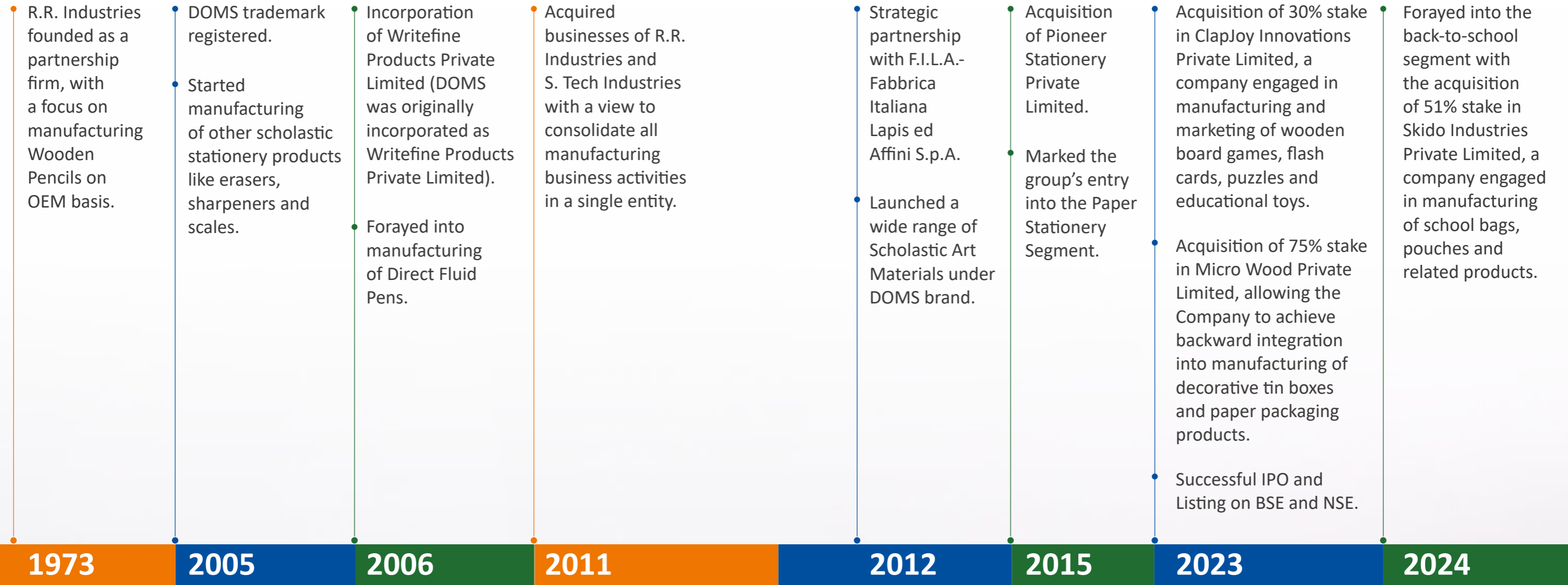


Associated Brand

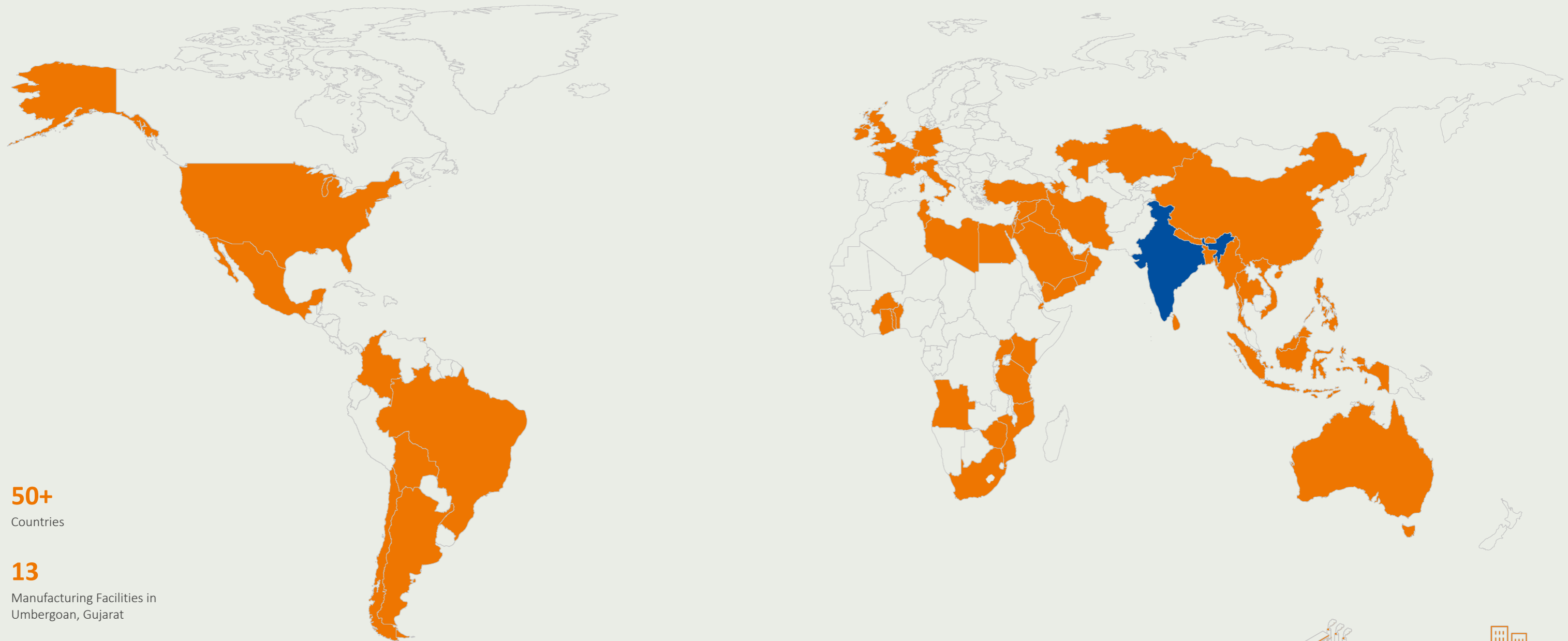
CLAPJOY  
Delivering Joys Of Life



# Shaping Aspirations for an Ambitious Future



# Crafting a Niche Around the World



**50+**

Countries

**13**

Manufacturing Facilities in Umbergaon, Gujarat

**01**

Manufacturing Facility in Jammu, Jammu and Kashmir

**03**

Corporate Offices in India



**Manufacturing Plants**

Umbergaon

Jammu and Kashmir



**Offices**

Umbergaon

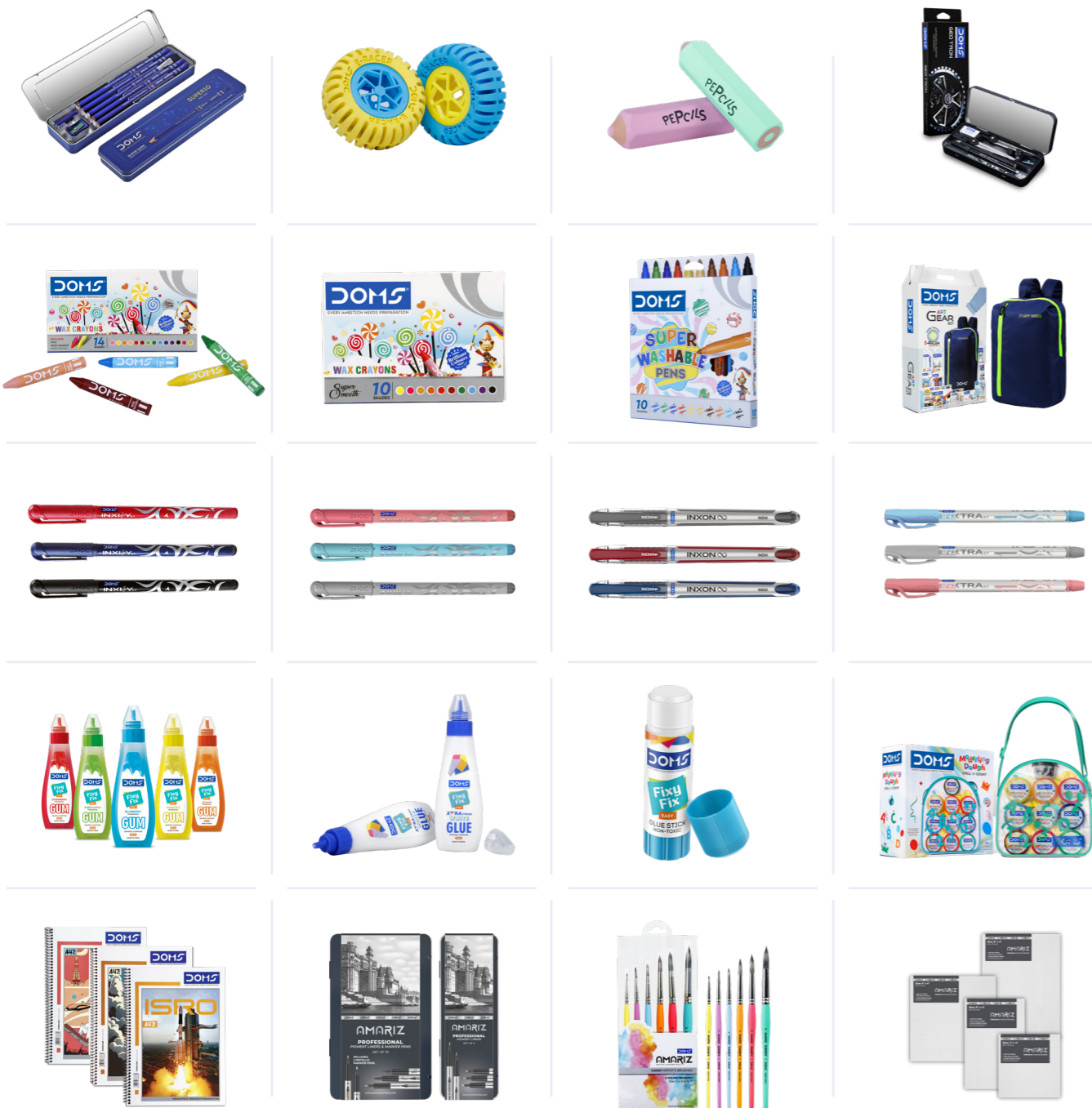
Mumbai

Delhi

# A Vibrant Portfolio

With an extensive product portfolio, we continue to strengthen our footprint in the stationery and art material industry. Our ability to meet the diverse requirements of students and art enthusiasts of all ages has enabled us to gain a considerable market share in India as well as in other countries.

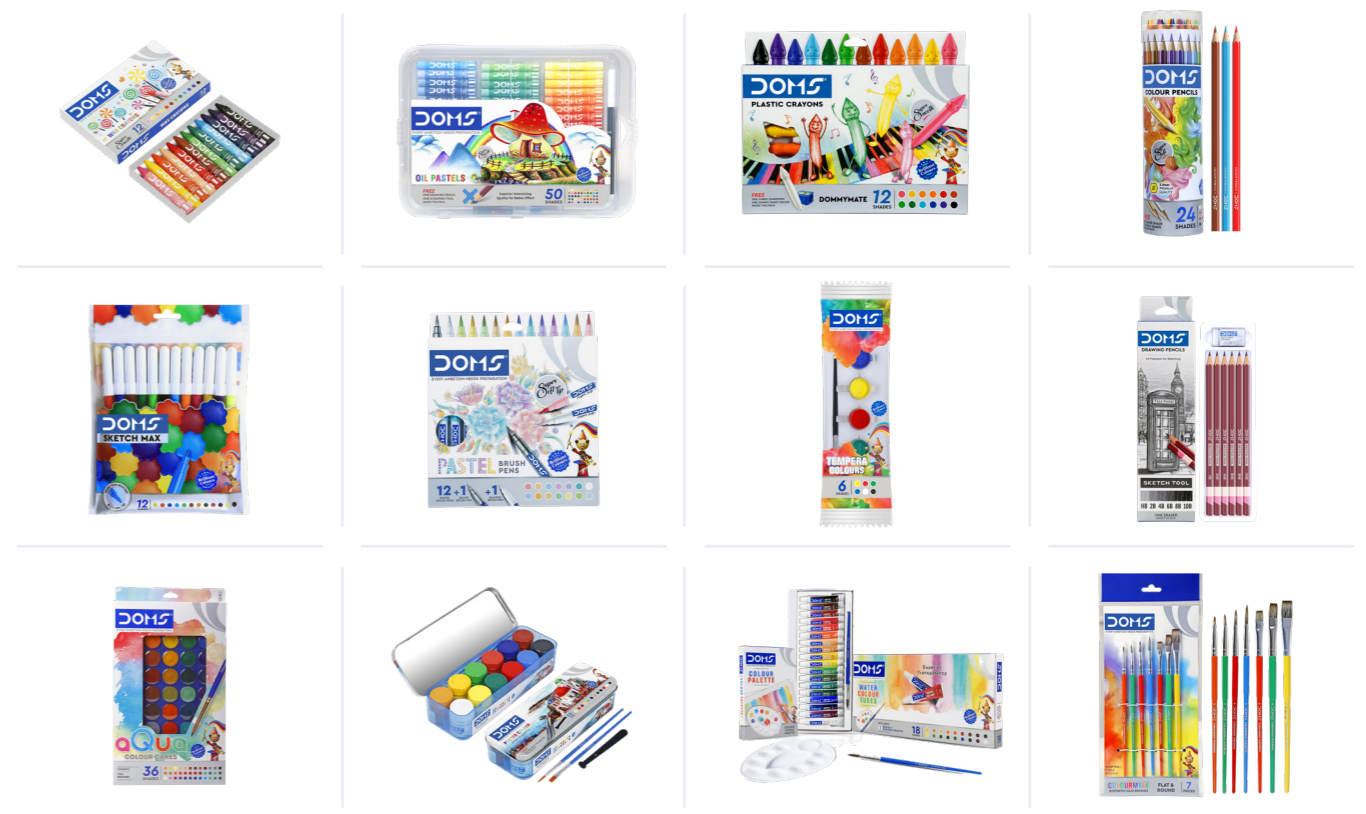
## New Products launched



## Scholastic Stationery



## Scholastic Art Material





**Paper Stationery**



**Kits and Combos**



**Office Supplies**



**Hobby and Craft**



**Fine Art Products**



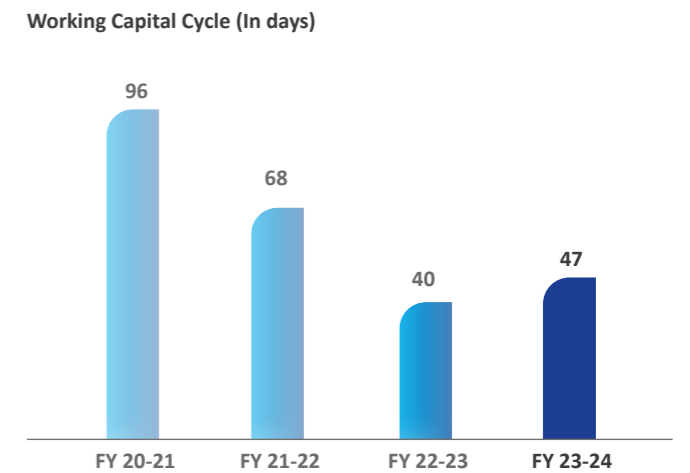
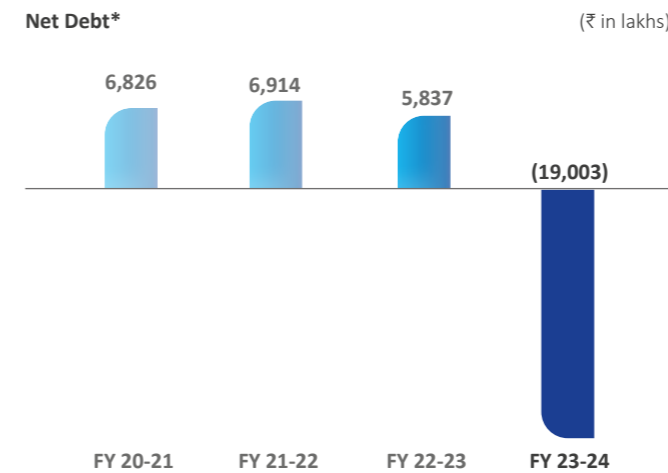
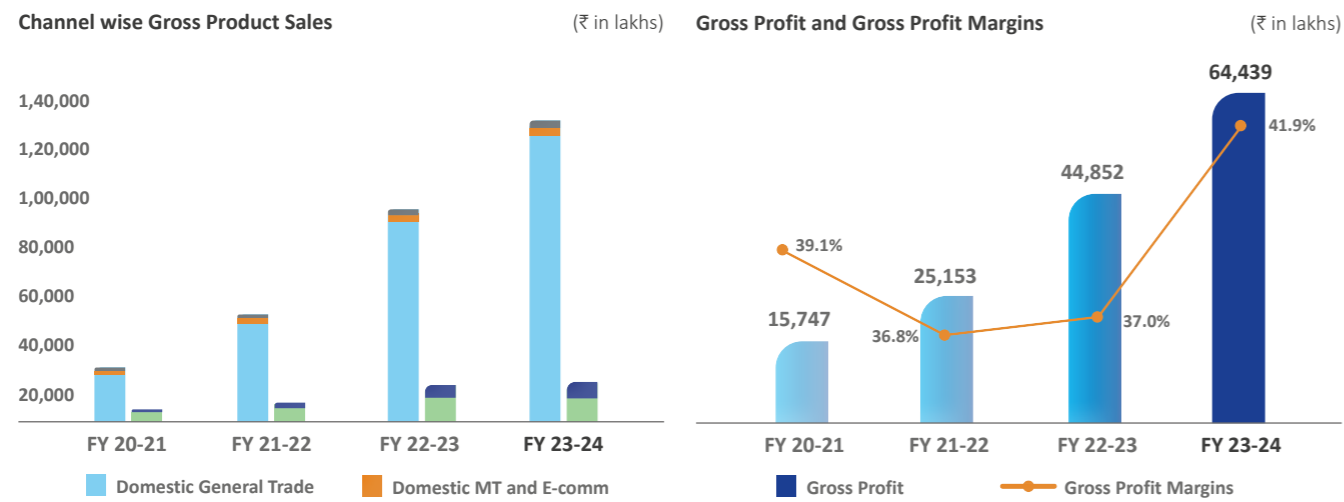
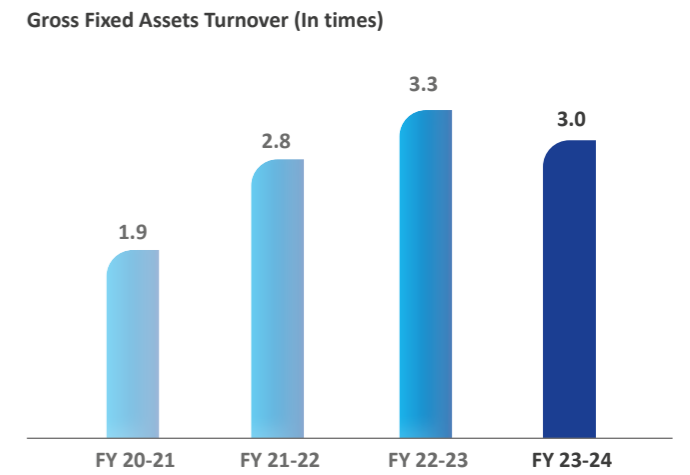
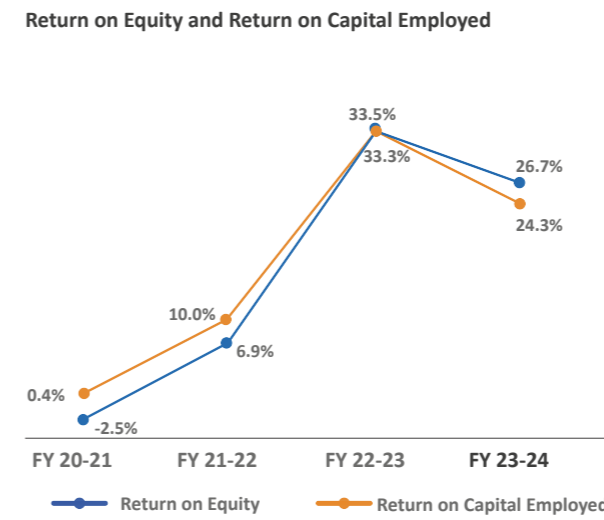
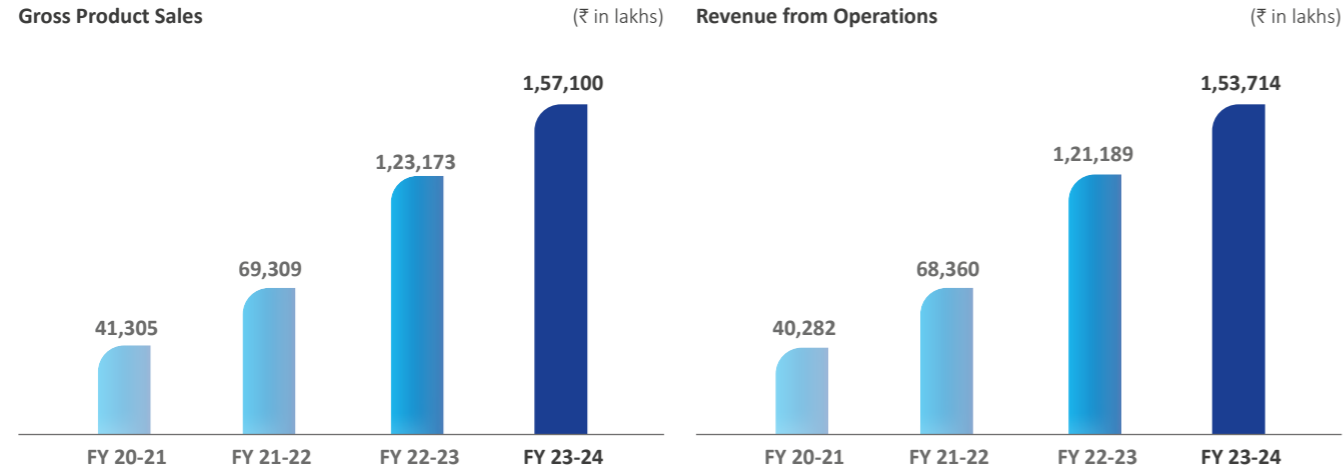
# Awards and Recognition

Over the years, we have consistently been recognised for our achievements in the industry. Our notable accolades include being honoured as 'India's Most Trusted Brand' in 2016 and 2017 and 'Asia's Most Trusted Brand' in 2017 by the International Brand Consulting Corporation, USA.

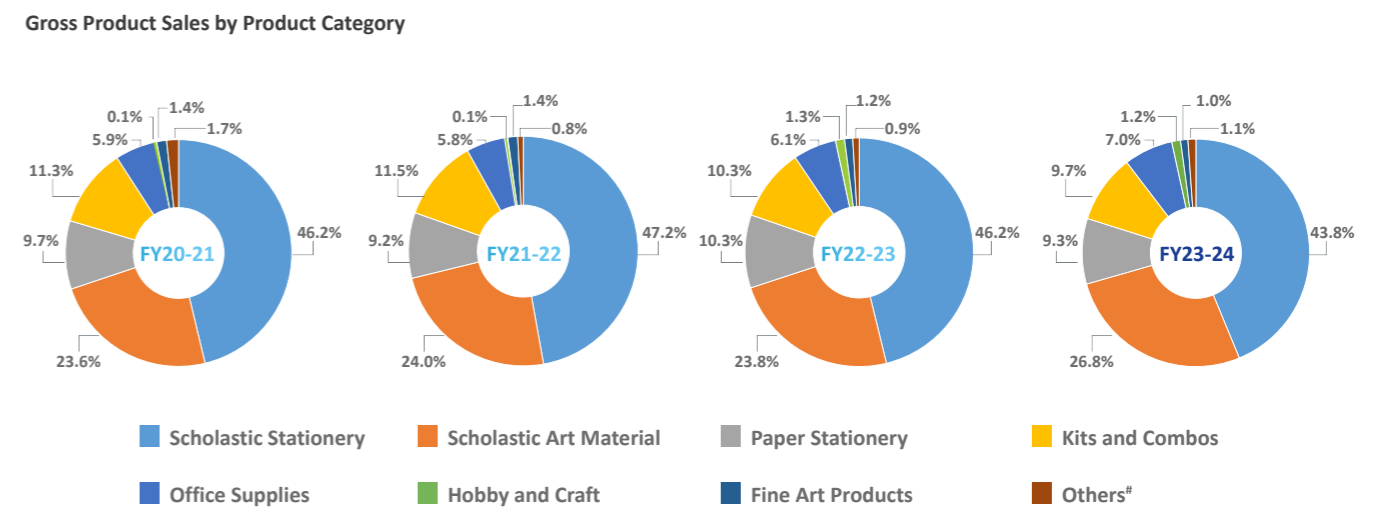
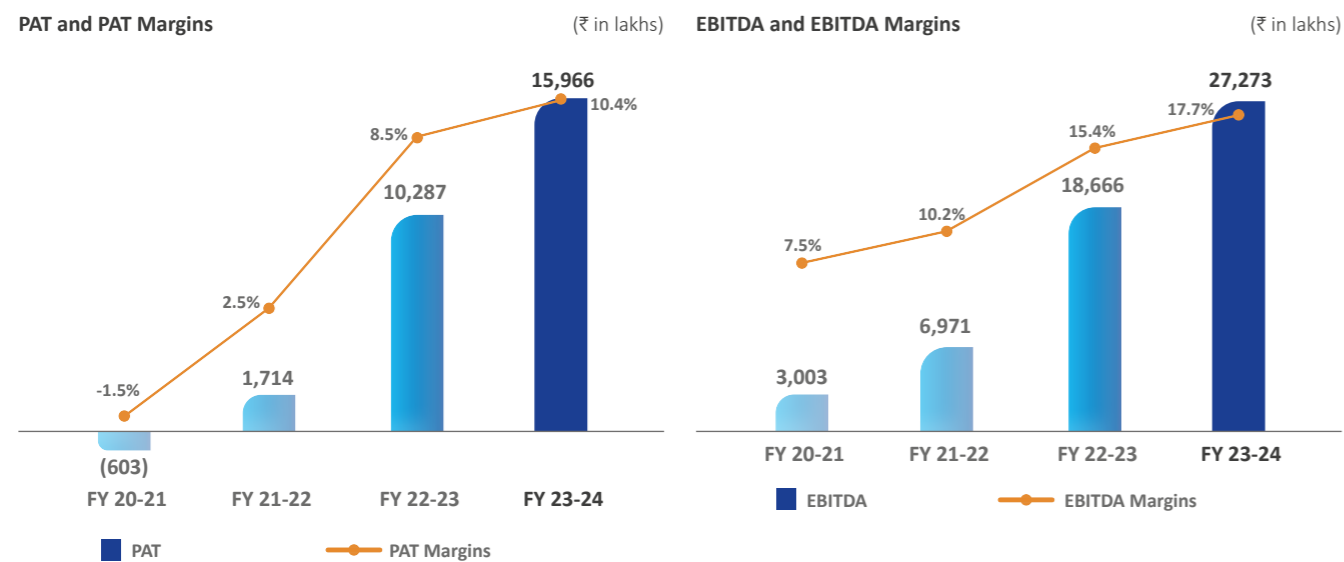
We were also awarded the 'Brand Leadership Award' at the Gujarat Best Brand Awards in 2018 and named one of the 'Promising Brands' by the Economic Times in both 2019 and 2021. The Company is also recipient of the 'Top Exporter Award' from the Pens and Stationery Association of India, in both 2021-22 and 2022-23.



# Financial Performance Taking the Leap Forward



\*Net debt is calculated as Total Debt as reduced by cash and cash equivalents and other bank balances.



#Others category would include sale of by-products and other materials.

# From the Management's Desk

## Preparing for a Journey.... .... To an Ambitious Goal



India, with its demographic advantage and on the back of proactive decision making, has emerged as the most attractive consumption destination, providing a huge growth opportunity to be addressed. Notwithstanding macro headwinds in terms of high inflation and supply chain constraints, we at DOMS have always aimed to set the company on the course of a sustained high growth trajectory with a mix of judicious and bold moves.



### Dear Shareholders,

**It is an honour for us to share with you our first post-IPO annual performance report for the financial year 2023-24. We are eager to present to you our strategic insights for the future as we prepare for an ambitious journey.**

Our listing on the exchanges in the last financial year was one of the significant milestones for DOMS. We are deeply grateful to our esteemed investors and shareholders for their invaluable trust and support. This milestone marks the commencement of a new chapter in our journey; we are excited about the promising opportunities that lie ahead and aim to live up to the best of your expectations.

India, with its demographic advantage and on the back of proactive decision making, has emerged as the most attractive consumption destination, providing a huge growth opportunity to be addressed. Notwithstanding macro headwinds in terms of high inflation and supply chain constraints, we at DOMS have always aimed to set the company on the course of a sustained high

growth trajectory with a mix of judicious and bold moves.

The journey so far has been remarkable. We continue to make steady investments in capacity enhancements, enter new product categories like ballpoint pens, scholastic adhesives and fine art, as well as introduce new products in all existing categories. Further, our endeavour to improve our manufacturing infrastructure through modernisation and backward integration has improved our operating efficiencies. This has resulted in better utilisation of capacities and economies of scale. The focus now is on adding new capacities in a phased manner, which will be funded through our IPO proceeds and internal accruals.

We continue to accelerate our growth trajectory in the domestic market through focused distribution network expansion and consumer-centric approach. The ongoing construction of the largest single location manufacturing facility at our 44+ acre land in Umbergaon, Gujarat will pave the way for significant capacity additions for the coming years.

### Leveraging attractive market size

Home to a predominantly young population, India is empowering its children and youth

through quality education to achieve the ambition of Viksit Bharat. We, at DOMS, believe in constant upgradation of our product portfolio through research and development, innovation and product engineering to remain at the forefront of India's knowledge-driven revolution.

**We have the widest range of product categories among our peers in India and are among the few 'stationery and art material' products manufacturing and marketing companies globally with such product diversity.**

In 2023, we acquired majority stake in Micro Wood Private Limited and a 30.0% stake in ClapJoy Innovations Private Limited, enriching our manufacturing prowess and product portfolio. To support our growth strategy, we continue to expand our differentiated offerings, which are associated through the growing years of kids, children and young adults. Our recent foray into ballpoint pens and scholastic adhesives was a step in this direction and I am very pleased to share that we have received very encouraging response from our consumers.

This reinforces our confidence in introducing attractive superior quality and value-added products. Additionally, our recent acquisition

of 51.0% stake in SKIDO Industries Private Limited, a school bag manufacturing company, has helped us to enter into the exciting back-to-school product segment. This move also complements our existing portfolio and distribution network.

We also work towards strengthening our relationships with our consumers. Our launch of the DOMS Art League encourages children to engage in art contests, aligning perfectly with our endeavours to foster a lifelong love for art among children. Further, the recent inauguration of our DOMS Painting Studio at KidZania in R-City mall, Mumbai, offers an exciting avenue for children to experience our entire product range and explore their artistic expertise in an interactive manner.

### Focused Network Expansion

Our channel partners have been one of the strongest pillars of our growth. Their dedication and fascination for DOMS have encouraged us to ensure that our products are presented in the best possible way to our consumers. As we continue our journey, we look to further expand our network through a focussed approach which prioritises the interest and value for our existing partners. Leveraging our network strength, embracing new channels and following a technology and data-driven approach will enable us to further strengthen our network in India as well as globally.

### Financial performance

During the financial year 2023-24, we have achieved an operational revenue of **₹ 153,714 lakhs**, a substantial growth of 26.8%, compared to the previous year. This growth is reflective of the strong market acceptance and expanding reach of the DOMS brand. Our EBITDA margin has also seen a notable increase to 17.7%, with the current fiscal year recording **₹ 27,273 lakhs**. Additionally, we have delivered a net profit of **₹ 15,966 lakhs**, a healthy margin of 10.4%.

### Strategic investments and capacity expansion

We have successfully expanded our manufacturing floor space by 200,000 square feet in the past six months and are poised to add additional floor space in the current fiscal year, wooden pencils. We have backward-integrated in-house manufacturing

infrastructure for all key components to drive operational excellence, minimise external dependence and ensure high product quality. These initiatives, along with the ongoing capital expenditures at our existing facilities, are designed to support our long-term growth trajectory.

These expansions and state-of-the-art infrastructure are crucial to scale our operations and meet the increasing demand. Our knowledge sharing with our international partner FILA helps us augment our global reach and enables us to sustain our competitive edge in the global markets. FILA is a leading global enterprise devoted to research, design, manufacture and sale of tools for creative expression. It caters to millions of homes, schools, offices and ateliers, leveraging a presence in the market for over 100 years.

### Nurturing a motivated and engaged workforce

At DOMS, we recognise that our continued success depends on the dedication and enthusiasm of our teams. Our core values drive our initiatives in training and development, ensuring both professional and personal growth. We take pride in building diverse workforce, with over half of the employees being female. We also remain committed to inclusivity, ensuring accessible facilities and equal opportunities for differently-abled individuals.

### Commitment to environmental stewardship

We have always considered sustainability at the forefront of all our operations at DOMS. We are dedicated to minimising our environmental impact while maintaining regulatory compliance. Our environmental strategy focuses on reducing emissions, managing waste effectively and utilising eco-friendly materials. We have implemented several initiatives, including recycling sawdust into biomass, reusing polymers, and segregating waste to enhance recycling efforts. We also engage in rainwater harvesting to replenish groundwater reserves and support our operations. These efforts are integral to our strategy of balancing operational needs with environmental responsibility.

### Growing responsibly with all stakeholders

DOMS is committed to making a positive impact on the communities we serve. Our Corporate Social Responsibility initiatives are designed to support the well-being and development of underprivileged groups. We are in the process of making significant contributions towards constructing a state-of-the-art hospital in Umbergaon, which will offer comprehensive medical services and support community health. Additionally, we provide educational scholarships for economically disadvantaged students, enabling them to pursue their academic goals and achieve self-sufficiency. Through these initiatives, we aim to contribute meaningfully to societal development and enhance the quality of life for those in need.

### Expanding horizons







We are further expanding our product portfolio and exploring new products and categories within the stationery and art material market, as well as other categories which are associated with kids and children. We are optimistic about the future prospects of DOMS and remain focused to deliver on our growth agenda. We will continue to leverage our market prominence, deep insight of consumer preferences and manufacturing expertise to pursue growth opportunities nationally and internationally.

**As every ambition needs preparation, we are now preparing to scale new heights of growth and value creation.**

Warm regards,

**DOMS Team**

# Colouring the Ambitions with Strength and Stability

	 Diverse portfolio	 Market Expansion	 Strategic Partnerships	 Manufacturing Infrastructure	 Expansive Distribution Network
 Strength	Our strength lies in a trusted brand that has earned the trust and loyalty of our customers as well as consumers. With a product portfolio comprising over 4,000 SKUs, our offerings span multiple categories and price points. It has not only enabled us to improve our market presence but also positioned us for continued growth.	As a recognised brand in the stationery and art products industry, we aim to strengthen the foundation for our business growth. Significant brand equity and consumer trust enable us to introduce new SKUs, cross-sell and up-sell products to improve our market share.	Our collaborations align with our strength of partnering, acquiring and integrating companies, allowing us to strengthen our market position, achieve backward integration and expand our product offerings through strategic investments and acquisitions.	With best-in-class manufacturing facilities, supported by backward integration capabilities and significant ongoing capital investments, we continue to solidify our presence in the fragmented and distribution-led stationery and art materials industry. The high annual installed capacity and strategic expansion enable the company to meet rising consumer demand and achieve economies of scale to ensure competitiveness and better market reach.	Our strength lies in a robust distribution infrastructure, which includes over 120+ super-stockists, 4,300+ distributors and a dedicated sales team of 625+ personnel. This extensive network covers a wide geographic area, enabling efficient product delivery and market expansion, particularly in underserved regions and through modern trade and e-commerce platforms.
 Strategy	We aim to strengthen our presence in the Indian stationery and art material market by offering differentiated products and diversifying revenue streams through new product introductions and strategic acquisitions.	We leverage our reputation and brand positioning to influence consumer decisions and improve pricing strategies. By focusing on R&D and innovation, we aim to expand our product portfolio, drive growth and ensure market penetration.	Our strategic partnership with FILA, a renowned global enterprise, broadens our international footprint, enhances our R&D capabilities and helps us leverage FILA's extensive market presence. Similarly, our partnership with the promoters of Pioneer Stationery, Micro Wood and ClapJoy has enabled us to increase the breadth our offering and augment our manufacturing prowess.	Our manufacturing operations are currently spread over 39+ acres of land with a focus on end-to-end integrated operations to enhance efficiency, ensure quality control and reduce dependence on third parties. By strategically locating facilities and implementing advanced ERP and other technology solutions, we aim to achieve greater cost competitiveness and improve our response time to market changes.	We have a multi-channel distribution network, including general trade, modern trade and e-commerce, to ensure effective market penetration and growth. This network, supported by our team of sales executives aided with advanced inventory and sales management systems, facilitates extensive domestic and international reach, driving product availability and consumer engagement.



# Powering Growth through Manufacturing Excellence

We operate 13 manufacturing facilities across Umbergaon, Gujarat and one facility in Jammu, Jammu and Kashmir with an annual installed capacity of over 5,000 million units. Our integrated operations ensure efficiency and quality control, resulting in cost competitiveness and responsive inventory management. Our end-to-end operations encompass Product Conceptualisation, Design, Manufacturing, Packaging and Distribution.

## Backward Integrated Facilities

With backward integration, we enhance efficiency, quality control and profitability. By producing essential components in-house for most of our products, we minimise dependence on third parties and ensure superior control over the quality of our products. We have backward integration facilities for the manufacturing of pencils, mathematical boxes and many other art material products. This approach enables us to maintain competitiveness while achieving economies of scale.



## Procurement of Raw Material and Packaging

Our years of existence in this industry has helped us to develop a broad network of vendors and supply chain partners, enabling us to source high-quality material at optimal rates. We procure a wide variety of raw materials, sourced from within India and other countries like Japan, Germany, South Korea and China. We also purchase packaging material from our subsidiary, Micro Wood Private Limited and other domestic vendors. Following strict SOPs for vendor evaluation, rigorous internal and external quality checks, we ensure adherence to strict quality parameters.



## Bolstering our Manufacturing Capacity

Over the years, we have invested significant capital in increasing our manufacturing capabilities and capacities for our existing products as well as for new product launches. Continuing this, the Company is aggressively pursuing the construction of manufacturing infrastructure at the new 44+ acres single land parcel acquired in 2023. When completed, this facility is expected to house between 1.8 million to 2.0 million of manufacturing and storage facilities and would be the largest single location manufacturing facility in India for Stationery and Art Material Products.



# Spreading Our Network Far and Wide

Our extensive distribution network spans multiple channels. A significant credit for the growth of the DOMS brand in such a short period goes to our channel partners, whose relentless efforts have helped us to establish one of the most robust distribution in network.

- 625+**  
Dedicated Sales Team
- 120+**  
Super Stockist
- 4,300+**  
Distributors
- 122,500+**  
Retail Touch Points

## Domestic

Our domestic and general trade style distribution model comprises of primary sales of our products to the super-stockists, who then supply to distributors or direct dealers, operating from designated regions. Key super-stockists appoint distributors and operate as per the Company's specific guidelines for warehousing, inventory management and pricing structure. Our sales team connect with the retailers to understand the requirements and emerging market preferences, and coordinate the dispatch with distributors based on inventory levels. This synchronised approach optimises distribution, ensuring timely product availability to meet market demand. We also cater to large format retail stores as well as e-commerce platforms.

## Export

We distribute DOMS and C3 branded products to significant export markets across Asia Pacific, Africa, Europe and the Middle East. Our export sales manager collaborate closely with customers in these regions to assess their needs and preferences. We take pride that in such a short span period, DOMS has become one of the leading brands in multiple geographies, especially in India's neighbouring countries.

We also export our products to the FILA Group across diverse geographies including the Americas, Europe and Asia. In this arrangement, we manufacture goods under the FILA Group brands and supply them on basis of their requirements.

## Technology Adoption

We continue to invest in building and strengthening our IT infrastructure. Our implementation of SAP as our ERP solution in the year 2015 has helped us to standardise our processes and also provide necessary MIS for planning, performance monitoring and real time information to improve profitability. We continue to further enhance and customise our SAP system to improve and integrate our operations and functions.

The implementation of Sales Force Automation ensures consistent visibility and monitoring of the sales process. It also enables streamlining of operations through better collaboration between the Company and retail partners, distributors and super stockists. The Distributor Management System furnishes real time data from super stockists, updating us about sales and inventory. It, therefore, allows us to derive comprehensive insights into secondary sales and prevailing market trends.



# Reaching Farther, Enhancing Brand Recall

Our marketing and brand-building initiatives are crucial for driving business growth. We have effectively utilised digital media and other below the line advertising and marketing initiatives to enhance brand awareness and reach a wider audience. These initiatives have enabled us to strengthen our market presence- we are one of the most followed stationery and art materials brands in the world across various social media platforms and have been recognised consistently by YouTube for having a large subscriber base.

## Digital Marketing

Creating and sustaining Digital Awareness and Brand Campaigns is vital to building our connect with our consumers. We invest in a wide range of digital marketing and advertising initiatives, concentrating on new product launch campaigns, branding and promotion campaigns to enhance our visibility and market share.



Over **1.5 million**  
YouTube Subscribers

Over **65,000**  
Instagram Followers

## Children Fairs and Exhibitions

We participate in multiple fairs and exhibitions, setting set up stalls where children and parents can know more about our products and bring their creativity to life. It provides young and impressionable minds an opportunity to experiment with our diverse range of products.



## Trade Fairs

We engage in diverse direct customer outreach initiatives, through active involvement in B2B and B2C trade fairs in India and in other countries. These endeavours facilitate direct interaction with both consumers and channel partners, facilitating stronger relationship and deeper engagement within our network.



## Industrial Visit at DOMS

To facilitate innovation and hands-on learning, we welcome enthusiastic students and educators to our Umbergaon Plant each month. Thousands of young learners, accompanied by teachers, parents and other visitors, embark on a guided tour of our manufacturing facility in Umbergaon, Gujarat.

We take them through every stage of the production process and allow visitors to gain insights into our operations. This immersive experience offers a unique opportunity for learning beyond the confines of the classroom and also provides us with invaluable feedback and understanding of consumer expectations.



## DOMS Art League

A prestigious National-level art contest has been designed by DOMS. This online extravaganza invites budding artists from Pre-Primary to Class 12 to showcase their creativity and artistic talent.

We believe in nurturing the creativity of young minds and this platform provides an inclusive space for students to express themselves and participate in a vibrant competition. DOMS Art League, a flagship initiative, aims to inspire and celebrate artistic excellence across the nation.



## DOMS @ KidZania

We have partnered with KidZania to launch the first ever DOMS Painting Studio at Mumbai's R City Mall, that gives children an exciting opportunity to explore their artistic abilities in a dynamic and engaging experience in the role-play of an artist. The Painting Studio offers a new immersive learning technique by allowing youngsters to put themselves in the shoes of artists and experiment with DOMS' bright colour palette.



# Building a Motivated and Engaged Workforce

Our continued success is a reflection of a motivated and passionate team. For us, our people are our family- we deeply value their contributions and acknowledge their role in our journey. Our core principles of care and empathy guide our actions, keeping our team well-being at the centre of our efforts. Through dedicated training and development initiatives, we ensure professional as well as personal growth of our people.

**9,350+**

Permanent Employees

**550+**

Contracted Workers

**52%**

Female Permanent Employees

## Training and Development

Our sales team benefits from annual conferences where they engage in presentations and motivational sessions led by senior management. We provide training on leveraging data analytics from the Sales Force Automation and Distribution Management System to enhance performance.

We also conduct regular health and safety training sessions to equip our team with essential skills and knowledge. These sessions cover injury prevention, life-saving techniques, CPR training and also encourage proactive safety measures.



## Manufacturing Excellence Month

July is celebrated as Manufacturing Excellence Month across all our facilities. Each unit is assessed for cleanliness, work ethics and operational efficiency, followed by proper recognition with awards from senior management. This initiative encourages high standards of manufacturing throughout the year.



## Employee Engagement

During festivals like Ganesh Chaturthi and Navratri, we organise various cultural programmes at each plant. All employees participate in these programs with zest, improving team spirit and fostering cultural cohesion.

## Diversity and Inclusion

We value inclusivity and diversity in the workplace. We are a positive gender ratio, with a substantial proportion of female employees. We also ensure equal opportunities for differently-abled individuals and provide necessary support to accommodate their needs. Our facilities are designed to be accessible, including workspaces and sanitation facilities.





# Environment, Health, and Safety (EHS)

At DOMS, our approach to Environment, Health and Safety (EHS) is integral to our operations. We are devoted to ensuring our activities not only comply with environmental, health and safety regulations but also reflect our principles of responsible business conduct. Our EHS policy is designed to meet regulatory requirements while prioritising the well-being of our employees, the environment and the communities in which we operate.

## Environmental Stewardship

We take proactive measures to minimise our environmental impact. This involves evaluating safer alternatives to hazardous substances in our manufacturing processes, using eco-friendly raw materials and reducing emissions from our operations. In addition to this, effective waste management and encouraging the use of recycled materials are central to our environmental strategy.

- Recycling sawdust at our wood briquette (biomass) factory
- In-house recycling of raw materials such as polymers
- Segregation of pre and post-industrial waste
- Developing an artificial pond for rainwater harvesting
- Implementing effluent treatment plants (ETPs) at relevant sites
- Reusing waste and treated water for gardening purposes



## Health and Safety

We are focused on providing a safe and healthy working environment for our employees, contractors and visitors. Regular monitoring and assessment help us identify and address potential health and safety hazards. We implement control measures to mitigate risks and continuously seek to enhance our health and safety performance. Our on-site Occupational Health Centre is equipped to manage injuries and conduct regular health check-ups.



## Social Contribution

We engage in various activities to support the well-being and development of less privileged communities. This includes contributing towards setting up of a state-of-the-art hospital in Umbergaon, Gujarat, by Umargam Industries Association, providing comprehensive medical services. We also cover educational fees for underprivileged students, helping them achieve their educational goals and become self-sufficient.



## Milestone for Future Growth

This financial year marks a pivotal moment for DOMS, as we successfully completed our listing on the BSE Limited and the National Stock Exchange of India Limited in December 2023. Our Initial Public Offering (IPO), valued at ₹ 12,000 lakhs, garnered overwhelming interest with full subscription within few hours of opening. This enthusiastic response from investors resulted in an overwhelming over subscription of 93.52x.

The shares debuted with a 77% premium, reflecting strong investor confidence in our Company's vision and growth prospects. This milestone is a significant step in our journey, positioning us for further expansion and enabling us to create greater value for all stakeholders.



# Board of Directors



**Gianmatteo Terruzzi**  
Chairperson and Independent Director

Gianmatteo Terruzzi, aged 52 years, is the Chairperson and Independent Director of our Company. He holds a degree in Economics and Business from the Università Cattolica Del Sacro Cuore, Milan and is registered as a fiduciary in the Register of Fiduciaries, Republic and Canton of Ticino. He was previously associated with LVT Advisors S.R.L. as its sole director, Ediga SRL as a director, I.R.E. 2 S.R.L. as its sole director and Lusben Varazze S.R.L. as chief executive officer.



**Santosh Raveshia**  
Managing Director

Santosh Raveshia, aged 48 years, is the Managing Director and one of the Individual Promoters of our Company. He has been associated with our Company since its incorporation as a Director and Promoter. He joined R.R. Industries in 2000 and has been its partner since 2002. Further, he has been the partner of S-Tech Industries since 2006. He is primarily involved in all aspects of the business of our Company, including new product development, crafting, and executing go-to market strategies.



**Massimo Candela**  
Non-Executive Director

Massimo Candela, aged 59 years, is the Non-Executive Director of our Company. He holds a degree in Business Administration with major in corporate finance from Bocconi University, Milan. He has been associated with FILA since 1992 as chief executive officer.



**Luca Pelosin**  
Non-Executive Director

Luca Pelosin, aged 58 years, is the Non-Executive Director of our Company. He graduated from Collegio Arcivescovile Castelli Saronno. He was previously associated with Nuova Alpa Collanti S.r.l. as special attorney. He has significant years of experience in accounting, production, purchasing, logistics and business management.



**Annalisa Matilde Elena Barbera**  
Non-Executive Director

Annalisa Matilde Elena Barbera, aged 55 years, is the Non-Executive Director of our Company. She holds a degree in law from Università Degli Studi Di Milano and is enrolled in the register of lawyers of Milan. She was previously associated with Trifirò and Partners as an associate. She is currently associated with Studio Legale Salonia e Associati as a partner. She has significant years of experience in the areas of labour and commercial law as well as employment law and employment related litigation.



**Cristian Nicoletti**  
Non-Executive Director

Cristian Nicoletti, aged 49 years, is the Non-Executive Director of our Company. He holds a degree in Economics and Business (New System), from the Università Cattolica Del Sacro Cuore, Milan. He was previously associated with Akzo Nobel Coatings S.p.A. as a manager of its Fombio (Lo) plant. He is currently associated with FILA as its chief financial officer.



**Sanjay Rajani**  
Whole-time Director

Sanjay Rajani, aged 55 years, is the Whole-time Director and one of the Individual Promoters of our Company. He joined R. R. Industries in 1985 and has been its partner since 2011. He is primarily involved in the production and product development of scholastic art and fine art materials in our Company.



**Ketan Rajani**  
Whole-time Director

Ketan Rajani, aged 53 years, is the Whole-time Director and one of the Individual Promoters of our Company. He joined R. R. Industries in 2003 and has been its partner since 2011. He is also responsible for overlooking the manufacturing operations of our Jammu manufacturing facility as well as the wood seasoning and treatment operations of our Company.



**Chandni Somaiya**  
Whole-time Director

Chandni Somaiya, aged 51 years, is the Whole-time Director and one of the Individual Promoters of our Company. She joined S-Tech Industries as a partner in 2004. She is primarily involved in the manufacturing operations of the scholastic stationery division and general administrative operations at the Umbergaon manufacturing facilities.



**Rajiv Mistry**  
Independent Director

Rajiv Mistry, aged 55 years, is the Independent Director of our Company. He has been awarded a diploma in electronics and telecommunication engineering by the Board of Technical Examinations, Maharashtra and holds an honorary doctorate in health care industry from Keisise International University. He is the founder and chairman of Ascent Meditech Limited.



**Darshika Thacker**  
Independent Director

Darshika Thacker, aged 49 years, is the Independent Director of our Company. She holds a bachelor's degree in commerce from University of Calcutta and is a fellow member of the Institute of Chartered Accountants of India. She was previously associated as the proprietor of Darshika Thacker and Associates. She is currently associated with Thacker and Associates as a partner.



**Mehul Shah**  
Independent Director

Mehul Shah, aged 47 years, is the Independent Director of our Company. He holds a bachelor's degree in social, legal sciences from University of Pune and a bachelor's degree in law from University of Pune. He has been enrolled as an advocate with the Bar Council of Maharashtra and Goa since 1999. He has been associated with Khaitan and Co as a partner in the corporate and commercial practice group. He specialises in mergers and acquisitions, solvent and insolvent restructuring including court approved mergers and amalgamations, insolvency restructuring, private equity, joint ventures, and collaborations.



● Audit Committee      ● Nomination and Remuneration Committee      ● Risk Management Committee

● Stakeholders Relationship Committee      ● Corporate Social Responsibility Committee

\*Chairperson in Committee

# Board's Report

Dear Shareholders,

Your Board of Directors ('Board' or 'Directors') hereby present their **Eighteenth** Board's Report ('this Report') highlighting the business and operations of DOMS Industries Limited ('DOMS' or 'the Company' or 'Your Company') along with the Audited Standalone and Consolidated Financial Statements of your Company for the financial year ended March 31, 2024. Financial Year 2023-24 has been a milestone year in our journey and the Directors hereby place on record gratitude to all the shareholders and other stakeholders for their overwhelming response to the Company's IPO and for reiterating their faith in its long-term growth story.

The consolidated performance of the Company including its subsidiaries and associate Company has been referred to wherever required.

## FINANCIAL PERFORMANCE

Below is a condensed overview of the financial performance of the Company for the financial year ended March 31, 2024 and March 31, 2023.

(₹ in lakhs)

Particulars	Standalone		Consolidated	
	2023-24	2022-23	2023-24	2022-23
Revenue from Operations	138,781.79	108,246.67	153,714.18	121,189.04
Other Income	990.69	389.89	1,013.21	463.25
<b>Total Income</b>	<b>139,772.48</b>	<b>108,636.56</b>	<b>154,727.39</b>	<b>121,652.29</b>
Profit Before Interest, Depreciation and Tax	25,443.11	16,771.52	28,284.16	19,129.31
Finance Cost	1,361.38	1,001.22	1,712.38	1,188.00
Depreciation	4,610.69	3,836.60	5,123.55	4,065.03
<b>Profit Before Tax</b>	<b>19,471.04</b>	<b>11,933.70</b>	<b>21,448.23</b>	<b>13,876.28</b>
Less: Provision for Tax				
Current Tax	5,094.10	3,271.93	5,644.29	3,785.24
Deferred Tax	(132.94)	(196.28)	(162.21)	(196.07)
<b>Profit after tax</b>	<b>14,509.88</b>	<b>8,858.05</b>	<b>15,966.15</b>	<b>10,287.11</b>
Other Comprehensive Income/ (Loss)	(153.56)	(7.28)	(153.37)	(3.20)
<b>Total Comprehensive Income/ (Loss) for the year</b>	<b>14,356.32</b>	<b>8,850.77</b>	<b>15,812.78</b>	<b>10,283.91</b>
<b>Earnings Per Share (Face Value of Share ₹ 10 each)</b>				
Basic (₹)	25.22	15.75	27.75	18.29
Diluted (₹)	25.22	15.75	27.75	18.29

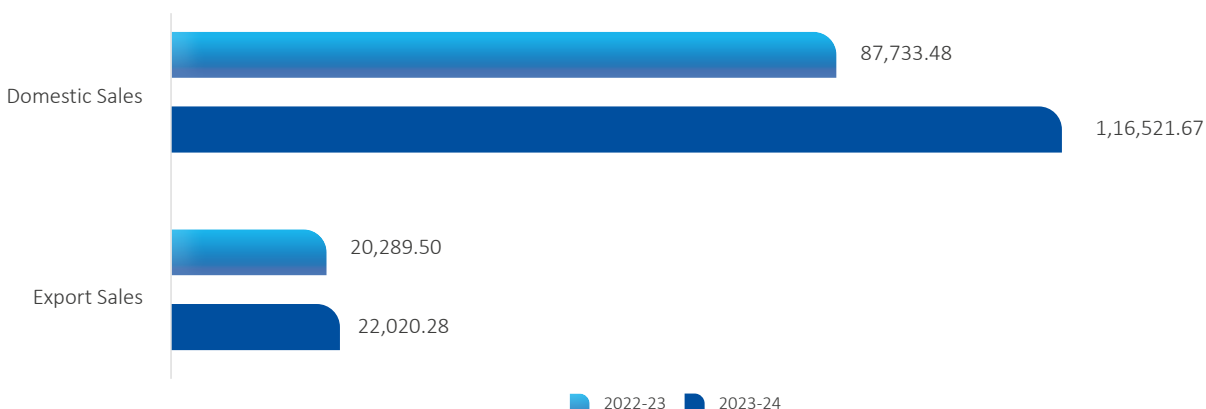
## STATE OF THE COMPANY'S AFFAIRS

### Standalone Revenue

During the financial year 2023-24, the Company's Standalone revenue from operations has increased by 28.21% to ₹ **138,781.79 lakhs** as compared to ₹ **108,246.67 lakhs** in the previous financial year. Domestic sales (net) has increased by 32.81% to ₹ **116,521.67 lakhs** as compared to ₹ **87,733.48 lakhs** in the previous financial year. Export sales (net) has increased by 8.53% to ₹ **22,020.28 lakhs** as compared to ₹ **20,289.50 lakhs** in the previous financial year.

### Standalone Sales (net) Comparison

(₹ in lakhs)

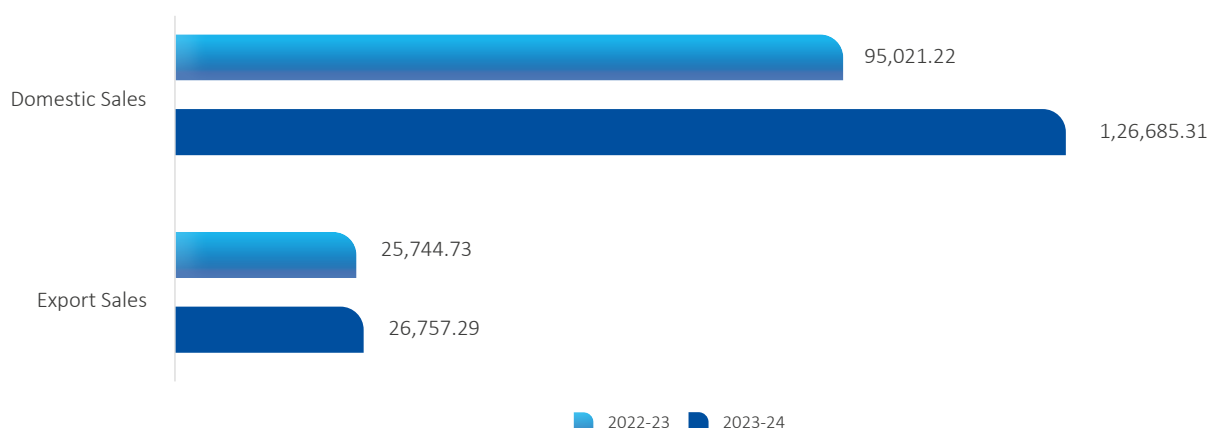


### Consolidated Revenue

During the financial year 2023-24, the Company's Consolidated revenue from operations has increased by 26.84% to ₹ 153,714.18 lakhs as compared to ₹ 121,189.04 lakhs in the previous financial year. Domestic sales (net) has increased by 33.32% to ₹ 126,685.31 lakhs as compared to ₹ 95,021.22 lakhs in the previous financial year. Export sales (net) has increased by 3.93% to ₹ 26,757.29 lakhs as compared to ₹ 25,744.73 lakhs in the previous financial year.

### Consolidated Sales (net) Comparison

(₹ in lakhs)



### Consolidated Product Categories Performance

The table below sets forth a break-up of Gross Product Sales (Gross of sales incentives, rebates and discounts) on consolidated basis across our product categories for financial year 2022-23 and 2023-24:

(₹ in lakhs)

Product Categories	2023-24	2022-23
Scholastic stationery	68,765.38	56,880.64
Scholastic art material	42,106.64	29,279.73
Kits and combos	15,302.10	12,638.25
Paper stationery	14,622.85	12,735.16
Office supplies	10,933.90	7,524.47
Hobby and craft	1,963.57	1,572.59
Fine art products	1,641.34	1,416.91
Others	1,764.35	1,125.63

### Standalone Profitability

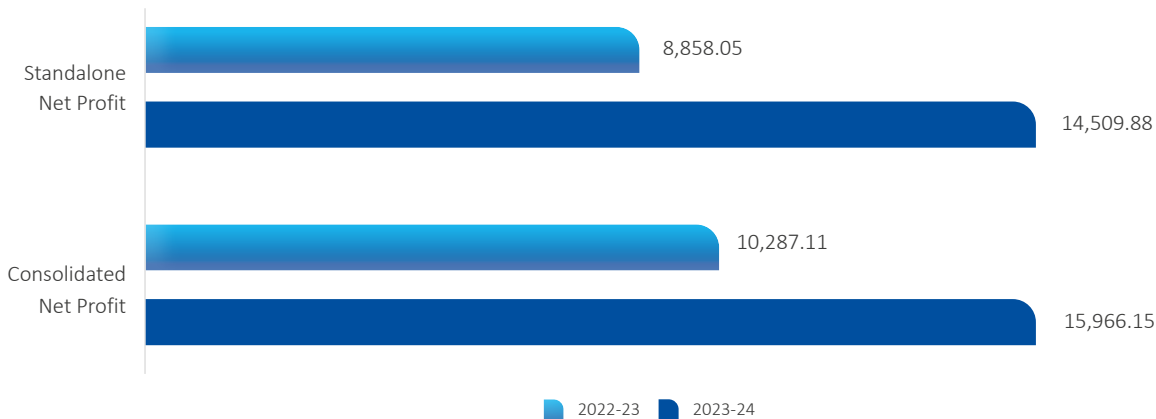
EBITDA on a standalone basis for the financial year 2023-24 has increased by 49.27% to ₹ 24,452.42 lakhs as compared to ₹ 16,381.63 lakhs in the previous financial year. Profit before Tax has increased by 63.16% to ₹ 19,471.04 lakhs as compared to ₹ 11,933.70 lakhs in the previous financial year. During the financial year 2023-24, the Company's Net Profit after Tax has increased by 63.80% to ₹ 14,509.88 lakhs as compared to ₹ 8,858.05 lakhs in the previous financial year.

### Consolidated Profitability

Consolidated EBITDA for the financial year 2023-24 has increased by 46.11% to ₹ 27,272.65 lakhs as compared to ₹ 18,665.96 lakhs in the previous financial year. Profit before Tax has increased by 54.57% to ₹ 21,448.23 lakhs as compared to ₹ 13,876.28 lakhs in the previous financial year. During the financial year 2023-24, the Company's Net Profit after Tax has increased by 55.20% to ₹ 15,966.15 lakhs as compared to ₹ 10,287.11 lakhs in the previous financial year.

## Profitability Comparison

(₹ in lakhs)



## Dividends

Your Directors are pleased to recommend a payment of ₹ 2.50 per Equity Share of ₹ 10 each as final dividend for the financial year 2023-24. The payment of final dividend, recommended by the Board of Directors at their Meeting held on May 24, 2024, is subject to approval of the Shareholders at the ensuing Annual General Meeting of the Company which is proposed to be held on Monday, September 23, 2024. The record date for the purposes of payment of final dividend is Monday, September 16, 2024 and payment will be made on or before October 22, 2024.

The dividend recommended is in accordance with the Dividend Distribution Policy of the Company. Pursuant to Regulation 43A of SEBI LODR Regulations, the Company has approved and adopted the Dividend Distribution Policy, setting out broad principles for guiding the Board and the management in matters concerning declaration and distribution of dividend, with a view to ensure fairness, transparency, sustainability, and consistency in the decision for distributing profits to shareholders.

The Dividend Distribution Policy of the Company can be accessed on <https://domsindia.com/policies/>.

On June 16, 2023, in respect of the financial year ended March 31, 2023, the Board of Directors of the Company has paid an interim dividend of ₹ 250.00 per Equity Share outstanding as on March 31, 2023, resulting in a cash outflow of ₹ 931.30 lakhs.

## Transfer to Reserves

For the financial year 2023-24, the Board of Director have decided to retain the entire amount of profit in the Statement of Profit & Loss as at March 31, 2024.

## SIGNIFICANT/ MATERIAL EVENTS OCCURRED DURING THE FINANCIAL YEAR

### Initial Public Offering

During the financial year 2023-24, the Company undertook the Initial Public Offer ('IPO') of 15,196,510 Equity Shares of face value of ₹ 10 each of the Company for cash at a price of ₹ 790 per Equity Share, including a premium of ₹ 780 per Equity Share. The bidding of the IPO Commenced on December 13, 2023 and concluded on December 15, 2023. The allotment of IPO was finalized on December 18, 2023 and the Equity Shares of the Company got listed on BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') ('BSE' & 'NSE'

hereinafter will be collectively referred to as 'Stock Exchanges') with effect from December 20, 2023.

The IPO comprised of fresh issue of shares and offer for sale by certain Promoters of the Company. The Fresh issue size included a reservation of 69,930 Equity Shares for purchase by eligible employees. The details of the issue are stated below.

(₹ in lakhs)

Particulars	No. of Equity Shares	Amount
Fresh Issue Size	4,437,018	35,000.00
Offer for Sale Size	10,759,492	85,000.00
<b>Total Offer Size</b>	<b>15,196,510</b>	<b>120,000.00</b>

The issue was led by book running Lead Managers i.e. JM Financial Limited, BNP Paribas, ICICI Securities Limited, IIFL Securities Limited (collectively referred to as 'BRLM'). The Board places on record its appreciation for the support provided by various Authorities, Stock Exchanges, BRLMs, Legal Counsels, Depositories, Consultants, Auditors and Employees of the Company for making the IPO of the Company a success. We are gratified and humbled by the strong participation shown in the Company's IPO by leading domestic and global institutional investors, NRIs, HNIs, retail investors and other market participants.

### Proceeds from IPO

The details of the proceeds raised through the issue of fresh Equity Shares are set forth below:

(₹ in lakhs)

Particulars	Amount
Gross Proceeds of the Fresh Issue	35,000.00
(Less) Net of provisional IPO Expenses	(1,842.50)
<b>Net Proceeds</b>	<b>33,157.50</b>

### Monitoring Agency

As IPO of the Company included fresh issue of Equity Shares, the Company appointed CRISIL Ratings Limited as Monitoring Agency of the Company which provides report on a quarterly basis regarding utilization of IPO proceeds and the same is filed on the Stock Exchanges in timely manner pursuant to the requirements of Regulation 41(2) of Securities Exchange Board of India (Listing

Obligations and Disclosure Requirements) Regulations, 2015, as amended, ('SEBI LODR Regulations').

The utilization of funds raised through IPO as on March 31, 2024 have been mentioned hereunder:

Item Head	(₹ in lakhs)	
	Amount Allocated	Amount Utilized
Part-financing the cost of establishing the Proposed Project	28,000.00	2,729.77
General Corporate Purpose	5,157.50	4,932.58
<b>Total</b>	<b>33,157.50</b>	<b>7,662.35</b>

### Listing of Securities on Stock Exchanges

The Company received listing and trading approvals from the Stock Exchanges on December 19, 2023 and subsequently, the Equity Shares were listed on Stock Exchanges on December 20, 2023.

### Acquisition of Stake in Micro Wood Private Limited

In August 2023, the Company has acquired 75.00% of Equity Share capital of Micro Wood Private Limited ('Micro Wood'). Accordingly, with effect from August 01, 2023, Micro Wood became subsidiary of the Company.

Micro Wood, is engaged in the business of manufacturing tin and paper-based packing material. The acquisition was in line with your Company's strategy in achieving greater degree of backward integration.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The detailed operational performance of your Company has been comprehensively disclosed in the Management Discussion and Analysis Report which forms part of this Annual Report.

### CHANGE IN NATURE OF BUSINESS, IF ANY

There has been no change in the nature of business of the Company during the financial year 2023-24.

## MATERIAL CHANGES AND COMMITMENTS OCCURRED AFTER THE CLOSE OF THE FINANCIAL YEAR TILL THE DATE OF THIS REPORT AFFECTING FINANCIAL POSITION OF THE COMPANY

### Acquisition of stake in SKIDO Industries Private Limited

The Company has acquired 51.00% of Equity Shares capital of SKIDO Industries Private Limited ('SKIDO'). Accordingly, SKIDO became subsidiary of the Company with effect from April 01, 2024. SKIDO is engaged in the business designing, manufacturing, marketing and sale of all types of bags, pouches and related products and the promoters of SKIDO has over two decades of experience in this business. With effect of Acquisition, your Company has expanded its business in the back-to-school category by entering in product lines which are associated through the growing year of kids, children and young adults.

Other than listed above, no material changes and commitments, which affect the financial position of the Company have occurred

after the close the financial year till the date of this report affecting the financial position of the Company.

## SHARE CAPITAL

The Share Capital of the Company underwent change during the financial year 2023-24 as follows:

### Authorised Share Capital

- On July 03, 2023, the Authorised Share Capital of the Company was increased from ₹ 50.00 lakhs divided into 5,00,000 Equity Shares of ₹ 10 each to ₹ 7,000.00 lakhs divided into 70,000,000 Equity Shares of ₹ 10 each.
- As on March 31, 2024, the Authorised Equity Share capital of the Company was ₹ 7,000.00 lakhs comprising of 70,000,000 Equity Shares of face value of ₹ 10 each.

### Issued, Subscribed and Paid up Share Capital

#### Bonus Shares

On July 06, 2023, the Board issued and allotted 55,877,700 Equity Shares of ₹ 10 each amounting to ₹ 5,587.77 lakhs in the ratio of 150:1 to the existing shareholders of the Company through Bonus issue.

#### Allotment of Shares pursuant to IPO

On December 18, 2023, the Company allotted 4,437,018 Equity Shares of face value of ₹ 10 each amounting to ₹ 35,000.00 lakhs of face value of ₹ 10 each.

As on March 31, 2024, the issued, subscribed and paid-up Equity Share capital of the Company was ₹ 6,068.72 lakhs comprising of 60,687,236 Equity Shares of face value of ₹ 10 each.

## EMPLOYEE STOCK OPTION PLAN 2023

The DOMS Industries Limited Employee Stock Option Plan 2023 ('ESOP 2023'/'the Plan') was formulated with an aim to attract and retain key talents working with the Company by way of rewarding their performance and motivate them to contribute to the overall corporate growth and profitability and to retain and motivate senior and critical human resources and to promote loyalty to the Company. The ESOP 2023 is in accordance with the provisions of the Act and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ('SEBI SBEBSE Regulations').

The Directors of the Company at their meeting held on July 20, 2023 and the Shareholders of the Company at the extra ordinary general meeting held on July 23, 2023, approved and adopted ESOP 2023 plan for the benefit of the eligible employees of the Company and its Subsidiary Companies as defined under the Act.

The Company, post the listing of its Equity Shares as per the requirements of Regulation 12(1) of SEBI SBEBSE Regulations, duly ratified, by way of a Special Resolution passed through Postal Ballot by the Shareholders of the Company on May 17, 2024, the ESOP 2023 plan.

During the year under review, the Company has not made grants of options to the eligible employees of the Company and its subsidiaries

from the said Plan. Hence, the disclosures as required under SEBI SBSE are not applicable to the Company as on March 31, 2024.

## CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company for financial year 2023-24 are prepared in accordance with Indian Accounting Standards ('Ind AS') as specified under Section 133 and other relevant provisions of The Companies Act, 2013 ('the Act'). The Consolidated Financial Statements have been prepared on the basis of Audited Financial Statements of your Company, its Subsidiaries and Associate Company, as approved by their respective Board of Directors and forms part of this Annual Report.

## DIRECTORS AND KEY MANAGERIAL PERSONNEL

The constitution of the Board of Directors of the Company is in accordance with the provisions of the Act and SEBI LODR Regulations. As on March 31, 2024, the Company's Board has 12 (twelve) Directors, comprising of 01 (one) Managing Director, 03 (three) Whole-time Directors, 04 (four) Non-Executive Non Independent Directors and 04 (four) Non-Executive Independent Directors. The Board consists of 03 (three) Women Director including 01 (one) Women Independent Director. The details of Board and Committees composition, tenure of Directors, areas of expertise and other details are available in the Corporate Governance Report, which forms part of this Annual Report.

### a. Changes in Directors and Key Managerial Personnel:

During the financial year 2023-24, following changes were made in Board of Directors and Key Managerial Personnel of the Company.

The Board of Directors and Shareholders of the Company approved the appointments of Gianmatteo Terruzzi (DIN: 10229991), Rajiv Mistry (DIN: 01382798), Mehul Shah (DIN: 02127656) and Darshika Thacker (DIN: 03532365) as Non-Executive Independent Directors of the Company for the first term of 05 (five) consecutive years with effect from July 14, 2023, whose office shall not be liable to retire by rotation.

Further, Chandni Somaiya (DIN: 02003554) and Ketan Rajani (DIN: 02490829) were appointed as Whole-time Directors of the Company for the period of 05 (five) consecutive years with effect from July 06, 2023, whose office shall be liable to retire by rotation.

Mitesh Padia, Associate Member of Institute of Company Secretaries of India ('ICSI') was appointed as full time Company Secretary of the Company and the Compliance Officer with effect from July 06, 2023 and July 20, 2023, respectively.

### b. Directors Liable to retire by rotation

In accordance with the provisions of Section 152 and other applicable provisions, if any, of the Act and the Articles of Association of the Company, Santosh Raveshia (DIN: 00147624), Managing Director and Chandni Somaiya (DIN: 02003554) Whole-time Director of the Company being longest in the office from the date of his appointment shall be liable to retire by rotation at the ensuing Annual General Meeting and being

eligible, offer themselves for re-appointment. The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee ('NRC') have recommended their re-appointment.

Brief Details of the directors being recommended for re-appointment and as required under Regulation 36(3) of SEBI LODR Regulations and the Clause 1.2.5 of the Secretarial Standards on General Meetings (SS-2) have been furnished in the 18<sup>th</sup> Annual General Meeting Notice, dated August 12, 2024 of the Company.

### c. Declaration from Independent Directors:

The Independent Directors have submitted their declaration of Independence, stating that:

1. they meet the criteria of Independence as prescribed under Section 149(6) of the Act, read with the Schedule and Rules issued thereunder and Regulation 16(1)(b) and 25(8) of SEBI LODR Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company.
2. they have complied with the Code for Independent Directors prescribed under Schedule IV to the Act and the Code of conduct of the Company.
3. they have registered themselves with the Independent Director's Database maintained by the Indian Institute of Corporate Affairs (IICA).

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, skills, experience and expertise and they hold highest standards of integrity required to discharge their duties with an objective independent judgment and without any external influence and fulfils all the conditions specified in the Act and SEBI LODR Regulations and are independent to the management of the Company.

None of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Directors of the Company as specified under Section 164(1) and 164(2) of the Act read with Rule 14(1) of The Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force).

A note on the familiarisation programme for orientation and training of the Directors undertaken in compliance with the provisions of the Act and the SEBI LODR Regulations is provided in the Corporate Governance Report, which forms part of this Annual Report.

## MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors of the Company met 12 (twelve) times during the financial year 2023-24. The details of board meetings held and attended by each Director during the financial year 2023-24, are disclosed in the Corporate Governance Report, which forms part of this Annual Report.



The maximum interval between any two meetings did not exceed the timelines, as prescribed under the Act and the SEBI LODR Regulations.

### COMMITTEES TO THE BOARD

As on March 31, 2024, the Board has 05 (five) Committees as stated follows:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee
4. Corporate Social Responsibility Committee
5. Risk Management Committee.

The Committees play a crucial role in the governance structure of the Company as they deal with specific matters of the Company that needs a closer review and are governed by their terms of reference.

During the financial year 2023-24, all recommendations made by the committees were approved by the Board. The composition of the Committees of the Board and the details regarding meetings of the Committees constituted by the Board are set out in the Corporate Governance Report, which forms part of this Annual Report.

### CREDIT RATINGS AND REVISIONS THERETO

During the financial year 2023-24, the Company's credit rating on the Bank Loan facilities was upgraded from 'CRISIL A-/Stable' to 'CRISIL A/Stable'.

Thereafter, on May 10, 2024, CRISIL Ratings Limited ('CRISIL') has upgraded the credit rating on the bank loan facilities of the Company from 'CRISIL A/Stable' to 'CRISIL A+/Positive'.

The credit ratings information is available on the Company's Website and can be accessed at [https://domsindia.com/pdf/Investor\\_Relations/LODR/Crisil\\_Credit\\_Ratings\\_Letter.pdf](https://domsindia.com/pdf/Investor_Relations/LODR/Crisil_Credit_Ratings_Letter.pdf).

### INVESTOR EDUCATION AND PROTECTION FUND

There Company is not required to transfer any amount of unpaid/unclaimed dividend for the financial year 2023-24 to the Investor Education and Protection Fund ('IEPF').

### POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

As per the provisions of Section 178(3) of the Act and based on the recommendation of the Nomination & Remuneration Committee of the Company, the Board has approved a Nomination and Remuneration Policy which lays down the criteria for selection, appointment and remuneration of Directors, Key Managerial Personnel and Senior Management Personnel including the criteria for determining qualifications, positive attributes, independence of director and such other matters.

The Nomination and Remuneration Policy is available at the website of the Company at: <https://domsindia.com/policies/>

### BOARD EVALUATION

In accordance with the provisions of the Act and SEBI LODR Regulations it is required to evaluate the performance of:

- (i) the Board as a whole
- (ii) the Individual Directors (including Independent Directors and Chairperson) and
- (iii) various committees of the Board

The Board has put in place a mechanism and have carried out an Annual Evaluation of its own performance, Board Committee, Individual Directors and Chairperson pursuant to requirements of the provisions of Section 178 of the Act and Regulation 17(10) of the SEBI LODR Regulations. The key objectives of conducting the Board Evaluation process were to ensure that the Board and various Committees of the Board have appropriate composition and they have been functioning collectively to achieve common business goals of the Company.

Similarly, the key objectives of conducting performance evaluation of the Directors through individual assessment and peer assessment were to ascertain if the Directors actively participate in the Board / Committee Meetings and contribute to achieve the common business goals of the Company. The Performance evaluation of the Board of Directors, Committees to the Board was done based on the structured questionnaire taking into consideration of various performance related aspects.

The evaluation was carried out by way of internal assessments and the evaluation parameters and process is disclosed in the Corporate Governance Report, which forms part of this Annual Report.

### DISCLOSURE OF REMUNERATION TO DIRECTORS AND EMPLOYEES

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of the top ten employees in terms of remuneration drawn and names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules forms part of this Report.

Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is disclosed as 'Annexure I' which forms part of this Report.

Having regard to the provisions of the second proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the Shareholders of the Company. Any member interested in obtaining such information may address their email to [ir@domsindia.com](mailto:ir@domsindia.com).

## DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(3)(c) of the Act your Directors, to the best of their knowledge and belief, hereby confirm that:

- in the preparation of the annual accounts for the financial year ended March 31, 2024, the applicable accounting standards have been followed with proper explanation relating to material departures;
- 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 as at March 31, 2024 and the profit of the Company as at March 31, 2024;
- they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- they have prepared the annual accounts on a going concern basis; and
- they have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating effectively.
- the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

The Company has put in place adequate Internal financial Controls with reference to the financial statements. The Company's internal financial controls and systems are adequate commensurate with the nature and size of the Company and it ensures compliance of the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to its 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.

The Company's internal control procedures which includes internal financial controls, ensure compliance with various policies, practices and statutes and keeping in view the organisations pace of growth and increasing complexity of operations. This ensures the safeguarding of assets and properties of the Company and protects against unauthorized use and disposal of the assets.

The Audit Committee, periodically reviews the adequacy and effectiveness of internal control systems and provides guidance for further strengthening them.

## DETAILS OF SUBSIDIARY, JOINT VENTURES AND ASSOCIATE COMPANY

As on March 31, 2024, the Company has 02 (two) Subsidiaries and 01 (one) Associate Company. Details regarding the disclosure with

respective to Subsidiaries and Associate Company of the Company in Form AOC-1 is disclosed as 'Annexure II' which forms part of this Report.

### Performance of the Subsidiary Company

#### 1. Pioneer Stationery Private Limited

Pioneer Stationery Private Limited ('Pioneer') is a Unlisted Material Subsidiary of the Company and is engaged in the business of manufacturing, selling, marketing and distribution of paper stationery products. The management of the Company focused on enhancing quality, efficiency and effectiveness of the business to achieve best-in-class performance. The Board of Directors of the Pioneer frequently reviews the performance of the Company.

During financial year 2023-24, revenue from operations of Pioneer is increased by 14.72% to ₹ 16,010.99 lakhs as compared to ₹ 13,956.56 lakhs in the previous financial year. It's Operating Profit for the financial year 2023-24 is decreased by 14.16% to ₹ 1978.05 lakhs as compared to ₹ 2,304.23 lakhs in previous financial year. Net Profit After Tax of Pioneer is decreased by 21.07% to ₹ 1,168.28 lakhs as compared to ₹ 1,480.11 lakhs in previous financial year.

#### 2. Micro Wood Private Limited

During the financial year 2023-24, Micro Wood Private Limited ('Micro Wood') became Subsidiary of the Company and Micro Wood is engaged in the business of manufacturing tin and paper-based packing materials.

During financial year 2023-24, revenue from operations of Micro wood is increased by 39.37% to ₹ 7,784.84 lakhs as compared to ₹ 5,585.79 lakhs in the previous financial year. It's Operating Profit for the financial year 2023-24 is increased by 45.34% to ₹ 1,224.82 lakhs as compared to ₹ 842.71 lakhs in the previous financial year. Net Profit After Tax of Micro wood is increased by 47.28% to ₹ 477.13 lakhs as compared to ₹ 323.95 lakhs in previous financial year.

The Annual Reports of the Subsidiary Companies of the Company is available on the website of the Company and can be accessed at <https://domsindia.com/financial-statement-of-subsidiaries-group-companies/>.

### Performance of the Associate Company

#### 3. ClapJoy Innovations Private Limited

ClapJoy Innovations Private Limited ('ClapJoy') is an associate of the Company and is engaged in the business of manufacturing and selling wooden board games, flash cards, puzzles, and educational toys.

During financial year 2023-24, revenue from operations of Clapjoy is ₹ 465.98 lakhs. ClapJoy has reported a Loss of ₹ 5.70 lakhs for the financial year 2023-24.

## DEPOSITS

During the financial year 2023-24, the Company has not accepted any deposits as defined under Section 73 of the Act and The Companies (Acceptance of Deposits) Rules, 2014.

As on March 31, 2024, the total amount of outstanding Unsecured Loan from the Directors of the Company is ₹ 7,601.94 lakhs as per Standalone Financial Statements of the Company.

### PARTICULARS OF LOANS/ GUARANTEES/ SECURITIES OR INVESTMENTS

Details of the loans, guarantees, security and investments, as required under Section 186 of the Act and Schedule V of the SEBI LODR Regulations, are provided as part of the notes to the standalone financial statements of the Company.

### PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

As per the provisions of Section 177 of the Act and the Rules made thereunder read with Regulation 23 of SEBI LODR Regulations, the Company has obtained the necessary prior approval of the Audit Committee for all the related party transactions. Further, there were no material related party transactions with Promoters, Directors or Key Management Personnel during the year financial year 2023-24. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Act, in Form AOC-2 is not applicable.

None of the transactions with any of the related parties were in conflict with the interest of the Company rather, they synchronize and synergise with the Company's operations. All the transactions entered into with related parties as defined under the Act and SEBI LODR Regulations during the financial year ended March 31, 2024, were in the ordinary course of business and on arm's length basis.

The Particulars of Related Party Transactions according to the provisions of Section 188 of the Act for the financial year 2023-24, is disclosed in Note No. 44 of the Standalone Financial Statements of the Company.

The Company has adopted a Policy on Related Party Transactions in accordance with the provisions of the Act and SEBI LODR Regulations, as amended, from time to time. The Policy intends to ensure that proper reporting; approval and disclosure processes are in place for all transactions between the Company and related parties. The Policy on Related Party Transactions is available on the website of the Company and can be accessed at: <https://domsindia.com/policies/>

### CORPORATE SOCIAL RESPONSIBILITY ('CSR')

DOMS aims to play a significant role in promoting healthcare, education, rural development, affordable housing, disaster relief, benefit of armed forces, socioeconomic development, relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward Classes and minorities and other areas of public service and DOMS strongly believe in the social economic development of the society.

The CSR Committee confirms that the implementation and monitoring of the CSR Policy was done in compliance with the CSR objectives and Policy of the Company. The CSR policy is available at the website of the Company and can be accessed at <https://domsindia.com/policies/>

In accordance with Section 135 of the Act and The Companies (Corporate Social Responsibility) Rules, 2014, read with various clarifications issued by Ministry of Corporate Affairs, the Company has undertaken activities as per the Company's CSR Policy and the necessary disclosure on CSR activities is disclosed as 'Annexure III' which forms part of this Report.

### DISCLOSURE OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE

The details as required under Section 134 of the Act relating to Conservation of Energy, Technology Absorption and Foreign Exchange is disclosed as 'Annexure IV', which forms part of this Report.

### RISK MANAGEMENT

The Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner. The Company has developed and implemented a robust Risk Management Policy to identify, assess and mitigate the risks. The main objective of the Policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating, and resolving risks associated with the Company's business. In order to achieve this key objective, this Policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues. The Risk Management Policy of the Company is available on the website of the Company and can be accessed at <https://domsindia.com/policies/>.

In compliance with Regulation 21 of the SEBI LODR Regulations, a Risk Management Committee has been constituted by the Board and is entrusted with roles and powers as specified in Part D of Schedule II of SEBI LODR Regulations. The Committee periodically reviews and improves the adequacy and effectiveness of its risk management systems considering rapidly changing macro environment, evolving compliances and business complexities.

During the financial year 2023-24, there are no risks which in the opinion of the Board threatens the existence of the Company. However, certain risk which may pose certain challenges are set out in the Management Discussion and Analysis Report which forms part of this report.

### VIGIL MECHANISM

The Company believes in fair conduct of its affairs and sets high standards in good and ethical Corporate Governance practices. In order to inculcate accountability and transparency in its business conduct, the Company has been constantly reviewing its existing policies, systems and procedures.

The Company has established a robust vigil mechanism and has adopted Whistle Blower Policy, approved by the Board of Directors pursuant to the requirements of Section 177(9) of the Act read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI LODR Regulations.

The Whistle Blower Policy, provides adequate protection to those who report unethical practices and irregularities. No person was denied access to higher authority or Chairperson of the Audit Committee. The Whistle Blower Policy and Vigil Mechanism of the Company is available on the website of the Company and can be accessed at <https://domsindia.com/policies/>.

### MATERIAL ORDERS OF JUDICIAL BODIES / REGULATORS

During the financial year 2023-24, The Company has not received any significant material orders passed by the Judicial Bodies or Regulators impacting the going concern status and operations of the Company.

## STATUTORY AUDITORS

M/s. B S R & Co. LLP, Chartered Accountants, (Firm Registration No.- 101248W/W-100022) will complete their present term on the conclusion of the ensuing 18<sup>th</sup> Annual General Meeting of the Company. Further, for the financial year 2023-24, the Statutory Auditors has provided no qualification or adverse remark in the Auditor's Report and has provided an unmodified opinion.

The Board, based on recommendation received from the Audit Committee, considered the appointment of M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration No. 012754N/N500016) as the Statutory Auditors of the Company for a term of 05 (five) consecutive years commencing from the conclusion of the ensuing 18<sup>th</sup> Annual General Meeting of the Company till the conclusion of the 23<sup>rd</sup> Annual General Meeting of the Company and recommended to the Shareholders of the Company for their approval.

### Statutory Auditors Report

The observation of the Statutory Auditors in their report read with relevant notes to the accounts are self-explanatory and therefore does not require any further explanations. The Statutory Auditors Report on the financial statements of the Company for the financial year ended March 31, 2024 does not contain any qualifications, reservations or adverse remarks.

There have been no instances of fraud by the Company or on the Company which has been reported by the statutory auditors under Section 143(12) of the Act. The Company does not expect any material financial impact.

## COST AUDITORS

In terms of Section 148 of the Act read with Rule 6(2) of The Companies (Cost Records and Audits) Rules, 2014, the Board had appointed M/s. B.F. Modi & Associates, Cost Accountants in practice to undertake Cost Audit of the product i.e. Rubber and Allied Products manufactured by the Company, falling within the prescribed criteria under the Act. Further, for the financial year 2023-24, the Cost Auditors has provided no qualification or adverse remark in the Cost Audit Report and has provided an unmodified opinion.

M/s. B.F. Modi & Associates, Cost Accountants, being eligible, have consented to act as the Cost Auditors of the Company for the financial year 2024-25.

The Board based on the recommendation of Audit Committee has re-appointed M/s. B.F. Modi & Associates, Cost Accountants as Cost Auditors of the Company, to undertake Cost Audit of the Company for the financial year 2024-25.

In terms of the provisions of Section 148(3) of the Act, read with The Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to the Cost Auditors is considered by the Board and recommended to the Shareholders of the Company for the ratification of remuneration payable to the Cost Auditors of the Company.

### Maintenance of Cost Accounting records

The Company maintains the cost records as per the provisions of Section 148(1) of the Act and rules and regulations made thereunder.

## SECRETARIAL AUDITOR

In terms of Section 204 of the Act and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed Jignesh Shah, Practicing Company Secretary as Secretarial Auditor to conduct the audit of Secretarial Compliance of the Company for the financial year 2023-24. The Board based on the recommendation of the Audit Committee, has re-appointed, Jignesh Shah, Practicing Company Secretary, as Secretarial Auditor of the Company, to undertake audit of the Secretarial Records of the Company for the financial year 2024-25.

### Secretarial Audit Report

The Secretarial Audit Report of the Company and its Unlisted Material Subsidiary Company in form MR-3 is issued, by Jignesh Shah, Practicing Company Secretary for the financial year 2023-24 under the Act, Rules issued thereunder and Regulation 24A of the SEBI LODR Regulations is disclosed as 'Annexure V' and 'Annexure V(A)' respectively, which forms part of this Report.

The Secretarial Auditor has confirmed that Company has complied with the applicable laws and that there are adequate systems and processes in the Company commensurate with its size and scale of operations to monitor and ensure compliance with the applicable laws.

During the financial year 2023-24, the Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

## INTERNAL AUDITORS

M/s. Kapadia Shah & Co., Chartered Accountants, were appointed as Internal Auditors of the Company to periodically audit the adequacy and effectiveness of the internal controls laid down by the management and suggest improvement. During the year, no material weakness in our operating effectiveness was observed.

The Board based on the recommendation of Audit Committee has re-appointed M/s. HTKS & Co., (Formerly known as M/s. Kapadia Shah & Co.) Chartered Accountants, as Internal Auditors, to undertake audit of the Internal Control Systems of the Company for the financial year 2024-25.

During the financial year 2023-24, the Internal Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

## SECRETARIAL STANDARD

During the financial year 2023-24, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs, in accordance with the provisions of Section 118 (10) of the Act.

## CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the financial year 2023-24, no application has been made under the Insolvency and Bankruptcy Code, 2016. Hence, the requirement to disclose the application made or proceeding pending under the Insolvency and Bankruptcy Code, 2016 along with its status at the end of financial year is not applicable.

## ANNUAL RETURN

The Annual Return of the Company as on March 31, 2024, in Form MGT- 7 in accordance with Section 92(3) and 134(3)(a) of the Act read with The Companies (Management and administration) Rules, 2014 will be uploaded on the website of the Company at and can be accessed at [www.domsindia.com](http://www.domsindia.com).

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

In terms of Regulation 34(2)(f) of the SEBI LODR Regulations, the Business Responsibility and Sustainability Report for the financial year 2023-24 of the Company, describing various initiatives undertaken by the Company on the Environmental, Social and Governance perspective, forms part of this Annual Report.

## REPORT OF CORPORATE GOVERNANCE

The Company embeds sound Corporate Governance practices and constantly strives to adopt emerging best practices. In compliance to the provisions of Regulation 34 of the SEBI LODR Regulations, report of Corporate Governance of the Company, forms part of this Annual Report.

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

The Company is committed to provide safe working environment free from discrimination and harassment from all its employees and associates. The Company has a Policy of Prevention of Sexual Harassment in accordance with the provisions of Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('**POSH Act**')

## Internal Complaints Committee

Internal Complaints Committee (ICC) has also been set up to redress the Complaints received regarding sexual harassment. All employees (permanent, contractual, temporary and trainees) are covered under this policy. ICC has its presence at corporate offices as well as at site locations.

The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. The details relating to number of complaints received and disposed off during the financial year 2023-24 are as under:

Number of complaints received during the financial year	Nil
Number of complaints disposed off during the financial year	Nil
Number of complaints pending at the end financial year	Nil

## ACKNOWLEDGEMENT

The Directors of the Company appreciate the continued co-operation extended by the Investors, Shareholders, Consumers, Customers, Vendors, Bankers, Consultants and most importantly all its employees during the financial year. The Directors also places on record its sincere appreciation of the contribution made by all the stakeholders for placing their faith and trust on the Board. Further, they value the contribution made by every member of the DOMS family.

## For and on Behalf of the Board of Directors

### Santosh Raveshia

Managing Director  
DIN: 00147624  
Date: August 12, 2024  
Place: Umbergaon, India

### Sanjay Rajani

Whole-time Director  
DIN: 03329095  
Date: August 12, 2024  
Place: Umbergaon, India

# Annexure I

## PARTICULARS OF EMPLOYEES

Disclosures required under Section 197(12) of the Act read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

### (a) Remuneration Details of the Directors of the Company for the financial year 2023-24 is as follows:

Name	Designation	Ratio to median Remuneration	Percentage Increase/ Decrease in the Remuneration
Santosh Raveshia	Managing Director	125.45	11.32
Sanjay Rajani	Whole-time Director	85.31	11.16
Chandni Somaiya	Whole-time Director	85.31	11.16
Ketan Rajani	Whole-time Director	85.31	11.16

Name	Designation	Percentage Increase/ Decrease in the Remuneration
Rahul Shah	Chief Financial Officer	14.58
Mitesh Padia*	Company Secretary	N.A.

\* Mitesh Padia, has been appointed as Company Secretary w.e.f. July 06, 2023. Hence, comparable data is not available

- (b) During the year under review, there is an increase of 31.90% in the median remuneration of employees.
- (c) Total Number of Permanent Employees of the Company on standalone basis as on March 31, 2024: 8,745
- (d) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

During the year under review, there is an increase of 42.26% in the remuneration of employees other than managerial personnel in the last financial year. The rise in remuneration of employees other than managerial personnel corresponds to the increase in minimum wages and increments due to individual performance evaluation.

- (e) Affirmation that the Remuneration is as per the remuneration policy of the Company

The Company hereby affirms that the remuneration paid is as per the Nomination and Remuneration policy of the Company.

### For and on Behalf of the Board of Directors

#### Santosh Raveshia

Managing Director  
DIN: 00147624  
Date: August 12, 2024  
Place: Umbergaon, India

#### Sanjay Rajani

Whole-time Director  
DIN: 03329095  
Date: August 12, 2024  
Place: Umbergaon, India

## Annexure II

## Form No. AOC-1

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

## Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

## Part A - Subsidiaries

(Information in respect of each subsidiary to be presented with amounts ₹ in lakhs)

Sr. No.	Particulars		
1.	Name of the subsidiary	Pioneer Stationery Private Limited	Micro Wood Private Limited
2.	The date since when subsidiary was acquired	May 01, 2016	August 01, 2023
3.	Reporting period for the subsidiary concerned, if different from the holding Company's reporting period.	Not applicable	Not applicable
4.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Not applicable	Not applicable
5.	Share Capital	6.00	960.00
6.	Other Equity	4,803.44	722.70
7.	Total Assets	7,795.15	4,328.62
8.	Total Liabilities (excluding 6 & 7)	2,985.71	2,645.92
9.	Investments	-	-
10.	Turnover/ Total Income	16,010.99	7,784.84
11.	Profit/(Loss) before taxation	1,577.68	640.48
12.	Provision for taxation	409.40	163.35
13.	Profit/(Loss) after taxation	1,168.28	477.13
14.	Proposed Dividend	-	-
15.	Extent of shareholding (in percentage)	51.00%	75.00%

## Part B - Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Act related to Associate Companies and Joint Ventures

Sr. No.	Name of Associate	ClapJoy Innovations Private Limited
1.	Latest audited Balance Sheet Date	March 31, 2024
2.	Date on which the Associate or Joint Venture was associated or acquired	February 21, 2023
3.	Shares of Associate or Joint Ventures held by the Company on the year end	
a.	Number of shares.	51,414
b.	Amount of Investment in Associates or Joint Venture	₹ 150.13 lakhs
c.	Extent of Holding (in percentage)	30.00%
4.	Description of how there is significant influence	Through % of holding and voting rights
5.	Reason why the associate/joint venture is not consolidated	N.A.
6.	Net worth attributable to shareholding as per latest audited Balance Sheet	₹ 51.59 lakhs
7.	Profit/ (Loss) for the Period	₹ (5.70) lakhs
i.	Considered in Consolidation	Yes, Equity Method
ii.	Not Considered in Consolidation	N.A.

## For and on Behalf of the Board of Directors

## Santosh Raveshia

Managing Director

DIN: 00147624

Date: August 12, 2024

Place: Umbergaon, India

## Sanjay Rajani

Whole-time Director

DIN: 03329095

Date: August 12, 2024

Place: Umbergaon, India

# Annexure III

## Annual Report on Corporate Social Responsibility ('CSR')

Pursuant to Clause (o) of Sub-Section (3) of Section 134 of the Act and Rule 8 of the Companies (Corporate Social Responsibility) Rules, 2014

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

In line with its fundamental and consistent commitment to quality, welfare, sustainable development of Communities and corporate compliance the Company seeks to respond to the needs of less-privileged communities, in a sensitive and impactful manner and enable these communities to achieve a better quality of life. As a responsible corporate citizen, the Company contributes towards inclusive growth by empowering communities and accelerating development.

The main objective of the Company towards Corporate Social Responsibility is:

- To ensure that it is committed to operate its business in an economically, socially, and environmentally sustainable manner, while recognizing the interests of all its stakeholders.
- To take up programmes that benefits the communities in and around its work centres and over a period, results in enhancing the quality of life of the people in the area of its business operations.
- To generate a community goodwill for the Company and help reinforce a positive and socially responsible image of the Company as a good corporate citizen of the Country.

The CSR Projects undertaken by the Company is in alignment with the requirements of Schedule VII of Section 135 of the Act read with The Companies (Corporate Social Responsibility Policy) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof as applicable from time to time.

### 2. Composition of the CSR Committee:

The constitution of the CSR Committee and attendance of the members at its meetings is as under:

Name of Director	Designation/ Nature of Directorship	1	2
		Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
Sanjay Rajani	Chairperson	3	3
Darshika Thacker*	Member	3	2
Annalisa Matilde Elena Barbera*	Member	3	2
Chandni Somaiya*	Member	3	1
Luca Pelosin*	Member	3	0

\* w.e.f. July 14, 2023, Darshika Thacker and Annalisa Matilde Elena Barbera were appointed as the members of the Committee and Luca Pelosin and Chandni Somaiya ceased to members of the Committee.

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

- Composition of the CSR committee: [https://domsindia.com/pdf/Investor\\_Relations/Board\\_Committees.pdf](https://domsindia.com/pdf/Investor_Relations/Board_Committees.pdf)
- CSR Policy: <https://domsindia.com/policies/>
- CSR Projects: During the financial year 2023-24, the Company was focused on promoting healthcare as a part of its CSR initiatives. CSR activities as approved by the Board and implemented by the Company are as follows:

#### Contribution for Setting up a Hospital at Umbergaon, Gujarat

The Company has contributed its entire CSR spent to Umbergaon Industries Association which is setting up a Hospital in Umbergaon, Gujarat to ensure better medical facility to individuals residing in and around Umbergaon. Umbergaon Industries Association is an entity approved by the Ministry of Corporate Affairs, Government of India for undertaking CSR activities.



4. Provide the executive summary along with web-link of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Impact Assessment was not applicable for the CSR projects undertaken by the Company during the financial year 2023-24.

Sr. No.	Particulars	(₹ in lakhs)
(a)	Average net profit of the Company as per sub-section 5 of section 135:	4,123.99
(b)	Two percent of average net profit of the Company as sub-section 5 of section 135:	82.48
(c)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years:	-
(d)	Amount required to be set off for the financial year, if any:	9.96
(e)	Total CSR obligation for the financial year [(b) + (c) - (d)]:	72.52

Sr. No.	Particulars	(₹ in lakhs)
(a)	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):	74.00
(b)	Amount spent in Administrative Overheads:	-
(c)	Amount spent on Impact Assessment, if applicable:	-
(d)	Total amount spent for the Financial Year [(a) + (b) + (c)]:	74.00

- (e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the financial year (₹ in lakhs)	Amount Spent (₹ in lakhs)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of Section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) Section 135		
	Amount	Date of Transfer	Name of the fund	Amount	Date of transfer
74.00	-	-	-	-	-

- (f) Excess amount for set off, if any

Sr. No.	Particulars	(₹ in lakhs)
(i)	Two percent of average net profit of the Company as per sub-section (5) of Section 135	82.48
(ii)	Total amount spent for the financial year	83.96*
(iii)	Excess amount spent for the financial year [(ii)-(i)]	1.48
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	1.48

\*The amount spent on CSR activities for the financial year includes the set-off of excess spent by the Company on CSR activities in previous financial year of ₹ 9.96/- lakhs.

7. Details of Unspent CSR amount for the preceding three financial years: No

S. N	Preceding financial year	Amount transferred to Unspent CSR Account under sub section (6) of section 135 (₹ in lakhs)	Balance Amount in Unspent CSR Account under sub section (6) of section 135	Amount spent in the financial year (₹ in lakhs)	Amount transferred to any fund specified under Schedule VII as per second proviso to subsection (5) of section 135, if any			Amount Remaining to be spent in succeeding financial years (₹ in lakhs)	Deficiency, if any
					Name of the Fund	Amount (₹ in lakhs)	Date of Transfer		
									Nil

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the financial year: No

If yes, furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the financial year: Not Applicable

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per Section 135(5) of the Act-  
Not Applicable.

**For and on Behalf of the Board of Directors**

**Santosh Raveshia**

Managing Director

DIN: 00147624

Date: August 12, 2024

Place: Umbergaon, India

**Sanjay Rajani**

Chairperson of CSR Committee

DIN: 03329095

Date: August 12, 2024

Place: Umbergaon, India

## Annexure IV

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

[Pursuant to Section 134 of the Act read with The Companies (Accounts) Rules, 2014]

#### A. Conservation of Energy

The Company continues to implement and evaluate various measures for conservation of energy and use of alternative sources of energy. Constant efforts are made towards the process of identification of energy conservation. Some of the initiatives undertaken by the Company at its plants for conservation of energy are stated below:

- **Wood Briquettes as a 'fuel':** Wooden pencils contribute to about 35% of the Company's overall sales. In the process of manufacturing these pencils, the Company collects a large amount of waste sawdust, a combination of leftover wood shavings and lead and uses the mixture to produce wood briquettes. The briquettes so generated have a high calorific value and help the Company substitute other fuels for heating in its furnace.
- **Reduction in Diesel Consumption:** The Company has installed 66KV High Tension Express Feeder Line at its flagship production plant in Umbergaon, Gujarat, thus reducing the use of diesel for power generation.
- **Use of Natural Lights and LED Lights:** The Company ensures that there are sufficient and large windows in all its manufacturing units, thereby maximizing the usage of natural lights. The Company is also installing LED lights at all its manufacturing locations to reduce power consumption.
- **Renewable energy sources:** The Company is evaluating use of renewable energy sources such as use of solar energy at some of its sites at Umbergaon.

#### B. Technical Absorption

- a. Our R&D efforts are focussed on product development, cost reduction, and integration of modern technologies to our processes, which help us in improving our operational efficiency.
- b. The Company R&D facilities are equipped with modern and advanced equipment's to develop, test, and evaluate our products.
- c. Further, new processes which are developed in our R&D units are initially implemented on a pilot basis at our Umbergaon Manufacturing Facilities to understand the efficacy and challenges before initiating commercial production.
- d. The Company has consistently introduced new products, improved product quality and improved products user friendliness which has helped the Company in cost reduction and expanding its consumer base, thus increasing sales and profitability.

#### C. Foreign Exchanges Earnings & Outgo

- a. The Company exports its products to over 50 countries globally in regions such as Americas, Europe, Middle East, Africa and Asia.
- b. The Details of Foreign Exchange Earnings and Outgo is stated as follows:

(₹ in lakhs)		
Product Categories	2023-24	2022-23
Foreign Exchange Inflow	18,992.36	17,496.72
Foreign Exchange Outflow	14,684.40	9,761.69

# Annexure V

**Secretarial Audit Report**  
**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 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,  
**DOMS Industries Limited,**  
J-19, G.I.D.C, Opp. Telephone Exchange,  
Umbergaon- 396171, Gujarat.

I have conducted the Secretarial Audit for the compliance of applicable statutory provisions and the adherence to good corporate practices by **DOMS Industries Limited** (hereinafter referred to as 'the Company'). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed, and other records maintained by the Company as 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, ('the Audit Period') 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, according to the provisions of:

1. The Companies Act, 2013 ('**the Act**') and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('**SCRA**') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent, applicable of Foreign Direct Investment (**Overseas Direct Investment and External Commercial Borrowings are not applicable to the Company**);
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('**SEBI Act**'):
  - The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; and
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client;

As informed by the Management, there are no laws which specifically apply to the type of activities undertaken by the Company.

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

1. Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
2. The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

**I report that,** during the Audit Period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc., as mentioned above.

**I further report that,** during the Audit Period, the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company:

- The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and;
- The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;

**I further report that,**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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.

Adequate notice was given to all Directors to schedule the Meetings of the Board of Directors and other Board Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice and a system exists for seeking and obtaining further information

and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions taken at the Meetings of the Board of Directors and other Board Committee Meetings were carried through on the basis of majority and were properly entered in the respective Minutes book. Dissenting views/suggestions, if any, by any member of the Board of Directors/Committee were properly recorded.

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

**I further report that**, during the Audit Period the Company had undertaken following specific events/ actions having a major bearing on the Company's affairs in pursuance to the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc., as mentioned above:

**Jignesh A. Shah,**

Company Secretary

Date: August 12, 2024

Place : Ahmedabad

ACS No: A13189

C P No.: 9492

PR: 2529/2022

UDIN : A013189F000949168

1. The Company has made Equity investment in **Micro Wood Private Limited** by way of acquiring 75% stake for an aggregate amount not exceeding of ₹ 705.60 million.
2. The Company came out with the **Initial Public Offering ('IPO')** of its Equity Shares for aggregating amount of ₹ 12,000 million. The IPO comprised of fresh issue of shares and offer for sale by certain Promoters of the Company. Subsequent to the closure of the IPO, the Equity Shares of the Company got listed on December 20, 2023, on BSE Limited and National Stock Exchange of India Limited.

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,  
**DOMS Industries Limited,**  
J-19, G.I.D.C, Opp. Telephone Exchange,  
Umbergaon- 396171, Gujarat.

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever 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 the management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Jignesh A. Shah,**

Company Secretary  
Date: August 12, 2024  
Place : Ahmedabad  
ACS No: A13189  
C P No.: 9492  
PR: 2529/2022  
UDIN : A013189F000949168

# Annexure VA

## FORM NO. MR-3

### SECRETARIAL AUDIT REPORT

#### FOR THE FINANCIAL YEAR ENDED 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,  
**Pioneer Stationery Private Limited,**  
Shed No. A & B, New Survey No. 2784 & 2785,  
Near G.I.D.C., Umbergaon- 396171, Gujarat.

I have conducted the Secretarial Audit for the compliance of applicable statutory provisions and the adherence to good corporate practices by Pioneer Stationery Private Limited (hereinafter referred to as '**the Company**'). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the 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, ('**the Audit Period**') 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, according to the provisions of:

1. The Companies Act, 2013 ('**the Act**') and the rules made thereunder and;
2. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('**SEBI LODR Regulations**') to the extent applicable.
3. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent, applicable of Foreign Direct Investment (Overseas Direct Investment and External Commercial Borrowings are not applicable to the Company);
4. The Securities Contracts (Regulation) Act, 1956 ('**SCRA**') and the rules made thereunder, to the extent applicable.
5. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client, to the extent applicable.
6. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder, to the extent applicable.

As informed by the Management, there are no laws which specifically apply to the type of activities undertaken by the Company.

I have also examined the compliances with respect to the applicable clauses of Secretarial Standards on Meetings of the Board of Directors (SS- 1) and on General Meetings (SS- 2) issued by The Institute of Company Secretaries of India.

**I report that**, during the Audit Period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc., as mentioned above.

**I further report that**, during the Audit Period, the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company:

- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;

#### **I further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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.

Adequate notice was given to all Directors to schedule the Meetings of the Board of Directors and other Board Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions taken at the Meetings of the Board of Directors and other Board Committee Meetings were carried through on the basis of majority and were properly entered in the respective Minutes book.

Dissenting views/suggestions, if any, by any member of the Board of Directors/Committee were properly recorded.

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

**I further report that** during the Audit Period the Company has following specific events/ actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. referred to above:

**Jignesh A. Shah,**

Company Secretary

Date: May 23, 2024

Place: Ahmedabad

ACS No: A13189

C P No.: 9492

PR: 2529/2022

UDIN: A013189F000578116

1. During the Audit Period under review, the Company's Holding Company i.e. 'DOMS Industries Private Limited' was converted into Public Company, pursuant to which its name was changed to 'DOMS Industries Limited'. By virtue of conversion of the Holding Company into Public Company, the Company is considered as Deemed Public Company with effect from July 24, 2023 in accordance with the provisions of the Act.

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,  
**Pioneer Stationery Private Limited,**  
Shed No. A & B, New Survey No. 2784 & 2785,  
Near G.I.D.C., Umbergaon- 396171, Gujarat.

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever 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 the management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Jignesh A. Shah,**

Company Secretary  
Date: May 23, 2024  
Place: Ahmedabad  
ACS No: A13189  
C P No.: 9492  
PR: 2529/2022  
UDIN: A013189F000578116

# Management Discussion and Analysis

## Global Economy

### Overview

In Calendar Year ('CY') 2023, the global economy endured various macroeconomic challenges, including persistent geopolitical conflicts, volatility in energy and food prices and rising inflation. Despite these challenges, global GDP expanded by an estimated 3.2%<sup>1</sup>. Central banks worldwide implemented interest rate hikes to rein in inflation, however, it weighed on economic growth. Nevertheless, these measures helped prevent a global recession and further resulted in decrease in inflation towards the end of the year.

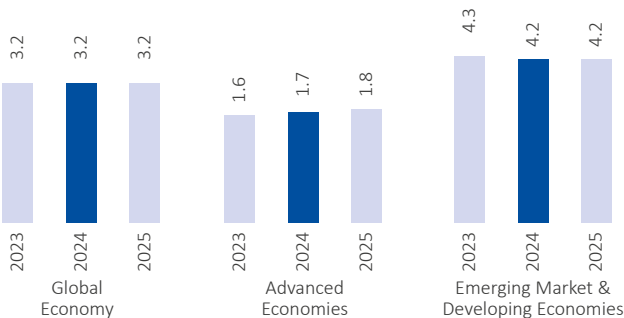
Robust consumer and government spending has fuelled the US economy to rebound in the international trade and grow at a rate of 2.5%<sup>2</sup>. On the other hand, the European Union navigated various challenges, resulting in uneven growth across member states. Overall, the EU observed a modest growth and the Euro area successfully avoided an economic downturn.

Coming to Emerging Market and Developing Economies (EMDEs), although China grappled with real-estate issues and subdued consumer confidence, yet the EMDEs had a resultant growth rate of 5.2%<sup>3</sup>. In contrast, emerging markets such as India, Vietnam and Mexico benefited from diverse economic strategies and foreign investments, leading to positive growth trajectories.

#### WORLD ECONOMIC OUTLOOK APRIL 2024

### Growth Projections

(REAL GDP GROWTH, PERCENT CHANGE)



INTERNATIONAL MONETARY FUND

### Outlook

The global economy is poised for maintaining steady growth rate in the forthcoming years. While the growth rate may be lower than historical levels, inflation is projected to continue its downward trend. The global economy is approaching a 'soft-landing', avoiding recession or major instability. Despite persistent challenges in global trade and subdued investments, major central banks are preparing to ease monetary policies. This reflects confidence in successfully managing inflation and adds a cautious optimistic outlook for CY 2024.

<sup>1</sup>World Economic Outlook, April 2024: Steady but Slow: Resilience amid Divergence (imf.org)

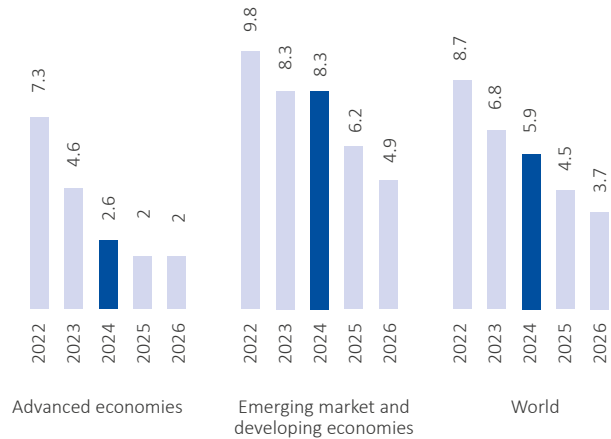
<sup>2</sup>World Economic Outlook, April 2024: Steady but Slow: Resilience amid Divergence (imf.org)

<sup>3</sup>World Economic Outlook, April 2024: Steady but Slow: Resilience amid Divergence (imf.org)

<sup>4</sup>[https://www.rbi.org.in/scripts/BS\\_PressReleaseDisplay.aspx?prid=57638#:~:text=Imports%20of%20capital%20goods%20expanded,per%20cent%20in%20January%202024.&text=India's%20merchandise%20exports%20expanded%20by,to%20%202460.1%20billion%20in%20February.](https://www.rbi.org.in/scripts/BS_PressReleaseDisplay.aspx?prid=57638#:~:text=Imports%20of%20capital%20goods%20expanded,per%20cent%20in%20January%202024.&text=India's%20merchandise%20exports%20expanded%20by,to%20%202460.1%20billion%20in%20February.)

<sup>5</sup><https://greenportfolio.co/newsletters/Stationery-and-Printing-Sector-in-India-The-Pen-Mightier-Than-The-Sword/>

### Inflation rate, average consumer prices (Annual % change)



Source: IMF, World Economic Outlook, April, 2024

## Indian Economy

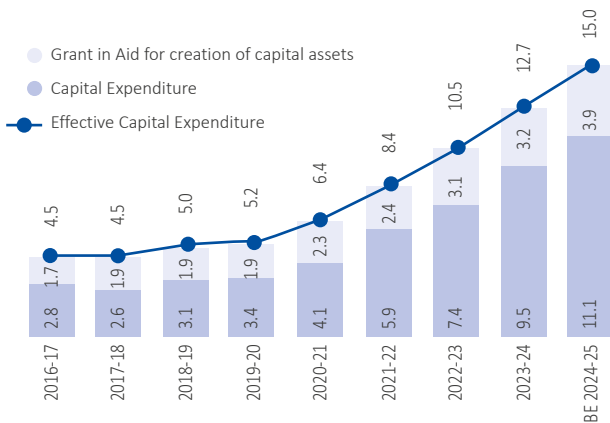
### Overview

Despite a sluggish global economy, the Indian economy showcased impressive GDP growth fuelled by sustained momentum in manufacturing and construction sectors<sup>4</sup>. In FY24, the Indian economy grew by 8.2% in comparison to 7.0% in FY23. Key indicators such as e-way bills, GST collections and toll collection surged by double digits, reflecting sustained expansion in domestic economic activity.

The current account deficit (CAD) moderated to 1.2% of GDP during FY24 from 2.6% of the previous year. On the other hand, Foreign Direct Investment (FDI) remained robust at \$59.9 billion during FY24, reflecting strong investor confidence. Simultaneously, external commercial borrowings also rebounded with net inflows of \$3.7 billion during FY24. While the external debt-to-GDP ratio decreased to 18.7% by end-December 2023, the net International Investment position improved to ~10.8%.

On the backdrop of India's robust economic growth, the Indian stationery and printing sector reached a valuation exceeding \$10 billion. This sector caters to more than 300 million students and professionals present across 1.7 million educational institutions and diverse office setups. Stationery contributes to 60% of the market value, with notebooks, pens and pencils generating an estimated \$4 billion in sales. Printing accounts for the remaining 40% of the market value. It is one of the most rapidly expanding segments with an annual growth rate surpassing 12%.<sup>5</sup>

### Trend in Capital Expenditure (₹ in lakh crores)



Source: Ministry of Finance, Union Budget 2023-24

### Outlook

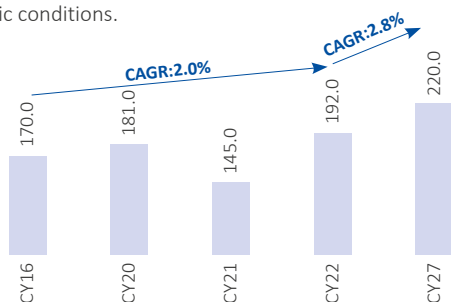
Several high-performance indicators point towards India's sustained growth in the forthcoming years. This growth is expected to be driven by various factors, including increased capex deployment by the government, robust tax revenue collections, burgeoning domestic demand and increasing capacity utilisation across sectors coupled with a thriving food industry. Furthermore, stable repo rates, government bond yields and healthy foreign exchange reserves indicate macroeconomic stability in the near-term. The prospect of bountiful agricultural harvest is further expected to ease inflationary pressures and bolster economic growth.

Looking forward, the Indian stationery market is projected to experience approximate 13% Compound Annual Growth Rate (CAGR) between FY23 and FY26<sup>6</sup>. The industry is witnessing a paradigm shift with children instead of the adults making the final decision when it comes to stationery. This is expected to steer the industry in a new direction. With manufacturers innovating to cater to the evolving market requirements, it is expected that the industry will contribute to the growth of the Indian economy in the upcoming years.

## Industry Overview

### Global stationery and supplies market

The global stationery and supplies market has observed consistent growth and sustained demand driven, fuelled by evolving customer preferences, technological advancements and favourable economic conditions.



Source: Technopak Analysis

The stationery and supplies market exhibits fragmentation with numerous players operating within the segment. However, these market players have been steadily engaging in mergers, acquisitions and partnerships to expand their market reach.

While medium to small-scale enterprises are securing new contracts and venturing into unexplored sectors through product innovation and technological advancements, it is steadily escalating competition among the players. The global stationery and supplies market is estimated to be valued at USD 192 billion in CY22, with a projected growth to reach USD 220 billion by CY27, reflecting a 2.8% CAGR during the forecast period<sup>7</sup>.

### Growth drivers

The global stationery and supplies industry is poised for growth in the forthcoming years, owing to the factors listed below.

- Education:** With the rise of global literacy rate, as more students are entering educational institutions, it is fuelling the demand of stationery items. Various governmental initiatives are facilitating educational expansion in different countries. This is surging the demand for writing and learning tools, keeping the stationery industry well-supplied with customers.
- Workforce Trends:** A rise in global workforce is augmenting the industry's growth. The industry is observing a surge in demand of office supplies such as printer cartridges, binders, and organisers. Furthermore, with the increase in start-ups, workplaces are also aiming to equip their teams with traditional productive tools, increasing the demand of office stationery items and other required products.
- Product Innovation:** The necessitate for product innovation is paramount to stay ahead of the curve. Companies are diversifying their offerings to meet the demands of modern market. While eco-friendly products made from recyclable materials cater to environmental-conscious consumers, smart pens and notebooks that integrate advanced technology attract the tech-savvy generation. The companies have been synergising functionality and aesthetics to capture new markets and engage customers.
- Regional Growth:** Economic growth of the developing regions are bolstering the expansion of global stationery and supplies industry. With the rise in literacy rates and student enrolments, it is surging the demand for educational supplies. Furthermore, rapid industrialisation is employing a larger professional workforce that is increasing the requirement of office supplies. This regional growth is generating new avenues for stationery companies, facilitating expansion of production capacity.

### Indian stationery and art materials market<sup>8</sup>

While the Indian stationery and art materials market experienced a significant decline in sales during FY 21 due to the global pandemic, the market regained itself steadily. As the world transitioned to online modes of education and remote work, there was reduced demand for stationery supplies. However, in FY22, the market rebounded.

<sup>6</sup><https://greenportfolio.co/newsletters/Stationery-and-Printing-Sector-in-India-The-Pen-Mightier-Than-The-Sword/>

<sup>7</sup>[https://domsindia.com/pdf/Investor\\_Relations/Prospectus/Prospectus\\_Filing.pdf](https://domsindia.com/pdf/Investor_Relations/Prospectus/Prospectus_Filing.pdf)

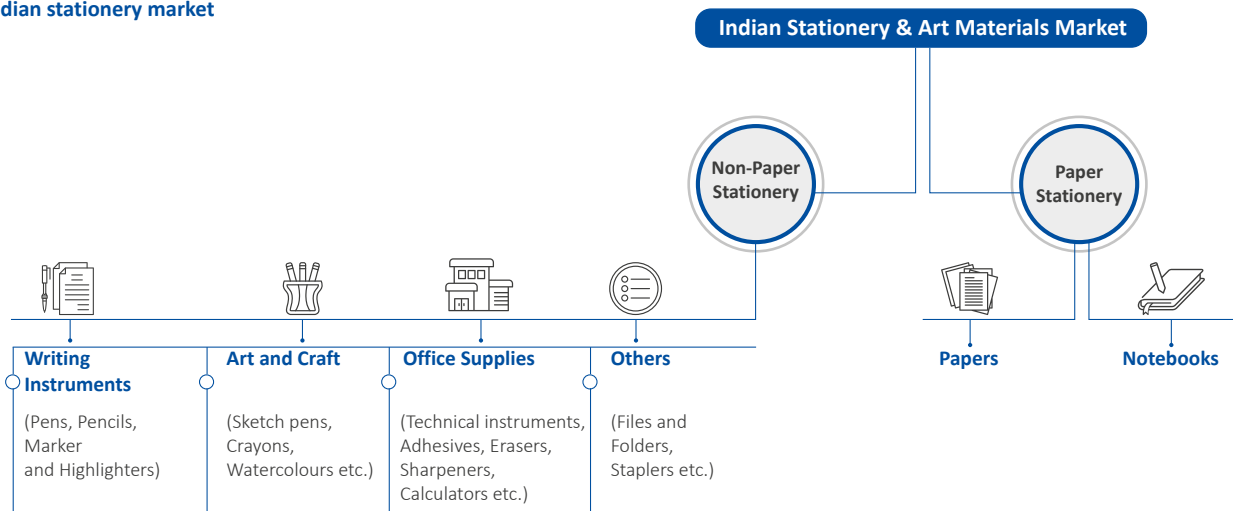
<sup>8</sup>[https://domsindia.com/pdf/Investor\\_Relations/Prospectus/Prospectus\\_Filing.pdf](https://domsindia.com/pdf/Investor_Relations/Prospectus/Prospectus_Filing.pdf)

The Indian stationery and art materials market is poised for further expansion, with a projected CAGR of approximately 13% between FY2023 and FY2028, reaching a valuation of ₹ 71,600 crore by FY28.

As of FY24, non-paper stationery constitutes approximately 58% of the market by value with writing instruments, office supplies and art and craft materials contributing approximately 60%, 21% and 5%, respectively. On the other hand, paper stationery accounts for about 42% of the market value with notebooks and papers contributing around 65% and 35% respectively <sup>9</sup>.

The non-paper stationery category is expected to grow at an approximate 14% CAGR during FY23 and FY28, reaching a market value of ₹ 42,900 crore by FY28. Similarly, the paper stationery category is predicted to grow at a 12% CAGR during the same period, aiming to reach a market value of ₹ 28,700 crore by FY28.

**Indian stationery market**



Source: Technopak Analysis

The stationery and art materials market in India presents vast untapped potential but has limited market players. However, there is a notable shift towards branded products especially due to evolving consumer preferences for premium and innovative offerings. It is expected that GST implementation, brand-building efforts by established players and expansive distribution networks will drive the growth of the market in the upcoming years.

**Market by types**

**By end use type**

The Indian stationery and art materials market can be categorised based on its end users. School stationery items, including notebooks, pens, pencils, erasers, sharpeners and geometry sets, cater to the needs of students attending schools and colleges. On the other hand, office stationery items including files, folders, markers, staplers, punching machines and adhesives find their use in various professional organisations. Furthermore, stationery and art materials find their utilisation beyond educational institutions and offices as well.

**By customer type**

In terms of customer demographics, the Indian stationery and art materials market can be segmented into two main categories, Business-to-Consumer (B2C) and Business-to-Business (B2B). The B2C segment encompasses a diverse range of customers, including school and college students, corporate employees, artists and other professionals, while the B2B segment includes corporate entities, schools and colleges.

<sup>9</sup><https://goldmine.co.in/writing-a-new-chapter-indias-surge-in-the-stationery-industry/>

<sup>10</sup><https://forum.valuepickr.com/uploads/short-url/xxCfiYMEYj5pdUszCHEQQ4ZUGpj.pdf>

**By geography**

As of FY 23, the Indian stationery and art materials market saw West India emerging as the dominant region, accounting for approximately 32% of the market value. It is closely followed by North, South and East India contributing approximately 30%, 25% and 20% to the market value respectively. Urban areas lead the total market value, with metro cities and mini metro cities approximately constituting one-fifth of the market each.

**By channel type**

The sales channel for stationery products in India encompasses general trade, direct institutional sales, modern trade and e-commerce.

General trade, comprising distribution and trade, is the predominant channel. It is expected that this will maintain its significance in the coming years as well. On the other hand, direct institutional sales hold a notable portion of the sales mix, with modern trade and e-commerce channels steadily gaining momentum.

In terms of retail sales channels, the market is divided into organised and unorganised segments. Organised sales channels include modern trade and e-commerce platforms, while unorganised channels consist of general distribution and trade. As of FY24, the market is still dominated by unorganised channels despite the emergence of organised retail.

**Trends shaping the Indian stationery and materials industry**

**Premiunisation**

With increase in disposable incomes, Indians are increasingly opting for premium stationery products. This includes high-quality pens, notebooks and desk accessories from established brands that aim to deliver increased value to the consumers.

**Focus on functionality and aesthetics**

Consumers seek stationeries that synergises functionality and aesthetics. The current trends showcase customers preferring ergonomic designs, vibrant colours and features that boost productivity.

**Rise of using planners**

With a growing desire for organisations and self-improvement, planners, journals and bullet journalling supplies are experiencing a surge in popularity, particularly among young adults and professionals.

**Indigenous manufacturing and brands**

With various governmental initiatives supporting domestic manufacturing, Indian brands are observing a surge in sales. Consumers can now obtain high-quality, locally produced products at a much affordable price.

**Niche products**

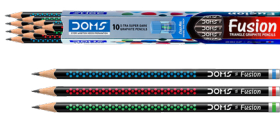
The Indian market is recording an increased demand for niche-specific stationery products. The development of these products have been especially beneficial for bullet journalists, calligraphers and other creative individuals who seek specialised tools to fuel their passions.

**Shift towards innovative and creative products**

The Indian market is observing a surge in demand for innovative and creatively designed products across various price ranges.

It has been observed that children have been the driving force behind the creation of innovative products. As children are discerning when it comes to selecting products, companies are re-innovating their products that peaks curiosity in children and grabs their attention easily.

**Some Differentiated Products by DOMS**



## Growth drivers for Indian stationery and supplies industry

### Expanding education sector

India's focus on providing education to all children, especially at the primary and secondary levels, has fuelled the demand for stationery items. There are several Initiatives that promotes learning and have subsequently increased the overall demand for educational supplies.

### Growing economy

With government focusing on indigenous manufacturing, it has led to domestic brands to innovate and develop products that enables them to stay ahead of the curve. Coupled with a burgeoning middle-economic class and increasing disposable income, it is expected to bolster the growth of the industry as more consumers are willing to spend on higher-quality stationery products.

### Shifting consumer preferences

Indian consumers are increasingly opting for premium, multi-functional stationeries that cater to aesthetics while meeting organisational needs. The industry has also been observing a rise in corporate gifting. Corporate entities often look for customised stationery products, particularly increasing the demand of premium products. Furthermore, with stationery combo sets being popular among children, manufacturers are increasingly designing more stationery kits that can appeal to children and subsequently increase their sales.

### The role of private coaching segment

In India, a significant number of students opt for private coaching classes at both school and university levels. This has not only bolstered the emergence of coaching institutions but it has also resulted in a notable increase in per-person spending on stationery items. As of FY24, the Indian coaching industry's market size stands at approximately ₹ 65,000 crores<sup>11</sup>. The market is poised to reach around ₹ 1,34,000 crores by FY29. This estimation is expected to further drive the demand for stationery products in India.

### Government initiatives

The Indian government has implemented various policy reforms aimed at enhancing education infrastructure and increasing accessibility to teaching and learning resources. As of FY24, the Indian educational industry is valued at \$48.9 billion and is projected to grow with a 10.7% CAGR and reach \$125.8 billion by FY33. According to industry experts, the expansion of the education sector is anticipated to stimulate the demand for stationery products across the country.

Some of the initiatives propelling the growth of the education industry include:

- Samagra Shiksha Scheme:** This scheme is designed from pre-school to class 12, improving school effectiveness measured in terms of equal opportunities for schooling and equitable learning outcomes. The government has allocated a financial outlay of ₹ 2,94,283 crores for this scheme between FY22 and FY27.
- New India Literacy Programme:** This centrally sponsored scheme aims to promote literacy among non-literates aged 15 and above. With a financial outlay of approximately ₹ 1,038 crores, the scheme targets to cover 5 crore non-literates from FY23 to FY28.
- SWAYAM (Study Webs of Active Learning for Young Aspiring Minds):** SWAYAM is an Indian Massive Open Online Course (MOOC) platform that offers free access to quality online courses from Class 9 to post-graduation. This particularly targets the underprivileged sections of society.
- National Education Policy 2020:** This policy seeks to reform the Indian education system by ensuring universal access to high-quality education across all schooling levels. The policy also ensures quality early childhood care and education for children aged between 3 and 6 years.
- NIPUN Bharat Programme:** The primary objective of the programme is to ensure that every child in the country achieves foundational literacy and numeracy by the end of Grade 3 by FY28.
- PM POSHAN:** Formerly known as the Mid-day Meal Scheme, PM POSHAN aims to enhance enrolment, retention and attendance rates while improving nutritional levels among school-going children in Classes I to VIII. The scheme covers 12 crore children in India and is recognised as one of the world's largest school meal programmes.

## Company Overview

DOMS Industries Limited, with a market share of ~12% in FY 2023<sup>12</sup>, is one of India's largest stationery and art products company. The Company designs, develops, manufactures and sells a wide range of well-designed, quality stationery and art products, categorised into seven categories that include, scholastic stationery, scholastic art material, paper stationery, kits and combos, office supplies, hobby and craft and fine art products.








The Company's products are primarily sold under the flagship brand 'DOMS', as well as through other brands/ sub-brands/ associate brands, like C3, Amariz, FixyFix & ClapJoy. The Company's multi-channel distribution network is spread domestically across 28 States and 8 Union Territories of India as well as in 50+ countries globally covering the America, Africa, Asia Pacific, Europe and Middle East.

The Company's keen focus on research and development, product engineering, backward integrated manufacturing operations, large and diverse product portfolio has enabled DOMS to become the fastest growing stationery and art material products company in India in terms of revenue over the past few years. With a focus on excellence and a commitment to consumer satisfaction, the Company has now become a trusted name in the global market. The Company's legacy is based on its commitment to quality, dependability and redefining the industry's future.

<sup>11</sup><https://www.theceo.in/blogs/coaching-institutes-industry-in-india-an-overview>

<sup>12</sup>P Technopak Report.

In FY23, core products 'pencils' and 'mathematical instrument boxes' commanded significant market shares holding 29% and 30%, market share, respectively by value. The Company's expertise in offering well-designed and high-quality stationery and art material products across seven distinct categories at affordable prices has enabled the Company to outperform its peers and establish itself as one of the fastest growing companies in India, in terms of revenue, between FY21 and FY24.

 <b>Scholastic Stationery</b>	 <b>Scholastic Art Material</b>	 <b>Hobby &amp; Craft</b>	 <b>Office Supplies</b>	 <b>Paper Stationery</b>	 <b>Fine Art Products</b>	 <b>Kits &amp; Combos</b>
<ul style="list-style-type: none"> <li>• Black Lead Pencils</li> <li>• Mechanical Pencils</li> <li>• Erasers</li> <li>• Sharpeners</li> <li>• Mathematical Instruments</li> <li>• Chalk &amp; Chalk Holders</li> </ul>	<ul style="list-style-type: none"> <li>• Wax Crayons</li> <li>• Oil Pastels</li> <li>• Colour Pencils</li> <li>• Plastic Crayons</li> <li>• Poster Colours</li> <li>• Water Colours</li> <li>• Sketch Markers</li> <li>• Brush Pens</li> <li>• Tempera Colours</li> <li>• Brushes</li> </ul>	<ul style="list-style-type: none"> <li>• Modelling Clay</li> <li>• Playing Dough</li> <li>• Glitter Glue</li> <li>• Liquid Glue</li> </ul>	<ul style="list-style-type: none"> <li>• Pens</li> <li>• Board Markers</li> <li>• Permanent Markers</li> <li>• Correction Pens</li> <li>• Glue Sticks</li> </ul>	<ul style="list-style-type: none"> <li>• Notebooks</li> <li>• Exercise Books</li> <li>• Drawing Books</li> <li>• Sketch Pads</li> <li>• Executive Diaries</li> <li>• Conference Pads</li> </ul>	<ul style="list-style-type: none"> <li>• Artists Pencils</li> <li>• Kneadable Erasers</li> <li>• Water Colours for Artist</li> <li>• Gouache Colours</li> <li>• Varnishes &amp; Mediums</li> <li>• Canvases</li> <li>• Artist Papers</li> <li>• Artist Brushes</li> </ul>	<ul style="list-style-type: none"> <li>• Stationery Kits</li> <li>• Art Material Kits</li> <li>• Painting Kits</li> <li>• Combo Packs</li> </ul>

## Establishing its presence

### Diversified product portfolio

The Company has been able to gather a significant competitive edge over its peers by leveraging its expertise of developing a diversified product portfolio that caters to evolving consumer needs. The Company takes pride in developing a wide range of SKUs to cater to diverse consumers at distinct price points.

The Company aims to establish itself as a one-stop shop for stationery and art needs, fostering customer loyalty and growth. With a product portfolio including scholastic, office, hobby and even professional art supplies, the Company has been able to capture a wide customer base and varied spending habits. The company has recently ventured into the back-to-school product segment by acquiring 51% stake in Skido which is the manufacturing and marketing of bags, including school bags, pouches and other related products. This adaptability has ensured the Company can adapt to the evolving dynamic market needs easily.

### Robust manufacturing infrastructure

Modern, scalable and integrated manufacturing infrastructure provides the Company with a crucial edge over its peers. The back integrated manufacturing infrastructure provides a plethora of benefits to DOMS. It allows adaptation to meet the evolving consumer expectations and fluctuating demand for specific products, ensuring the Company can capitalise on trends and avoid inventory build-up. Furthermore, modern equipment improves efficiency and reduces production costs, enabling better profit margins for the Company.

Synergising adaptability, cost control and targeted marketing fortifies the Company's position in the competitive stationery market. The Company has 14 manufacturing facilities spread across 1.40+ million sq. ft. area, streamlining end-to-end operations. Furthermore, the backward integrated in-house manufacturing also helps in optimising efficiency.

### Focus on research and development

The Company's focus on research and development drives it towards development of high-quality, differentiated and innovative products that positions the Company for long-term success. The Company ensures adequate investment in research to develop products that cater to specific consumer needs.

The Company has an expert research and development and design team, comprising of 50 employees. It also has a quality check and assurance team of 85 employees. Innovation allows the Company to introduce new product lines that attracts new customers. The commitment to quality ensures customer satisfaction and brand loyalty, ultimately propelling the Company's market share and profitability.

### Key Creative and Innovative Products by DOMS



**DOMS Groove Pencils**



**DOMS Two Dooz Sharpener**



**DOMS Geomiti**



**DOMS Superio Pencils**



**DOMS Rocket Point Eraser**



**DOMS Opti Grip**



**DOMS Retractable Eraser**



**DOMS Grippie Crayons**

#### Strong pan-India presence

The Company has built a multi-channel distribution network that enables the Company to reach consumers across India. The Company offers its services through general trade, modern trade and e-commerce platforms, offering comfort and convenience to its consumers.

The widespread presence ensures maximum product visibility, easy accessibility and increasing brand awareness thus bolstering sales. Moreover, a strong pan-India presence allows the Company to manage inventory and fulfil orders efficiently, solidifying its reputation as a reliable brand in the market. This coupled with the focus on research and development, robust manufacturing infrastructure ensure that the Company is one of the fastest in its go to market strategy.

#### Key distribution strengths

- Pan-India presence and accessibility
- Minimal receivables in general trade
- Presence across leading modern trade chains
- Available on multiple e-commerce platforms

#### Experienced Board and FILA partnership

The Company has leveraged the benefits of possessing an experienced board and the strategic collaboration with FILA

While a visionary leadership enables to make decisions that benefit the Company in the long run, FILA's partnership provides the Company with access to valuable product development insights and international market channels. Leveraging the benefits, the Company has been able to cater to global trends and expand beyond domestic competition.

FILA's expertise has also been able to guide DOMS in navigating international regulations and distribution networks, facilitating a seamless entry into global markets. This has not only enhanced the Company's brand recognition but also has opened avenues to significant revenue growth.

#### Growth strategy

##### Strengthening manufacturing capacity

Bolstering manufacturing capabilities can prove to be a lucrative opportunity for a company if executed thoughtfully. The Company has started construction at the 44+ acres land parcel that it acquired in 2023. With the funds raised through the IPO coupled with strong internal accruals, it is expected that the Company will be able to complete the construction soon. Increased capacity will provide the opportunity to meet the growing demand for its products, introduce new categories and tap new markets without production limitations hindering the Company's growth.

##### Expanding product lines

Since the launch of the 'DOMS' brand, the Company has always focused on expanding its product line. This has enabled the Company to cater to a wider consumer base and also helped in diversifying its revenue stream. The company's current product portfolio includes products like pencils and crayons which are used by students going to play schools to fine art products that are used by professionals and artists. DOMS has recently launched 'DOMS TOTS' – a range of paints and colours to be used by kids from 2 years+. The Company is also actively exploring new categories that complement our existing lines as well as delve deeper into specific niches. This diversification is expected to not only aid in increasing revenue potential but also solidify the Company's position in the market.



### Expanding its multi-channel distribution network

With a robust pan-India presence, the company has an extensive multi-channel distribution network. Its strategic focus lies in further developing and broadening this network to enhance geographical coverage. This expansion strategy involves maximising the sales per retail store by strengthening existing distribution channels before expanding the number of retail stores that the Company directly reaches today. A key objective is to strengthen its partnerships with super-stockists and distributors to penetrate underserved areas and smaller towns effectively. Equal emphasis is also placed on expanding the modern trade and e-commerce platforms to deliver an omnichannel experience to consumers. Recognizing the potential within the modern trade segment, the company aims to expand its product shelf space and introduce new SKUs tailored for these channels.

### Capitalising inorganic growth opportunities

Capitalising on inorganic growth opportunities, like acquisitions or strategic partnerships, can propel the Company's growth in several ways. With a history of successful partnerships since 1973, DOMS has demonstrated how well nurtured and respected partnerships can create long term value for all stakeholders. Acquiring a company with a strong manufacturing knowledge and infrastructure, where we can leverage our brand/ distribution network/ understanding of our consumer is the cornerstone of the Company's inorganic growth strategies. The Company continues to look for attractive opportunities that shall enhance and expand our current target market and also enable us enhance our addressable target market by looking at other products that are associated with the growing years of kids, children and young adults. Additionally, there is a consideration to also look for opportunities that shall enable the Company to strengthen the backward integration in our manufacturing infrastructure.

### Building a strong brand equity

Building brand awareness plays a crucial role in fortifying the Company's position as a leader in the global stationery market. The Company's brand building activities are focused on understanding our consumers, their preferences and expectations. We believe in undertaking consumer and customer engagement programs at multiple levels and be present where our consumers spent most

of their time. By focusing on delivering high-quality, innovative products we have made our products are heroes and our consumers our ambassadors. This has allowed the Company to built a massive following on YouTube with over 1.5 million subscribers and Instagram with over 65,000 followers. This depicts the popularity of the brand amongst the consumers.

The Company can drive sustainable growth and enhance brand recognition by focusing on building brand image and meeting the consumer needs.

### Adoption of a tech-based approach

The Company leverages technology and continues to expand its data capabilities to optimise operational efficiency. Introduction of various information technology and automation solutions in many business tasks has enabled the Company to ensure proper planning, streamline manufacturing processes, improve productivity and reduce costs. Furthermore, data analytics provides valuable insights into consumer preferences and buying habits, facilitating the Company to tailor its sales and marketing strategies to bolster sales effectively.

### Acquisitions and partnerships

In FY12, DOMS formed a strategic partnership with FILA, Italy, a listed Italian multinational company specialising in the supply of various 'art materials' and 'stationery products'. FILA also has an established global presence.







Later, the Company also acquired Pioneer Stationery Private Limited, a company engaged in manufacturing, selling, marketing and distributing paper stationery products.

The Company expanded its portfolio further in FY23 by acquiring a significant minority stake in ClapJoy Innovations Private Limited, which focuses on the manufacturing and sale of toys. Additionally, in FY24, the Company acquired a majority stake in Micro Wood Private Limited, specialising in the manufacturing of tin and paper-based packing materials.

The Company has acquired a 51% stake in Skido, thus marking its entrance into the enticing back-to-school product segment within the stationery industry.

## Risks and concerns

The Company's risk management strategy focuses on identifying unforeseen challenges and taking proactive measures to mitigating them.

Risks	Description	Mitigation Measures
 <p><b>Risk of Rising Inflation</b></p>	<p>Risk scenario associated with rising inflation due to various macro-economic factors as well as geo-political tension that may result in increase in procurement costs. Since raw material and packing material contribute a significant portion of our total product cost, increase in the costs of these materials could have an impact on profit margins.</p>	<ul style="list-style-type: none"> <li>Efficiently monitor and manage Inventory</li> <li>Ensure optimum Inventory of key materials is maintained</li> <li>Maintain multiple vendors for particular materials (where possible) to ensure timely supply and efficient negotiation</li> <li>Continuous engagement with R&amp;D team to improve the formulations and bill of materials for effective alternative materials</li> </ul>
 <p><b>External Macro Economic and Geopolitical Risks</b></p>	<p>Risk scenario associated with external macroeconomic events affecting the stability of countries may have impact on the business we do in those markets as well as probable delay in receivables. Also, the geopolitical situation leads to increase in logistic cost and delays in supplies of goods especially in relation to imports.</p>	<ul style="list-style-type: none"> <li>Expand the geographical presence of the Company to have a diversified mix of regions it sells goods and procures material</li> <li>Develop and strengthen the domestic distribution and supply chain to ensure alternative markets and vendor availability</li> </ul>
 <p><b>Infringement, Counterfeiting and Passing Off Risk</b></p>	<p>Risk scenario related to the management of intellectual property rights especially with regards to the infringements of Trademarks and Designs and/or counterfeiting of products (and related packaging) along with unfair competition which may lead to loss of business as well as reputational damages.</p>	<ul style="list-style-type: none"> <li>Protect the Company's IP through Trademark/ Design/ Copyright registrations in domestic market as well as internationally with Statutory authorities and Customs</li> <li>Proactively take action against potential infringers through legal channel</li> <li>Engage with various stakeholders including Channel Partners and Sales Team to identify potential infringers</li> </ul>
 <p><b>Distribution Concentration Risks</b></p>	<p>Risk scenario related to dependency on the general trade distribution network for generating a significant portion revenues. Failure to manage the domestic general trade distribution network efficiently could have an adverse impact on the business, results of operations and financial condition.</p>	<ul style="list-style-type: none"> <li>In-person meetings with general trade distribution network partners through conferences and trade shows.</li> <li>Actively diversify the network by partnering with new channel partners.</li> <li>Continuous engagement with the network of sales manager and sales support team.</li> </ul>
 <p><b>Risk from Competition</b></p>	<p>Risk scenario associated with increased market competition, especially from unorganised segment, entry of new players and increase in imports. The heightened competition can lead to market share pressures, requiring strategic responses to maintain a competitive edge which may impact sales and/ or profitability.</p>	<ul style="list-style-type: none"> <li>Focus on product designing, engineering and efficient production to stay ahead of the curve</li> <li>Introduce new product lines to diversify the revenue stream and decrease revenue dependency on a single product.</li> <li>Scouting activities for potential M&amp;A transactions and possible collaborations.</li> <li>Keep pace with the emerging industry trends and consumer preferences</li> </ul>
 <p><b>Operational Risk at Manufacturing Facility</b></p>	<p>Risk scenario associated with potential disruption, breakdown or shutdown of our Manufacturing Facilities. Currently, our manufacturing operations are predominantly located in Umbergaon, Gujarat and Jammu, J&amp;K. Any potential disruptions at these manufacturing location will have a material adverse effect on our business, results of operations and financial condition.</p>	<ul style="list-style-type: none"> <li>Develop strong control systems like fire hydrant systems, etc, to ensure minimal loss due to disruptions</li> <li>Develop policies and procedures designed to ensure the health and safety of our employees and the products in our facilities, and to deal with major incidents including business continuity and disaster recovery.</li> </ul>

## IPO

The Company raised a total of ₹ 1,200 crores in its Initial Public Offering through a book-built issue comprising of a fresh issue of ₹ 350.00 crores and an offer for sale of ₹ 850.00 crores.

The IPO bidding commenced on December 13, 2023 and concluded on December 15, 2023. The allotment process was finalised on Monday, December 18, 2023 and the shares were listed on both BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') on December 20, 2023.

## Financial performance

Total revenue from operations increased from ₹ 1,21,189.04 lakhs in FY23 to ₹ 1,53,714.18 lakhs in FY24. Profit before tax increased by 54.57% from ₹ 13,876.28 lakhs in FY23 to ₹ 21,448.22 lakhs in FY24. The profit after tax increased by 55.21% from ₹ 10,287.11 lakhs in FY23 to ₹ 15,966.15 lakhs in FY24.

The performance of major financial parameters (consolidated) during FY23 and FY24 are given below:

Particulars	FY24	FY23
Revenue (in ₹ lakhs)	1,53,714.18	1,21,189.04
EBITDA (in ₹ lakhs)	27,272.65	18,665.96
PAT (in ₹ lakhs)	15,966.15	10,287.11
ROCE (in %)	24.31	33.31
Debtors' turnover (in times)	30.65	28.58
Inventory turnover (in times)	4.36	4.44
Interest coverage ratio (in times)	7.07	5.53
Current ratio (in times)	2.99	1.22
Debt to equity ratio (in times)	0.14	0.28
Operating profit margin (in %)	17.74	15.40
Net profit margin (in %)	10.39	8.49
Return on net worth (in %)	26.66	33.54

## Internal control systems and their adequacy

The Company has put in place adequate Internal financial Controls with reference to the financial statements. The Company's internal financial controls and systems are adequate commensurate with the nature and size of the Company and it ensures compliance of the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to its 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.

The Company's internal control procedures which includes internal financial controls, ensure compliance with various policies, practices and statutes and keeping in view the organisations pace of growth and increasing complexity of operations. This ensures the safeguarding of assets and properties of the Company and protects against unauthorized use and disposal of the assets.

The Audit Committee, periodically reviews the adequacy and effectiveness of internal control systems and provides guidance for further strengthening them.

## Cautionary statement

The statements made in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be "forward-looking statements" within the meaning of applicable securities laws & regulations. Actual results could differ from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand-supply and price conditions in the domestic & overseas markets in which the Company operates, changes in the government regulations, tax laws & other statutes & other incidental factors.

# Corporate Governance Report

In compliance with Regulation 34(3) read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') the Board of Directors hereby present the Corporate Governance Report ('this Report') for the financial year ended March 31, 2024.

## COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

We have always considered Corporate Governance at the forefront of all our activities. Effective Corporate Governance involves balancing the interest of all our stakeholders which we believe leads to long-term success and improved stakeholder value. At DOMS Industries Limited ('DOMS' or 'the Company' or 'Your Company') our Corporate Governance practices emphasises on integrity, transparency and accountability. Our Corporate Governance Philosophy reflects our value system, work culture and thought process. It facilitates our policy making framework and all our strategic decisions.

The Company's ideology on Corporate Governance is not mere compliance of laws, rules and regulations, but also application of our Corporate Governance principles in all our dealings, to achieve the business objectives of the Company, enhance the value of our stakeholder's and meet the expectations of the society. It allows us to focus on effective use of all our resources in our continuous endeavour to achieve excellence.

The Company's governance guidelines also ensures that the affairs of the Company are managed in a fair, transparent and ethical manner. The Company strives to undertake 'right things' in the 'right manner' which is in the interest of all our stakeholders and would attract accountability, trust, sound financial status, superior brand value, sustainability and reliability.

### Core principles of Corporate Governance are



## GOVERNANCE STRUCTURE, POLICIES AND PRACTICES

The Company has put in place 03 (three) tier governance structure with defined roles and responsibilities of every constituent of the governance system.

**Board of Directors ('Board'):** The Board of the Company has a balanced mix of Executive, Non-Executive and Independent Directors with expertise in various domains relevant to our business. It exercises strategic oversight over business operations, compliance with legal framework, oversee day to day affairs of the Company, ensures good corporate culture and strong ethical environment is followed across the organisation, which leads to long-term success of the Company.

**Committees of Board:** The Board has constituted several committees to focus on well-defined areas of responsibilities as mandated by the rules and regulations or as delegated by the Board which needs a closer review.

**Executive Management:** The Executive Directors, Senior Management and Chief Financial Officer (collectively referred to as 'Executive Management') of the Company are responsible for implementation of business strategies, taking significant decisions and providing strategic guidance. The entire business including support functions are managed at different levels of the Company. Their primary objective is to achieve the goals of the Company and ensure long-term success.

## BOARD OF DIRECTORS

At DOMS the Board is the apex decision-making body and is fully responsible for the strategic growth and development of the business as well as defining our strategic priorities.

The Board is committed towards compliance of sound principles of corporate governance and plays a crucial role in overseeing how the management serves the short-term and long-term interests of all the stakeholders. Its main aim is to ensure that the Company's actions and objectives are aligned to sustainable growth and long-term value creation.

### Role of Board of Directors:

The Board is responsible for:

- Providing strategic guidance to the Company's Management
- Ensuring effective monitoring of the management
- Exercising appropriate controls to ensure stakeholder's aspirations and societal expectations are fulfilled
- Monitoring the effectiveness of the Company's governance practices
- Formulating Long-term business plans
- Overseeing major capital expenditures
- Driving corporate ethics and values

### Board Composition

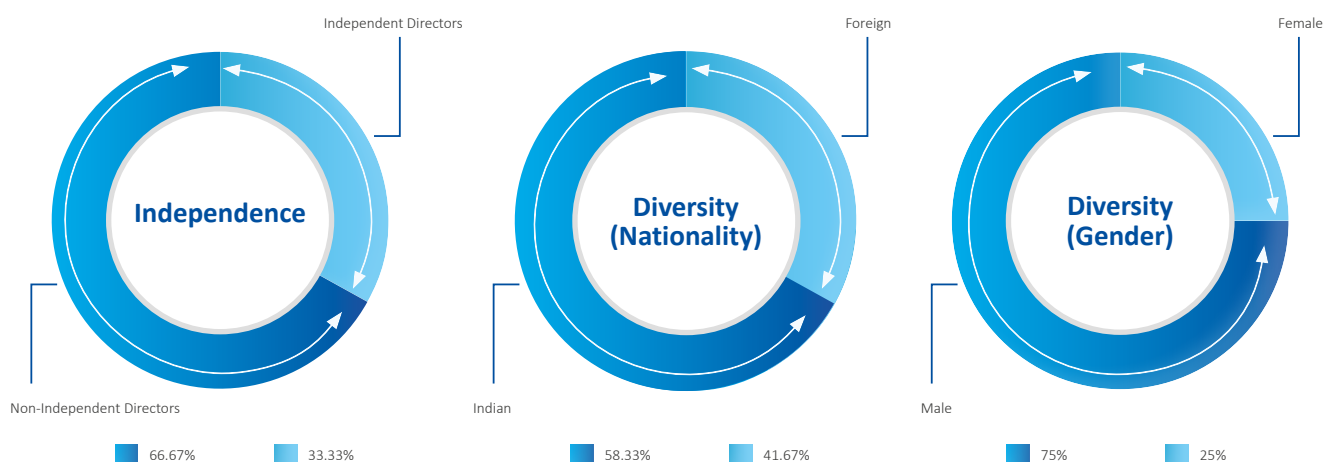
A balanced mix of Directors on the Board of the Company, with diverse and different experience, thought, perspective, skill sets, gender and expertise allows our board to have constructive deliberations, effective decision making and provides efficient leadership to fulfil our vision and ensure to abide with high

governance standards. The composition of the Board is in accordance with the stipulated provisions of SEBI LODR Regulations and The Companies Act, 2013 ('the Act').

As on March 31, 2024, your Company has 12 (twelve) Directors, comprising of 01 (one) Managing Director, 03 (three) Whole-

time Directors, 04 (four) Non-Executive Directors and 04 (four) Non-Executive Independent Directors including 01 (one) Women Independent Director. The Chairperson of the Company is a Non-Executive Independent Director.

### Composition Analysis



### Board Meetings

The Board meets at regular intervals to discuss and decide on Company's Business policy and strategy apart from other Board businesses. The agenda, notes to agenda and explanatory statement are generally circulated seven days prior to the meeting. All the relevant material documents are circulated to all Directors before the meeting, including minimum information required to be made available to the Board as prescribed under Regulation 17(7) read with Part A of Schedule II of the SEBI LODR Regulations. The Agenda for the Board and Committee Meetings covers items set out as per the guidelines in SEBI LODR Regulations to the extent it is relevant and applicable. In case of business exigencies or urgency, meetings are convened at a shorter notice with appropriate approvals. Further, in

case of a special and urgent business needs, the Board's approval is taken by passing resolutions through circulation, as permitted by law, which are noted and confirmed in the subsequent Board Meeting.

The Company adheres to the provisions of the Act and the Rules made thereunder, Secretarial Standards and SEBI LODR Regulations with respect to convening and holding the meetings of the Board and its Committees of the Company.

The Board being represented by Directors from various parts of the world, it may not be possible for all of them to be physically present at all meetings therefore the Company provides video conferencing or other audio-visual means facility to enable their participation.

### Number of Board Meetings

During the financial year 2023-24, 12 (twelve) meetings of the Board of Directors were held, details of which are given below and the maximum gap between two meetings did not exceed one hundred and twenty days.

Sr. No.	Date of Meeting	Board Strength	No. of Directors Present
1.	July 03, 2023	8	8
2.	July 06, 2023	8	8
3.	July 10, 2023	8	8
4.	July 14, 2023	8	8
5.	July 14, 2023	12	9
6.	July 20, 2023	12	10
7.	August 17, 2023	12	10
8.	November 24, 2023	12	10
9.	December 02, 2023	12	9
10.	December 15, 2023	12	9
11.	February 09, 2024	12	10
12.	March 20, 2024	12	11

The necessary quorum was present throughout the meeting, either in person or by means of video conferencing or other audio-visual means facility for all the meetings of the Board of Directors.

The Composition and Category of Directors, attendance of each director present at the meeting of Board of Directors for the financial year 2023-24 and Last Annual General Meeting is stated as follows:

Name of Director	Director Identification Number (DIN)	Category	No. of Board Meetings Entitled to attend	No. of Board Meetings attended	Attendance at last AGM
Gianmatteo Terruzzi *	10229991	Non-Executive Independent Director	8	7	N.A.
Santosh Raveshia	00147624	Managing Director	12	12	Yes
Sanjay Rajani	03329095	Whole-time Director	12	9	Yes
Ketan Rajani	02490829	Whole-time Director	12	12	Yes
Chandni Somaiya	02003554	Whole-time Director	12	7	Yes
Massimo Candela	05189114	Non-Executive Non-Independent Director	12	11	Yes
Luca Pelosin	05189104	Non-Executive Non Independent Director	12	11	Yes
Annalisa Matilde Elena Barbera	07504740	Non-Executive Non-Independent Director	12	11	Yes
Cristian Nicoletti	10042858	Non-Executive Non-Independent Director	12	12	Yes
Rajiv Mistry *	01382798	Non-Executive Independent Director	8	4	N.A.
Mehul Shah *	02127656	Non-Executive Independent Director	8	6	N.A.
Darshika Thacker *	03532365	Non-Executive Independent Director	8	8	N.A.

\* Appointed as Non-Executive Independent Directors of the Company with effect from July 14, 2023.

### Separate Meeting of Independent Directors

For the Board to exercise free and fair judgment in all matters related to the functioning of the Company as well as the Board, it is important for the Independent Directors to have meetings without the presence of the Non-Independent Directors and Executive Management of the Company.

In accordance with Schedule IV of the Act and Regulation 25(3) of SEBI LODR Regulations, the Independent Directors of the Company met twice. At such meetings, the Independent Directors, inter alia, discussed on price band for Initial Public Offer ('IPO'), reviewed the performance of Non-Independent Directors, the Board as a whole, Chairperson of the Company and assessed the quality, quantity and timeliness of flow of information between the Company's management and the Board that is necessary for the Board to perform its duties effectively and reasonably.

During the financial year 2023-24, the Independent Directors held 2 (two) meetings on December 06, 2023 and March 20, 2024. The details of attendance of Independent Directors Meeting is stated as follows:

Name of Independent Directors	No. of Meetings Entitled to attend	No. of Meetings attended
Gianmatteo Terruzzi	2	2
Rajiv Mistry	2	2
Mehul Shah	2	1
Darshika Thacker	2	2

### Declaration from Independent Directors:

The Independent Directors have submitted their declaration of Independence, stating that:

- they meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the Schedule and Rules issued thereunder and Regulation 16(1)(b) and 25(8) of SEBI LODR Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company.
- they have complied with the Code for Independent Directors prescribed under Schedule IV to the Act.
- they have registered themselves with the Independent Director's Database maintained by the Indian Institute of Corporate Affairs.

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, skills, experience and expertise and they hold highest standards of integrity that is required to discharge their duties with an objective of independent judgment and without any external influence and fulfils all the conditions specified in the Act and SEBI LODR Regulations and are independent of the management.

### Skills/ Expertise/ Competencies


The Board of Directors brings together a diverse set of skills and expertise that are essential for the Company's success. Their strategic vision drives business development, while a strong foundation in corporate governance ensures robust oversight. Their operational acumen, combined with expertise in financial, legal, and risk management, strengthens our resilience, and their insights into international business, sales, marketing, and innovation fuel our growth and competitiveness.


The Board of Directors have identified the following skills / expertise / competencies fundamental for the effective functioning of the Company:




### Brief Profile of Directors

The details of Directors of the Company who possess the above-mentioned skills / expertise / competencies are mapped below along with their brief profile, including their shareholding in the Company, number of other Directorships including name of listed entities where he / she is a director along with the category of their directorships, committee positions held by them in other companies as a Member or Chairperson, inter-se relationship between them and such other details as on March 31, 2024, is stated as follows:

	Nationality	Italian
	Initial Date of Appointment	July 14, 2023
	Shareholding	Nil
	Directorship in other Indian listed company(ies) and category of directorship <sup>#</sup>	Nil
	Committee membership(s) / chairpersonship(s) in other company(ies) <sup>5</sup>	Nil
<b>Gianmatteo Terruzzi</b> Chairperson and Non-Executive Independent Director DIN: 10229991	Other directorships*	Nil
	Unlisted Public Companies Other Companies	
	Category	Non-Promoter
	Inter-se Relationship	Nil
	Skills/Expertise/Competencies	<ul style="list-style-type: none"> <li>● Strategic Planning &amp; Business Development</li> <li>● Corporate Governance</li> <li>● Leadership and Operational Expertise</li> <li>● Financial, Legal and Risk Management</li> <li>● International Business</li> </ul>

	Nationality	Indian
	Initial Date of Appointment	October 24, 2006
	Shareholding	95,62,679 Equity Shares
	Directorship in other Indian listed company(ies) and category of directorship <sup>#</sup>	Nil
	Committee membership(s) / chairpersonship(s) in other company(ies) <sup>§</sup>	Nil
	Other directorships* Unlisted Public Companies Other Companies	Nil 01
Category	Promoter	
Inter-se Relationship	Brother of Chandni Somaiya	
Skills/Expertise/Competencies	<ul style="list-style-type: none"> <li>● Sales, Marketing &amp; Industry Expertise</li> <li>● Strategic Planning &amp; Business Development</li> <li>● Research &amp; Development and Innovation</li> <li>● Corporate Governance</li> <li>● Leadership and Operational Expertise</li> <li>● Financial, Legal and Risk Management</li> <li>● International Business</li> </ul>	

	Nationality	Italian
	Initial Date of Appointment	February 17, 2012
	Shareholding	Nil
	Directorship in other Indian listed company(ies) and category of directorship <sup>#</sup>	Nil
	Committee membership(s) / chairpersonship(s) in other company(ies) <sup>§</sup>	Nil
	Other directorships* Unlisted Public Companies Other Companies	Nil
Category	Non-Promoter	
Inter-se Relationship	Spouse of Annalisa Matilde Elena Barbera	
Skills/Expertise/Competencies	<ul style="list-style-type: none"> <li>● Sales, Marketing &amp; Industry Expertise</li> <li>● Strategic Planning &amp; Business Development</li> <li>● Research &amp; Development and Innovation</li> <li>● Corporate Governance</li> <li>● Leadership and Operational Expertise</li> <li>● Financial, Legal and Risk Management</li> <li>● International Business</li> </ul>	





Nationality	Indian
Initial Date of Appointment	August 27, 2011
Shareholding	45,38,497 Equity Shares
Directorship in other Indian listed company(ies) and category of directorship <sup>#</sup>	Nil
Committee membership(s) / chairpersonship(s) in other company(ies) <sup>§</sup>	Nil

#### Sanjay Rajani

Whole-time Director

DIN: 03329095

Other directorships*	
Unlisted Public Companies	Nil
Other Companies	03
Category	Promoter
Inter-se Relationship	Brother of Ketan Rajani
Skills/Expertise/Competencies	<ul style="list-style-type: none"> <li>● Sales, Marketing &amp; Industry Expertise</li> <li>● Strategic Planning &amp; Business Development</li> <li>● Research &amp; Development and Innovation</li> <li>● Corporate Governance</li> <li>● Leadership and Operational Expertise</li> <li>● Financial, Legal and Risk Management</li> </ul>



Nationality	Indian
Initial Date of Appointment	April 17, 2011
Shareholding	45,38,497 Equity Shares
Directorship in other Indian listed company(ies) and category of directorship <sup>#</sup>	Nil
Committee membership(s) / chairpersonship(s) in other company(ies) <sup>§</sup>	Nil

#### Ketan Rajani

Whole-time Director

DIN: 02490829

Other directorships*	Nil
Unlisted Public Companies	
Other Companies	
Category	Promoter
Inter-se Relationship	Brother of Sanjay Rajani
Skills/Expertise/Competencies	<ul style="list-style-type: none"> <li>● Sales, Marketing &amp; Industry Expertise</li> <li>● Strategic Planning &amp; Business Development</li> <li>● Research &amp; Development and Innovation</li> <li>● Corporate Governance</li> <li>● Leadership and Operational Expertise</li> <li>● Financial, Legal and Risk Management</li> </ul>



Nationality	Indian
Initial Date of Appointment	February 15, 2008
Shareholding	22,49,900 Equity Shares
Directorship in other Indian listed company(ies) and category of directorship <sup>#</sup>	Nil
Committee membership(s) / chairpersonship(s) in other company(ies) <sup>§</sup>	Nil

**Chandni Somaiya**

Whole-time Director  
DIN: 02003554

Other directorships*	
Unlisted Public Companies	Nil
Other Companies	04
Category	Promoter
Inter-se Relationship	Sister of Santosh Raveshia
Skills/Expertise/Competencies	<ul style="list-style-type: none"> <li>● Sales, Marketing &amp; Industry Expertise</li> <li>● Strategic Planning &amp; Business Development</li> <li>● Research &amp; Development and Innovation</li> <li>● Corporate Governance</li> <li>● Leadership and Operational Expertise</li> <li>● Financial, Legal and Risk Management</li> </ul>



Nationality	Italian
Initial Date of Appointment	February 17, 2012
Shareholding	Nil
Directorship in other Indian listed company(ies) and category of directorship <sup>#</sup>	Nil
Committee membership(s) / chairpersonship(s) in other company(ies) <sup>§</sup>	Nil

**Luca Pelosin**

Non-Executive Non Independent Director  
DIN: 05189104

Other directorships*	
Unlisted Public Companies	Nil
Other Companies	01
Category	Non-Promoter
Inter-se Relationship	Nil
Skills/Expertise/Competencies	<ul style="list-style-type: none"> <li>● Sales, Marketing &amp; Industry Expertise</li> <li>● Strategic Planning &amp; Business Development</li> <li>● Research &amp; Development and Innovation</li> <li>● Corporate Governance</li> <li>● Leadership and Operational Expertise</li> <li>● Financial, Legal and Risk Management</li> <li>● International Business</li> </ul>



Nationality	Italian
Initial Date of Appointment	May 17, 2016
Shareholding	Nil
Directorship in other Indian listed company(ies) and category of directorship <sup>#</sup>	Nil
Committee membership(s) / chairpersonship(s) in other company(ies) <sup>§</sup>	Nil

**Annalisa Matilde Elena Barbera**

Non-Executive Non Independent Director

DIN: 07504740

Other directorships* Unlisted Public Companies Other Companies	Nil
Category	Non-Promoter
Inter-se Relationship	Spouse of Massimo Candela
Skills/Expertise/Competencies	<ul style="list-style-type: none"> <li>● Strategic Planning &amp; Business Development</li> <li>● Corporate Governance</li> <li>● Leadership and Operational Expertise</li> <li>● Financial, Legal and Risk Management</li> <li>● International Business</li> </ul>



Nationality	Italian
Initial Date of Appointment	April 17, 2023
Shareholding	Nil
Directorship in other Indian listed company(ies) and category of directorship <sup>#</sup>	Nil
Committee membership(s) / chairpersonship(s) in other company(ies) <sup>§</sup>	Nil

**Cristian Nicoletti**

Non-Executive Non Independent Director

DIN: 10042858

Other directorships* Unlisted Public Companies Other Companies	Nil
Category	Non-Promoter
Inter-se Relationship	Nil
Skills/Expertise/Competencies	<ul style="list-style-type: none"> <li>● Strategic Planning &amp; Business Development</li> <li>● Corporate Governance</li> <li>● Leadership and Operational Expertise</li> <li>● Financial, Legal and Risk Management</li> <li>● International Business</li> </ul>



Nationality	Indian
Initial Date of Appointment	July 14, 2023
Shareholding	Nil
Directorship in other Indian listed company(ies) and category of directorship <sup>#</sup>	Nil
Committee membership(s) / chairpersonship(s) in other company(ies) <sup>5</sup>	Nil

**Rajiv Mistry**

Non-Executive Independent Director

DIN: 01382798

Other directorships*	
Unlisted Public Companies	01
Other Companies	02
Category	Non-Promoter
Inter-se Relationship	Nil
Skills/Expertise/Competencies	<ul style="list-style-type: none"> <li>● Strategic Planning &amp; Business Development</li> <li>● Corporate Governance</li> <li>● Leadership and Operational Expertise</li> <li>● Financial, Legal and Risk Management</li> <li>● International Business</li> </ul>



Nationality	Indian
Initial Date of Appointment	July 14, 2023
Shareholding	Nil
Directorship in other Indian listed company(ies) and category of directorship <sup>#</sup>	Nil
Committee membership(s) / chairpersonship(s) in other company(ies) <sup>5</sup>	Nil

**Darshika Thacker**

Non-Executive Independent Director

DIN: 03532365

Other directorships*	
Unlisted Public Companies	Nil
Other Companies	02
Category	Non-Promoter
Inter-se Relationship	Nil
Skills/Expertise/Competencies	<ul style="list-style-type: none"> <li>● Strategic Planning &amp; Business Development</li> <li>● Corporate Governance</li> <li>● Leadership and Operational Expertise</li> <li>● Financial, Legal and Risk Management</li> </ul>



### Mehul Shah

Non-Executive Independent  
Director  
DIN: 02127656

Nationality	Indian
Initial Date of Appointment	July 14, 2023
Shareholding	Nil
Directorship in other Indian listed company(ies) and category of directorship <sup>#</sup>	Nil
Committee membership(s) / chairpersonship(s) in other company(ies) <sup>§</sup>	Nil
Other directorships* Unlisted Public Companies Other Companies	Nil
Category	Non-Promoter
Inter-se Relationship	Nil
Skills/Expertise/Competencies	<ul style="list-style-type: none"> <li>● Strategic Planning &amp; Business Development</li> <li>● Corporate Governance</li> <li>● Leadership and Operational Expertise</li> <li>● Financial, Legal and Risk Management</li> </ul>

<sup>#</sup> Excludes Directorship and Committee membership in DOMS Industries Limited.

<sup>§</sup> For the purpose of calculating the limit of Committee membership and chairpersonship of a Director, membership and chairpersonship of the Audit Committee and Stakeholders Relationship Committee of public companies other than DOMS Industries Limited have been considered.

\* Includes Directorship in Public Limited Companies, Private Limited Companies, Section 8 Companies and excludes Foreign Companies and Alternate Directorships.

### Familiarization Programme

The Company has put in place an induction and familiarization program for all the Independent Directors and included briefing on:

- Profile of the Company
- Company's Codes and Policies
- Overview of Company's Affairs
- Historical Performance of Company
- Growth Strategy of the Company
- Discussions on Annual Budgets and Capex Plan of the Company

The Company also keeps the Board informed about any material development/business update through e-mails and effective channel of communications from time to time. Quarterly updates, strategic updates including press releases submitted with the stock exchanges are shared with the Board members to keep them abreast on the material developments relating to the Company.

The details pertaining to Familiarization Programme undertaken by the Company during the financial year 2023-24 is available on the website of the Company and can be accessed at <https://domsindia.com/policies/>.

### Code of Conduct

The Code of Conduct for Board of Directors and Senior Management Personnel has been adopted to ensure that the business of the Company is conducted in a transparent manner with the high standards of ethics and values in accordance with the applicable laws,

regulations and rules. The Code of Conduct for Board of Directors and Senior Management Personnel can be accessed at <https://domsindia.com/policies/>. All the Board Members and Senior Management Personnel have affirmed compliance with the said Code of Conduct and a declaration to that effect is provided by the Managing Director of the Company.

### BOARD COMMITTEES

The Committees of the Board have been formed to take informed decisions which is in the best interest of the Company. They play a crucial role in the governance structure of the Company and deal with specific areas or activities as mandated by applicable laws and needs a closer review. As on March 31, 2024, your Company has 05 (five) statutory Committees. All Committees comprises of Non-Executive Independent Directors and the composition of Committees is in accordance with the stipulated provisions of the Act and SEBI LODR Regulations. Details of statutory Committees are as follows:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee
4. Corporate Social Responsibility Committee and
5. Risk Management Committee.

## AUDIT COMMITTEE

The Audit Committee is duly constituted as well as its charter is in line with the requirements specified in Section 177 of the Act and Regulation 18 read with Part C of Schedule II of the SEBI LODR Regulations. The Audit Committee comprises of 06 (six) Members. The majority of members of Audit Committee are Non-Executive Independent Directors, financially literate and have necessary accounting or financial management expertise.

During the financial year 2023-24, the Audit Committee held 05 (five) meetings on July 14, 2023, August 17, 2023, November 24, 2023, February 09, 2024 and March 20, 2024. The Composition of Audit Committee along with details of the meeting attended by members is stated as follows:

Name of Director	Category	Nature of Membership	No. of Meetings Entitled to attend	No. of Meetings attended
Darshika Thacker	Non-Executive Independent Director	Chairperson	5	5
Gianmatteo Terruzzi	Non-Executive Independent Director	Member	5	4
Mehul Shah	Non-Executive Independent Director	Member	5	5
Rajiv Mistry	Non-Executive Independent Director	Member	5	2
Santosh Raveshia	Managing Director	Member	5	5
Massimo Candela	Non-Executive Non Independent Director	Member	5	3

The brief terms of reference of Audit Committee, inter alia, includes the following:

- (a) Oversight of the Company's financial reporting process and financial statements along with Limited Review/Auditors Report thereon of the Company and its material subsidiary before submission to the Board for approval;
- (b) Recommendation for appointment, re-appointment and replacement, remuneration and terms of appointment of auditors of the Company and the fixation of audit fee;
- (c) Approval of payments to statutory auditors for any other services rendered by the statutory auditors of the Company;
- (d) Monitoring the end use of funds raised through public offers and reviewing, with the management, the statement of uses / application of funds raised through an issue, the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a issue, and making appropriate recommendations to the Board to take up steps in this matter;
- (e) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- (f) Reviewing, Modification, Approval and Disclosure of Related Party transactions of the Company with related parties and omnibus approval (in the manner specified under the SEBI LODR Regulations and under the Act) for related party transactions proposed to be entered into by the Company;
- (g) Scrutiny of inter-corporate loans and investments;
- (h) Valuation of undertakings or assets of the Company, wherever it is necessary;
- (i) Evaluation of internal financial controls and risk management systems;
- (j) Reviewing the adequacy of internal audit function and discussion with internal auditors of any significant findings and follow up there on;
- (k) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- (l) Reviewing the functioning of the whistle blower and vigil mechanism;
- (m) Reviewing the utilization of loans and/or advances from/ investment by the Company in the subsidiary exceeding ₹ 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/ advances/ investments;
- (n) Considering and commenting on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders; and
- (o) Carrying out any other functions and roles as provided under the Act, the SEBI LODR Regulations, each as amended and other applicable laws or by any regulatory authority and performing such other functions as may be necessary or appropriate for the performance of its duties.

The meetings of the Audit Committee are also attended by the Statutory Auditors, Internal Auditor, Chief Financial Officer, Company Secretary and Compliance Officer and such other members of the Finance team of the Company.

The Audit Committee provides assurance of efficiency and effectiveness of operations, both domestic and overseas, reliability of financial and other management information and adequacy of disclosures and compliance with all relevant statutes.

The Board has designated Mitesh Padia, Company Secretary & Compliance Officer of the Company to act as Secretary to the Audit Committee.

## NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee is duly constituted as well as its Charter is in line with the requirements specified in Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the SEBI LODR Regulations.

The Nomination and Remuneration Committee comprises of 03 (three) Members and oversees the appointment and remuneration of the Board and Senior Management Personnel and evaluates their Skills, experience, independence and diversity.

During the financial year 2023-24, the Nomination and Remuneration Committee held 02 (two) meetings on August 17, 2023 and March 20, 2024. The Composition of Nomination and Remuneration Committee along with details of the meeting attended by members is stated as follows:

Name of Director	Category	Nature of Membership	No. of Meetings Entitled to attend	No. of Meetings attended
Rajiv Mistry	Non-Executive Independent Director	Chairperson	2	1
Mehul Shah	Non-Executive Independent Director	Member	2	2
Luca Pelosin	Non-Executive Non Independent Director	Member	2	2

The brief terms of reference of Nomination and Remuneration Committee, inter alia, includes the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director.
- Devising a policy on Board diversity;
- Identifying persons who are qualified to become directors of the Company and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal;
- Determining the Company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors;
- Recommending the remuneration, in whatever form, payable to the senior management personnel and other staff (as deemed necessary);
- Perform such functions as are required to be performed by the compensation committee under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and administer, monitor and formulate the Employee Stock Option Plan of the Company;
- Such terms of reference as may be prescribed under the Act, SEBI LODR Regulations and other applicable laws or by any regulatory authority and performing such other functions as may be necessary or appropriate for the performance of its duties.

The Nomination and Remuneration Policy of the Company is available on the website of the Company and can be accessed at <https://domsindia.com/policies/>.

The Board has designated Mitesh Padia, Company Secretary & Compliance Officer of the Company to act as Secretary to the Nomination and Remuneration Committee.

### Performance Evaluation

In terms of the requirements of the Act and SEBI LODR Regulations, a formal evaluation of performance of the Board, Committees to the Board, Chairperson of the Company and Directors which includes Independent Directors of the Company was undertaken during the financial year 2023-24, with an aim to improve the effectiveness of the Board and its Committees of the Company.

The evaluation process was carried out using structured questionnaires, which were based on several parameters such as Composition of the Board and its Committees, Contribution towards Business Development and Strategic Management, effective and Pro-active measures undertaken by the Board and Committees for discharging their functions and duties, Skill Set, knowledge and expertise, leadership, effective management of relationship with the stakeholders and etc. Further, the evaluation process of the Committees also included receipt of material for agenda in advance for enabling them to perform their duties effectively, major recommendations and action plans, devoting adequate time and attention on key focus areas before approving important transactions and decisions.

Following parameters were considered for evaluation Independent Directors performance:

Participation at Board/ Committee Meetings
Managing Relationship
Knowledge and Skill
Personal Attributes
Effective deployment of knowledge and expertise
Integrity and maintaining of confidentiality
Independence of behaviour and judgment
Effective management of relationship with stakeholders

The Independent Directors at their separate meeting evaluated the performance of Non-Independent Directors of the Company, the Board as a whole and their views on timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

During the financial year 2023-24, a detailed questionnaire was circulated to the members of the Board, Committees to the Board for providing their feedback on the performance of the Board, its Committees and Directors which includes Independent Directors.

The overall performance evaluation of the Board was found satisfactory and all the directors were satisfied. The Board committees have also been functioning well and contributing effectively and the performance evaluation of Individual Directors was found satisfactory.

During the financial year 2023-24, the Stakeholders Relationship Committee held 01 (one) meeting on March 20, 2024. The Composition of Stakeholders Relationship Committee along with details of the meeting attended by members is stated as follows:

Name of Director	Category	Nature of Membership	No. of Meetings Entitled to attend	No. of Meetings attended
Mehul Shah	Non-Executive Independent Director	Chairperson	1	1
Chandni Somaiya	Whole-time Director	Member	1	1
Luca Pelosin	Non-Executive Non Independent Director	Member	1	1

The brief terms of reference of Stakeholders Relationship Committee, inter alia, includes the following:

- Considering and redressal of all security holders' and investors' grievances such as complaints related to various matters, formulation of procedure to ensure speedy disposal of various requests received from shareholders, looking into various aspects of interest of shareholders, debenture holders or holders of any other securities and assisting with quarterly reporting of such complaints;
- Reviewing of measures taken for effective exercise of voting rights by shareholders;
- Reviewing the measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company;

Suggestions/ feedback concerning strategic, governance and operational matters were actioned upon by the team.

### STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee is duly constituted as well as its Charter is in line with the requirements specified in Section 178 of the Act and Regulation 20 read with Part D of Schedule II of the SEBI LODR Regulations.

The Stakeholders Relationship Committee comprises of 03 (three) Members and oversees the complaints received from the shareholders, resolve grievances, performance evaluation of Registrar and Share Transfer Agent and various aspects of interests of stakeholders of the Company.

- Reviewing of adherence to the service standards adopted by the Company with respect to various services rendered by the registrar and transfer agent of the Company and to recommend measures for overall improvement in the quality of investor services; and
- Carrying out such other functions as may be specified by the Board from time to time or specified/provided under the Act or SEBI LODR Regulations, or by any other regulatory authority.

The Board has designated Mitesh Padia, Company Secretary & Compliance Officer of the Company to act as Secretary to the Stakeholders Relationship Committee.

### Compliance Officer

Mitesh Padia, Company Secretary is the Compliance Officer of the Company in accordance with Regulation 6 of SEBI LODR Regulations.

### Shareholder's Complaints

During the financial year 2023-24, the Company has received following complaints:

No. of Complaints as on December 20, 2023	No. of Complaints received	No. of Complaints disposed off	No. of Complaints Pending as on March 31, 2024
0	6,013	6,012	01

**Note:** All the above complaints were pertaining to unblocking of funds and/or non-allotment of shares related to IPO of the Company. Pending 01 Complaint which was resolved subsequently on April 02, 2024.

### RISK MANAGEMENT COMMITTEE

The Risk Management Committee is duly constituted as well as its Charter is in line with the requirements specified in Regulation 21 read with Part D of Schedule II of the SEBI LODR Regulations.

The Risk Management Committee comprises of 03 (three) Members and oversees the Risk Management Systems and Frameworks, reviewing of risks associated with the Company and necessary steps to be undertaken to overcome such risks.



During the financial year 2023-24, the Risk Management Committee held 01 (one) meeting on March 27, 2024. The Composition of Risk Management Committee along with details of the meeting attended by members is stated as follows:

Name of Director	Category	Nature of Membership	No. of Meetings Entitled to attend	No. of Meetings attended
Gianmatteo Terruzzi	Non-Executive Independent Director	Chairperson	1	1
Ketan Rajani	Whole-time Director	Member	1	1
Luca Pelosin	Non-Executive Non Independent Director	Member	1	1

The brief terms of reference of Risk Management Committee, inter alia, includes the following:

- To formulate, monitor and oversee implementation of risk management policy and adequacy of Risk Management Systems;
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- To review the Company's risk-reward performance to align with the Company's overall policy objectives;
- Laying down risk assessment and minimization procedures and the procedures to inform Board of the same;
- Framing, implementing, reviewing and monitoring the risk management plan for the Company and such other functions, including cyber security;
- Performing such other activities as may be delegated by the Board and/or are statutorily prescribed under any law to be attended to by the Risk Management Committee or by any regulatory authority and performing such other functions as may be necessary or appropriate for the performance of its duties; and

- Carrying out such other functions as may be specified by the Board from time to time or specified/provided under the Act or SEBI LODR Regulations, or by any other regulatory authority.

The Risk Management Policy of the Company is available on the website of the Company and can be accessed at <https://domsindia.com/policies/>.

The Board has designated Mitesh Padia, Company Secretary & Compliance Officer of the Company to act as Secretary to the Risk Management Committee.

### CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility ('CSR') Committee is duly constituted as well as its Charter is in line with the requirements specified in Section 135 of the Act.

The Corporate Social Responsibility Committee comprises of 03 (three) Members and oversees the amount of expenditure incurred on the CSR activities and monitoring the implementation of the CSR projects undertaken by the Company.

During the financial year 2023-24, the CSR Committee held 03 (three) meetings on July 06, 2023, August 17, 2023 and March 20, 2024. The Composition of CSR Committee along with details of the meeting attended by members is stated as follows:

Name of Director	Category	Nature of Membership	No. of Meetings Entitled to attend	No. of Meetings attended
Sanjay Rajani	Whole-time Director	Chairperson	3	3
Darshika Thacker*	Non-Executive Independent Director	Member	2	2
Annalisa Matilde Elena Barbera*	Non-Executive Non Independent Director	Member	2	2
Chandni Somaiya*	Whole-time Director	Member	1	1
Luca Pelosin*	Non-Executive Non Independent Director	Member	1	0

\* w.e.f. July 14, 2023, Darshika Thacker and Annalisa Matilde Elena Barbera were appointed as the members of the Committee and Luca Pelosin and Chandni Somaiya ceased to members of the Committee.

The terms of reference of Corporate Social Responsibility Committee, inter alia, includes the following:

- To formulate and recommend to the board, a corporate social responsibility policy and activities to be undertaken as Schedule VII of the Act;
- 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 formulate and recommend to the Board, an annual action plan in pursuance to the Corporate Social Responsibility Policy.
- 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; and

- To perform such other duties and functions as the Board may require the corporate social responsibility 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 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 or other applicable law.

The Corporate Social Responsibility Policy of the Company is available on the website of the Company at <https://domsindia.com/policies/>.

The Board has designated Mitesh Padia, Company Secretary & Compliance Officer of the Company to act as Secretary to the CSR Committee.

## SENIOR MANAGEMENT

During the financial year 2023-24, following persons are considered as Senior Management Personnel of the Company:

Sr. No.	Name of Employee	Designation
1.	Harshad Raveshia	Chief Consultant- Wood Working Division
2.	Suresh Rajani	Chief Consultant- Colour Pencil Division
3.	Amarjeet Sharma *	Chief Consultant- Domestic Sales and Marketing Division
4.	Vijay Somaiya	Head- Polymer Division
5.	Purav Raveshia	Vice President- Product Development
6.	Suraj Raveshia	Vice President- International Business
7.	Sumit Rajani	Vice President- Colour Pencil & Graphite Lead
8.	Santosh Swain	Vice President- Purchase & General Affairs

\*Amarjeet Sharma, Chief Consultant- Domestic Sales & Marketing Division ceased to be Senior Management Personnel of the Company due to his demise on March 17, 2024.

## REMUNERATION OF DIRECTORS

The Company's Nomination and Remuneration Policy represents the approach of the Company towards the remuneration of Directors (Executive and Non-Executive), Key Managerial Personnel and Senior Management Personnel. The Nomination and Remuneration Policy of the Company is available on the website of the Company and can be accessed at <https://domsindia.com/policies/>.

The remuneration paid to Executive Directors of the Company is in accordance with the applicable provisions as prescribed under the laws. The remuneration paid to Executive Directors commensurates with their respective roles and responsibilities. Further, the Non-Executive Non Independent Directors of the Company do not receive any sitting fees, commission or stock options from the Company. The Independent Directors are entitled to sitting fees for attending the Meetings of the Board of Directors and Committees thereof. Sitting fees paid to Independent Directors are within the prescribed limits under the Act, and as determined by the Board of Directors from time to time.

Details of remuneration paid to Executive Directors and Independent Directors, for the financial year 2023-24, is stated as follows:

Name of the Director	Salary including HRA	Perquisites	Sitting Fees	Total
Gianmatteo Terruzzi	-	-	10,50,000	10,50,000
Santosh Raveshia	1,71,87,500	-	-	1,71,87,500
Sanjay Rajani	1,16,87,500	-	-	1,16,87,500
Ketan Rajani	1,16,87,500	-	-	1,16,87,500
Chandni Somaiya	1,16,87,500	-	-	1,16,87,500
Rajiv Mistry	-	-	6,00,000	6,00,000
Mehul Shah	-	-	6,75,000	6,75,000
Darshika Thacker	-	-	9,37,500	9,37,500

During the financial year 2023-24, there is no pecuniary relationship or transactions made with the Non-Executive, Non-Independent Directors of the Company and no stock options was granted to any of the directors of the Company.

## GENERAL BODY MEETINGS

Details of last 03 (three) Annual General Meetings and the summary of Special Resolutions passed therein are as under:

Financial Year	Date and Time	Venue	Special Resolutions Passed
2020-21	November 30, 2021, 5.00 P.M. (I.S.T.)	17 <sup>th</sup> Floor, C-wing, Kailas Business Park, Hiranandani Link Road, Vikhroli (W), Mumbai – 400079, Maharashtra, India.	Nil
2021-22	September 30, 2022, 5.00 P.M. (I.S.T.)	Plot no. 117, 52 Hecter Expansion Area, GIDC, Umbergaon- 396171, Gujarat, India.	Nil
2022-23	July 13, 2023, 5.00 P.M. (I.S.T.)	Plot no. 117, 52 Hecter Expansion Area, GIDC, Umbergaon- 396171, Gujarat, India.	Nil

## EXTRA-ORDINARY GENERAL MEETINGS

Details of Extra-ordinary General Meetings held during the financial year and the summary of Special Resolutions passed therein are as under:

Date and Time	Venue	Special Resolutions Passed
July 03, 2023, 5.30 P.M. (I.S.T.)	17 <sup>th</sup> Floor, C-wing, Kailas Business Park, Hiranandani Link Road, Vikhroli (W), Mumbai – 400079, Maharashtra, India.	Approval for alteration of Memorandum of Association (MOA)
July 14, 2023, 3.00 P.M. (I.S.T.)	Plot no. 117, 52 Hector Expansion Area, GIDC, Umbergaon- 396171, Gujarat, India.	<ol style="list-style-type: none"> <li>1. Approval for conversion from Private Limited Company to Public Limited Company.</li> <li>2. Approval for Alteration of Articles of Association</li> <li>3. Appointment of Gianmatteo Terruzzi as Independent Director.</li> <li>4. Appointment of Rajiv Mistry as Independent Director.</li> <li>5. Appointment of Darshika Thacker as Independent Director.</li> <li>6. Appointment of Mehul Shah as Independent Director.</li> </ol>
July 24, 2023, 4.00 P.M. (I.S.T.)	Plot no. 117, 52 Hector Expansion Area, GIDC, Umbergaon- 396171, Gujarat, India.	<ol style="list-style-type: none"> <li>1. Approval for Initial Public Offerings of Equity Shares of the Company through Fresh Issue and Offer for sale of Equity Shares.</li> <li>2. Approval for Employee Stock Option Plan 2023</li> <li>3. Approval for Grant of Options to the Employees of the Subsidiary Company.</li> <li>4. Approval for Increasing the Limit of Investment by Non-Resident Indian or Overseas Citizen of India in Share Capital of the Company.</li> </ol>
August 17, 2023, 6.00 P.M. (I.S.T.)	Plot no. 117, 52 Hector Expansion Area, GIDC, Umbergaon- 396171, Gujarat, India.	Approval for Alteration of Articles of Association of the Company.

## POSTAL BALLOT

No Resolution was passed through Postal Ballot during the financial year 2023-24.

However, the Board of Directors at their meeting held on March 20, 2024, approved the Postal Ballot Notice and the said Postal Ballot Notice was dispatched by the Company on April 15, 2024, together with explanatory statement, inter alia, for passing following Special Resolutions:

1. Ratification of DOMS Industries Limited Employee Stock Option Plan 2023 ('ESOP 2023'/ 'the Plan')
2. Ratification of Grant of Options to the Employees of the Subsidiary Companies from Employee Stock Option Plan (ESOP 2023/the Plan) of the Company
3. Approval for providing Loan to Subsidiary Companies
  - (i) Pioneer Stationery Private Limited
  - (ii) Micro Wood Private Limited
  - (iii) Skido Industries Private Limited
4. Ratification of Promoter's rights in accordance with Regulation 31B of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

## MEANS OF COMMUNICATION

Effective Communication of information is an essential component of good Corporate Governance. For this purpose, the Company provides multiple channels of communications through dissemination of information on the online portal of the Stock Exchanges, Press Releases, the Annual Reports and by placing relevant information on our website. The Company discloses all the material information on Company's development and other events as required under the SEBI LODR Regulations.

## Financial Results:

The quarterly, half-yearly and annual financial results are filed with the Stock Exchanges and the same has been published in the 'Financial Express' (English) and in 'Gujarat Guardian' (Gujarati) newspapers and also submitted to the Stock Exchanges and available on the website of the Company and can be accessed at <https://domsindia.com/financial-statements/>.

## Website:

The Company has separate Section on its website as 'Investor Relations' where all the material information is available to keep the investors aware along with that in compliance with Regulation 46 of SEBI LODR Regulations the Investor Relations tab also contains the Separate tab as 'Disclosure under Regulation 46 of SEBI LODR Regulations' that gives information about the various announcements made by the Company and can be accessed at <https://domsindia.com/disclosure-under-regulation-46-of-sebi-lodr/>.

## News Releases:

All official news releases and presentations made at investor conferences are generally sent to Stock Exchanges and are also available on the website of the Company and can be accessed at [www.domsindia.com](http://www.domsindia.com)

## Presentations to institutional investors / analysts:

The Company conducts investor conference calls with Institutional Investor/Analyst after declaration of financial results of the Company to brief them on the business performance of the Company. In compliance with Regulation 46 of SEBI LODR Regulations the presentations, video/audio recordings and transcript of the meetings is filed with stock exchanges as well as available on the website of the Company and can be accessed at <https://domsindia.com/investor-presentation-and-transcripts/>.

No Unpublished Price Sensitive Information is discussed in the meetings with institutional investors and financial analysts.

#### Designated exclusive email-ID:

The Company has designated email id i.e. [ir@domsindia.com](mailto:ir@domsindia.com) for solving investor grievances and is exclusively available on the website of the Company.

#### NSE Electronic Application Processing System (NEAPS) and BSE Corporate Compliance & the Listing Centre:

NEAPS and BSE Listing are web-based application designed by NSE and BSE, respectively, for corporates to make submissions. All periodical compliance filings, inter alia, shareholding pattern, corporate governance report, corporate announcements and other material information as specified under SEBI LODR Regulations is filed electronically. Further, in compliance with the provisions of the SEBI LODR Regulations, all the disclosures made to the Stock Exchanges are in a format that allows users to find relevant information easily through a searching tool.

#### SEBI Complaints Redress System (SCORES):

The SCORES Platform of SEBI is a centralised web-based complaints redress system that facilitates investors to file complaints online and get end-to-end status update of their grievances. The Company endeavours to redress the grievances of the Investors as soon as it receives the same from the respective forums.

### OTHER DISCLOSURES

#### 1. Disclosure on materially significant Related Party Transactions

The Company has formulated and adopted a policy on materiality of related party transactions in compliance with the requirements of the Act and SEBI LODR Regulations and is available on the website of the Company <https://domsindia.com/policies/>.

All Related Party Transactions were placed before the Audit Committee for their review and approval. Prior omnibus approval is obtained for all related party transactions which are of repetitive in nature and/or entered in the ordinary course of business and are at arm's length.

All Related Party Transactions entered during the year were in ordinary course of business and on arm's length basis and were in compliance with the provisions as set out in the Act read with the Rules issued thereunder and relevant provisions of the SEBI LODR Regulations.

During the financial year 2023-24, the Company did not enter into any material related party transactions that may have potential conflict with interest of the Company at large.

The disclosure as required under Indian Accounting Standard (Ind AS) on 'Related Party Disclosures' is disclosed in Note No. 44 of the Standalone Financial Statements of the Company.

#### 2. Disclosure of Non-compliances

During the financial year 2023-24, there were no non-compliances by the Company and no instances of penalties or strictures were imposed on the Company by the SEBI or Stock Exchanges where the shares of the Company are listed or any other statutory authority on any matter related to Capital Markets during the last three years.

#### 3. Vigil Mechanism and Whistle Blower Policy

The Company promotes safe, ethical and compliant conduct of all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. In compliance with the requirements of the Act and SEBI LODR Regulations, the Company has an effective Vigil Mechanism and has adopted a Whistle Blower Policy for all its individuals associated with the Company to voice concerns in a responsible and effective manner for any suspected unethical matters.

All employees are encouraged to voice their concerns by way of Whistle Blowing and all the employees have been given access to Chairperson of the Audit Committee for registering their complaints.

During the financial year 2023-24, no such incidents were received and no person was denied access to the Chairperson of Audit Committee of the Company with regards to above.

The Whistle blower policy of the Company is available on the Website of the Company and same can be accessed at <https://domsindia.com/policies/>.

#### 4. Policy Determining Material Subsidiaries

The Company has adopted a Policy on determination of Material Subsidiary in terms of the requirements of the SEBI LODR Regulations. Pioneer Stationery Private Limited is a material subsidiary of the Company and has adopted the requirements as specified in the Policy of the Company. The Audit Committee reviews the Financial Statements and Business Performance of the Subsidiary Companies.

The management periodically brings to the notice of the Audit Committee and the Board of Directors of the Company, a statement of all significant transactions and arrangements entered into by unlisted subsidiaries, if any.

The Policy for Determination of Material Subsidiary is available on the website of the Company and can be accessed at <https://domsindia.com/policies/>.

#### 5. Commodity Price Risks or Foreign Exchange Risk and Commodity Hedging Activities

The Company uses cultivated wood for the production of its wooden pencils. Further, some other raw material are imported by the Company. Climatic changes and disruption in International trade relations may impact the availability and in turn the prices of these commodities. However, the Company has long-term business relationship with these vendors and also maintains a high level of inventory of these raw material to prevent losses in the short-term.

#### 6. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of SEBI LODR Regulations

During the financial year 2023-24, the Company has not raised any funds through preferential allotment or qualified institutions placement as per Regulation 32 (7A) of SEBI LODR Regulations.

## 7. Certificate from Company Secretary in Practice regarding non-disqualification of Directors

The Company has received a certificate from M/s. Shreyans Jain & Co., Company Secretaries, that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the SEBI, MCA or any such statutory authority for the financial year ended on March 31, 2024. The said certificate is annexed to this Report as 'Annexure I'.

## 8. Recommendation of the Committees to the Board

During the financial year 2023-24, all recommendations of the Committees, which were mandatorily required have been accepted by the Board.

## 9. Total fees paid to Statutory Auditors of the Company

The Total fees for all services paid by the Company to M/s. B.S.R & Co. LLP, Chartered Accountants and all entities in the network firm/network entity for the financial year 2023-24, are as follows:

(₹ in lakhs)

Particulars	Amount
Statutory Audit Fees	49.00
Others (includes Other Services, Out-of-pocket expenses, etc.)	23.08
<b>Total</b>	<b>72.08*</b>

\* excluding applicable taxes.

Note: The above fees excludes ₹ 269.54 lakhs paid in relation to the Initial Public Offer related expenses.

## 10. Disclosure relating to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company is committed to provide safe working environment free from discrimination and harassment from all its employees and associates. The Company has a Policy of Prevention of Sexual Harassment in accordance with the

provisions of Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('POSH Act'). The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace.

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder the Company has constituted an Internal Complaints Committee to deal with complaints relating to sexual harassment at workplace.

The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. The details relating to number of complaints received and disposed off during the financial year 2023-24 are as under:

Number of complaints received during the financial year	Nil
Number of complaints disposed off during the financial year	Nil
Number of complaints pending at the end financial year	Nil

## 11. Disclosure by Company and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount

During the financial year 2023-24, no loans and advances is provided by the Company or any of its subsidiaries to firms/companies in which the Directors of the Company are interested.

## 12. Details of Material Subsidiary and date of appointment of the Statutory Auditors in Such Company

The Audit committee of the Company reviews and monitors business performance along with significant transactions and arrangements undertaken by its material subsidiary company.

The material subsidiary of the Company along with the details of their Statutory Auditors' are specified hereunder:

Sr. No.	Material Subsidiary	Date and Place of Incorporation	Name of Statutory Auditors	Appointment Date of such Auditor
1.	Pioneer Stationery Private Limited	Date: March 28, 2005 Place: Mumbai, India	M. I. Shah & Co.	September 15, 2023

In terms of the provisions of Regulation 24(1) of the SEBI LODR Regulations, the Company shall appoint One of the Independent Director on the Board of Material Subsidiary of the Company. In compliance with the required provisions, Darshika Thacker, was appointed as Independent Director on the Board of Pioneer Stationery Private Limited.

## 13. Compliance with Mandatory and Corporate Governance Requirements

The Company has complied with all the mandatory requirements as stated under sub paras (2) to (10) of Part C of the SEBI LODR Regulations and the necessary disclosures thereof has been made in this Report.

The Company has complied with the requirements specified in Regulation 17 to 27 and Clauses (b) to (i) of Regulation 46(2) of the SEBI LODR Regulations.

## CERTIFICATE UNDER REGULATION 17(8) OF SEBI LODR REGULATIONS, 2015

Santosh Raveshia, Managing Director and Rahul Shah, Chief Financial Officer, of the Company, have issued a certificate to the Board in Compliance with the Regulation 17(8) read with Part B of Schedule II of SEBI LODR Regulations, in the prescribed format for the financial year ended March 31, 2024. The same is annexed as 'Annexure II' to this Report.

## DECLARATION BY MANAGING DIRECTOR STATING THAT MEMBERS OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL HAVE AFFIRMED COMPLIANCE WITH THE CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT

The Code of Conduct for Board of Directors and Senior Management Personnel has been adopted to ensure that the business of the Company is conducted in a transparent manner with the highest standards of ethics and values in accordance with the applicable laws, regulations and rules and is critical to the success of the Company.

A declaration provided by Santosh Raveshia, Managing Director of the Company that, the members of the Board of Directors and Senior Management Personnel have affirmed Code of Conduct for Board of Directors and Senior Management Personnel is annexed as 'Annexure III' to this Report.

## COMPLIANCE CERTIFICATE FROM THE PRACTICING COMPANY SECRETARIES REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

The Company has received a compliance certificate from M/s. Shreyans Jain & Co., Company Secretaries, regarding compliance with the conditions of corporate governance. The said compliance certificate is annexed as 'Annexure IV' to this Report.

## DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

The details of Demat Suspense Account or Unclaimed Suspense Account of the Company is stated as follows:

Sr. No.	Particulars	Details
1.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	Nil
2.	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	Nil
3.	Number of shareholders to whom shares were transferred from suspense account during the year	Nil
4.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	Nil
5.	Voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares	Nil

## DISCLOSURE OF AGREEMENTS BINDING UPON COMPANY

The Waiver cum Amendment Agreement ('Waiver Agreement') dated August 17, 2023, executed amongst F.I.L.A.- Fabbrica Italiana Lapis Ed Affini S.P.A. ('FILA') and Indian Promoter Shareholder's i.e. Santosh Rasiklal Raveshia, Sejal Santosh Raveshia, Chandni Vijay Somaiya, Sheetal Hiren Parpani, Sanjay Mansukhlal Rajani, Ketan Mansukhlal Rajani, Pravina Mansukhlal Rajani, Ila Sanjay Rajani and Shilpa Ketan Rajani (collectively referred to as 'Indian Promoter Shareholders') wherein, the 'Nomination Rights' of 'Indian Promoter Shareholders' and 'FILA' and 'Information Rights' available to FILA, which have survived the Amended and Restated Shareholders' Agreement dated October 26, 2015 ('SHA') and Waiver Agreement until the Listing of the Company's shares post the Initial Public Offer, which are produced as below:

### Nomination Rights:

Considering the importance of Indian Promoter Shareholders and FILA, to the overall management of the Company as well its growth and strategic direction, the 'Indian Promoter Shareholders' and 'FILA' are required to nominate Directors on the Board in accordance with the following shareholding thresholds calculated on a fully diluted basis in the share capital of the Company.

FILA Group' aggregate shareholding on a fully diluted basis	FILA's corresponding right to nominate Directors	Indian Promoter Shareholders' aggregate shareholding on a fully diluted basis	Indian Promoter Shareholders' corresponding right to nominate Directors
Greater than or equal to 35% but less than 51%	5 directors	Greater than or equal to 35% but less than 51%	5 directors
Greater than or equal to 25% but less than 35%	3 directors	Greater than or equal to 25% but less than 35%	3 directors
Greater than or equal to 15% but less than 25%	2 directors	Greater than or equal to 15% but less than 25%	2 directors
Greater than or equal to 10% but less than 15%	1 director	Greater than or equal to 10% but less than 15%	1 director

**Information Rights:**

FILA is a Listed Company on the Milan Stock Exchange and has certain obligations with respect to making requisite disclosures pertaining to its financial and other information, for which it requires certain information from the Company. Considering this, the Company is required to provide the following information to FILA from time to time:

- (i) financial statements/ audited reports;
- (ii) annual budget/ projections;
- (iii) annual, half-yearly, quarterly and monthly accounts.

The above mentioned rights were suspended from the date of listing of Equity shares of the Company i.e. on December 20, 2023. However, such rights were ratified by the shareholders of the Company by way of a passing special resolution, through means of Postal Ballot on May 17, 2024.

**DISCRETIONARY REQUIREMENTS**

Below are the discretionary requirements which has been adopted by the Company under SEBI LODR Regulations:

**A. The Board**

Gianmatteo Terruzzi, Non-Executive Independent Director, is the Chairperson of the Company.

**B. Shareholder Rights**

Quarterly, half-yearly and annual financial results are posted on the Company website. Extract of these results is also published in the Newspapers. The Company also conducts investor/ analyst conference call on quarterly basis to discuss the financial performance of the Company. The presentation, transcript and audio recordings of such meet is available on the website of the Company at <https://domsindia.com/investor-presentation-and-transcripts/>.

**C. Modified Opinion in Audit Report**

During the financial year 2023-24, there is no audit qualification on the Company's Financial Statements.

**D. Separate posts of Chairperson and the Managing Director or the Chief Executive Officer**

The Chairperson of the Company is a Non-Executive Independent Director of the Company and his position is separate from the Managing Director of the Company. Further, the Chairperson of the Company is not a relative to the Managing Director as per the definition of the term "relative" defined under the Act.

**E. Reporting of Internal Auditor**

The Internal Auditor participates in the meetings of the Audit Committee of the Company and present his quarterly internal audit report and his audit observations to the Audit Committee.

## GENERAL SHAREHOLDER INFORMATION

### ANNUAL GENERAL MEETING

Sr. No.	Particulars	Details
1.	Corporate Identification Number	L36991GJ2006PLC049275
2.	Registered Office Address	J-19, G.I.D.C, Opp. Telephone Exchange, Umbergaon- 396171, Gujarat, India.
3.	Annual General Meeting	
	Day & Date	Monday, September 23, 2024
	Time	12.30 p.m.
	Venue	The Company is conducting meeting through video Conferencing or other audio and visual means pursuant to the relevant MCA Circulars issued in this regard, the latest being Circular No. 9/2023 dated September 25, 2023, as such there is no requirement to have a venue for the Annual General Meeting. Further, the deemed venue of the meeting will be the Registered Office of the Company.
4.	Dividend Payment Date	Between September 23, 2024 and October 22, 2024
5.	E-voting Details	
	Record Date	Monday, September 16, 2024
	E-voting Start Date and Time	Friday, September 20, 2024 at 09:00 a.m.
	E-voting End Date and Time	Sunday, September 22, 2024 at 05:00 p.m.

### FINANCIAL YEAR

The Company follows April 01 to March 31 as the financial year. Tentative Schedule for declaration of financial results during the financial year 2024-25, is stated as follows:

Sr. No	Particulars	Details
1.	Financial Results for the quarter ended June 30, 2024	On or before August 14, 2024
2.	Financial Results for the quarter and half-year ended September 30, 2024	On or before November 14, 2024
3.	Financial Results for the quarter and nine-months ended December 31, 2024	On or before February 14, 2025
4.	Financial Results for the quarter and year ended March 31, 2025	On or before May 30, 2025

### LISTING DETAILS

The details of Stock Exchanges where the Shares of the Company are listed is stated as follows:

Sr. No	Name of Stock Exchanges & Stock Codes	Address
1.	BSE Limited- 544045	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001
2.	National Stock Exchange of India Limited- DOMS	Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400051

### Payment of Listing Fees

In Compliance with the Regulation 14 of the SEBI LODR Regulations, the annual listing fees for the financial year 2024-25 has been paid by the Company to the Stock Exchanges.

### MARKET PRICE DATA

The Monthly high and low prices and volumes of shares of the Company at BSE and NSE for the year ended March 31, 2024, is stated as follows:

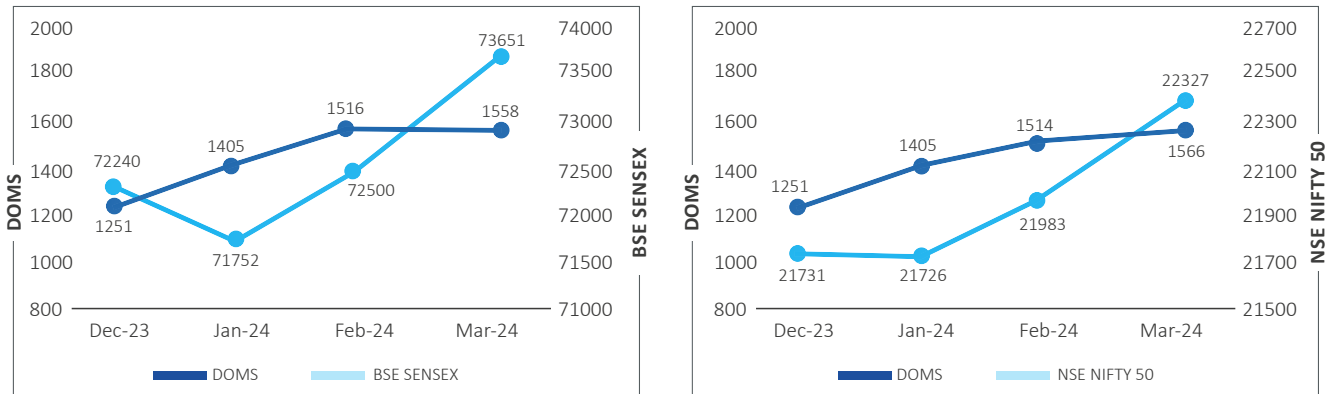
Particulars (Month)	BSE		NSE	
	High (₹)	Low (₹)	High (₹)	Low (₹)
December 2023*	1,434.25	1,224.40	1,434.00	1,225.60
January 2024	1,568.80	1,241.10	1,568.00	1,245.55
February 2024	1,683.00	1,396.80	1,687.20	1,403.00
March 2024	1,618.70	1,285.05	1,608.80	1,366.00

\* The Equity Shares of the Company got listed on December 20, 2023 on Stock Exchanges pursuant to IPO, the data is available from the month of December and onwards.



## STOCK PERFORMANCE IN COMPARISON TO BROAD BASED INDICES

The chart appended below is the comparison of the Company's monthly share price movement vis-à-vis the movement of the BSE Sensex and NSE Nifty 50 for the financial year ended March 31, 2024 (based on the month end closing):



## IN CASE THE SECURITIES OF THE COMPANY ARE SUSPENDED FROM TRADING, REASONS THEREOF

During the financial year 2023-24, the Securities of the Company were not suspended from trading.

## REGISTRAR TO AN ISSUE AND SHARE TRANSFER AGENT

Name	Link Intime India Private Limited
Address	C-101, Embassy 247 Park, L.B.S Marg, Vikhroli (West), Mumbai – 400 083.
Telephone No.	022- 4918 6000 / +91 810 811 6767
E-mail Address	<a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>
Website	<a href="https://linkintime.co.in/">https://linkintime.co.in/</a>

## SHARE TRANSFER SYSTEM

In accordance with the provisions of the Regulation 40(1) of the SEBI LODR Regulations and instructions received from Securities Exchange Board of India ('SEBI') with effect from April 01, 2019, the transfer for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form.

Transactions involving all the matters related to the Stakeholders of the Company are reviewed and approved by the Stakeholders Relationship Committee of the Company.

The Company has filed with the Stock Exchanges a compliance certificate certifying that all activities in relation to share transfer facility is maintained by Link Intime India Private Limited, Registrar and Share Transfer Agent of the Company and registered with the SEBI.

As mandated by the SEBI, securities of the Company can be transferred/ traded only in dematerialised form. As on March 31, 2024, entire shareholding of the Company is in Dematerialised form with National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL').

## Dematerialisation of Equity Shares

The International Securities Identification Number (ISIN) allotted to the Company's shares by the Depositories is INE321T01012.

The details of dematerialized Equity Shares of the Company as on March 31, 2024, is stated as follows:

Sr. No.	Particulars	No. of Shares	% of Total Issued Capital
1.	<b>Demat Segment</b>		
	NSDL	5,98,22,251	98.57
	CDSL	8,64,985	1.43
2.	<b>Physical Segment</b>	-	-
	<b>TOTAL</b>	<b>6,06,87,236</b>	<b>100.00</b>

**Distribution of shareholding of shares of the Company as on March 31, 2024**

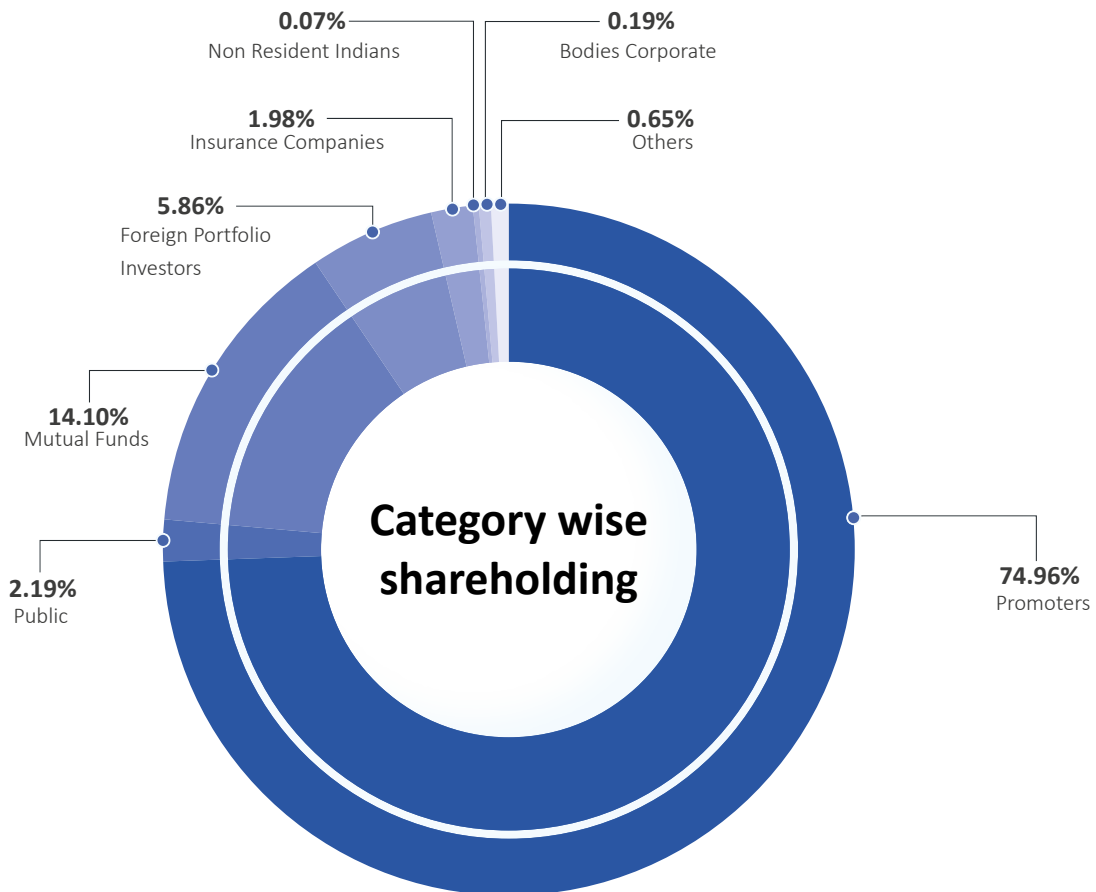
No. of Shares	No. of Shareholders	% of total Shareholders	Total Shareholding for the range	% of Total Issued Capital
1 to 500	34,646	98.77	8,39,240	1.38
501- 1000	149	0.42	1,05,506	0.17
1001- 2000	96	0.27	1,36,195	0.22
2001- 3000	27	0.08	66,751	0.11
3001- 4000	11	0.03	38,799	0.06
4001- 5000	15	0.04	68,523	0.11
5001- 10000	26	0.07	1,84,279	0.30
Above 10000	109	0.31	5,92,47,943	97.63
<b>Total</b>	<b>35,079</b>	<b>100.00</b>	<b>6,06,87,236</b>	<b>100.00</b>

Note: Face value of Equity share of the Company is ₹ 10 each.

**Shareholding Pattern of the Company as on March 31, 2024**

Sr. No.	Category of shareholder	Total number of shares (Fully Paid-up)	% of total number of shares (A+B)
<b>(A)</b>	<b>Promoter and Promoter Group</b>		
(1)	Indian	2,69,29,573	44.38
(2)	Foreign	1,85,61,153	30.58
<b>Total Shareholding of Promoter and Promoter Group</b>		4,54,90,726	74.96
<b>(B)</b>	<b>Public Shareholding</b>		
(1)	Institutions	1,36,52,208	22.50
(2)	Non-institutions	15,44,302	2.54
<b>Total Public Shareholding</b>		1,51,96,510	25.04
<b>Total (A) + (B)</b>		<b>6,06,87,236</b>	<b>100.00</b>

**Category wise shareholding as on March 31, 2024**



## OUTSTANDING INSTRUMENTS AND THEIR IMPACT ON EQUITY

During the financial year 2023-24, the Company has not issued any Global Depository Receipts (GDR) or American Depository Receipts (ADR) or warrants or any other convertible instruments, which are convertible into Equity Shares of the Company.

## PLANT LOCATIONS

The details of plants locations of the Company is stated as follows:

Sr. No.	Address of Plants
1.	Shed No. J/19, 50+53PF; Plot No. 54; and Shed No. J/20, 50+53PG, G.I.D.C., Umbergaon, District Valsad, Gujarat
2.	Plot No. 117, 52 Hecter Expansion Area, G.I.D.C.; C S No. NA94; and Survey No 96, Village Dehari, G.I.D.C. Umbergaon, District Valsad, Gujarat.
3.	New Survey No. 2181 & 2182, Village Dehari, G.I.D.C., Umbergaon, District Valsad, Gujarat
4.	Plot No. 118, 52 Hecter Expansion Area, GIDC, Umbergaon, District Valsad, Gujarat
5.	Plot No. 32; Plot No. 33; Plot No. 34; Plot No. 40; Plot No. 44 + 45 and; Plot No. 46; 52 Hecter Expansion Area, G.I.D.C., Umbergaon, District Valsad, Gujarat
6.	Survey No. 151/2/P10, Plot No. 1 2 3, Umbergaon, District Valsad, Gujarat
7.	Plot No. 26, 52 Hecter Expansion Area, G.I.D.C., Umbergaon, District Valsad, Gujarat.
8.	Plot No. 78/1,79, 80/1, 80/2, 81/P/A & 81/PB G.I.D.C., Umbergaon, District Valsad, Gujarat
9.	Plot No. 48- 49/1, G.I.D.C. Industrial Estate, Umbergaon, District Valsad, Gujarat
10.	Plot No. 211/A, G.I.D.C., Umbergaon, District Valsad, Gujarat
11.	EPIP Kartholi, SIDCO IND Complex, Bari Brahmana, Jammu & Kashmir

## ADDRESS FOR CORRESPONDENCE

### Registered Office

J-19, Opp. Telephone Exchange, G.I.D.C.,  
Umbergaon- 396171,  
Dist. Valsad, Gujarat, India.  
Tel No.: +91 7434888445  
E-mail: [info@domsindia.com](mailto:info@domsindia.com)

### Corporate Office

Plot No. 117, G.I.D.C., 52 Hecter Expansion Area,  
Umbergaon- 396171, Dist. Valsad, Gujarat, India.  
Tel No.: +91 7434888446  
E-mail: [info@domsindia.com](mailto:info@domsindia.com)

## E-VOTING

E-voting is a common internet infrastructure that enables investors to vote electronically on resolutions of companies. Investors can now vote on resolutions requiring voting through Postal Ballot as

per the applicable rules and regulations without sending their votes through post. The Company will also have the E-voting facility for the items to be transacted at the ensuing Annual General Meeting. The Ministry of Corporate Affairs has authorized NSDL and CDSL for setting up electronic platform to facilitate casting of votes in electronic form. The Company has made arrangement with NSDL for availing e-voting facilities.

## CREDIT RATINGS

The Company has appointed CRISIL Ratings Limited as its Credit Rating Agency. During the financial year 2023-24, the Company's credit rating on the Bank Loan facilities was upgraded from 'CRISIL A-/Stable' to 'CRISIL A/Stable'.

Thereafter, on May 10, 2024, CRISIL Ratings Limited, has upgraded the credit rating on the Bank loan facilities of the Company from 'CRISIL A/Stable' to 'CRISIL A+/Positive'.

# Annexure I

## CERTIFICATE ON NON-DISQUALIFICATION OF DIRECTORS

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

To,  
The Members of,  
**DOMS Industries Limited,**  
J-19, G.I.D.C, Opp. Telephone Exchange,  
Dist. Valsad, Umbergaon- 396171, Gujarat

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **DOMS Industries Limited** having **CIN: L36991GJ2006PLC049275** and having registered office at J-19, G.I.D.C, Opp. Telephone Exchange, Dist. Valsad, Umbergaon- 396171, Gujarat (hereinafter referred to as the "**Company**") produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1.	Gianmatteo Terruzzi	10229991	July 14, 2023
2.	Santosh Raveshia	00147624	October 24, 2006
3.	Sanjay Rajani	03329095	August 27, 2011
4.	Ketan Rajani	02490829	April 17, 2011
5.	Chandni Somaiya	02003554	February 15, 2008
6.	Massimo Candela	05189114	February 17, 2012
7.	Luca Pelosin	05189104	February 17, 2012
8.	Annalisa Matilde Elena Barbera	07504740	May 17, 2016
9.	Cristian Nicoletti	10042858	April 17, 2023
10.	Rajiv Mistry	01382798	July 14, 2023
11.	Mehul Shah	02127656	July 14, 2023
12.	Darshika Thacker	03532365	July 14, 2023

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

For **Shreyans Jain & Co.**  
Company Secretaries  
Unique ID: S2011MH151000

**Shreyans Jain**  
(Proprietor)

FCS No. 8519 / C.P. No. 9801  
UDIN: F008519F000556385  
PR NO.1118/2021

Place: Mumbai  
Date: June 11, 2024

## Annexure II

### MANAGING DIRECTOR & CHIEF FINANCIAL OFFICER CERTIFICATION

[In terms of Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Board of Directors,  
**DOMS Industries Limited**  
Umbergaon, Gujarat

We, Santosh Raveshia, Managing Director and Rahul Shah, Chief Financial Officer, in our respective capacities hereby certify that:

- A. We have reviewed financial statements and the cash flow statement for the financial year ended March 31, 2024 and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of their knowledge and belief, no transactions entered into by the Company during the financial year ended March 31, 2024 which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee:
- (1) significant changes, if any, in internal controls over financial reporting during the financial year ended March 31, 2024;
  - (2) significant changes, if any, in accounting policies during the financial year ended March 31, 2024 and that the same have been disclosed in the notes to the financial statements; and
  - (3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Santosh Raveshia**  
Managing Director  
DIN: 00147624

**Rahul Shah**  
Chief Financial Officer

Place: Umbergaon  
Date: May 24, 2024

## Annexure III

### CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT

I hereby confirm that:

The Company has obtained from all the members of the Board and Senior Management Personnel, the affirmation that they have complied with the 'Code of Conduct for Board and Senior Management' in respect of the financial year 2023-24.

**Santosh Raveshia**

Managing Director

DIN: 00147624

Place: Umbergaon

Date: August 12, 2024

# Annexure IV

## CERTIFICATE ON COMPLIANCE WITH SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 RELATING TO CORPORATE GOVERNANCE REQUIREMENTS

### PRACTICING COMPANY SECRETARY CERTIFICATE ON CORPORATE GOVERNANCE

To,  
Members of  
**DOMS Industries Limited,**

1. This certificate is issued in accordance with the terms of our engagement with DOMS Industries Limited ("the Company").
2. We, Shreyans Jain & Co., Company Secretaries, have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on 31st March 2024, as stipulated in regulations 17 to 27 and clauses (b) to (i) and (t) of regulation 46(2) and para – C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (the SEBI LODR Regulations).

#### Management's Responsibility

3. The compliance with the conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the SEBI LODR Regulations.

#### Auditor's Responsibility

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

#### Opinion

6. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) and (t) of regulation 46(2) and para – C and D of Schedule V of the SEBI LODR Regulations during the year ended 31<sup>st</sup> March 2024.

#### Other matters and Restriction of use

7. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.
8. This report is addressed to the members of the Company and provided to the Company solely for the purpose of enabling it to comply with its obligations under the SEBI LODR Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this certificate for events and circumstances occurring after the date of this certificate.

For **Shreyans Jain & Co.**  
Company Secretaries  
Unique ID: S2011MH151000

**Shreyans Jain**  
(Proprietor)

FCS No. 8519 / C.P. No. 9801  
UDIN: F008519F000930363  
PR NO.1118/2021

Place: Mumbai  
Date: August 12, 2024

# Business Responsibility & Sustainability Report

Dear Stakeholders,

I am pleased to bring to you our inaugural Business Responsibility and Sustainability Report (BRSR) in compliance with the requirements of SEBI for Top 1000 listed companies in India, by market capitalization. While ESG (Environment, Social and Governance) may be a new technical jargon, the essence of ESG has always been ingrained in our organisation's culture and way of business.

## Governance at the Center of Operations

We have always considered governance at the forefront of all our activities. This year, with the listing of our Company, we fortified the resilience of our processes, controls and the overall governance structure. We instated the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, and Risk Management Committee this year through a Board resolution dated July 14, 2023. Various members of the Board, key-managerial personnel and other senior managerial personnel have been tasked with leading matters on regulatory compliances, occupational health and safety, human resource management and development, risk management, IT security and controls, amongst other sustainability linked matters. Our risk management plan includes identification of sustainability-linked risks and impacts, to orchestrate effective mitigation and control activities.

## Our People, our Strength

As at the end of this financial year, our Company employed upwards of 9,000 employees and workers, including contract workers. It gives me immense pride to add that more than 50% of these employees and workers are females. The Company also employed 25+ differently abled workers, who are given an equal access to work and growth opportunities. With another facility in construction at Umbergaon, we only hope to add to this number.

The safety of our people has been of utmost priority to us, and the Company has made significant investments in developing infrastructure, housed with all the necessary safety equipment and a dedicated HSE team to lead health and safety initiatives. The Company has an inhouse 'Occupational Health Center' for onsite injuries and health check-ups. Further, the Company, through its Corporate Social Responsibility initiatives is funding the construction of a hospital in Umbergaon.

## Environmental Stewardship

We strive to ensure efficient management of waste with minimal impact on adjoining ecosystems in the regions in which we operate. We have taken various steps towards conservation of environment and making judicious use of natural resources. We are further exploring different projects to extend our stewardship on environmental matters and contribute positively to climate action.

Sustainable growth has been the driving force of our vision. We aspire to and shall continually strive to create value for our stakeholders, in a manner that is ethical, fair and environmentally-conscious.

Warm Regards,  
**Santosh Raveshia**  
Managing Director



## SECTION A: GENERAL DISCLOSURES

## I. Details of the listed entity

1. **Corporate Identity Number (CIN) of the Listed Entity:** L36991GJ2006PLC049275
2. **Name of the Listed Entity:** DOMS Industries Limited
3. **Year of incorporation:** 2006
4. **Registered office address:** J-19, G.I.D.C, Opp. Telephone Exchange, Umbergaon, Dist. Valsad, Gujarat, India – 396171
5. **Corporate address:** Plot No. 117, 52 Hector Expansion Area, G.I.D.C, Umbergaon, Dist. Valsad, Gujarat, India – 396171
6. **E-mail:** [ir@domsindia.com](mailto:ir@domsindia.com)
7. **Telephone:** +91 74348 88445/446
8. **Website:** [www.domsindia.com](http://www.domsindia.com)
9. **Financial year for which reporting is being done:** FY 2023-24
10. **Name of the Stock Exchange(s) where shares are listed:** BSE Limited and National Stock Exchange of India Limited
11. **Paid-up Capital:** ₹ 6,068.72 lakhs
12. **Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report:** Mitesh Padia, Company Secretary; +91 70690 28500; [cs@domsindia.com](mailto:cs@domsindia.com)
13. **Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together):** Standalone
14. **Name of assurance provider:** Not applicable
15. **Type of assurance obtained:** Not applicable

## II. Products/services

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

DOMS is engaged in the business of manufacturing, marketing, trading and distribution of scholastic stationery, scholastic art material, paper stationery, office supplies, hobby and craft products, fine arts products and kits and combos.

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Manufacturing and trading	Manufacturing, marketing, trading and distribution of stationery and art material products	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	Scholastic Stationery		48%
2	Scholastic Art Material	32901, 32909, 20224,	30%
3	Kits & Combos	20295, 47613 and 46496	11%
4	Office Supplies		8%
5	Others		3%

## III. 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	11	15*	26
International	-	-	-

\*This number includes warehouses and depots.

**19. Markets served by the entity:**

**a. Number of locations**

Locations	Number
National (No. of States)	28 States and 8 Union Territories
International (No. of Countries)	53

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

16% of the Company's total turnover is attributable to exports. We conduct 52% of our international business through FILA our corporate promoter, and its related parties which have physical presence in some of the international markets that we serve.

**c. A brief on types of customers**

DOMS is in the business of manufacturing and marketing scholastic stationery, scholastic art material, paper stationery, office supplies, hobby and craft products, fine arts products and kits and combos. We cater to diverse needs of all age groups, right from school children to professionals. The Company markets its products under our flagship brand 'DOMS' and also 'C3' which aims to capture the affordable market segment. Our sub-brand, 'Amariz' focuses on fine art products for professionals and 'FixyFix' which focuses on adhesives. We conduct our business primarily through the following channels:

- i. Domestic Network:** In the domestic market, our products are sold through our strong and robust network of super-stockists, distributors and retailers. Additionally, we also supply our products to modern trade, retail stores and various e-commerce platform.
- ii. Export Network:** Our export sales are undertaken through FILA and FILA Group Companies in certain geographies where they are present, and through our network of merchants and trading houses in certain other geographies.

**IV. 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>Employees</b>						
1.	Permanent Employees (D)	8745	4209	48%	4536	52%
2.	Other than Permanent employees (E)	-	-	-	-	-
3.	<b>Total Employees (D + E)</b>	<b>8745</b>	<b>4209</b>	<b>48%</b>	<b>4536</b>	<b>52%</b>
<b>Workers</b>						
4.	Permanent Workers (F)	7361	2963	40%	4398	60%
5.	Other than Permanent workers (G)	410	205	50%	205	50%
6.	<b>Total Workers (F + G)</b>	<b>7771</b>	<b>3168</b>	<b>41%</b>	<b>4603</b>	<b>59%</b>

**Note:**

- 1. Permanent employees (D) includes all personnel on rolls of the Company including Permanent workers (F)
- 2. Permanent workers (F) are on rolls of the Company but do not perform managerial or administrative role.
- 3. Other than permanent workers (G) includes workforce hired through third party job contractors.
- 4. The count is taken for employees and workers as at March 31, 2024.

**b. Differently Abled Employees and Workers:**

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b>Differently Abled Employees</b>						
1.	Permanent employees (D)	28	19	68%	9	32%
2.	Other than Permanent employees (E)	-	-	-	-	-
3.	<b>Total Differently Abled Employees (D + E)</b>	<b>28</b>	<b>19</b>	<b>68%</b>	<b>9</b>	<b>32%</b>
<b>Differently Abled Workers</b>						
4.	Permanent workers (F)	26	17	65%	9	35%
5.	Other than Permanent workers (G)	-	-	-	-	-
6.	<b>Total Differently Abled Workers (F + G)</b>	<b>26</b>	<b>17</b>	<b>65%</b>	<b>9</b>	<b>35%</b>

The Company supports inclusivity and diversity at workplace. We pride ourselves at having a positive gender ratio, with a higher proportion of female staff. We also provide equal opportunity to differently-abled persons, and extend necessary support wherever needed. We strive to maintain an organization culture where employees feel safe and respected, without any discrimination or bias.

## 21. Participation/Inclusion/Representation of women

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	12	3	25%
Key Management Personnel*	2	-	Not Applicable

\*Key Managerial Personnel include, Company Secretary and Chief Financial Officer

## 22. Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

	FY 2023-24			FY 2022-23			FY 2021-22		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	37.99%	20.63%	28.95%	36.05%	24.43%	30.16%	32.08%	26.35%	29.44%
Permanent Workers	49.88%	21.01%	32.63%	44.25%	24.40%	32.71%	38.83%	26.70%	32.29%

## V. Holding, Subsidiary and Associate Companies (including joint ventures)

### 23. (a) Names of holding<sup>1</sup> / 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)
1	Pioneer Stationery Private Limited	Subsidiary Company	51.00%	No
2	Micro Wood Private Limited	Subsidiary Company	75.00%	No
3	ClapJoy Innovations Private Limited	Associate Company	30.00%	No

<sup>1</sup>F.I.L.A. Fabbrica Italiana Lapis ed Affini S.p.A. was holding company until December 17, 2023

## VI. CSR Details

### 24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No) Yes

(ii) Turnover : ₹ 1,38,781.79 lakhs

(iii) Net worth : ₹ 78,834.17 lakhs

## VII. 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, then provide web-link for grievance redressal policy) <sup>#</sup>	FY 2023-24			FY 2022-23		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	-	-	-	-	-	-
Investors (other than shareholder)	Yes	-	-	-	-	-	-
Shareholders <sup>1</sup>	Yes	6013	01	The pending complaint was resolved subsequently on April 02, 2024	-	-	-
Employees and workers	Yes	-	-	-	-	-	-
Customers <sup>2</sup>	Yes	321	-	-	76	-	-
Value Chain Partners	Yes	-	-	-	-	-	-
Others	Yes	-	-	-	-	-	-

<sup>#</sup>For policies of the Company refer <https://domsindia.com/policies/>

<sup>1</sup>The Company received these complaints from applicants during its IPO in relation to allotment of shares or processing of refund after non-allotment of shares. These applicants were later connected with relevant beneficiary banks, brokers and intermediaries to facilitate redressal. These complaints were not per se against any of our services or for non-fulfilment of our obligations, and DOMS only acted as an intermediary to get these complaints resolved.

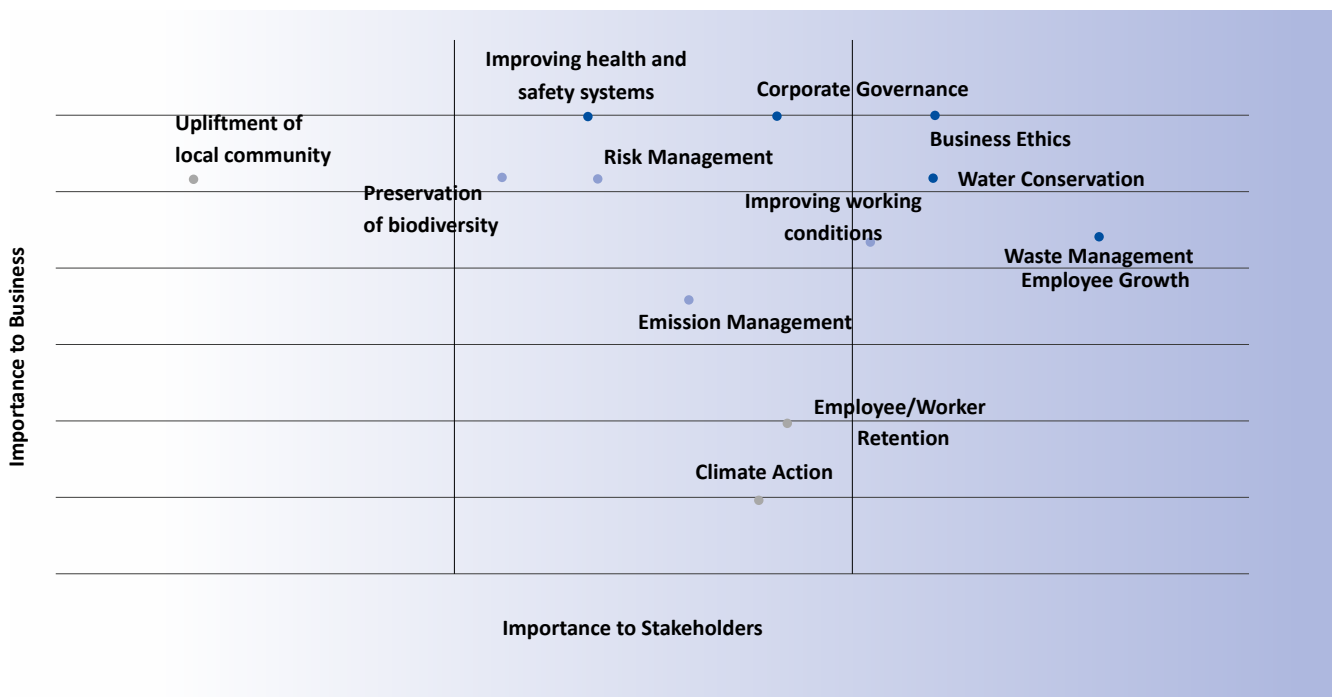
<sup>2</sup>All consumer complaints were acknowledged and addressed during the year. In cases where we could not procure a response including evidence of legitimacy, the complaints were deemed closed within a period of 20 days.

**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**

The Company conducted a materiality assessment to assess those sustainability related matters which are of significance to the business as well as its stakeholders. The assessment involved the following processes:

1. Identification of stakeholders: We evaluated different categories of stakeholders based on their level of dependence and influence of/ on the business, its operations and/or products. Basis that, the following broad categories were identified: shareholders, directors, employees and workers, suppliers, distributors, consumers and local residents.
2. Identification of sustainability matters: We shortlisted some sustainability-linked matters from a broader universe of risks and opportunities faced by the Company. These matters were selected basis the nature of business and applicability of the topics in practical sense.
3. Data Collection and Organisation: A survey was conducted amongst all stakeholders to assess the level of importance each group assigns to select sustainability matters. A total of 58 responses were captured from varied stakeholders.
4. Information Analysis: The survey results were plotted on a heat map to identify topics by their level of importance to the business and its stakeholders.



Basis the assessment, the below issues were identified as material sustainability risks and opportunities:

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
<b>ENVIRONMENT</b>					
1	Emission and Climate Change	Risk	Our primary operations are situated at Umbergaon which is in close proximity to the coastline. Hence, the place is exposed to extreme weather conditions, rising water levels and rising temperatures.	<p>The Company has inhouse ventilation, drainage and fire hydrant systems to protect against extreme events.</p> <p>The Company also practices rainwater harvesting to restore ground water levels in the vicinity.</p> <p>The Company is also insured against losses due to extreme weather events.</p>	Negative
2	Waste Management	Risk	The Company's operations result in generation of different kinds of waste, primarily plastic waste. The Company is tasked with its proper disposal and adherence to allied laws and regulations. We are susceptible to fines or legal action in case of violation.	Kindly refer to Question 3 of Principle 2 for the disposal techniques adopted by the Company for different categories of waste.	Negative
3	Water Conservation	Risk	While our processes are not water intensive, we use water primarily for cooling, cleaning and domestic use. We are dependent on municipal water and groundwater bores for fulfilling our water requirements. Any shortage of water could have an adverse impact on our operations	<p>We practice rainwater harvesting at our Umbergaon facility, using a catchment pond. The harvested water is directed to refill groundwater bores and replenish our fire hydrant tanks.</p> <p>We have further installed ETPs at relevant sites for treatment of water discharged through our processes. The treated water is reused in operations. We are also in the process of installing an STP to treat all water discharge from domestic use.</p> <p>We further reuse water used for cleaning and cooling to limit our water withdrawal to the extent possible.</p>	Negative
<b>SOCIAL</b>					
4	Improving Health and Safety Systems	Risk	Staff members, especially workers working around machines are susceptible to injury from negligence or error. Further, minor to major accidents may occur in the course of work.	<p>We have developed elaborate safety protocols, led by a dedicated HSE team.</p> <p>Our premises are equipped with health and safety equipment for preventive and corrective control.</p> <p>Kindly refer to Question 10 of Principle 3 for more details.</p>	Negative
5	Employee/ Worker Growth & Development	Opportunity	The Company employs more than 9,000 employees and workers (including contract workers). Upskilling and growth of the workforce is of paramount importance and can lead to increasing productivity levels and improved staff morale.	All employees and workers are provided on-field training during the course of work. Unskilled workers are provided special trainings upon meeting specific performance-based criteria. Annual appraisals are conducted for white-collar employees and feedback is given to improve performance at work. Exemplary performance at work is recognized and rewarded at Company events.	Positive

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
<b>GOVERNANCE</b>					
6	Corporate Governance and Business Ethics	Risk & Opportunity	<p>Risk: Like all other businesses, we are susceptible to negligence or override of controls due to human errors or conflicts. It may lead to non-compliance, damage to environment or loss of business.</p> <p>Opportunity: However, with sound governance practices, we can further improve our business results. High levels of integrity can improve work culture and positively impact employee morale.</p>	Our risk management plan addresses all material risks, including sustainability risks. Relevant policies, checks and controls have been implemented to prevent non-compliance or misuse of authority.	Negative (risks) and Positive (opportunities)

## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1. a. Whether your entity's policy/ policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	Statutory policies mandated under applicable laws are available on the Company's official website: <a href="https://domsindia.com/policies/">https://domsindia.com/policies/</a> .								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
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.	The Company is complying with BIS standard IS 9873: Part 1: 2019 and also has EN71 certification that ensure that our products are safe for use by children in India and abroad, wherever applicable. The Company is also certified with the Forest Steward Council's Chain of Custody Certification standard for relevant products. The Company is also in the process of implementing an Integrated Management System that shall combine implementation of ISO 9001 (Quality Management System), ISO 14001 (Environmental Management System) and ISO 45001 (Occupational Health and Safety Management Systems)								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Currently, the Company does not have any specific commitments, goals and targets set. Nevertheless, the Company continues to comply with applicable laws, rules and regulations.								
6. Performance of the entity against the specific commitments, goals and targets along with reasons in case the same are not met.	Not Applicable								
<b>Governance, leadership and oversight</b>									
7. Statement by director responsible for the business responsibility report, (listed entity has flexibility regarding the placement of this disclosure) Provided at the start of the BRSR report	highlighting ESG- related challenges, targets and achievements								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Santosh Raveshia, Managing Director								

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 Board has delegated sustainability-specific responsibilities to various committees including the Risk Management Committee, Stakeholder Relationship Committee and the Corporate Social Responsibility (CSR) Committee.
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	Yes, the management and the Committee of the Board review the adequacy and effectiveness of policies.									All the policies are reviewed annually by the Company. However, specific matters brought to the management or the Committee are reviewed on a need basis.								
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	The Audit Committee oversees compliance with all statutory rules and regulations, including those pertaining to the principles.									The Committee conducts reviews on quarterly or need basis, to ensure compliance with all laws and regulations.								

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.	<table border="1"> <thead> <tr> <th>P1</th><th>P2</th><th>P3</th><th>P4</th><th>P5</th><th>P6</th><th>P7</th><th>P8</th><th>P9</th> </tr> </thead> <tbody> <tr> <td colspan="9" data-bbox="852 925 1468 981">Currently, the Company conducts internal assessments to ensure that the policies are effective and being efficiently followed.</td> </tr> </tbody> </table>	P1	P2	P3	P4	P5	P6	P7	P8	P9	Currently, the Company conducts internal assessments to ensure that the policies are effective and being efficiently followed.								
P1	P2	P3	P4	P5	P6	P7	P8	P9											
Currently, the Company conducts internal assessments to ensure that the policies are effective and being efficiently followed.																			

12. If answer to question (1) above is “No” i.e. not all Principles are covered by a policy, reasons to be stated:
- Not applicable. Our policies cover all nine NGRBC principles.

## SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

### 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 programs on any of the Principles during the financial year:**

Segment	Total number of training and awareness programs held	Topics/ principles covered under the training and its impact	Percentage of persons in respective category covered by the awareness programs
Board of Directors	1	The Board and KMPs are briefed on relevant sustainability-related matters from time to time. These include updates on regulations & compliances, internal control improvements, talent retention, health & safety and governance practices. Since most of these trainings are part of Board/Committee meetings, they have not been included in the count separately.	100%
Key Managerial	1		100%
Personnel			

Segment	Total number of training and awareness programs held	Topics/ principles covered under the training and its impact	Percentage of persons in respective category covered by the awareness programs
Employees other than BoD and KMPs	8	The trainings primarily covered health and safety related topics including:	100% <sup>1</sup>
Workers	5	<ol style="list-style-type: none"> <li>1. Machine handling and closure</li> <li>2. Material handling</li> <li>3. Fire Safety</li> <li>4. First Aid and CPR</li> <li>5. Emergency preparedness</li> <li>6. Code of Conduct</li> <li>7. POSH</li> </ol> <p>Apart from these, employees/workers are also provided on the job training individually or in groups which is specific to their function/role. These trainings are not included in the total number given alongside.</p>	100% <sup>1</sup>

<sup>1</sup>All Employees/Workers are covered under at least one of the topics

**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):**

There have been no such instances for the financial year 2023-24.

Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (in ₹)	Brief of the Case	Has an appeal been preferred? (Yes/ No)
Penalty/ Fine					
Settlement			None		
Compounding fee					

Non-Monetary				
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment				
Punishment			None	

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

Not applicable

**4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

- The Company's Code of Conduct and Ethics, Code of Conduct for Directors and Senior Management and Responsible Supply Chain Policy contain provisions for anti-corruption and anti-bribery, which applies to all directors, employees and value chain partners to the extent of their work with the Company. These policies can be accessed on <https://domsindia.com/policies/>
- We are committed to building a culture of high integrity and prohibit the use of corruption in any form, including providing, accepting, or soliciting bribe, kickbacks or facilitation payments from competitors, vendors, suppliers, customers, or others that do business or are trying to do business with DOMS.
- The policy also extends to gifts, contributions, and hospitality received and made by stakeholders in the course of work. We strive to ensure that all transactions are undertaken at arm's length and do not impair our bias and judgement.
- The Company abides by the provisions of Prevention of Corruption Act, 1988 (India), or equivalent Acts in case of international business at all times.



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

There have been no such instances.

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

	FY 2023-24		FY 2022-23	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors				
Number of complaints received in relation to issues of Conflict of Interest of the KMPs				

There have been no such complaints against the directors or KMPs. We ensure that all transactions are conducted at arm's length without bias to any personal interests.

**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.**

Not applicable.

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

Particulars	FY 2023-24	FY 2022-23
Number of days of accounts payables*	36 days	40 days

\*We have considered average of accounts payable at the opening and closing of the year, which is more representative of the business activity throughout the year.

**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:

Parameter	Metrics	FY 2023-24	FY 2022-23
Concentration of Purchases <sup>1</sup>	a. Purchases from trading houses as % of total purchases	2.12%	2.26%
	b. Number of trading houses where purchases are made from	5	5
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	100%	100%
Concentration of Sales <sup>2</sup>	a. Sales to dealers/ distributors as % of total sales	78.83%	76.83%
	b. Number of dealers / distributors to whom sales are made	124	122
	c. Sales to top 10 dealers/ distributors as % of total sales to dealers / distributors	42.49%	43.30%
Share of RPTs in	a. Purchases (Purchases with related parties / total Purchases)	10.58%	9.62%
	b. Sales (Sales to related parties / total sales)	8.48%	10.80%
	c. Loans & advances (Loans & advances given to related parties/ total loans & advances)	0% <sup>3</sup>	0% <sup>3</sup>
	d. Investments (Investments in related parties/ total Investments made)	100% <sup>3</sup>	100% <sup>3</sup>

<sup>1</sup>This constitutes foreign import-export trade houses

<sup>2</sup>This constitutes sales through super stockists with whom we have a distributorship arrangement

<sup>3</sup>based on balances as on March, 31 of the respective years

**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.**

(₹ in lakhs)

Particulars	FY 2023-24	FY 2022-23	Details of improvements in environmental and social impacts
R&D	-	-	Refer note below
Capex	210.15 (1.73%)	31.44 (0.25%)	Refer note below

**Note:**

**Research and Development Process:**

Our research and development team ensure that our products are safe, non-toxic, user friendly, cost-effective and involve minimum wastage. Over the years, the Company has constantly built on its learning curve and has introduced numerous interventions that have a positive environmental and social impact. These include use of recycled material, inhouse recycling, product safety compliance and product reassessments.

These processes have been developed over time and hence no research and development costs are specifically allocable to these activities.

**Capital Expenditure:**

The Company regularly makes capital expenditure in technologies/ equipment that contribute positively to environment and other social factors. The Company has invested in Rainwater harvesting, Effluent treatment plants and sound safety and security systems.

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

Due care and diligence are exercised when evaluating our supplier partners, especially for their market standing, governance practices and product quality. To extend this vigilance to other environmental and social factors, the Company has instated a Responsible Supply Chain Policy which shall cover all value chain partners of the Company.

- b. If yes, what percentage of inputs were sourced sustainably?**

The percentage of inputs sourced sustainably has not been determined yet.

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.**

Type of waste	Process
Plastic Waste	<u>Post-consumer Plastic Waste</u> In line with the Extended Producer Responsibility (EPR) norms applicable to our Company, we have tied up with a registered third-party Plastic Waste Processor (PWP) for collection of post-consumer plastic wastes on our behalf. Plastic waste so collected is suitably recycled and the Company is granted 'Certificate of Recycling' to this extent.
	<u>Pre-consumer Plastic Waste</u> The Company re-uses most of its polymer-based waste generated in its manufacturing processes. Many of its plastic-based drums are also sent back to the suppliers after use. The remaining plastic scrap is sold to plastic scrap dealers who further recycle the product.
Electronic Waste	E-waste generated as a result of our operations is either reused internally or sold to third-party vendors that manage the waste suitably.
Hazardous Waste	Waste water is treated through inhouse ETP plants. Residual waste is collected by authorized vendors for proper disposal. All hazardous wastes are being disposed as per the Hazardous Wastes Management Rules.
Sawdust	The Company recycles sawdust from processing of wood-based products to produce wood briquettes. These briquettes are used for heating (as a replacement to other forms of fuel/energy) and the balance are sold off to dealers for resale.
Others	Other waste, including scrap cardboard, paper-based waste or metal scraps are disposed off to scrap dealers for recycling and disposal.

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

Yes, Extended Producer Responsibility under the Plastic Waste Management Rules, 2016 is applicable to the Company. We are registered as Brand Owners with the Central Pollution Control Board and have submitted our plan for collection of plastic waste through registered third-party agencies, which is in line with the requirements of the Rules. We have met our targets for FY 2022-23 and FY 2023-24.

**PRINCIPLE 3**

**Businesses should respect and promote the well-being of all employees, including those in their value chains**

**Essential Indicators**

**1. a. Details of measures for the well-being of employees:**

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
<b>Permanent employees*</b>											
Male	4209	3746	89%	4209	100%	N.A.	N.A.	-	-	-	-
Female	4536	4502	99%	4536	100%	4536	100%	N.A.	N.A.	-	-
<b>Total</b>	<b>8745</b>	<b>8248</b>	<b>94%</b>	<b>8745</b>	<b>100%</b>	<b>4536</b>	<b>100%</b>	-	-	-	-

\*Permanent employees' includes all personnel on rolls of the Company

**b. Details of measures for the well-being of workers:**

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
<b>Permanent workers<sup>®</sup></b>											
Male	2963	2963	100%	2963	100%	N.A.	N.A.	-	-	-	-
Female	4398	4398	100%	4398	100%	4398	100%	N.A.	N.A.	-	-
<b>Total</b>	<b>7361</b>	<b>7361</b>	<b>100%</b>	<b>7361</b>	<b>100%</b>	<b>4398</b>	<b>100%</b>	-	-	-	-
<b>Other than Permanent workers<sup>#</sup></b>											
Male	205	205	100%	205	100%	N.A.	N.A.	-	-	-	-
Female	205	205	100%	205	100%	205	100%	N.A.	N.A.	-	-
<b>Total</b>	<b>410</b>	<b>410</b>	<b>100%</b>	<b>410</b>	<b>100%</b>	<b>410</b>	<b>100%</b>	-	-	-	-

<sup>®</sup> Permanent workers are on rolls of the Company but do not perform managerial, administrative or supervisory role.

<sup>#</sup> Other than Permanent Workers include workforce hired through third party job contracts

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

	FY 2023-24	FY 2022-23
Cost incurred on well- being measures as a % of total revenue of the Company*	1.56%	1.22%

\*This cost includes payments towards group mediclaim and accident insurance, employer's contribution to ESIC, Provident Fund and Gratuity and other staff welfare expenses

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

Benefits	FY 2023-24			FY 2022-23		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Yes/No/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 (Yes/No/N.A.)
PF	99%	100%	Yes	99%	99%	Yes
Gratuity <sup>1</sup>	100%	100%	Yes	100%	100%	Yes
ESI	88%	100%	Yes	0.23% <sup>2</sup>	0.18% <sup>2</sup>	Yes

<sup>1</sup>All eligible employees and workers are granted gratuity in accordance with Payment of Gratuity Act 1972

<sup>2</sup>Before the Notification F. No. S-38013/12/2023-SS-I under the Gazette of India, only select employees were covered under ESIC because of absence of ESIC-approved hospital in the vicinity

### 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, the premises of the entity are accessible by differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016. The premises are equipped with:

- Lifts
- Wheelchair-friendly ramps, wherever needed for easy mobility
- Accessible washrooms, and
- Accessible parking facilities

The Company strives to maintain infrastructure that is suitable and accessible for use by differently-abled employees and workers.

### 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.

The Company's Code of Conduct and Ethics and Human Rights Policy contain provisions for non-discrimination at workplace. These policies can be accessed on <https://domsindia.com/policies/>. The Company prides itself in creating a workplace culture that provides equal opportunities to all, including persons with disability. We currently employ 28 Person with disability all of whom are given equal pay vis-à-vis fellow workers engaged in similar jobs.

### 5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male				
Female				Not applicable <sup>1</sup>
<b>Total</b>				

<sup>1</sup>None of the employees or workers have availed parental leaves during FY 2023-24, accordingly return to work rate and retention rate is not applicable.

### 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.

	Details of the mechanism
Permanent Workers	<ul style="list-style-type: none"> <li>• <b>Grievance Submission:</b> All employees and workers can submit their grievance to their supervisor or manager. In case the matter involves the supervisor or manager, the grievance may be raised directly with the department head or the Human Resources department ('addressed person'). The grievance should detail the nature of the complaint, any relevant dates or witnesses, and the desired outcome.</li> <li>• <b>Acknowledgement:</b> The addressed person will acknowledge receipt of the grievance within 2-4 business days.</li> <li>• <b>Investigation:</b> The addressed person will conduct a fair and impartial investigation, gathering information from all parties involved.</li> <li>• <b>Resolution:</b> Based on the investigation findings, the addressed person will attempt to reach a fair and appropriate resolution for all parties involved. This may involve mediation, disciplinary action, or other solutions as deemed necessary.</li> <li>• <b>Appeal:</b> If the employee is not satisfied with the initial resolution, they have the right to appeal to the senior leadership or through the Whistleblower and Vigil Mechanism.</li> </ul>
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

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

Category	FY 2023-24			FY 2022-23		
	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>	8745	-	-	7713	-	-
- Male	4209	-	-	3671	-	-
- Female	4536	-	-	4042	-	-

Category	FY 2023-24			FY 2022-23		
	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 Workers</b>	7361	-	-	6559	-	-
- Male	2963	-	-	2639	-	-
- Female	4398	-	-	3920	-	-

Note: The Company has an open policy and allows full freedom of association, however none of our employees or workers are part of any associations or unions.

#### 8. Details of training given to employees and workers:

Category	FY 2023-24					FY 2022-23				
	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<sup>1</sup></b>										
Male	4209	3283	78%	3283	78%	3671	2896	79%	2896	79%
Female	4536	4436	98%	4436	98%	4042	3949	98%	3949	98%
<b>Total</b>	<b>8745</b>	<b>7719</b>	<b>88%</b>	<b>7719</b>	<b>88%</b>	<b>7713</b>	<b>6845</b>	<b>89%</b>	<b>6845</b>	<b>89%</b>
<b>Workers<sup>1</sup></b>										
Male	3168	3168	100%	3168	100%	2935	2935	100%	2935	100%
Female	4603	4603	100%	4603	100%	4201	4201	100%	4201	100%
<b>Total</b>	<b>7771</b>	<b>7771</b>	<b>100%</b>	<b>7771</b>	<b>100%</b>	<b>7136</b>	<b>7136</b>	<b>100%</b>	<b>7136</b>	<b>100%</b>

<sup>1</sup>This information relates to both permanent and non-permanent employees and workers. Basic health and safety trainings are provided to all production related staff at least once after joining. Specialized trainings are provided based on plant-specific health and safety measures applicable to employees/workers of that plant or department. Skill upgradation trainings are largely on-field trainings provided to production-related staff to enhance their productivity or during transfer to another department.

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

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
<b>Employees<sup>1</sup></b>						
Male	4209	1246	30%	3671	1022	28%
Female	4536	138	3%	4042	119	3%
<b>Total</b>	<b>8745</b>	<b>1384</b>	<b>16%</b>	<b>7713</b>	<b>1141</b>	<b>15%</b>
<b>Workers<sup>2</sup></b>						
Male	2963	-	-	2639	-	-
Female	4398	-	-	3920	-	-
<b>Total</b>	<b>7361</b>	<b>-</b>	<b>-</b>	<b>6559</b>	<b>-</b>	<b>-</b>

<sup>1</sup>This information relates to permanent employees and workers. As of now, only white-collar staff is covered under performance reviews, which happen at the time of yearly appraisals.

<sup>2</sup>In case of workers, while there is no formal performance review, regular feedback is given.

#### 10. Health and safety management system:

##### a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes, the Company has a dedicated staff of 25+ persons that takes care of health and safety management system in the Company premises. All employees and workers that work at our premises are covered under the system which involves the following:

- Policy: The Company has a detailed 'Health, Safety and Environment (HSE) Policy' that covers all critical health and safety risks within the Company.
- Fire Safety: The Company maintains a pump house, fire tanks, different grades of fire equipment and a fully functional fire hydrant network within its manufacturing premises. We have installed fire alarm systems and sprinklers at relevant spots for fire risk mitigation.

- **Health Management:** The Company has an inhouse Occupational Health Center (OHC), that provides immediate support in case of health issues or accidents. The premises are also equipped with first aid kits, oxygen cylinders, ECG devices, BiPAP machines and CPR kits for exigencies.
- **Accident Management:** The Company has a 24\*7 ambulance that provides immediate support in case of emergencies. All accidents and injuries are systematically recorded and inspected in line with the 'Accident Reporting and Inspection Policy'. A joint investigation is conducted in severe cases and remedial actions are taken. All employees are covered insured against accidents through the Company's workmen compensation policy or the ESIC policy.
- **Safety Equipment:** Employees and workers are provided with relevant PPE (equipment) such as hand gloves, masks, googles, safety shoes, aprons, noise-reducing ear muffs and helmets based on their nature of work.
- **Safety Approvals:** The HSE team monitors health and safety hazards and mandates 'Safety Work Approvals' for high-risk jobs such as welding, working at high-elevation, etc. Proper registers and approval systems are maintained to ensure strict compliance.
- **Trainings:** All production facing employees are provided basic health and safety training after joining. Specialized trainings are provided based on plant-specific health and safety measures applicable to employees/workers of that plant or department.

**b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?**

- Each production-related department is inspected for health and safety hazards at least on a monthly basis. The responsible HSE officer communicates health and safety related observations, including areas of non-compliance or points of feedback to the respective department head in the form of an 'Inter-Office Memo'. Follow-ups are conducted with department heads to ensure implementation of the recommendations.
- The HSE staff follows an internal Standard Operating Procedure (SOP) for periodic inspection of overall safety and health equipment and processes.

**c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Yes/No)**

Yes, the HSE staff regularly interacts with the department heads and workers to monitor health and safety controls. The staff takes feedback on any specific concerns and areas of improvement, and provides necessary support for remedial action.

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

Yes. The Company's premises are equipped with oxygen cylinders, ECG devices, BiPAP machines and CPR kits at all times. All employees periodically undergo free health check-up at the Company's OHC lab. Further, the Company arranges special doctor visits twice a month for employees to take free medical advice on specific health conditions. The Company has also taken group health insurance for specific employees who are not already covered under ESIC.

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

Safety Incident/Number	Category	FY 2023-24	FY 2022-23
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees*	0.14	0.10
	Workers#	1.55	1.46
Total recordable work-related injuries (number of injuries)	Employees*	6	11
	Workers#	53	55
No. of fatalities	Employees*	-	-
	Workers#	-	-
High consequence work-related injury or ill-health (excluding fatalities)	Employees*	-	-
	Workers#	-	2

\* Employees, for the purposes of this table, excludes workers.

# Workers includes contract workforce.

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

Kindly refer to Question 10 relating to Health and Safety Management System above.

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

	FY 2023-24			FY 2022-23		
	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 <sup>1</sup>	-	-	-	-	-	-
Health & Safety <sup>1</sup>	-	-	-	-	-	-

<sup>1</sup>No such complaints were received from employees or workers

### 14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100% of our manufacturing plants were assessed by the entity's HSE department for health, safety and
Working Conditions	working conditions

### 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.

Department specific recommendations were communicated to respective department heads through 'Inter-office memos' for implementation. Necessary support in terms of equipment and infrastructural modification was also provided, wherever relevant.

## PRINCIPLE 4

Businesses should respect the interests of and be responsive to all its stakeholders

### Essential Indicators

#### 1. Describe the processes for identifying key stakeholder groups of the entity.

The Company has introduced 'Stakeholder Engagement Policy' which identifies stakeholders that impact or are impacted by our operations or existence. It also outlines our responsibilities and methods of engagement towards each of these stakeholders.

The Company also conducted a Materiality Assessment, wherein different stakeholders were identified based on the following parameters:

- i. **Dependency** - direct or indirect effect of the Company's products, services, activities, or performance on the stakeholder group; or vice versa.
- ii. **Responsibility** - whether the Company is directly or indirectly accountable to the stakeholder group.
- iii. **Influence** - whether the Company directly or indirectly influences or impacts the group's interests, performance or existence; or vice versa.

Basis the above assessment, the following groups were identified as stakeholders of the Company: shareholders, investors, directors, employees, workers, suppliers, super stockiest, distributors and retailers, consumers, regulators & government authorities, industry associations and local communities.

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

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of Communication	Frequency of Engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders & Investors	No	<ul style="list-style-type: none"> <li>• Investor/Analyst calls</li> <li>• General Meetings</li> </ul>	Quarterly Annually or on need basis	<ol style="list-style-type: none"> <li>i. Business performance and updates</li> <li>ii. Growth plans</li> <li>iii. Investor Presentation</li> <li>iv. Voting on Company matters</li> <li>v. Grievance redressal</li> <li>vi. Information requests</li> <li>vii. Regulatory filings</li> </ol>

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of Communication	Frequency of Engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement
		<ul style="list-style-type: none"> <li>Stock exchange filings</li> </ul>	Quarterly and when required otherwise	
		<ul style="list-style-type: none"> <li>Direct E-mails/ through RTA</li> <li>Press releases</li> <li>Company Website</li> </ul>	Periodically on need basis	
Employees, Workers and Directors	No	<ul style="list-style-type: none"> <li>Notice Board</li> <li>Townhalls and events</li> <li>Emails, phone calls</li> <li>In person and virtual meetings</li> <li>HR Department</li> </ul>	Ongoing	<ol style="list-style-type: none"> <li>Function-specific briefings and discussions</li> <li>Health &amp; Safety trainings</li> <li>Management address &amp; business review</li> <li>Performance reviews and appraisal</li> </ol>
Customers	No	<ul style="list-style-type: none"> <li>DOMS Dealer Management System</li> <li>Sales fleet and relationship managers</li> <li>Zonal/ regional managers</li> <li>Emails</li> <li>Management visits/ virtual meetings</li> <li>Events and industry meet-ups</li> <li>Dealer Meets</li> </ul>	Ongoing	<ol style="list-style-type: none"> <li>Distributorship/ sales agreement</li> <li>Inventory mapping and purchases</li> <li>Market Feedback</li> <li>New product launches</li> <li>Business expansion</li> <li>Billing and delivery</li> </ol>
Suppliers	No	<ul style="list-style-type: none"> <li>Procurement officers and business heads</li> <li>Emails and telephonic conversations</li> <li>Management visits/ virtual meetings</li> <li>Events and industry meet-ups</li> </ul>	Ongoing	<ol style="list-style-type: none"> <li>Product specifications</li> <li>Negotiation, billing and delivery</li> <li>Inventory mapping and purchases</li> <li>Quality checks</li> </ol>
Consumers	No	<ul style="list-style-type: none"> <li>Dedicated consumer care team</li> <li>E-mails and telephonic conversations</li> <li>Online/ offline surveys, contests or competitions</li> <li>Marketing campaigns including social media, online ads, hoardings and paid promotions</li> <li>Product labels</li> </ul>	Ongoing	<ol style="list-style-type: none"> <li>Product specifications</li> <li>Product Feedback</li> <li>Product quality and safe use</li> <li>Grievance redressal</li> <li>Delivery or packaging</li> <li>Queries</li> <li>Brand awareness and marketing</li> </ol>
Local Communities	No	<ul style="list-style-type: none"> <li>Visits</li> <li>Meetings/ Through industry associations</li> <li>Telephonic conversations</li> <li>CSR Initiatives</li> </ul>	Periodically on a need basis	<ol style="list-style-type: none"> <li>Business Updates</li> <li>On-field assistance</li> <li>Biodiversity, safety and hygiene</li> </ol>



Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of Communication	Frequency of Engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement
Government & regulators	No	<ul style="list-style-type: none"> <li>Meetings &amp; virtual conferences</li> <li>Events</li> <li>Email</li> </ul>	Ongoing	<ul style="list-style-type: none"> <li>i. Regulatory compliances</li> <li>ii. Advocacy through industry associations</li> </ul>
Industry associations	No	<ul style="list-style-type: none"> <li>Meetings &amp; virtual conferences</li> <li>Events</li> <li>Email</li> </ul>	Ongoing	<ul style="list-style-type: none"> <li>i. Industry updates</li> <li>ii. Knowledge sharing</li> <li>iii. Business collaboration</li> <li>iv. Policy advocacy</li> </ul>

## 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			FY 2022-23		
	Total (A)	No. of employees/workers covered (B)	% (B / A)	Total (C)	No. of employees/workers covered (D)	% (D / C)
<b>Employees</b>						
Permanent	8745	8745	100%	7713	7713	100%
Other than permanent	-	-	-	-	-	-
<b>Total Employees</b>	<b>8745</b>	<b>8745</b>	<b>100%</b>	<b>7713</b>	<b>7713</b>	<b>100%</b>
<b>Workers</b>						
Permanent	7361	7361	100%	6559	6559	100%
Other than permanent	410	410	100%	577	577	-
<b>Total Workers</b>	<b>7771</b>	<b>7771</b>	<b>100%</b>	<b>7136</b>	<b>7136</b>	<b>100%</b>

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

Category	FY 2023-24					FY 2022-23				
	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>	8745	7295	83%	1450	17%	7713	6460	84%	1253	16%
Male	4209	2894	69%	1315	31%	3671	2635	72%	1036	28%
Female	4536	4401	97%	135	3%	4042	3825	95%	217	5%
<b>Other than Permanent</b>	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-
<b>Workers</b>										
<b>Permanent</b>	7361	7230	98%	131	2%	6559	6433	98%	126	2%
Male	2963	2867	97%	96	3%	2639	2626	99.5%	13	0.5%
Female	4398	4363	99%	35	1%	3920	3807	97%	113	3%
<b>Other than Permanent</b>	410	410	100%	-	-	577	577	100%	-	-
Male	205	205	100%	-	-	296	296	100%	-	-
Female	205	205	100%	-	-	281	281	100%	-	-

### 3. Details of remuneration/salary/wages

#### a. Median remuneration / wages (₹ in lakhs)

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD) <sup>1</sup>	3	116.88	1	116.88
Key Managerial Personnel <sup>2</sup>	2	39.44	-	-
Employees other than BoD and KMP <sup>3</sup>	4204	1.52 <sup>4</sup>	4535	1.45 <sup>4</sup>
Workers	2963	1.45 <sup>4</sup>	4398	1.45 <sup>4</sup>

<sup>1</sup>BoD includes Managing Director (MD) and Whole-time Directors

<sup>2</sup>Key Managerial Personnel excluding directors

<sup>3</sup>Employees includes permanent workers but excludes BOD and KMP's

<sup>4</sup>These figures are annualized and pertain to employees and workers as on March 31, 2024

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

	FY 2023-24	FY 2022-23
Gross wages paid to females as % of total wages	45%	43%

### 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. The Company has an 'Internal Complaints Committee' that handles human rights complaints, including complaints on sexual harassment. The Committee comprises of four persons, including an external consultant and is presided by a senior female employee. Further, employees or workers are encouraged to communicate any grievances to their respective supervisors or the HR department.

### 5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Committee addresses grievances related to human rights issues using the following two mechanisms:

#### i. Resolution through conciliation

If any complaint is received by stakeholders, before initiating the inquiry, the Committee if requested by the aggrieved person shall undertake necessary steps to conciliate the complaint between the complainant and the person/s against whom the complaint is filed.

#### ii. Resolution through formal inquiry

- In case of a formal inquiry, the Committee members hear the complainant and record the allegations. The complainant may also submit corroborative material to substantiate the complaint.
- The Committee members investigate the matter, which may include inquiring with the person/s against whom the complaint is filed, collecting evidence through witnesses and involving such other persons for conducting tasks relevant to the investigation.
- The Committee provides every reasonable opportunity to the complainant and the person/s against whom the complaint is filed for putting forward and defending their respective case.
- While conducting the inquiry, a minimum of three Committee members including the Presiding Officer are present. The employer is required to provide all necessary assistance for the purpose of ensuring full, effective and speedy implementation of the policy.
- Where violation occurs as a result of an act or omission by any third party or outsider, the Company shall take all necessary steps and reasonable to assist the affected person in terms of support and preventive action.
- The inquiry is completed with submission of the Inquiry Report, within 90 days from the date on which the inquiry is commenced and relevant disciplinary action is taken by the employer. The inquiry procedure is conducted with absolute fairness to all parties.

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

	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment						
Discrimination at workplace						
Child Labour						
Forced Labour/ Involuntary Labour						
Wages						
Other human Rights related issues						

No such complaints were filed by any employees or workers

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

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

**8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.**

We have a detailed mechanism to prevent adverse consequences to the complainant in our Human Rights Policy, Whistleblower and Vigil Mechanism and Grievance Redressal Policy for Prevention of Sexual Harassment at Workplace

The identity of the complainant, person/s against whom the complaint is filed, witnesses, statements and other evidence obtained in the course of inquiry process, recommendations of the Committee, action taken by the employer is considered as confidential material, and not published or made known to public or media. Any person contravening the confidentiality clauses is subject to disciplinary action.

During pendency of the inquiry, on a written request made by the complainant, the Committee may recommend to the employer to provide interim relief in the form of transfer, leave or other relief that may be appropriate to prevent adverse consequences to the complainant.

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

The Company has initiated the process of including human rights requirements in all its new business agreements and contracts. For FY 23-24, the Company had implemented a Code of Conduct that addressed these issues. Further, we exercise due care when contracting with external vendors and partners, and keep an active vigil for any human rights violations.

**10. Assessments for the year:**

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	All plants and offices are assessed internally for these matters, including compliance with laws that inhibit these acts. Further, the Company's internal audit also covers inspection for child labour and wages.
Forced/involuntary labour	
Sexual harassment Discrimination at workplace	
Wages	

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

No adverse findings relating to human rights were observed during the internal assessment

**PRINCIPLE 6**

**Businesses should respect and make efforts to protect and restore the environment**

**Essential Indicators**

**1. Details of total energy consumption (in Giga Joules ('GJ')) and energy intensity:**

Parameter	FY 2023-24	FY 2022-23
<b>From renewable sources</b>		
Total electricity consumption (A)	-	-
Total fuel consumption (B)	-	-
Energy consumption through other sources [Recycled wood briquettes] (C)	46,997	42,186
<b>Total energy consumed from renewable sources (A+B+C)</b>	<b>46,997</b>	<b>42,186</b>
<b>From non-renewable sources</b>		
Total electricity consumption (D)	1,76,637	1,31,508
Total fuel consumption (E)	2,516	2,324
Energy consumption through other sources (F)	-	-
<b>Total energy consumed from non-renewable sources (D+E+F)</b>	<b>1,79,152</b>	<b>1,33,832</b>
<b>Total energy consumed (A+B+C+D+E+F) (in GJ)</b>	<b>2,26,150</b>	<b>1,76,018</b>
<b>Energy intensity per rupee of turnover</b> (Total energy consumed / Revenue from operations) <b>[GJ per ₹ lakh]</b>	1.63	1.63
<b>Energy intensity (joules) per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total energy consumed / Revenue from operations adjusted for PPP) <b>[GJ per USD lakh]</b>	37.29	37.21
<b>Energy intensity in terms of physical Output [GJ per million numbers<sup>1</sup>]</b>	84.57	65.11

<sup>1</sup>The unit of measurement varies for each product category, hence we have taken number of products produced consistently across both the years.

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

No such independent assessment has been conducted

**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? (Yes/No) 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, the entity does not have any sites/ facilities identified as DCs under the PAT scheme.

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

Parameter	FY 2023-24	FY 2022-23
<b>Water withdrawal by source (in kilolitres ('KL'))</b>		
(i) Surface water	-	-
(ii) Groundwater	7,840	4,752
(iii) Third party water	10,304	7,943
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
<b>Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)</b>	<b>18,144</b>	<b>12,695</b>
<b>Total volume of water consumption (in kilolitres)</b>	<b>18,144</b>	<b>12,695</b>
<b>Water intensity per rupee of turnover</b> (Total water consumption / Revenue from operations) <b>[KL per ₹ lakh]</b>	0.13	0.12
<b>Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total water consumption / Revenue from operations adjusted for PPP) <b>[KL per USD lakh]</b>	2.99	2.68
<b>Water intensity in terms of physical Output [KL per million numbers<sup>1</sup>]</b>	6.78	4.70

<sup>1</sup>The unit of measurement varies for each product category, hence we have taken number of products produced consistently across both the years.

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

No such independent assessment has been conducted

## 4. Provide the following details related to water discharged:

Parameter	FY 2023-24	FY 2022-23
<b>Water discharge by destination and level of treatment (in kilolitres ('KL'))</b>		
(i) To Surface water		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) To Groundwater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) To Seawater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(v) Others		
- No treatment <sup>1</sup>	4,928	6,290
- With treatment – please specify level of treatment	-	-
<b>Total water discharged (in kilolitres)</b>	<b>4,928</b>	<b>6,290</b>

<sup>1</sup>Water discharged to septic tanks and soak pits

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

No such independent assessment has been conducted

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

The Company has installed four Effluent Treatment Plants at relevant sites. Using primary and tertiary treatment techniques, chemicals, effluents and other impurities are separated from water into sludge, which is disposed suitably to agencies authorized by applicable regulators, and the treated water is reused in operations. The Company also recycles water used for cooling and cleaning in operations to avoid liquid discharge. Further, the Company is also in the process of installing Sewage Treatment Plants (STP).

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:<sup>1</sup>

Parameter	Please specify unit	FY 2023-24	FY 2022-23
NOx	ppm	16.50	24.70
SOx	ppm	29.40	31.30
Particulate matter (PM)	mg/Nm3	81.20	92.80
Persistent organic pollutants (POP)		NA	NA
Volatile organic compounds (VOC)		NA	NA
Hazardous air pollutants (HAP)		NA	NA
Others– please specify		NA	NA

<sup>1</sup>Average across different sites has been taken

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

No such independent assessment has been conducted

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

Parameter	Unit	FY 2023-24	FY 2022-23
<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)	Metric Tonnes of CO <sub>2</sub> e	339.13	347.42
<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)	Metric Tonnes of CO <sub>2</sub> e	40,381.14	30,064.25
<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)	Metric Tonnes of CO <sub>2</sub> e per ₹ lakh	0.29	0.28
<b>Total Scope 1 and Scope 2 emission 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)	Metric Tonnes of CO <sub>2</sub> e per USD lakh	6.71	6.43
<b>Total Scope 1 and Scope 2 emission intensity in terms of physical output</b>	Metric Tonnes of CO <sub>2</sub> e per million numbers <sup>1</sup>	15.23	11.25

<sup>1</sup>The unit of measurement varies for each product category, hence we have taken number of products produced consistently across both the years.

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

No such independent assessment has been conducted

**8. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.**

The Company has undertaken the following activities to reduce its Green House Gas Emissions:

- i. Wood Briquettes as a 'biofuel':** Wooden pencils contribute to about 35% of the Company's overall sales. In the process of manufacturing these pencils, the Company collects a large amount of sawdust, a combination of leftover wood shavings and lead. The Company recycles the sawdust into briquettes, using its wood briquettes production plant. The briquettes so generated have a high calorific value and help the Company substitute other fuels for heating in its furnace.
- ii. Use of cultivated wood:** Defying the conventional perception, all wooden slats used in the production of wooden pencils are sourced through cultivated plantations and not through elimination of forest cover. Cultivation of these trees leads to negative greenhouse gas emissions or in other words, helps absorb CO<sub>2</sub> till the trees are ready for harvest.
- iii. Renewable energy sources:** The Company is evaluating use of renewable energy sources such as use of solar energy at some of its sites at Umbergaon.

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

Parameter	FY 2023-24	FY 2022-23
<b>Total Waste generated (in metric tonnes ('MT'))</b>		
Plastic waste (A)	69.05	54.61
E-waste (B)	-	-
Bio-medical waste (C)	-	-
Construction and demolition waste (D)	-	-
Battery waste (E)	-	-
Radioactive waste (F)	-	-
Industrial sludge (G)	36.50	31.40
Sawdust (H)	5,678.21	4,214.30
Other Non-hazardous waste generated (I)	751.52	820.12
<b>Total (A+B+C+D+E+F+G+H+I)</b>	<b>6,535.28</b>	<b>5,120.43</b>
<b>Waste intensity per rupee of turnover</b> (Total waste generated/ Revenue from operations) [MT per ₹ lakh]	0.05	0.05
<b>Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total waste generated / Revenue from operations adjusted for PPP) [MT per USD lakh]	1.08	1.08
<b>Waste intensity in terms of physical output [MT per million numbers<sup>1</sup>]</b>	2.44	1.89
<b>For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes ('MT'))</b>		
<b>Category of waste</b>		
<b>Plastic Waste</b>		
(i) Recycled	69.05	54.61
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
<b>Total</b>	<b>69.05</b>	<b>54.61</b>
<b>Sawdust</b>		
(i) Recycled	-	-
(ii) Re-used	5,678.21	4,214.30
(iii) Other recovery operations	-	-
<b>Total</b>	<b>5,678.21</b>	<b>4,214.30</b>
<b>Industrial Sludge</b>		
(i) Recycled	-	-
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>Other Non-Hazardous Waste</b>		
(i) Recycled	734.99	797.48
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
<b>Total</b>	<b>734.99</b>	<b>797.48</b>
<b>For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)</b>		

Parameter	FY 2023-24	FY 2022-23
<b>Category of waste</b>		
<b>Plastic Waste</b>		
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>Sawdust</b>		
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>Industrial Sludge</b>		
(i) Incineration	-	-
(ii) Landfilling	36.50	31.40
(iii) Other disposal operations	-	-
<b>Total</b>	<b>36.50</b>	<b>31.40</b>
<b>Other Non-Hazardous Waste</b>		
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations	16.53	22.64
<b>Total</b>	<b>16.53</b>	<b>22.64</b>

<sup>1</sup>The unit of measurement varies for each product category, hence we have taken number of products produced consistently across both the years.

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

No such independent assessment has been conducted

**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.**

At DOMS, we have built a conscious culture to reduce waste as much as possible. Our manufacturing processes are designed in a way that ensure maximum use of raw materials, and reconditioning of leftover materials for reuse in processes.

**Recycling**

We recycle leftover polymer released after moulding polymer-based products in subsequent batches through various process interventions. A similar activity is done for other materials like graphite and calcium carbonate.

**Reuse**

The Company reuses crates, metal containers, plastic drums and cartons for storing and transportation. We sometime also return these products for reuse, refurbishing or safe disposal. The Company also reuses water from cleaning and cooling to reduce waste water discharge. The Company purports handling material with care, to ensure that we may use our resources judiciously and for a longer time.

**Disposal**

Kindly refer to Question 3, under Principle 2 for disposal techniques adopted by the Company for different categories of waste.

**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? (Yes/No) If no, the reasons thereof and corrective action taken, if any.
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Not Applicable – the Company does not operate in/around ecologically sensitive areas that require approvals/ clearances other than then general consent to operate

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

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not applicable.					

**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 (Yes/No).**

Yes – the Company is compliant with all applicable environmental laws and regulations<sup>1</sup>

If not, provide details of all such non-compliances, in the following format:

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

<sup>1</sup>One of the Company's plant located at GIDC, Umbergaon received a closure notice from the Gujarat Pollution Control Board, Gandhinagar on April 05,2024 (after the end of the financial year). However, the notice was revoked upon payment of an interim environmental compensation. The Company has made necessary stock exchange filings in this respect.

**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.** Eight
- 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	The Art and Creative Material Institute Inc.	International
2	Bureau of Indian Standards	National
3	Federation of Indian Export Organisations	National
4	Pen and Stationery Association of India	National
5	CAPEXIL	National
6	Umbergaon Industries Association	Regional
7	Southern Gujarat Chamber of Commerce and Industries	Regional
8	Bari Brahmana Industries Association	Regional

**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.**

Not applicable – no adverse orders were passed against the Company for anti-competitive conduct.



## 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
Not applicable					

## 2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&amp;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 ₹)
Not applicable						

## 3. Describe the mechanisms to receive and redress grievances of the community.

The Company regularly interacts with local residents and community members on matters of joint interest such as use of land, impact on biodiversity, employment generation, and health and safety amongst others. While there have been no instances of complaints, we try to resolve any conflicts through active dialogue with the community members. Our Stakeholder Engagement Policy and Whistleblower and Vigil Mechanism Policy have a mechanism to receive complaints from all stakeholders including local communities and contact details have been given therein. The said Policy is available on the Company's website at: <https://domsindia.com/policies/>.

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

	FY 2023-24	FY 2022-23
Directly sourced from MSMEs/ small Producers	31.14%	29.86%
Directly from within India	87.83%	85.10%

## 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	FY 2023-24	FY 2022-23
Rural	-	-
Semi-urban	97.98%	98.85%
Urban	0.36%	-
Metropolitan	1.66%	1.15%

(Places categorized as per RBI Classification System- rural / semi-urban / urban / metropolitan)

## 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.

We are committed to providing our consumers with high-quality products, which go through numerous internal as well as external quality control checks before finally reaching the end consumer. However, issues do arise due to human lapses or unforeseen situations. In those cases:

- Consumers can register their complaints by calling the toll-free number, mentioned on the product labels, on weekdays during business hours. Consumers may also share their complaints at [info@domsindia.com](mailto:info@domsindia.com).
- Upon receiving the complaint via phone or email, we generally acknowledge the request within 2-4 business days. A dedicated customer service representative is assigned to investigate the complaint and work towards a resolution.
- We keep consumers informed of the progress and aim to resolve it within 2-7 business days. Depending on the nature of the complaint, possible resolutions may include product replacement, repair, refund, or store credit. In all cases, our liability is restricted to the retail price of the product.

**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	All our products contain the necessary information required under applicable laws, rules and regulations on the safe use, disposal and environmental parameters, wherever relevant.
Safe and responsible usage	
Recycling and/or safe disposal	

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

	FY 2023-24			FY 2022-23		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy			No complaint was received in respect of these matters			
Advertising						
Cyber-security						
Delivery of essential Services						
Restrictive Trade Practices						
Unfair Trade Practices						
Others	321*					

\*product and packaging related complaints from consumers

**4. Details of instances of product recalls on account of safety issues:**

	Number	Reasons for recall
Voluntary recalls		The Company had no product recalls
Forced recalls		

**5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.**

Yes. The Company has an 'Information Technology Policy' that details the Company's use of IT infrastructure and deploys preventive methods to protect against cyber security. The Company has implemented necessary controls including creation of periodic backups, regular patching, system audits, use of antivirus and firewalls, password and software licensing policy and email usage policy. Security arrangements have been made with third party cloud service providers as well to ensure that information hosted on third party data centers are secure.

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

Not Applicable.

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

- Number of instances of data breaches
- Percentage of data breaches involving personally identifiable information of customers
- Impact, if any, of the data breaches

There were no instances of data breaches in FY 2023-24

**Standalone**

**Financial Statements**

# Independent Auditor's Report

To  
**The Members of**  
**DOMS Industries Limited**  
**(formerly known as 'DOMS Industries Private Limited')**

## Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the standalone financial statements of DOMS Industries Limited (formerly known as 'DOMS Industries Private Limited') (the "Company") which comprise the standalone balance sheet as at 31 March 2024, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

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 ("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 and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

### Revenue recognition on sale of products

See Note 2(d) and 45 to standalone financial statements

The key audit matter	How the matter was addressed in our audit
<p>The Company recognises revenue from the sale of products on satisfaction of performance obligation which is at a point in time when the control of the goods is transferred to the customer, generally on delivery of goods.</p> <p>We have identified revenue recognition on sale of products during the year and at the period end as a key audit matter as revenue is a key performance indicator. This may create an incentive to overstate or recognise revenue before transfer of control of goods to achieve performance targets as well as meet external expectations.</p>	<p>Our audit procedures included the following:</p> <ol style="list-style-type: none"> <li>1. Assessed the Company's revenue recognition policies are consistent with the applicable accounting standards.</li> <li>2. Tested the design and implementation and the operating effectiveness of the relevant key internal controls in relation to revenue recognition, contracts with customers, proof of delivery and customer acceptance, invoicing and collection from customers.</li> <li>3. On a statistical sample basis, tested the revenue transactions recorded during the year with the underlying documents such as sales invoices/contracts, dispatch/shipping documents and proof of delivery.</li> <li>4. On the basis of lead time analysis, performed specific item testing for revenue transactions recorded before and after the financial year-end, to determine that revenue is recognised in the financial period in which control is transferred, from the underlying documents such as sales invoices/contracts, dispatch/shipping documents and proof of delivery.</li> <li>5. Compared historical trend of revenue recognised to identify any unusual trends.</li> <li>6. Assessed manual journals posted to revenue to identify unusual or irregular items.</li> <li>7. Assessed the adequacy of disclosures in the standalone financial statements made in accordance with the applicable accounting standards.</li> </ol>

## Other Information

The Company's Management and 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 financial statements and auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we will 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 identified above when it becomes available 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.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

## Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors 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 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 the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships

and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matter stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
  - c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors as on 26 April 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. the modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
  - g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - a. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its standalone financial statements- Refer Note 38 to the standalone financial statements.
  - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - d.
    - (i) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 49 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall 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.
    - (ii) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 49 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
    - (iii) Based on the audit procedures performed 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 (i) and (ii) above, contain any material misstatement.

- e. The interim dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 52 to the standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

- f. Based on our examination which included test checks, except for the instances mentioned below, 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 been operated throughout the year for all relevant transactions recorded in the software:

- i. for certain changes in the accounting software which can be performed by users having privileged access (debug).
- ii. The feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting software used for maintaining the books of accounts.

Further, accounting software for which audit trail feature is enabled, the audit trail facility has been operating throughout the year for all relevant transactions recorded in the software and we did not come across any instance of audit trail feature being tampered with during the course of our audit.

- A. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **BSR & Co. LLP**  
Chartered Accountants  
Firm's Registration No.:101248W/W-100022

Place: Umbergaon  
Date: 24 May 2024

**Tarun Kinger**  
Partner  
Membership No.: 105003  
ICAI UDIN:24105003BKFBX5413

## Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of Doms Industries Limited (Formerly Known as 'Doms Industries Private Limited') for the year ended 31 March 2024

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

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of two years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory, except goods-in-transit has been physically verified by the management during the year. For goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any secured loans or advances in the nature of loans to companies, firms, limited liability partnerships during the year. The Company has made investments in and granted unsecured loans to companies and other parties, in respect of which the requisite information is as below. The Company has not made any investments or granted any unsecured loans to firms, limited liability partnership during the year.
- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans to any other entities as below:
- | Particulars   | Loans<br>(₹ in lakhs) |
|---|-----------------------|
| Aggregate amount during the year                    | 63.78                 |
| Others*   |                       |
| Balance outstanding as at balance sheet date Others | 35.39                 |
- \*represents loans given to employees based on the Company's policies
- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the investments made and loans given during the year are, prima facie, not prejudicial to the interest of the Company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of



the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in relation to loans given and investments made.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not

carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise and Sales tax and during the year since effective July 01, 2017, these statutory dues has been subsumed into Goods and Services Tax.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, considering the principles of materiality outlined in Standards on Auditing, in our opinion amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident fund, Employees' State Insurance, Income-Tax, Duty of customs, Cess and other statutory dues have generally been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, considering the principles of materiality outlined in Standards on Auditing, no undisputed amounts payable in respect of Goods and Services Tax ('GST'), Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues were in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax and Income- Tax which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount (Rs. in lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	25.53	2017-18	Commissioner of Income Tax Appeals
Customs Act, 1962	Integrated Goods and services Tax	11.61	2019-20	Additional Commissioner, Customs
Customs Act, 1962	Integrated Goods and services Tax	16.83	2020-21	Additional Commissioner, Customs

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries and its associate as defined under the Act.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on

the pledge of securities held in its subsidiaries and its associate company (as defined under the Act).

- (x) (a) In our opinion and according to the information and explanations given to us, moneys raised by way of initial public offer during the year, have been, prima facie, applied by the Company for the purposes for which they were raised. The total monies aggregating Rs. 33,157.50 lakhs (net of issue expenses) raised during the year, a sum of Rs. 7,662.35 was utilised by the Company for the purpose for which it was raised during the current year. Pending utilization, Rs. 24,400.00 lakhs is temporarily invested in fixed deposits and balance is lying in monitoring account/public offer account. The Company has not raised moneys by way of Initial Public Offer/ further public offer through debt instruments.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to

its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- Also refer to the Other Information paragraph of our main audit report which explains that the other information comprising the information included in annual report is expected to be made available to us after the date of this auditor's report.
- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

**Tarun Kinger**

Partner

Place: Umbergaon

Date: 24 May 2024

Membership No.: 105003

ICAI UDIN:24105003BKFBNX5413

## Annexure B to the Independent Auditor's Report on the Standalone Financial Statements of Doms Industries Limited (Formerly Known as 'Doms Industries Private Limited') for the year ended 31 March 2024

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

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

### Opinion

We have audited the internal financial controls with reference to financial statements of DOMS Industries Limited (formerly known as 'DOMS Industries Private Limited') ("the Company") as of 31 March 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

### Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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.

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

with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

### Meaning of Internal Financial Controls with Reference to 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 include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For **B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration No.:101248W/W-100022

**Tarun Kinger**

Partner

Place: Umbergaon

Date: 24 May 2024

Membership No.: 105003

ICAI UDIN:24105003BKFBNX5413

# Standalone Balance Sheet

As at March 31, 2024

(₹ lakhs)

Particulars	Note	As at March 31, 2024	As at March 31, 2023
<b>ASSETS</b>			
<b>1 Non-Current Assets</b>			
Property, Plant and Equipment	3	35,601.27	27,104.13
Capital Work-in-Progress	3a	2,539.84	585.10
Right of use Assets	4	4,510.09	3,210.50
Intangible Assets	5	7.19	14.48
Financial Assets			
- Investments	6	7,531.53	475.53
- Other Financial Assets	7	988.84	594.32
Deferred Tax Assets (Net)	36	484.24	299.64
Other Tax Assets (Net)	8	23.58	29.93
Other Non-Current Assets	9	2,872.69	1,735.41
<b>Total Non-Current Assets (A)</b>		<b>54,559.27</b>	<b>34,049.04</b>
<b>2 Current Assets</b>			
Inventories	10	17,843.01	15,633.87
Financial Assets			
- Trade Receivables	11	4,704.64	2,627.00
- Cash and Cash Equivalents	12	5,133.84	2,938.47
- Bank Balances other than cash and cash equivalents as above	13	24,944.92	744.50
- Loans	14	66.72	80.50
Other Current Assets	15	1,648.91	1,111.81
<b>Total Current Assets (B)</b>		<b>54,342.04</b>	<b>23,136.15</b>
<b>TOTAL ASSETS (A+B)</b>		<b>1,08,901.31</b>	<b>57,185.19</b>
<b>EQUITY &amp; LIABILITIES</b>			
<b>1 Equity</b>			
- Equity Share Capital	16	6,068.72	37.25
- Other Equity	17	72,765.45	31,905.00
<b>Total Equity (C)</b>		<b>78,834.17</b>	<b>31,942.25</b>
<b>2 Liabilities</b>			
<b>Non-Current Liabilities</b>			
Financial Liabilities			
- Borrowings	18	6,743.74	1,348.88
- Lease Liabilities	37	3,491.57	2,504.63
Provisions	19	1,406.21	891.10
<b>Total Non-Current Liabilities (D)</b>		<b>11,641.52</b>	<b>4,744.61</b>
<b>Current Liabilities</b>			
Financial Liabilities			
- Borrowings	20	2,207.81	7,124.49
- Lease Liabilities	37	1,116.74	851.07
- Trade Payables	21		
Total Outstanding Dues of Micro Enterprises and Small Enterprises; and		2,036.52	440.37
Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		6,335.05	7,553.13
- Other Financial Liabilities	22	3,937.34	1,700.72
Other Current Liabilities	23	2,154.06	1,873.59
Provisions	24	481.26	351.69
Current Tax Liabilities (Net)	25	156.84	603.27
<b>Total Current Liabilities (E)</b>		<b>18,425.62</b>	<b>20,498.33</b>
<b>TOTAL EQUITY &amp; LIABILITIES (C+D+E)</b>		<b>1,08,901.31</b>	<b>57,185.19</b>

The accompanying notes form an integral part of the Standalone Financial Statements

As per our report of even date attached

**For B S R & Co. LLP**

Chartered Accountants

Firm Registration No. 101248W/W-100022

**Tarun Kinger**

Partner

Membership No: 105003

Place: Umbergaon, India

Date: May 24, 2024

For and on behalf of the Board of Directors of

**DOMS Industries Limited (formerly known as DOMS Industries Private Limited)**

CIN: L36991GJ2006PLC049275

**Santosh Raveshia**

Managing Director

DIN: 00147624

Place: Umbergaon, India

Date: May 24, 2024

**Rahul Shah**

Chief Financial Officer

Place: Umbergaon, India

Date: May 24, 2024

**Sanjay Rajani**

Whole-time Director

DIN: 03329095

Place: Umbergaon, India

Date: May 24, 2024

**Mitesh Padia**

Company Secretary

Membership No: A58693

Place: Umbergaon, India

Date: May 24, 2024

# Standalone Statement of Profit and Loss

For the year ended March 31, 2024

(₹ lakhs)

Particulars	Note	Year ended March 31, 2024	Year ended March 31, 2023
<b>I Income</b>			
Revenue from Operations	26	1,38,781.79	1,08,246.67
Other Income	27	990.69	389.89
<b>Total Income (I)</b>		<b>1,39,772.48</b>	<b>1,08,636.56</b>
<b>II Expenses</b>			
Cost of Materials Consumed	28	81,237.10	65,780.23
Purchase of Stock-in-Trade	29	2,408.97	1,599.93
Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	30	(3,369.66)	24.70
Employee Benefits Expense	31	19,871.29	13,675.27
Finance Costs	32	1,361.38	1,001.22
Depreciation and Amortisation Expense	33	4,610.69	3,836.60
Other Expenses	34	14,181.67	10,784.91
<b>Total Expenses (II)</b>		<b>1,20,301.44</b>	<b>96,702.86</b>
<b>III Profit Before Tax (I - II)</b>		<b>19,471.04</b>	<b>11,933.70</b>
<b>IV Tax Expenses</b>	35		
Current Tax		5,094.10	3,271.93
Deferred Tax Expense		(132.94)	(196.28)
		<b>4,961.16</b>	<b>3,075.65</b>
<b>V Profit for the Year</b>		<b>14,509.88</b>	<b>8,858.05</b>
<b>VI Other Comprehensive (Loss)</b>			
<b>Items that will not be reclassified to Profit or Loss</b>			
Remeasurements of Post-Employment Benefit Obligations		(205.21)	(9.73)
Income Tax Relating to these Items		51.65	2.45
<b>VII Total Other Comprehensive (Loss) for the Year, net of Tax</b>		<b>(153.56)</b>	<b>(7.28)</b>
<b>VIII Total Comprehensive Income for the Year (VI+VII)</b>		<b>14,356.32</b>	<b>8,850.77</b>
<b>IX Earnings Per Equity Share (Face Value of Share ₹ 10 each)</b>	40		
Basic (₹)		25.22	15.75
Diluted (₹)		25.22	15.75

The accompanying notes form an integral part of the Standalone Financial Statements

As per our report of even date attached

**For B S R & Co. LLP**

Chartered Accountants

Firm Registration No. 101248W/W-100022

**Tarun Kinger**

Partner

Membership No: 105003

Place: Umbergaon, India

Date: May 24, 2024

For and on behalf of the Board of Directors of

**DOMS Industries Limited (formerly known as DOMS Industries Private Limited)**

CIN: L36991GJ2006PLC049275

**Santosh Raveshia**

Managing Director

DIN: 00147624

Place: Umbergaon, India

Date: May 24, 2024

**Rahul Shah**

Chief Financial Officer

Place: Umbergaon, India

Date: May 24, 2024

**Sanjay Rajani**

Whole-time Director

DIN: 03329095

Place: Umbergaon, India

Date: May 24, 2024

**Mitesh Padia**

Company Secretary

Membership No: A58693

Place: Umbergaon, India

Date: May 24, 2024

# Standalone Statement of Cash Flows

For the year ended March 31, 2024

(₹ lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>Cash flow from operating activities</b>		
Profit before tax	19,471.04	11,933.70
<b>Adjustments for:</b>		
Depreciation and amortisation expense	4,610.69	3,836.60
Finance costs	1,361.38	1,001.22
Interest income	(623.12)	(89.38)
Provisions no longer required written back	(0.40)	(10.54)
Gain on disposal of property plant & equipments (net)	(4.69)	(12.59)
Impairment reversal on sale of investment in subsidiary	-	(1.50)
Financial guarantee income	(16.55)	(16.93)
Unrealised foreign exchange (gain)/loss (net)	(27.87)	249.78
<b>Operating cash inflow before working capital changes</b>	<b>24,770.48</b>	<b>16,890.36</b>
<b>Adjustments for working capital change in:</b>		
- (Increase) in inventories	(2,209.14)	(1,583.43)
- (Increase)/decrease in trade receivables	(2,040.90)	1,312.45
- (Increase)/decrease in other current assets	(537.09)	521.11
- (Increase) in other financial non-current assets	(350.56)	(33.13)
- (Increase) in other non current assets	(43.08)	(0.27)
- Decrease/(increase) in long term advances	13.78	(22.10)
- Increase in trade payables	386.14	948.59
- Increase in other current liabilities	280.46	1,120.21
- (Decrease)/Increase in short term provisions	(75.64)	160.21
- Increase in long term provisions	515.11	129.34
- Increase in other financials liabilities	2,181.67	306.42
<b>Net (Increase)/decrease in working capital</b>	<b>(1,879.25)</b>	<b>2,859.40</b>
<b>Cash generated from operations</b>	<b>22,891.23</b>	<b>19,749.76</b>
Income tax paid (net of refunds)	(5,622.85)	(2,986.65)
<b>Net cash flows generated from operating activities (A)</b>	<b>17,268.38</b>	<b>16,763.11</b>
<b>Cash flow from investing activities</b>		
Purchase of property, plant and equipment (including CWIP and capital advances)(net)	(15,005.32)	(13,380.17)
Proceeds from sale of property plant & equipments	22.93	37.60
Application money paid towards shares	(51.00)	-
Investment in subsidiary	(7,056.00)	-
Investment in associate	(75.06)	(75.06)
Proceeds from sale of investment in subsidiary companies	-	3.03
Investment in fixed deposits	(23,836.95)	(104.95)
Interest received	193.69	89.38
<b>Net cash flows (used in) investing activities (B)</b>	<b>(45,807.71)</b>	<b>(13,430.17)</b>
<b>Cash flow from financing activities</b>		
Dividend paid	(931.30)	(558.78)
Proceeds from fresh issue of shares	34,999.99	-
Share issue expenses	(1,533.09)	-
Proceeds of long term borrowings	5,664.00	1,626.40
Repayments of long term borrowings	(269.14)	(338.59)
Proceeds of short term borrowings	1,800.97	1,274.37
Repayments of short term borrowings	(6,743.26)	(1,573.90)
Repayments of lease liabilities (Principal)	(1,006.37)	(688.73)
Finance cost paid- Lease liabilities	(302.66)	(278.93)
Finance cost paid	(944.44)	(722.29)
<b>Net cash flows generated from/(used in) from financing activities (C)</b>	<b>30,734.70</b>	<b>(1,260.45)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>2,195.37</b>	<b>2,072.49</b>
Cash and cash equivalents at beginning of the year	2,938.47	865.98
Cash and cash equivalents at end of the year (Refer note 12)	5,133.84	2,938.47
<b>Net increase in cash and cash equivalents</b>	<b>2,195.37</b>	<b>2,072.49</b>

# Standalone Statement of Cash Flows

For the year ended March 31, 2024

## Notes:

i) The above Standalone cash flow from operating activities has been prepared using indirect method as set out in Ind AS- 7 Cash Flow Statements as prescribed under section 133 of the Companies Act, 2013 read with rules.

ii) **Break up of Cash and cash equivalents at the end of the year :-**

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Cash on hand	16.21	17.84
Balances with banks:		
- in current accounts	2,807.29	2,027.80
- in EEFC accounts	806.80	892.83
- in deposits with original maturity of less than three months	1,503.54	-
	<b>5,133.84</b>	<b>2,938.47</b>

iii) **Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities.**

(₹ lakhs)

Particulars	As at April 01, 2023	Cash Flow	Non Cash Changes - Other adjustments	As at March 31, 2024
Non Current Borrowings	1,348.88	5,394.86	-	6,743.74
Current Borrowings	7,124.49	(4,916.68)	-	2,207.81
Lease liabilities	3,355.71	(1,006.37)	2,258.97	4,608.31
<b>Total Borrowings</b>	<b>11,829.08</b>	<b>(528.19)</b>	<b>2,258.97</b>	<b>13,559.86</b>

(₹ lakhs)

Particulars	As at April 01, 2022	Cash Flow	Non Cash Changes - Other adjustments	As at March 31, 2023
Non Current Borrowings	61.07	1,287.81	-	1,348.88
Current Borrowings	7,153.29	(299.53)	270.73	7,124.49
Lease liabilities	3,309.00	(688.73)	735.44	3,355.71
<b>Total Borrowings</b>	<b>10,523.36</b>	<b>299.55</b>	<b>1,006.17</b>	<b>11,829.08</b>

The accompanying notes form an integral part of the Standalone Financial Statements

As per our report of even date attached

**For B S R & Co. LLP**

Chartered Accountants

Firm Registration No. 101248W/W-100022

**Tarun Kinger**

Partner

Membership No: 105003

Place: Umbergaon, India

Date: May 24, 2024

For and on behalf of the Board of Directors of

**DOMS Industries Limited (formerly known as DOMS Industries Private Limited)**

CIN: L36991GJ2006PLC049275

**Santosh Raveshia**

Managing Director

DIN: 00147624

Place: Umbergaon, India

Date: May 24, 2024

**Sanjay Rajani**

Whole-time Director

DIN: 03329095

Place: Umbergaon, India

Date: May 24, 2024

**Rahul Shah**

Chief Financial Officer

Place: Umbergaon, India

Date: May 24, 2024

**Mitesh Padia**

Company Secretary

Membership No: A58693

Place: Umbergaon, India

Date: May 24, 2024

# Standalone Statement of Changes in Equity

For the year ended March 31, 2024

## A. Equity Share Capital

Particulars	As at March 31, 2024	As at March 31, 2023
<b>ISSUED, SUBSCRIBED AND PAID UP CAPITAL</b>		
Equity Shares of ₹ 10/- each fully paid up		
No of Shares	6,06,87,236	3,72,518
Balance at the beginning of the year (₹ lakhs)	37.25	37.25
Bonus Shares issued during the year (Refer note 16) (₹ lakhs)	5,587.77	-
Fresh issue of shares during the year (Refer note 51) (₹ lakhs)	443.70	-
<b>Balance at the end of the year (₹ lakhs)</b>	<b>6,068.72</b>	<b>37.25</b>

## B. Other Equity

March 31, 2024

(₹ lakhs)

Particulars	Reserves & Surplus		Total Other Equity
	Securities Premium	Retained Earnings	
<b>Balance at April 01, 2023</b>	<b>8,604.92</b>	<b>23,300.08</b>	<b>31,905.00</b>
Total Comprehensive Income for the year (net of tax)			
Profit for the year	-	14,509.88	14,509.88
Other Comprehensive (Loss) for the year (net of tax)	-	(153.56)	(153.56)
Dividends	-	(931.30)	(931.30)
Issue of bonus shares	(5,587.77)	-	(5,587.77)
Fresh issue of shares (Refer note 51)	34,556.29	-	34,556.29
Share issue expenses (Refer note 51)	(1,533.09)	-	(1,533.09)
<b>Balance at March 31, 2024</b>	<b>36,040.35</b>	<b>36,725.10</b>	<b>72,765.45</b>

March 31, 2023

(₹ lakhs)

Particulars	Reserves & Surplus		Total Other Equity
	Securities Premium	Retained Earnings	
<b>Balance at April 01, 2022</b>	<b>8,604.92</b>	<b>15,008.09</b>	<b>23,613.01</b>
Total Comprehensive Income for the year (net of tax)			
Profit for the year	-	8,858.05	8,858.05
Other Comprehensive (Loss) for the year (net of tax)	-	(7.28)	(7.28)
Dividends	-	(558.78)	(558.78)
<b>Balance at March 31, 2023</b>	<b>8,604.92</b>	<b>23,300.08</b>	<b>31,905.00</b>

The accompanying notes form an integral part of the Standalone Financial Statements

As per our report of even date attached

**For B S R & Co. LLP**

Chartered Accountants

Firm Registration No. 101248W/W-100022

For and on behalf of the Board of Directors of

**DOMS Industries Limited (formerly known as DOMS Industries Private Limited)**

CIN: L36991GJ2006PLC049275

**Tarun Kinger**

Partner

Membership No: 105003

Place: Umbergaon, India

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Managing Director

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Chief Financial Officer

Place: Umbergaon, India

Date: May 24, 2024

**Mitesh Padia**

Company Secretary

Membership No: A58693

Place: Umbergaon, India

Date: May 24, 2024



# Notes to the Standalone Financial Statements

As at March 31, 2024

## 1 Company information

DOMS Industries Limited (formerly known as DOMS Industries Private Limited) ('DOMS' or 'the Company') has its registered office at J-19, G.I.D.C, Umbergaon, Gujarat 396171. The Company was incorporated on October 24, 2006 under erstwhile Companies Act, 1956, On April 21, 2017, the company changed its name from Writefine Products Private Limited to DOMS Industries Private Limited and thereafter, the name of the Company was changed to "DOMS Industries Limited" and a fresh certificate of incorporation consequent upon change of name was issued by the RoC on August 03, 2023. During the year ended March 31, 2024, the Company has completed its Initial Public Offer ("IPO") and its equity shares were listed on the National Stock Exchange ("NSE") and on the BSE Limited ("BSE") on December 20, 2023.

The Company is primarily engaged in manufacturing, marketing, trading and distribution of stationery products. The Company sells its products in India and in international markets. The Company has its manufacturing facilities located at Umbergaon, Gujarat and Bari Brahma, Jammu & Kashmir.

## 2(i) Material accounting policies

### (a) Basis of preparation

The financial statements of the Company have been prepared in compliance with Indian Accounting Standards (hereinafter referred to as the 'Ind AS') notified under Section 133 of the Companies Act, 2013 (the Act) read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, Companies (Indian Accounting Standards) Amendment Rules, 2016 and other relevant provisions of the Act.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements except where a newly issued accounting standard is initially adopted or revision to an existing accounting standard where a change in accounting policy hitherto in use.

The financial statements have been prepared under the historical cost convention except for certain financial instruments measured at fair value as explained in the accounting policies. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services at the time of their acquisition.

### Authorization of financial statements

The Financial Statements of the Company were approved and authorized for issue in accordance with a resolution passed in Board of Directors meeting held on May 24, 2024.

### (b) Current vs non-current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

### (c) Inventories

Inventories which comprise raw materials, work-in-progress, finished goods, stock-in-trade, packing material are carried at the lower of cost and net realisable value. Cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

In determining the cost, moving weighted average cost method is used. In the case of manufactured inventories and work in progress, fixed production overheads are allocated on the basis of normal capacity of production facilities.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw

# Notes to the Standalone Financial Statements

As at March 31, 2024

materials and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value. The comparison of cost and net realisable value is made on an item-by-item basis.

## (d) Revenue recognition

### i. Revenue from sale of goods

Revenue represents amounts received and receivable from third parties and related parties for goods supplied to the customers. The Company recognizes revenue from sale of goods measured upon satisfaction of performance obligation which is at a point in time when control of the goods is transferred to the customer, generally on delivery of the goods. Revenue is measured based on the transaction price, which is the consideration, adjusted for trade discounts, rebates, scheme allowances, incentives, and returns, if any. Revenue excludes taxes collected from customers on behalf of the Government. Accumulated experience is used to estimate and accrue for the discounts (using the most likely method) and returns considering the terms of the underlying schemes and agreements with the customers. Due to the short nature of credit period given to customers, there is no financing component in the contract.

A liability is recognised where payments are received from customers before transferring control of the goods being sold.

### Contract assets

Contract assets are recognised for advance given towards supply of goods. On successful acceptance of goods and services, the amounts is recognised as contract assets.

### Contract Liabilities

Contract liabilities include advances received towards supply of goods and services. The outstanding balances of these accounts are adjusted upon revenue recognition against the advance from customers received.

### ii. Rendering of services

Income from services are recognized as and when performance obligation is met.

## (e) Other Income

### i. Interest income

Interest income from financial assets is recognised when it is probable that economic benefits will flow to the Company and the amount of income can be measured reliably.

### ii. Royalties

Royalty income is recognized on an accrual basis in accordance with the substance of the relevant agreement.

## (f) Property, plant and equipment

### i. Recognition and measurement

Freehold land is carried at historical cost. All other items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss. The cost of an item of property, plant and equipment comprises:

- a) its purchase price, including import duties and non-refundable taxes (net of GST), after deducting trade discounts and rebates.
- b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- c) borrowing costs for long-term construction projects if the recognition criteria are met.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work-in-progress'.

### ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the Statement of Profit and Loss when incurred.

### iii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values, if any, over their estimated useful lives using the straight line method in the manner and at the rates prescribed by Part 'C' of Schedule II of the Act, except as stated below. Depreciation on additions/(disposals) is provided on a pro-rata basis i.e. from/ (upto) the date on which asset is ready for use / disposed off.

# Notes to the Standalone Financial Statements

As at March 31, 2024

The estimated useful lives of assets are as follows

Particulars	Estimated useful lives	Useful lives as per Schedule II of Companies Act, 2013
Buildings	25 years	30 years
Roads	10 years	10 years
Plant & Equipment	8.7 years	15 years
Electrical installation	2.5 years	10 years
Furniture & Fittings	5 years	10 years
Vehicles	4 years	8 years
Office equipments	8.3 years	5 years
Computers (including servers and accessories)	5 years	3-6 years

No depreciation is provided for leasehold land since as per the lease agreements, the leases are renewable at the option of the Company at the end of the lease period, with marginal payment of further premium.

In case of certain class of assets, the Company uses different useful life than those prescribed in Schedule II of the Companies Act, 2013. The useful life has been assessed based on technical advice, taking into account the nature of the asset, the estimated usage of the asset on the basis of the management's best estimation of getting economic benefits from those classes of assets. The Company uses its technical expertise along with historical and industry trends for arriving at the economic life of an asset.

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss.

## Derecognition

An item of property, plant and equipment and any significant part initially recognized is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

## Capital work in progress and Capital advances

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

## (g) Intangible assets and amortisation

Intangible assets comprise application software purchased / developed and trademark. These are amortised using the straight line method over a period of the software license, which in Management's estimate represents the period during which the economic benefits will be derived from their use.

Amortization methods and useful lives are reviewed periodically including at each financial year end.

The useful lives of intangible assets are as mentioned below:

Particulars	Estimated useful lives
Trademark	10 years
Software	3 years

## Derecognition

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in the statement of profit and loss when the asset is derecognised.

## (h) Financial instruments

Financial instruments (assets and liabilities) are recognised when the Company becomes a party to a contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### i. Financial assets

#### Initial recognition and measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus or minus, for an item not at Fair value through Profit or Loss ('FVTPL'), transaction costs that are directly attributable to its acquisition or issue.

#### Classification

The Company classifies financial assets as subsequently measured at amortized cost on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

#### Debt instruments

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

# Notes to the Standalone Financial Statements

As at March 31, 2024

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate ('EIR') method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the profit and loss.

#### Equity Instruments measured at Fair Value through Other Comprehensive Income ('FVTOCI') or FVTPL

All equity investments in scope of Ind-AS 109 are measured at Fair Value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVTOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the Other Comprehensive Income (OCI). There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Profit and loss statement.

#### Equity instruments measured at Cost

Equity instruments / Investments in subsidiaries / Associates are accounted at cost in accordance with Ind AS 27- Separate Financial Statements.

#### De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full

without material delay to a third party; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

#### Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss ('ECL') model for recognition and measurement of impairment loss on the following financial assets and credit risk exposure:

- a) Trade receivables
- b) Financial assets that are debt instruments, and are measured at amortized cost e.g. deposits and bank balance

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

# Notes to the Standalone Financial Statements

As at March 31, 2024

ECL allowance recognised (or reversed) during the period is recognised as income/ expense in the Standalone Statement of Profit and Loss under the head 'Other expenses'.

The Company assume the credit risk on financial assets increased significantly if it is more than 3 year past due.

## ii. Financial liabilities

### Initial recognition and measurement

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables and loans and borrowings.

### Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost.

### Subsequent measurement of Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit and loss when the liabilities are derecognised.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or transaction costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

### Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

### Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

## (i) Employee benefits

- i. Short-term employee benefits are expensed as the related service is provided. A liability is recognised on an undiscounted basis for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.
- ii. Compensated absences are recognised when the employees render service that increase their entitlement to future compensated absences. As per the policy of the Company, employees are entitled to encash leave subject to a maximum of 30 days. Compensated absences which are payable wholly within twelve months of rendering the service and are classified as short-term employee benefits.
- iii. A defined contribution plan is a post-employment benefit plan where the Company's legal or constructive obligation is limited to the amount that it contributes to a separate legal entity. The Company makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plan are expensed as an employee benefits expense in the statement of profit and loss in period in which the related service is provided by the employee. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.
- iv. Defined benefit plans:- The Company's net obligation in respect of defined benefit plans is calculated separately by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.
- v. Termination benefits : termination benefits are expensed at earlier of when the Company can no longer withdraw the offer of those benefits and when the Company recognises costs of a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are discounted.

## (j) Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets (other than biological assets, investment property, inventories, contract assets and deferred tax assets) to determine whether there is any indication of impairment. If any

# Notes to the Standalone Financial Statements

As at March 31, 2024

such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Cash Generating Unit ('CGU'). Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an individual asset or CGU is the greater of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognised in statement of profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis. An impairment loss in respect of goodwill is not subsequently reversed. In respect of other assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

## (k) Foreign currency transactions

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item.

## (l) Borrowing cost

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing

costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

### Commencement of capitalisation

Capitalisation of borrowing cost as part of the cost of a qualifying asset shall begin on the commencement date. The commencement date for capitalisation is the date when the entity first meets all of the following conditions:

- a. it incurs expenditures for the asset;
- b. it incurs borrowing costs; and
- c. it undertakes activities that are necessary to prepare the asset for its intended use or sale.

## (m) Leases

### Company as lessee

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognises the lease payments as an operating expense in the Statement of profit and loss

### Lease liabilities

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Company uses its incremental borrowing rate.

The lease liability is presented as a separate line in the financial statement. The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made. The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees;

# Notes to the Standalone Financial Statements

As at March 31, 2024

- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.
- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification. The effective date of the modification is the date when both the parties agree to the lease modification and is accounted for in that point in time. The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day any initial direct costs, less any lease incentives received. They are subsequently measured at cost less accumulated depreciation and impairment losses.

## Right-of-use assets

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated on a straight-line basis over shorter of the lease term and the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the statement of financial position.

The Company applies Ind AS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'Property, Plant and Equipment' policy.

Variable rents that do not depend on an index or rate are not included in the measurement the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line "Other expenses" in profit or loss.

As a practical expedient, Ind AS 116 permits a lessee not to separate lease and non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has used this practical expedient and has recognised single ROU for entire lease and non lease components.

## (n) Cash and cash equivalents

Cash and cash equivalents includes cash-in-hand and demand deposit with banks with original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

## (o) Provisions, contingent liabilities and contingent assets

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

**Contingent liabilities:** Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

**Contingent Assets:** Contingent assets are not recognised in the financial assets. However, the same is considered when the realisation is certain and it is no longer considered contingent. The asset is recognised in the period in which the change from contingent asset to asset occurs.

## (p) Functional and presentation currency

Items included in the financial statements of the Company are presented in INR which is our Company's functional currency. All amounts have been rounded-off to the nearest lakhs and decimals thereof, unless otherwise mentioned.

## (q) Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in Other comprehensive income.

The Company has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

# Notes to the Standalone Financial Statements

As at March 31, 2024

## i. Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantially enacted as at the reporting date.

Current tax assets and liabilities are offset only if:

- a) there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority; and
- b) there is intention either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any.

## ii. Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore in case of history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary difference or there is convincing other evidence that sufficient taxable profits will be available against which such deferred tax asset can be realised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets and liabilities are offset only if the entity has a legal enforceable right to set off current tax assets / liabilities and they relate to income taxes levied by the same taxation authority on the same taxable entity.

## (r) Earnings per share (EPS)

Basic earnings per share (EPS) is computed by dividing the profit after tax or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to dilutive potential equity shares, by the weighted average number of equity shares considered for deriving the basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all the dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity would decrease the net profit per share from continuing ordinary operations.

## (s) Export incentives

Export benefits available under prevalent schemes are accrued in the year in which the goods are exported and there is no uncertainty in receiving the same.

## (t) Segment Reporting

Operating segment are reported in a manner consistent with the internal reporting provided to the Chief operating decision maker ( CODM).

**Identification of segments :** In accordance with Ind As 108 "operating segment", the operating segment used to present segment information reviewed by CODM to allocate resources to the segments and assess their performance. An operating segment is a component of the Company that engages in the business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the Company's other components.

## (u) Dividend

The Company recognises a liability for any dividend declared but not distributed at the end of the reporting period, when the distribution is authorised and the distribution is no longer at the discretion of the Company on or before the end of the reporting period. As per Corporate laws in India, a distribution in the nature of final dividend is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

## (v) Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as amended from time to time. There are no such recently issued standards or amendments to the existing standards for which the impact on the Standalone financial statements is required to be disclosed.



# Notes to the Standalone Financial Statements

As at March 31, 2024

## (w) Events after reporting date

Where events occur after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

## 2(ii) Key Judgments, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets, liabilities, and the accompanying disclosures along with contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require material adjustments to the carrying amount of assets or liabilities affected in future periods. The Company continually evaluates these estimates and assumptions based on the most recently available information. The Management believes that the estimates used in preparation of the Financial Statements are prudent and reasonable.

### Judgement

Information about critical judgements in applying accounting policies, as well as estimates and assumptions that have the most significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are included in the following notes:

- Useful lives of property, plant and equipment (including right of use assets) and intangible assets ( Note 3, 4 & 5)
- Definition of lease, lease term and discount rate for the calculation of lease liability (Note 37)

### Assumptions and estimation uncertainties

Information about critical judgements in applying accounting policies, as well as estimates and assumptions that have the most significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:-

- Identifying performance obligations under contracts with customer (Note 45)
- Timing of revenue recognition under contracts with customers (Note 45)
- Measurement of Defined Benefit Obligations (Note 41)
- Recognition and measurement of provisions and contingencies, key assumptions about the likelihood and magnitude of an outflow of resources (Note 38(b))
- Provision for Expected credit losses (Note 11)
- Recognition of deferred tax assets (Note 36)

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 3 Property, Plant and Equipment

(₹ lakhs)

	Leasehold Land	Freehold Land	Roads	Building	Plant & Machinery	Electrical Installations	Furniture & Fixtures	Vehicles	Office Equipments	Computers	Total
<b>Gross carrying amount</b>											
<b>Balance as at April 01, 2022</b>	<b>618.87</b>	<b>882.31</b>	<b>44.15</b>	<b>5,052.42</b>	<b>15,350.18</b>	<b>771.09</b>	<b>231.09</b>	<b>64.54</b>	<b>145.59</b>	<b>61.56</b>	<b>23,221.77</b>
Additions during the year	-	6,972.18	265.17	128.27	4,825.30	81.98	22.22	-	24.74	15.77	12,335.63
Disposals during the year	-	-	-	-	56.42	-	-	-	-	-	56.42
<b>Balance as at March 31, 2023</b>	<b>618.87</b>	<b>7,854.49</b>	<b>309.32</b>	<b>5,180.69</b>	<b>20,119.06</b>	<b>853.07</b>	<b>253.31</b>	<b>64.54</b>	<b>170.33</b>	<b>77.33</b>	<b>35,501.01</b>
Additions during the year	65.13	645.01	-	2,780.94	7,914.74	525.36	171.39	-	34.03	22.78	12,159.38
Disposals during the year	-	-	-	-	38.99	11.00	-	7.85	-	-	57.84
<b>Balance as at March 31, 2024</b>	<b>684.01</b>	<b>8,499.50</b>	<b>309.32</b>	<b>7,961.63</b>	<b>27,994.81</b>	<b>1,367.43</b>	<b>424.70</b>	<b>56.69</b>	<b>204.36</b>	<b>100.11</b>	<b>47,602.55</b>
<b>Accumulated Depreciation</b>											
<b>Balance as at April 01, 2022</b>	-	-	<b>12.14</b>	<b>479.11</b>	<b>4,354.82</b>	<b>389.69</b>	<b>91.44</b>	<b>36.29</b>	<b>42.10</b>	<b>32.33</b>	<b>5,437.92</b>
Depreciation for the year	-	-	19.37	245.94	2,445.61	185.91	47.69	7.82	23.45	14.58	2,990.37
Disposals during the year	-	-	-	-	31.42	-	-	-	-	-	31.42
<b>Balance as at March 31, 2023</b>	-	-	<b>31.51</b>	<b>725.05</b>	<b>6,769.02</b>	<b>575.59</b>	<b>139.13</b>	<b>44.11</b>	<b>65.54</b>	<b>46.92</b>	<b>8,396.87</b>
Depreciation for the year	-	-	32.59	295.16	2,940.61	277.19	54.91	7.34	23.96	12.26	3,644.01
Disposals during the year	-	-	-	-	21.30	10.45	-	7.85	-	-	39.60
<b>Balance as at March 31, 2024</b>	-	-	<b>64.10</b>	<b>1,020.20</b>	<b>9,688.33</b>	<b>842.34</b>	<b>194.04</b>	<b>43.60</b>	<b>89.50</b>	<b>59.17</b>	<b>12,001.28</b>
<b>Net carrying amount as at March 31, 2023</b>	<b>618.87</b>	<b>7,854.49</b>	<b>277.81</b>	<b>4,455.64</b>	<b>13,350.04</b>	<b>277.47</b>	<b>114.18</b>	<b>20.43</b>	<b>104.79</b>	<b>30.41</b>	<b>27,104.13</b>
<b>Net carrying amount as at March 31, 2024</b>	<b>684.01</b>	<b>8,499.50</b>	<b>245.22</b>	<b>6,941.43</b>	<b>18,306.48</b>	<b>525.09</b>	<b>230.66</b>	<b>13.09</b>	<b>114.86</b>	<b>40.93</b>	<b>35,601.27</b>

### Notes

- The Company does not have any immovable property whose title deeds are not held in the name of the Company except those held under lease arrangements for which lease agreements are duly executed in the favour of the Company.
- The Company has mortgaged and hypothecated property, plant and equipment with a carrying amount of ₹ 23,309.61 lakhs (31 March 2023: ₹ 16,854.59 lakhs) against the term loan.

## 3a Capital Work-in-Progress Movement

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
Opening Capital Work-in-Progress	585.10	296.55
Add: Additions during the year	13,403.98	5,652.00
Less: Capitalised during the year	(11,449.24)	(5,363.45)
<b>Closing Capital Work-in-Progress</b>	<b>2,539.84</b>	<b>585.10</b>

## 3b Capital Work-in-Progress Ageing Schedule

(₹ lakhs)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in Progress as at March 31, 2024	2,539.84	-	-	-	2,539.84
Temporarily suspended	-	-	-	-	-
Projects in Progress as at March 31, 2023	585.10	-	-	-	585.10
Temporarily suspended	-	-	-	-	-

### Note

The Company does not have any Assets under Capital Work-in-Progress whose completion is overdue or whose costs have exceeded its original plan.

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 4 Right of use Assets recognised under Ind AS 116 Leases

(₹ lakhs)

	Building
<b>Gross Block</b>	
<b>Balance as at April 01, 2022</b>	<b>4,728.38</b>
Additions during the year	757.22
Disposals during the year	(57.97)
<b>Balance as at March 31, 2023</b>	<b>5,427.63</b>
Additions during the year	2,258.99
Disposals during the year	-
<b>Balance as at March 31, 2024</b>	<b>7,686.62</b>
<b>Accumulated Depreciation</b>	
<b>Balance as at April 01, 2022</b>	<b>1,416.13</b>
Amortisation during the year	837.20
Disposals during the year	(36.19)
<b>Balance as at March 31, 2023</b>	<b>2,217.13</b>
Amortisation during the year	959.40
Disposals during the year	-
<b>Balance as at March 31, 2024</b>	<b>3,176.53</b>
<b>Net carrying amount as at March 31, 2023</b>	<b>3,210.50</b>
<b>Net carrying amount as at March 31, 2024</b>	<b>4,510.09</b>

## 5 Intangible Assets

(₹ lakhs)

	Trademarks	Software	Total
<b>Gross carrying amount</b>			
<b>Balance as at April 01, 2022</b>	<b>55.89</b>	<b>37.09</b>	<b>92.98</b>
Additions during the year	-	-	-
Disposals during the year	-	-	-
<b>Balance as at 31 March 2023</b>	<b>55.89</b>	<b>37.09</b>	<b>92.98</b>
Additions during the year	-	-	-
Disposals during the year	-	-	-
<b>Balance as at March 31, 2024</b>	<b>55.89</b>	<b>37.09</b>	<b>92.98</b>
<b>Accumulated amortisation</b>			
<b>Balance as at April 01, 2022</b>	<b>49.57</b>	<b>19.90</b>	<b>69.47</b>
Amortisation during the year	0.80	8.23	9.03
Disposals during the year	-	-	-
<b>Balance as at 31 March 2023</b>	<b>50.37</b>	<b>28.13</b>	<b>78.50</b>
Amortisation during the year	0.80	6.48	7.28
Disposals during the year	-	-	-
<b>Balance as at March 31, 2024</b>	<b>51.18</b>	<b>34.61</b>	<b>85.78</b>
<b>Net carrying amount as at March 31, 2023</b>	<b>5.52</b>	<b>8.96</b>	<b>14.48</b>
<b>Net carrying amount as at March 31, 2024</b>	<b>4.71</b>	<b>2.48</b>	<b>7.19</b>

## 6 Investments

### Non-Current

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Investment in Unquoted Equity Shares of Subsidiary Companies (at cost) (Fully Paid up)</b>		
Pioneer Stationery Private Limited	325.40	325.40
30,600 (March 31, 2023: 30,600) Equity Shares of ₹ 10 each		
Micro Wood Private Limited	7,056.00	-
7,20,000 (March 31, 2023: Nil) Equity Shares of ₹ 100 each		
<b>Investment in Unquoted Equity Shares of Associate Company (at cost) (Fully Paid up)</b>		
Clapjoy Innovations Private Limited	150.13	150.13
51,414 (March 31, 2023: 51,414) Equity Shares of ₹ 10 each		
<b>Total</b>	<b>7,531.53</b>	<b>475.53</b>
Aggregate book value of Unquoted Investments	7,531.53	475.53
Aggregate amount of Impairment in value of investments	-	-

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 6 Investments (Contd.)

### (a) Information on Subsidiaries

Name of the Company	Country of Incorporation	Nature of business	Extent of holding	
			March 31, 2024	March 31, 2023
Pioneer Stationery Private Limited	India	Stationery	51.00%	51.00%
Micro Wood Private Limited*	India	Packaging	75.00%	-

\*Subsidiary with effect from August 01, 2023

### (b) Information on Associate

Name of the Company	Country of Incorporation	Nature of business	Extent of holding	
			March 31, 2024	March 31, 2023
Clapjoy Innovations Private Limited	India	Toys	30.00%	30.00%

## 7 Other Financial Assets

### Non-Current

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Security deposits at amortised cost	988.84	584.85
Bank deposits with more than 12 months maturity (Refer note below)	-	9.47
<b>Total</b>	<b>988.84</b>	<b>594.32</b>

### Note

Balances with banks held as margin money deposits against guarantees/ buyers credit

## 8 Other Tax Assets (Net)

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Advance Tax (net of provisions for tax of ₹ Nil (March 31, 2023: ₹ Nil))	23.58	29.93
<b>Total</b>	<b>23.58</b>	<b>29.93</b>

## 9 Other Non-Current Assets

(Unsecured and considered good unless stated otherwise)

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Capital Advances	2,396.33	1,375.13
Prepaid Expenses	16.58	11.78
Advances other than capital advances		
Security Deposits	408.78	348.50
Application money paid towards shares (refer note 39)	51.00	-
<b>Total</b>	<b>2,872.69</b>	<b>1,735.41</b>

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 10 Inventories

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Raw material and Packing material (includes in transit of ₹ 1,104.02 lakhs (March 31, 2023: ₹ 681.88 lakhs))	8,855.15	10,015.67
Work-in-progress	3,684.12	2,870.12
Finished goods	4,557.99	2,106.00
Stock-in-trade (includes in transit of ₹ 58.27 lakhs (March 31, 2023: ₹ 99.30 lakhs))	745.75	642.08
<b>Total</b>	<b>17,843.01</b>	<b>15,633.87</b>

### Notes :-

Inventories are valued at lower of cost and net realisable value. Cost is computed on weighted average basis and is net of GST Input Tax Credit.

Working capital facilities sanctioned by HDFC bank are secured by hypothecation of stocks and book debts. Quarterly statements of stock and book debts are filed with the HDFC bank which are in agreement with the books of accounts.

## 11 Trade Receivables

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Current</b>		
Trade Receivables considered good- Unsecured	4,704.64	2,627.00
Trade receivables Unsecured which have significant increase in credit risk	251.32	251.32
Trade receivables Unsecured which have credit impaired	3.57	3.57
Less: Allowance for Expected credit loss for credit risk / credit impaired	(254.89)	(254.89)
<b>Total</b>	<b>4,704.64</b>	<b>2,627.00</b>

Refer note 43 for information about credit risk and market risk of trade receivables.

Refer note 44 for information about receivables from related party.

Working capital facilities sanctioned by HDFC bank are secured by hypothecation of stocks and book debts. Quarterly statements of stock and book debts are filed with the HDFC bank which are in agreement with the books of accounts.

There are no secured trade receivables.

### 11(a) Trade Receivables Ageing Schedule

As at March 31, 2024

(₹ lakhs)

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - Considered good	3,119.40	1,453.04	130.88	1.33	-	-	4,704.64
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	251.32	251.32
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	3.57	3.57
(iii) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>3,119.40</b>	<b>1,453.04</b>	<b>130.88</b>	<b>1.33</b>	<b>-</b>	<b>254.89</b>	<b>4,959.53</b>
Less: Allowance for Expected credit loss for credit impaired	-	-	-	-	-	(254.89)	(254.89)
<b>Total</b>	<b>3,119.40</b>	<b>1,453.04</b>	<b>130.88</b>	<b>1.33</b>	<b>-</b>	<b>-</b>	<b>4,704.64</b>

There are no unbilled receivables as at March 31, 2024.

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 11 Trade Receivables (Contd.)

As at March 31, 2023

(₹ lakhs)

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - Considered good	1,810.56	791.77	19.35	5.33	-	-	2,627.00
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	251.32	-	251.32
(ii) Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	3.57	3.57
(iii) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
	<b>1,810.56</b>	<b>791.77</b>	<b>19.35</b>	<b>5.33</b>	<b>251.32</b>	<b>3.57</b>	<b>2,881.89</b>
Less: Allowance for Expected credit loss for credit impaired	-	-	-	-	(251.32)	(3.57)	(254.89)
<b>Total</b>	<b>1,810.56</b>	<b>791.77</b>	<b>19.35</b>	<b>5.33</b>	<b>-</b>	<b>-</b>	<b>2,627.00</b>

There are no unbilled receivables as at March 31, 2023.

## 12 Cash and Cash Equivalents

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Balances with Banks		
Balance in current account	2,807.29	2,027.80
Balance in EEFC account	806.80	892.83
Deposits with original maturity of less than 3 months	1,503.54	-
Cash on hand	16.21	17.84
<b>Total</b>	<b>5,133.84</b>	<b>2,938.47</b>

## 13 Bank Balances other than cash and cash equivalents as above

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Deposits with Banks		
Margin money deposit- bank guarantee / letter of credit	179.19	76.47
With original maturity of more than 3 months but less than 12 months	24,765.73	668.03
<b>Total</b>	<b>24,944.92</b>	<b>744.50</b>

## 14 Loans

(Unsecured, Considered Good , Carried at Amortised Cost)

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Loans to employees	66.72	80.50
<b>Total</b>	<b>66.72</b>	<b>80.50</b>

In line with Circular No 04/2015 issued by Ministry of Corporate Affairs dated March 10, 2015, loans given to employees as per the Company's policy are not considered for the purposes of disclosure under Section 186(4) of the Act.

There are no loans or advances in the nature of loans granted to Promoters, Directors, KMPs and their related parties, either severally or jointly with any other person, that are:

- repayable on demand; or
- without specifying any terms or period of repayment

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 15 Other Current Assets

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Security Deposit	300.00	-
Advances other than Capital advances		
Prepaid Expenses	123.09	165.55
Advances to Vendors	499.20	790.29
Export benefit receivable	13.65	23.55
Balances with Government authorities	712.97	132.42
<b>Total</b>	<b>1,648.91</b>	<b>1,111.81</b>

## 16 Equity Share Capital

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Authorised Share Capital*:</b>		
700,00,000 (March 31, 2023: 500,000) Equity shares of ₹ 10 each	7,000.00	50.00
<b>Issued, subscribed and fully paid up:</b>		
606,87,236 (March 31, 2023: 372,518) Equity shares of ₹ 10 each fully paid up (refer note a)	6,068.72	37.25

\*During the year ended March 31, 2024, the authorized share capital was increased from 500,000 equity shares of ₹ 10 each amounting to ₹ 50 lakhs to 700,00,000 equity shares of ₹ 10 each amounting to ₹ 7,000 lakhs which was duly approved by the board in meeting dated July 03, 2023 and by the shareholders of the Company by means of an ordinary resolution dated July 03, 2023.

### a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year

	March 31, 2024		March 31, 2023	
	No. of shares	Amount (₹ lakhs)	No. of shares	Amount (₹ lakhs)
<b>At the beginning of the year</b>	<b>3,72,518</b>	<b>37.25</b>	<b>3,72,518</b>	<b>37.25</b>
Add: Bonus Shares issued during the year**	5,58,77,700	5,587.77	-	-
Add: Fresh issue of shares during the year (refer note 51)	44,37,018	443.70	-	-
<b>At the end of the year</b>	<b>6,06,87,236</b>	<b>6,068.72</b>	<b>3,72,518</b>	<b>37.25</b>

\*\*Post increase of the authorised share capital of the company, the Board of Directors at its meeting held on July 03, 2023 had approved the bonus issue of one hundred and fifty new equity share for every one share held on record date which was approved by the shareholders by means of a special resolution dated July 03, 2023. Through a Board resolution dated July 06, 2023, the Company has allotted 558,77,700 equity shares of ₹ 10 each as bonus shares to the existing equity shareholders of the Company.

### Terms/Rights attached to Equity Shares

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regards to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid. Failure to pay any amount called up on shares may lead to forfeiture of the shares. On winding up of the Company, the holder of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

### b) Details of shares held by parent company and ultimate parent company and their subsidiaries / associates

Name of the Holding Company	March 31, 2024		March 31, 2023	
	No. of shares	% holding	No. of shares	% holding
Equity shares of ₹ 10 each fully paid up				
F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.*	-	-	1,89,985	51.00%

\*Pursuant to offer for sale of shares and public issue the percentage of shareholding stands reduced to 30.58% as at March 31, 2024.

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 16 Equity Share Capital (Contd.)

### c) Disclosure of Shareholding of Promoters and Promoter group

Shareholder name	Class of Shares	As at March 31, 2024		As at March 31, 2023		% Change during the year
		No. of Shares**	% of total shares	No. of Shares	% of total shares	
<b>Equity shares of ₹ 10 each fully paid up</b>						
F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	Equity	1,85,61,153	30.58%	1,89,985	51.00%	-20.42%
Santosh R. Raveshia	Equity	95,62,679	15.76%	63,329	17.00%	-1.24%
Sanjay M. Rajani	Equity	45,38,497	7.48%	32,152	8.63%	-1.15%
Ketan M. Rajani	Equity	45,38,497	7.48%	32,152	8.63%	-1.15%
Chandni V. Somaiya	Equity	22,49,900	3.71%	14,900	4.00%	-0.29%
Sheetal H. Parpani	Equity	22,49,900	3.71%	14,900	4.00%	-0.29%
Sejal S. Raveshia	Equity	22,49,900	3.71%	14,900	4.00%	-0.29%
Pravina M. Rajani	Equity	5,13,400	0.85%	3,400	0.91%	-0.07%
Ila S. Rajani	Equity	5,13,400	0.85%	3,400	0.91%	-0.07%
Shilpa K. Rajani	Equity	5,13,400	0.85%	3,400	0.91%	-0.07%
<b>Total</b>		<b>4,54,90,726</b>	<b>74.96%</b>	<b>3,72,518</b>	<b>100.00%</b>	<b>-25.04%</b>

\*\*Change in number of shares is on account of issue of bonus shares and sale of shares during the year

Shareholder name	Class of Shares	As at March 31, 2023		As at March 31, 2022		% Change during the year
		No. of Shares	% of total shares	No. of Shares	% of total shares	
<b>Equity shares of ₹ 10 each fully paid</b>						
F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	Equity	1,89,985	51.00%	1,89,985	51.00%	0.00%
Santosh R. Raveshia	Equity	63,329	17.00%	63,329	17.00%	0.00%
Sanjay M. Rajani	Equity	32,152	8.63%	32,152	8.63%	0.00%
Ketan M. Rajani	Equity	32,152	8.63%	32,152	8.63%	0.00%
Chandni V. Somaiya	Equity	14,900	4.00%	14,900	4.00%	0.00%
Sheetal H. Parpani	Equity	14,900	4.00%	14,900	4.00%	0.00%
Sejal S. Raveshia	Equity	14,900	4.00%	14,900	4.00%	0.00%
Pravina M. Rajani	Equity	3,400	0.91%	3,400	0.91%	0.00%
Ila S. Rajani	Equity	3,400	0.91%	3,400	0.91%	0.00%
Shilpa K. Rajani	Equity	3,400	0.91%	3,400	0.91%	0.00%
<b>Total</b>		<b>3,72,518</b>	<b>100.00%</b>	<b>3,72,518</b>	<b>100.00%</b>	<b>0.00%</b>

### d) Details of shareholder(s) holding more than 5% equity shares

	As at March 31, 2024		As at March 31, 2023	
	No. of shares	% holding	No. of shares	% holding
Equity shares of ₹ 10 each fully paid up				
F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	1,85,61,153	30.58%	1,89,985	51.00%
Santosh R. Raveshia	95,62,679	15.76%	63,329	17.00%
Sanjay M. Rajani	45,38,497	7.48%	32,152	8.63%
Ketan M. Rajani	45,38,497	7.48%	32,152	8.63%
SBI Mutual Fund	43,22,689	7.12%	-	-

### e)

	As at March 31, 2024	As at March 31, 2023
Details of shares issued without payment of cash or by way of issue of bonus shares during the period of five years immediately preceding the Balance Sheet date.	Yes, refer note 16(a)	Nil



# Notes to the Standalone Financial Statements

As at March 31, 2024

## 16 Equity Share Capital (Contd.)

f)

	As at March 31, 2024	As at March 31, 2023
Disclosure of aggregate number of equity shares bought back during the period of 5 years immediately preceding the balance sheet date	Nil	Nil

## 17 Other Equity

(₹ Lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Securities Premium</b>		
Balance at the beginning of the year	8,604.92	8,604.92
Add: Premium received on fresh issue of equity shares (Refer note 51)	34,556.29	-
Less: Issue of bonus shares	(5,587.77)	-
Less: Share issue expenses (Refer note 51)	(1,533.09)	-
<b>Balance at the end of the year</b>	<b>36,040.35</b>	<b>8,604.92</b>
<b>Surplus in the statement of profit and loss</b>		
Balance at the beginning of the year	23,300.08	15,008.09
Add: Profit for the year	14,509.88	8,858.05
Add: Other comprehensive (loss) arising from measurement of defined benefit obligation net of income tax	(153.56)	(7.28)
Less: Interim Dividend for FY 2022-23*	(931.30)	-
Less: Interim Dividend for FY 2021-22	-	(558.78)
<b>Balance at the end of the year</b>	<b>36,725.10</b>	<b>23,300.08</b>
<b>Total</b>	<b>72,765.45</b>	<b>31,905.00</b>

(Refer Statement of Changes in Equity for detailed movement in Other Equity balances)

\*On June 16, 2023, in respect of the year ended March 31, 2023, the Board of Directors of the Company have proposed an interim dividend of ₹ 250 per equity share outstanding as on March 31, 2023 resulting in a cash outflow of ₹ 931.30 lakhs.

### Nature and purpose of reserve

**Securities Premium:** Securities premium is used to record the premium on issue of shares. The reserve is utilized in accordance with the provisions of the Companies Act, 2013.

**Retained Earnings:** The amount that can be distributed by the Company as dividends to its equity shareholders out of accumulated reserves is determined considering the requirements of the Companies Act, 2013.

## 18 Borrowings

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Non-Current</b>		
<b>Secured</b>		
<b>Term Loan from Banks</b>		
Vehicle Loan from Bank (Refer Note 18(a) below)	9.36	14.45
Other Loan (Refer Note 18(b) below)	1,070.38	1,334.43
<b>Unsecured</b>		
Loan-related parties (Refer Note 18(c) below)	5,664.00	-
<b>Total</b>	<b>6,743.74</b>	<b>1,348.88</b>

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 18 Borrowings (Contd.)

### Note 18(a)

The terms of the vehicle loans are as follows:

- (i) The rate of interest of various vehicle loan ranges from 8.30% to 10.50%. The vehicle loan is repayable in equated monthly installments.
- (ii) The loans are secured by hypothecation of underlying vehicles.

### Note 18(b)

The terms of the term loan are as follows:

- (i) Secured term loan from bank amounting to ₹ 1,000.00 lakhs, outstanding as at March 31, 2024 ₹ 783.88 lakhs (March 31, 2023 : ₹ 958.38 lakhs) is repayable in 60 equated monthly installments starting from January 07, 2023 with last installment payable on December 07, 2027. The rate of interest is bank reference rate plus spread of 1% to 1.5% p.a.. The Company has mortgaged identified immovable properties against the term loan (refer note 3(ii)).
- (ii) Secured term loan from bank amounting to ₹ 626.40 lakhs, outstanding as at March 31, 2024 ₹ 550.54 lakhs (March 31, 2023 : ₹ 620.79 lakhs) is repayable in 84 equated monthly installments starting from March 07, 2023 with last installment payable on February 07, 2030. The rate of interest is bank reference rate plus spread of 1% to 1.5% p.a.. The Company has mortgaged identified immovable properties against the term loan (refer note 3(ii)).

### Note 18(c)

Unsecured loan from related parties carries interest rate in the range of 9.0% p.a. The tenor of the loan is 3 years from the date of drawdown.

## 19 Provisions

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Non-Current</b>		
<b>Provision for Employee Benefits</b>		
Provision for Gratuity (Refer Note 41)	1,241.46	891.10
Provision for Compensated absences	164.75	-
<b>Total</b>	<b>1,406.21</b>	<b>891.10</b>

## 20 Borrowings

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Current</b>		
<b>Secured</b>		
<b>Other loans</b>		
Working Capital Loans From Banks- Cash Credit (Refer Note 20(a) below)	-	2,144.60
Buyer Credit facility from bank (Refer Note 20(b) below)	-	1,359.58
Current maturities of long term borrowings (Refer Note 18(b))	269.14	301.85
<b>Unsecured</b>		
Working Capital Loans From Bank- Cash Credit (Refer Note 20(c) below)	0.73	1,002.64
Loan repayable on demand- related parties (Refer Note 20(d) below)	1,937.94	2,315.82
<b>Total</b>	<b>2,207.81</b>	<b>7,124.49</b>

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 20 Borrowings (Contd.)

### Note 20(a)

The terms of the cash credit facility are as follows:

The rate of interest is bank reference rate plus spread of 1.4% to 1.6% p.a.

Cash credit facility from HDFC Bank is primarily secured by hypothecation by way of first and exclusive charge on all present and future stocks and book debts. Cash credit facility from BNP Paribas is secured by standby letter of credit. Quarterly statements of stock and book debts are filed with the HDFC bank which are in agreement with the books of accounts.

### Note 20(b)

The terms of the buyer credit facility (sub limit of Cash Credit limit) are as follows:

The rate of interest is LIBOR/SOFR plus spread of 1.5 to 3.0% p.a..

The other terms of the facilities are same as mentioned in Note 20(a).

### Note 20(c)

Cash credit facility from Axis Bank is unsecured. The rate of interest is 3 months MCLR plus spread of 0.20% to 0.45% p.a..

### Note 20(d)

Unsecured loan from related parties carries interest rate in the range of 9.0% p.a. The loan is repayable on demand.

#### Utilization of borrowings from banks and financial institutions

Borrowings from banks and financial institutions have been utilized for the specific purpose for which it were taken.

#### Wilful Defaulter

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

## 21 Trade Payables

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Current</b>		
Total Outstanding Dues of Micro Enterprises and Small Enterprises (Refer Note 21(a) below)	2,036.52	440.37
Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	6,335.05	7,553.13
<b>Total</b>	<b>8,371.57</b>	<b>7,993.50</b>
of the above trade payable due to related party amount are as follows:		
Trade payable to related party (Refer note 44)	1,334.23	773.67

### 21(a) Disclosure as per the provision of the Micro, Small and Medium Enterprises Development Act, 2006, based on available information available with the Company as under:

(₹ lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Principal amount remaining unpaid to any supplier as at the end of the accounting year	2,036.52	440.37
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
The amount of interest due and payable for the year	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

Dues to Micro Enterprises and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 21 Trade Payables (Contd.)

### 21(b) Trade Payables Ageing Schedule

As on March 31, 2024:

(₹ lakhs)

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	2,036.52	-	-	-	-	2,036.52
(ii) Others	993.91	4,151.72	1,184.66	1.54	0.72	2.50	6,335.05
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-	-	-
<b>Total</b>	<b>993.91</b>	<b>6,188.24</b>	<b>1,184.66</b>	<b>1.54</b>	<b>0.72</b>	<b>2.50</b>	<b>8,371.57</b>

As on March 31, 2023:

(₹ lakhs)

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	440.37	-	-	-	-	440.37
(ii) Others	821.70	4,968.59	1,727.76	33.30	0.11	1.66	7,553.12
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-	-	-
<b>Total</b>	<b>821.70</b>	<b>5,408.96</b>	<b>1,727.76</b>	<b>33.30</b>	<b>0.11</b>	<b>1.66</b>	<b>7,993.50</b>

## 22 Other Financial Liabilities

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Current</b>		
Payable to employees	2,503.22	1,396.21
Payable against investment in associate (refer note 6(b))	-	75.06
Payables for Property, Plant and Equipment	359.46	229.45
Other payables*	1,074.66	-
<b>Total</b>	<b>3,937.34</b>	<b>1,700.72</b>

\*Other payables includes amount payable to selling shareholders ₹ 530.27 lakhs and share issue expenses amounting to ₹ 534.14 lakhs out of the IPO proceeds, currently withheld considering final settlement of IPO expenses.

## 23 Other Current Liabilities

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Advances received from Customers (Refer note (i) below)	1,626.78	1,511.89
Statutory dues (Refer note (ii) below)	527.28	361.70
<b>Total</b>	<b>2,154.06</b>	<b>1,873.59</b>

### Note

- For detailed disclosure relating to Ind AS 115- Revenue from Contracts with Customers refer Note 45
- Statutory dues includes amount payable towards indirect taxes, tax deducted at source and employee related dues.

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 24 Provisions

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Current</b>		
Provision for Employee Benefits		
Provision for Compensated absences	413.73	293.73
Provision for Gratuity (Refer Note 41)	67.53	57.96
<b>Total</b>	<b>481.26</b>	<b>351.69</b>

## 25 Current Tax Liabilities (net)

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Current</b>		
Liabilities for Current tax	156.84	603.27
(Net of advance tax of ₹ 4,937.26 lakhs (March 31, 2023: ₹ 2,642.63 lakhs))		
<b>Total</b>	<b>156.84</b>	<b>603.27</b>

## 26 Revenue from Operations

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
(a) Sale of products (Refer Note 45)	1,38,541.95	1,08,022.98
(b) Other operating revenues		
Export incentive*	148.91	153.35
Royalty income	90.93	70.34
	<b>239.84</b>	<b>223.69</b>
<b>Total (a+b)</b>	<b>1,38,781.79</b>	<b>1,08,246.67</b>

\*Company has complied with the conditions attached with export incentives.

## 27 Other Income

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Interest income for financial assets measured at amortised cost :		
- From Banks	547.69	39.88
- From Others	75.43	49.50
Profit on sale of property, plant and equipments (net)	4.69	12.59
Provisions no longer required written back	0.40	10.54
Foreign exchange gain (net)	273.77	207.71
Gain on lease termination	-	1.57
Financial guarantee income	16.55	16.93
Impairment reversal on sale of investment in subsidiary	-	1.50
Miscellaneous income	72.16	49.67
<b>Total</b>	<b>990.69</b>	<b>389.89</b>

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 28 Cost of Materials Consumed

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Raw materials and packing material		
Opening stock	10,015.67	8,407.53
Add : Purchases during the year	80,076.58	67,388.37
	<b>90,092.25</b>	<b>75,795.90</b>
Less : Closing stock	8,855.15	10,015.67
<b>Total</b>	<b>81,237.10</b>	<b>65,780.23</b>

## 29 Purchase of Stock-in-Trade

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Stationery goods	2,408.97	1,599.93
<b>Total</b>	<b>2,408.97</b>	<b>1,599.93</b>

## 30 Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
<b>Inventory at the beginning of the year</b>		
Finished Goods	2,106.00	1,403.53
Work-in-Progress	2,870.12	3,580.75
Stock-in-Trade	642.08	658.62
	<b>5,618.20</b>	<b>5,642.90</b>
<b>Less:</b>		
<b>Inventory at the end of the year</b>		
Finished Goods	4,557.99	2,106.00
Work-in-Progress	3,684.12	2,870.12
Stock-in-Trade	745.75	642.08
	<b>8,987.86</b>	<b>5,618.20</b>
<b>(Increase) in inventories of Finished Goods Stock-in-Trade and Work-in-Progress</b>	<b>(3,369.66)</b>	<b>24.70</b>

## 31 Employee Benefits Expense

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Salaries and Wages	17,725.71	12,384.06
Contribution to Provident and Other Funds (Refer Note 41)	1,736.06	973.71
Gratuity expenses (Refer Note 41)	238.38	210.28
Staff welfare expenses	171.14	107.22
<b>Total</b>	<b>19,871.29</b>	<b>13,675.27</b>

## 32 Finance Costs

(₹ Lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Interest expense that are not measured at fair value through profit or loss		
- Banks	372.74	310.19
- Related parties	523.12	210.45
- Others	101.57	89.04
Interest on lease liabilities that are not measured at fair value through profit or loss	302.66	278.93
Other Finance Costs (includes bank charges, etc.)	61.29	112.61
<b>Total</b>	<b>1,361.38</b>	<b>1,001.22</b>

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 33 Depreciation and Amortisation Expense

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Depreciation for Property, Plant and Equipment	3,644.01	2,990.37
Amortisation for Intangible Assets	7.28	9.03
Depreciation for Right of Use Assets	959.40	837.20
<b>Total</b>	<b>4,610.69</b>	<b>3,836.60</b>

## 34 Other expenses

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Power and fuel	4,873.82	3,699.86
Rent (Refer note 37)	65.71	56.78
Manufacturing charges	671.48	282.92
Consumable, store & spare expenses	1,320.18	1,099.77
Repairs and maintenance:		
- Plant and machinery	126.47	82.25
- Buildings	127.77	48.39
- Others	202.66	145.52
Insurance	131.26	100.16
Director sitting fees	32.63	-
Rates and taxes	114.55	54.87
Travelling and conveyance expenses	809.87	680.03
Legal and professional fees	533.03	475.93
Payment to auditors (Refer note (a) below)	72.08	53.69
Advertisement and business promotion expenses	535.07	331.75
Freight outwards and clearing expenses	3,893.89	3,176.89
Corporate social responsibility expenses (Refer note 46)	72.52	31.00
Miscellaneous expenses	598.68	465.10
<b>Total</b>	<b>14,181.67</b>	<b>10,784.91</b>

### Note (a)

#### i) Payment to auditors\*

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
For statutory audit	49.00	21.75
For other services	19.00	27.50
For reimbursement of expenses	4.08	4.44
<b>Total</b>	<b>72.08</b>	<b>53.69</b>

\*Excluding applicable taxes.

**Note:** The above excludes fees paid to auditors amounting to ₹ 253.75 lakhs and reimbursement of expenses amounting to ₹ 15.79 lakhs on account of initial public offering of equity shares as the company's share of expense has been netted off in Securities Premium account and the selling share holders share of expense has been recovered.

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 35 Tax Expenses

### (a) Income Tax Expense

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Current Tax on profits for the year	5,094.10	3,271.93
<b>Total Tax Expenses</b>	<b>5,094.10</b>	<b>3,271.93</b>
<b>Deferred Tax (Credit)</b>		
(Increase) in Deferred Tax Assets	(132.94)	(196.28)
<b>Total Deferred Tax Expenses</b>	<b>(132.94)</b>	<b>(196.28)</b>
<b>Total Income Tax Expense</b>	<b>4,961.16</b>	<b>3,075.65</b>

### (b) Income Tax Recognised In Other Comprehensive Income

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Remeasurement of defined benefit obligations	(51.65)	(2.45)

### (c) Reconciliation of effective tax rate:

The reconciliation between the amount computed by applying the statutory income tax rate to the profit before tax and tax (income) / expenses charge is summarised below :

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
<b>Accounting profit before tax</b>	19,471.04	11,933.70
Statutory income tax rate	25.17%	25.17%
<b>Computed tax expense at statutory income tax rate</b>	<b>4,900.47</b>	<b>3,003.47</b>
<b>Adjustments for:</b>		
Tax on non-deductible expenses	60.69	34.04
Others	-	38.14
<b>Income tax expense reported in the statement of profit or loss</b>	<b>4,961.16</b>	<b>3,075.65</b>

## 36 Deferred tax balances

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Deferred tax assets	484.24	299.64

Deferred tax assets and liabilities are attributable to the following:

(₹ lakhs)

	March 31, 2024	March 31, 2023
<b>Deferred Tax Assets</b>		
Expenditure allowed on payment basis under section 43B of Income-tax Act, 1961	477.49	315.26
Financial assets at amortised cost	25.74	22.66
Leases	125.39	97.20
Provision for doubtful debts	64.16	64.16
<b>Total Deferred Tax Assets (A)</b>	<b>692.78</b>	<b>499.27</b>
<b>Deferred Tax Liabilities</b>		
Property, plant and equipment	(208.54)	(199.63)
<b>Total Deferred Tax Liabilities (B)</b>	<b>(208.54)</b>	<b>(199.63)</b>
<b>Net Deferred Tax Assets (A-B)</b>	<b>484.24</b>	<b>299.64</b>



# Notes to the Standalone Financial Statements

As at March 31, 2024

## 36 Deferred tax balances (Contd.)

### a) Movement in Deferred Tax (net)

(₹ lakhs)

Particulars	Property, plant and equipment and lease	Financial liabilities measured at amortised cost	Provision for Doubtful debts	Expenditure allowed on payment basis under section 43B of Income-tax Act, 1961	Net Deferred Tax
<b>At April 01, 2022</b>	<b>(230.06)</b>	<b>21.09</b>	<b>72.43</b>	<b>237.47</b>	<b>100.92</b>
Credited					
- to profit or loss	127.64	1.57	(8.27)	75.34	196.28
- to other comprehensive income	-	-	-	2.45	2.45
<b>At March 31, 2023</b>	<b>(102.43)</b>	<b>22.66</b>	<b>64.16</b>	<b>315.26</b>	<b>299.64</b>
<b>At April 01, 2023</b>	<b>(102.43)</b>	<b>22.66</b>	<b>64.16</b>	<b>315.26</b>	<b>299.64</b>
Credited					
- to profit or loss	19.29	3.08	-	110.58	132.94
- to other comprehensive income	-	-	-	51.65	51.65
<b>At March 31, 2024</b>	<b>(83.14)</b>	<b>25.74</b>	<b>64.16</b>	<b>477.49</b>	<b>484.24</b>

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant Management judgment is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used.

As the Company does not have any intention to dispose off investments in unlisted subsidiaries and associates in the foreseeable future, deferred tax asset on indexation benefit in relation to such investments has not been recognised.

## 37 Disclosures under Ind AS 116 Leases:

### a) The Company as lessee:

The Company has leasing arrangements for certain Factory buildings and Mumbai office building. Non-cancellable period for those lease arrangements vary. The Company pays lease charges as fixed amount as per the respective lease agreements. Right-of-use asset is measured, on a lease by lease basis, at carrying amount. Discounting to arrive the value of asset is done based on the incremental borrowing rate at the date of initial application.

The following is the movement in lease liabilities during the year:

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
<b>Opening Balance</b>	3,355.70	3,309.00
Add: Additions during the year	2,034.32	754.36
Add: Interest Expenses	302.66	278.93
Less : Disposals	-	(23.35)
Less: Payments	(1,084.36)	(963.23)
<b>Closing Balance</b>	<b>4,608.32</b>	<b>3,355.70</b>
Non-current	3,491.57	2,504.63
Current	1,116.74	851.07

Amounts recognised in profit or loss

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
Expenses relating to short-term leases	65.71	56.78

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 37 Disclosures under Ind AS 116 Leases: (Contd.)

The Group has taken building on lease which are generally long-term in nature with varying terms, escalation clauses and renewal rights. On renewal, the terms of the leases are renegotiated.

### Maturity Analysis of lease liabilities (Undiscounted cashflows):

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
Less than one year	1,159.60	900.26
One to five years	3,969.60	2,709.28
More than five years	564.57	491.77
<b>Total</b>	<b>5,693.77</b>	<b>4,101.31</b>

### Maturity Analysis of lease liabilities (Discounted cashflows):

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
Less than one year	1,116.74	851.07
One to five years	3,168.10	2,402.47
More than five years	323.48	102.16
<b>Total</b>	<b>4,608.32</b>	<b>3,355.70</b>

## 38(a) Contingent Liabilities and Contingent Assets

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
Income Tax	25.53	25.53
IGST payable under Customs Act	28.44	-

### Contingent Assets

The Company is having certain claims, realization of which is dependent on outcome of legal process being pursued. The management believe that probable outcome in all such claims are uncertain. Hence, the disclosure of such claims is not required in the financial statements.

## 38(b) Commitments

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
<b>Capital Commitments</b>		
Estimated amount of contracts remaining to be executed on capital account and not provided for	5,069.56	4,651.43

## 39 Events Occurring after the Reporting Period

Pursuant to approval of Board of Directors received on March 20, 2024 and the subsequent Share Subscription Agreement and Shareholders Agreement entered between the parties on March 28, 2024, the Company paid share application money amounting to ₹ 51.00 lakhs to acquire 51% stake in SKIDO Industries Private Limited ('SKIDO') by subscribing to 5,10,000 (Five lakhs and ten thousand) Equity Shares of ₹ 10/- each. The shares of SKIDO were allotted to the Company on April 01, 2024 effective which SKIDO became subsidiary of the Company from that date.

## 40 Earning per share (EPS)

EPS is calculated by dividing the Profit / (loss) for the year attributable to equity holders by the weighted average number of equity shares outstanding during the period.

Diluted EPS are calculated by dividing the Profit / (loss) for the year attributable to equity holders by the weighted average number of equity shares outstanding during the period plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

Ind AS 33 'Earnings per share', requires an adjustment in the calculation of basic and diluted earnings per share for all the periods presented if the number of equity or potential equity shares outstanding change as a result of issue of bonus shares. The weighted average numbers

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 40 Earning per share (EPS) (Contd.)

of shares and consequently the basic and diluted earnings per share have accordingly been adjusted in the financial statements in respect of the previous year.

### Calculation of EPS :

	Year ended March 31, 2024	Year ended March 31, 2023
Net profit attributable to equity holders (₹ in lakhs)	14,509.88	8,858.05
Weighted average number of Equity Shares outstanding at the end of the year	5,75,26,620	5,62,50,218
Earnings Per Share (₹):		
Basic	25.22	15.75
Diluted	25.22	15.75
Face value per share	10.00	10.00

## 41 Employee Benefits :

### a) Defined contribution plans:

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund, Labour Welfare Fund and Employees' State Insurance, which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions are charged to statement of profit or loss as they accrue. The amount recognised as an expense towards contribution to Provident Fund, Labour Welfare Fund and Employees' State Insurance for the year ended March 31, 2024 aggregated to ₹ 1,736.06 lakhs (March 31, 2023: ₹ 973.71 lakhs).

### b) Defined benefit plans:

The Company's gratuity benefit scheme is a defined benefit plan (unfunded). The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service costs and the fair value of any plan assets are deducted. The calculation of the Company's obligation is performed bi-annually by a qualified actuary using the projected unit credit method.

The Company recognises all actuarial gains and losses arising from defined benefit plans immediately in the standalone statement of profit and loss except remeasurement of Defined Benefit Obligations which is recognised in Other Comprehensive Income. All expenses related to defined benefit plans are recognised in employee benefits expense in the Statement of profit and loss. When the benefits of plan are improved, the portion of the increased benefit related to past service by employees is recognised in the standalone statement of profit and loss. The Company recognises gains and losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs. In arriving at the valuation for gratuity following assumptions were used:

### c) Actuarial Assumptions :

Particulars	March 31, 2024	March 31, 2023
Discount Rate	7.19%	7.46%
Salary escalation		
- Staff	8.00%	8.00%
- Workers	5.00%	5.00%
Retirement age (years)	60*	60*
Attrition rate		
- Staff		
For service 2 years and below	35.00%	35.00%
For service 3 to 4 years	20.00%	20.00%
For service 5 years and above	2.00%	2.00%
- Workers		
For service 2 years and below	40.00%	40.00%
For service 3 to 4 years	25.00%	25.00%
For service 5 years and above	7.00%	7.00%
Mortality rate	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)

\* In case of 35 employees, Company has increased retirement age upto 80 years. For other employees, it continues to be 60 years.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 41 Employee Benefits : (Contd.)

d) The following table sets out disclosures as required under Indian Accounting Standard 19- Employee Benefit.

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
<b>Projected benefit obligation at the beginning of year</b>	<b>949.06</b>	<b>818.18</b>
Interest cost	69.37	53.69
Current Service Cost	169.01	156.59
Benefit Paid	(83.66)	(89.12)
Actuarial (gain)/loss on obligations recognized in other comprehensive income		
Due to change in financial assumptions	36.81	(80.74)
Due to experience adjustments	168.41	90.47
Due to Change in Demographic Assumptions	-	-
<b>Projected benefit obligation at the end of the year</b>	<b>1,308.99</b>	<b>949.06</b>

As at March 31, 2024, the weighted average duration of defined benefit obligation was 12 years (March 31, 2023: 12 years).

e) The following table sets out disclosures as required under Indian Accounting Standard 19- Employee Benefit

(₹ lakhs)

	March 31, 2024	March 31, 2023
<b>Amount recognized in Balance Sheet</b>		
Opening net liability	949.06	818.18
(Income)/Expense	443.59	220.00
Gratuity benefit paid	(83.66)	(89.12)
Amount Recognised in Balance sheet		
- Non-current	1,241.46	891.10
- Current	67.53	57.96
<b>Closing Liability</b>	<b>1,308.99</b>	<b>949.06</b>

(₹ lakhs)

	March 31, 2024	March 31, 2023
<b>Expense recognized</b>		
Current Service Cost	169.01	156.59
Interest Cost	69.37	53.69
<b>Expense recognised in the standalone statement of profit and loss</b>	<b>238.38</b>	<b>210.28</b>
<b>Actuarial Gain / loss recognized</b>		
Actuarial loss/(gain) on obligations	205.21	9.73
<b>Net Actuarial loss/(gain) recognized during year</b>	<b>205.21</b>	<b>9.73</b>

## f) Sensitivity Analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

(₹ lakhs)

Defined Benefit Obligation on Current Assumptions	March 31, 2024	March 31, 2023
Delta Effect of +1% Change in Rate of Discounting	(128.19)	(91.31)
Delta Effect of -1% Change in Rate of Discounting	152.70	108.59
Delta Effect of +1% Change in Rate of Salary Increase	141.43	99.14
Delta Effect of -1% Change in Rate of Salary Increase	(122.23)	(85.43)
Delta Effect of +1% Change in Rate of Employee Turnover	(1.95)	3.01
Delta Effect of -1% Change in Rate of Employee Turnover	0.82	(4.10)

### Note on Sensitivity analysis:

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 41 Employee Benefits : (Contd.)

### g) Expected future cash flows

(₹ lakhs)

Projected Benefits Payable in Future Years From the Date of Reporting	March 31, 2024	March 31, 2023
1st Following Year	67.53	57.96
2nd Following Year	56.37	47.34
3rd Following Year	66.48	53.38
4th Following Year	90.95	52.02
5th Following Year	92.70	69.89
Sum of Years 6 To 10	538.18	404.28

### h) Code on Social Security, 2020:

The date of implementation of the Code on Social Security, 2020 ('the Code') relating to employee benefits is yet to be notified by the Government and when implemented will impact the contributions by the Company towards benefits such as Provident Fund, Gratuity etc. The Company will assess the impact of the Code and give effect in the financial results when the Code and Rules thereunder are notified.

## 42 Operating Segment

a) The Company has determined its business segment as "Stationery Products". Since the Company's business is from single business reporting segment i.e. sale of stationery products, there are no other primary reportable segments. Thus, the segment revenue, segment results, total carrying amount of segment assets, total carrying amount of segment liabilities, total cost incurred to acquire segment assets, total amount of charge for depreciation during the year is as reflected in the standalone financial statement.

### b) Geographical Segment

The secondary segment of the Company is based on revenue generated from the geographical locations, these being within India (domestic) and outside India (exports).

(₹ lakhs)

	March 31, 2024			March 31, 2023		
	Within India	Outside India	Total	Within India	Outside India	Total
Segment Revenue from operations*	1,16,521.67	22,020.28	1,38,541.95	87,733.48	20,289.50	1,08,022.98
Non-Current Assets**	45,531.08	-	45,531.08	32,649.62	-	32,649.62

\*Excluding other operating revenues

\*\*Non-current Assets exclude Financial Assets, Deferred Tax Assets and Non-Current Tax Assets

### Revenue from major customers

Company does not have Revenue from one customer which is more than 10% of the Company's total revenue.

## 43 Financial instruments – Fair values and risk management

### a) Financial instruments by category and their fair value

Carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy, are as follows:

(₹ lakhs)

As at March 31, 2024	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised Cost	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
<b>Financial assets not measured at fair value</b>								
Investments	-	-	7,531.53	7,531.53				
Trade Receivables	-	-	4,704.64	4,704.64	-	-	-	-
Cash and Cash Equivalents	-	-	5,133.84	5,133.84	-	-	-	-
Other Bank Balances	-	-	24,944.92	24,944.92	-	-	-	-
Loans	-	-	66.72	66.72				
Other financial assets								
- Non-current	-	-	988.84	988.84	-	-	-	-
<b>Total financial assets</b>	-	-	<b>43,370.49</b>	<b>43,370.49</b>	-	-	-	-

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 43 Financial instruments – Fair values and risk management (Contd.)

(₹ lakhs)

As at March 31, 2024	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised Cost	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
<b>Financial liabilities not measured at fair value</b>								
Borrowings								
- Non-current	-	-	6,743.74	6,743.74	-	-	-	-
- Current	-	-	2,207.81	2,207.81	-	-	-	-
Lease liabilities								
- Non-current	-	-	3,491.57	3,491.57	-	-	-	-
- Current	-	-	1,116.74	1,116.74	-	-	-	-
Trade Payables	-	-	8,371.57	8,371.57	-	-	-	-
Other financial liabilities								
- Current	-	-	3,937.34	3,937.34	-	-	-	-
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>25,868.77</b>	<b>25,868.77</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

(₹ lakhs)

As at March 31, 2023	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised Cost	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
<b>Financial assets not measured at fair value</b>								
Investment	-	-	475.53	475.53				
Trade Receivables	-	-	2,627.00	2,627.00	-	-	-	-
Cash and Cash Equivalents	-	-	2,938.47	2,938.47	-	-	-	-
Other Bank Balances	-	-	744.50	744.50	-	-	-	-
Loans	-	-	80.50	80.50				
Other financial assets								
- Non-current	-	-	594.32	594.32	-	-	-	-
<b>Total financial assets</b>	<b>-</b>	<b>-</b>	<b>7,460.31</b>	<b>7,460.31</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Financial liabilities not measured at fair value</b>								
Borrowings								
- Non-current	-	-	1,348.88	1,348.88	-	-	-	-
- Current	-	-	7,124.49	7,124.49	-	-	-	-
Lease liabilities								
- Non-current	-	-	2,504.63	2,504.63	-	-	-	-
- Current	-	-	851.07	851.07	-	-	-	-
Trade Payables	-	-	7,993.51	7,993.51	-	-	-	-
Other financial liabilities								
- Current	-	-	1,700.72	1,700.72	-	-	-	-
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>21,523.30</b>	<b>21,523.30</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

### Notes :-

- The Company has not disclosed the fair value of financial assets such as Investments, trade receivables, trade payables, short term loans, deposits etc. because their carrying amounts are a reasonable approximation of fair value.
- The carrying amounts of the borrowings that are not measured at fair value are reasonable approximation of fair value, as they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

### b) Measurement of fair values

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

**Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds that have quoted price. The mutual funds are valued using the closing NAV.

**Level 2:** The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 43 Financial instruments – Fair values and risk management (Contd.)

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities included in level 3.

There were no changes made during the year to valuation methods or the processes to determine classification of level.

### c) Financial risk management

The Company has a well-defined risk management framework. The Board of Directors of the Company has adopted a Risk Management Policy. The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

#### i) Credit risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or fail to pay amounts due causing financial loss to the company. The potential activities where credit risks may arise include from cash and cash equivalents, security deposits or other deposits and principally from credit exposures to customers relating to outstanding receivables. The maximum credit exposure associated with financial assets is equal to the carrying amount.

#### Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer and the geography in which it operates. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company has a policy under which each new customer is analysed individually for creditworthiness before offering credit period and delivery terms and conditions.

The ageing analysis of trade receivables is disclosed in Note 11.

Exposures to customers outstanding at the end of each reporting period are reviewed by the management to determine incurred and expected credit losses. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

The management assesses and manages credit risk based on the Company's credit policy. The management assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. For trade receivables, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

#### The movement in Provision for Loss Allowance is as follows:

Particulars	(₹ lakhs)	
	March 31, 2024	March 31, 2023
Balance at the beginning of the year	254.89	287.75
Movements in allowance:		
Trade receivables written off	-	(32.86)
Additional provision	-	-
<b>Closing balance</b>	<b>254.89</b>	<b>254.89</b>

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 43 Financial instruments – Fair values and risk management (Contd.)

Following table provides information about the exposure to credit risk and ECL for trade receivables and contract assets from Individual customers

March 31, 2024	Weighted average loss rate	Gross carrying amount (₹ lakhs)	Loss allowance (₹ lakhs)	Credit impairment
Credit impaired	100.00%	254.89	(254.89)	Yes
Others	0.00%	4,704.64	0.00	No
<b>Total</b>		<b>4,959.53</b>	<b>(254.89)</b>	

March 31, 2023	Weighted average loss rate	Gross carrying amount (₹ lakhs)	Loss allowance (₹ lakhs)	Credit impairment
Credit impaired	100.00%	254.89	(254.89)	Yes
Others	0.00%	2,627.00	0.00	No
<b>Total</b>		<b>2,881.89</b>	<b>(254.89)</b>	

The Company's trade receivables are geographically dispersed. The Management does not believe there are any particular customers or group of customers that would subject the Company to any significant credit risks in the collection of accounts receivable.

### Other financial assets

Other financial assets includes loan to employees, security deposits, investments, cash and cash equivalents, other bank balance, advances to employees etc.

- Cash and cash equivalents and Bank deposits are placed with banks having good reputation and past track record with adequate credit rating.
- Company has given security deposits to lessor for lease. The Company does not have exposure to any credit risk.

### ii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are proposed to be settled by delivering cash or other financial asset. The Company's financial planning has ensured, as far as possible, that there is sufficient liquidity to meet the liabilities whenever due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company has practiced financial diligence and syndicated adequate liquidity in all business scenarios.

### Financing arrangement

The Company had access to the following undrawn borrowing facilities at the end of the reporting year:

Particulars	(₹ lakhs)	
	March 31, 2024	March 31, 2023
Floating rate		
Expiring within one year	13,573.60	4,766.46
Expiring after one year	-	-
<b>Closing balance</b>	<b>13,573.60</b>	<b>4,766.46</b>

Further, the Company has also tied-up additional sources of liquidity to meet the liabilities during the respective annual years which has ensured that the Company has a clean track record with no adverse events pertaining to liquidity risk.



# Notes to the Standalone Financial Statements

As at March 31, 2024

## 43 Financial instruments – Fair values and risk management (Contd.)

### Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

(₹ lakhs)

March 31, 2024	Carrying amount	Contractual maturities			
		Total	Less than 1 Year	1-5 years	More than 5 years
Non-derivative financial liabilities					
Non current borrowings (including current maturities)	7,012.88	7,272.63	363.22	6,802.36	107.05
Current Borrowings	1,938.67	1,938.67	1,938.67	-	-
Non current lease liabilities	3,491.57	4,534.16	-	3,969.60	564.57
Current lease liabilities	1,116.74	1,159.60	1,159.60	-	-
Current financial liabilities	3,937.34	3,937.34	3,937.34	-	-
Trade payables	8,371.57	8,371.57	8,371.57	-	-
<b>Total</b>	<b>25,868.77</b>	<b>27,213.98</b>	<b>15,770.41</b>	<b>10,771.96</b>	<b>671.62</b>

(₹ lakhs)

March 31, 2023	Carrying amount	Contractual maturities			
		Total	Less than 1 Year	1-5 years	More than 5 years
Non-derivative financial liabilities					
Non current borrowings (including current maturities)	1,650.73	1,907.85	407.87	1,377.67	122.31
Current Borrowings	6,822.64	6,822.64	6,822.64	-	-
Non current lease liabilities	2,504.63	3,201.05	-	2,709.28	491.77
Current lease liabilities	851.07	900.26	900.26	-	-
Non current financial liabilities	-	-	-	-	-
Current financial liabilities	1,700.72	1,700.72	1,700.72	-	-
Trade payables	7,993.51	7,993.51	7,993.51	-	-
<b>Total</b>	<b>21,523.30</b>	<b>22,526.02</b>	<b>17,824.99</b>	<b>4,086.95</b>	<b>614.08</b>

### (iii) Market risk - Currency risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments.

The Company's operations result in it being exposed to foreign currency risk on account of trade receivables, trade payables and borrowings. The foreign currency risk may affect the Company's income and expenses, or its financial position and cash flows.

The objective of the Company's management of foreign currency risk is to maintain this risk within acceptable parameters, while optimising returns. The Company's exposure to, and management of these risks is explained below:

The Company's exposure to foreign currency risk at the end of the reporting year expressed in lakhs are as follows:

Particulars	Foreign Currency	March 31, 2024		As at March 31, 2023	
		Amount in currency lakhs		Amount in currency lakhs	
		Foreign	Local	Foreign	Local
Receivables	USD	37.51	3,103.59	25.31	2,080.38
	EURO	-	-	0.05	4.38
	GBP	0.01	0.91	0.01	0.88
Balance in EEFC account	USD	9.68	806.80	10.86	892.83
Loan from Bank- Buyers Credit	USD	-	-	16.54	1,359.58
Payables	USD	21.11	1,760.13	13.27	1,091.23
	EURO	0.03	2.88	0.26	23.00
<b>Net Exposure</b>	USD	<b>26.08</b>	<b>2,150.26</b>	<b>6.35</b>	<b>522.39</b>
	EURO	<b>(0.03)</b>	<b>(2.88)</b>	<b>(0.21)</b>	<b>(18.62)</b>
	GBP	<b>0.01</b>	<b>0.91</b>	<b>0.01</b>	<b>0.88</b>

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 43 Financial instruments – Fair values and risk management (Contd.)

A 10% strengthening/weakening of the respective foreign currencies with respect to functional currency of the Company would result in increase or decrease in profit or loss and equity as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

(₹ lakhs)

Effect	Profit or (Loss)/ Equity	
	March 31, 2024	March 31, 2023
Currencies (Increase in rate)		
USD	215.03	52.24
EURO	(0.29)	(1.86)
GBP	0.09	0.09
<b>Total</b>	<b>214.83</b>	<b>50.47</b>

If the rate is increased by 10% then there will be increase in profit and equity of ₹ 214.83 lakhs for the year ended March 31, 2024 and increase in profit and equity of ₹ 50.47 lakhs for the year ended March 31, 2023.

### Market risk - Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

The Company's portfolio of borrowings comprise of a mix of fixed rate and floating rate loans which are monitored continuously in the light of market conditions.

(₹ lakhs)

Variable-rate instruments	March 31, 2024	March 31, 2023
Non current- Borrowings	6,743.74	1,348.88
Current Borrowings	0.73	4,506.81
Current portion of Long term borrowings	269.14	301.85
<b>Total</b>	<b>7,013.61</b>	<b>6,157.54</b>

### Sensitivity analysis

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of change in interest rates. Since no interest rate exposure is perceived on fixed rate loans, the same have been excluded from the sensitivity analysis. A reasonably possible change of 50 basis points in interest rates at the reporting date would have increased /(decreased) Equity and Profit or Loss by the amount shown below:

(₹ lakhs)

Particulars	Profit or (Loss)/ Equity		Equity (net of tax)	
	50 bp Increase	50 bp decrease	50 bp Increase	50 bp decrease
<b>March 31, 2024</b>				
Non current- Borrowings	(33.72)	33.72	(25.23)	25.23
Current Borrowings	(0.00)	0.00	(0.00)	0.00
Current portion of Long term borrowings	(1.35)	1.35	(1.01)	1.01
<b>Total</b>	<b>(35.06)</b>	<b>35.06</b>	<b>(26.24)</b>	<b>26.24</b>
<b>March 31, 2023</b>				
Non current- Borrowings	(6.74)	6.74	(5.05)	5.05
Current Borrowings	(22.53)	22.53	(16.86)	16.86
Current portion of Long term borrowings	(1.51)	1.51	(1.13)	1.13
<b>Total</b>	<b>(30.78)</b>	<b>30.78</b>	<b>(23.04)</b>	<b>23.04</b>

### Capital Management

The Company defines capital as total equity including issued equity capital, share premium and all other equity reserves attributable to equity holders of the Company (which is the Company's net asset value). The primary objective of the Company's financial framework is to support the pursuit of value growth for shareholders, while ensuring a secure financial base.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total interest-bearing loans and borrowings less cash and bank balances. Total equity comprises all components of equity.

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 43 Financial instruments – Fair values and risk management (Contd.)

The Company's adjusted net debt to equity ratio was as follows.

(₹ lakhs)

	March 31, 2024	March 31, 2023
Interest bearing borrowings	8,951.55	8,473.37
<b>Net Debt</b>	<b>8,951.55</b>	<b>8,473.37</b>
<b>Total Equity</b>	<b>78,834.17</b>	<b>31,942.25</b>
<b>Adjusted Net Debt to Adjusted Equity Ratio</b>	<b>0.11</b>	<b>0.27</b>

## 44 Related Parties

### a. Holding, Subsidiary and Associate Companies

Name of the Related Party	Nature of Relationship
F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	Holding Company (upto December 17, 2023)
Pioneer Stationery Private Limited	Subsidiary company
Micro Wood Private Limited	Subsidiary company (w.e.f. August 01, 2023)
Clapjoy Innovations Private Limited	Associate company

### b. Fellow Subsidiary Companies

Name of the party	Nature of Relationship
Dixon Ticonderoga Company	Fellow Subsidiaries (upto December 17, 2023)
Fila Argentina s.a.	
Fila Chile Ltda	
Fila Art and Craft	
Johann Froescheis Lyra	
Fila Dixon Stationery (Kunshan) Co.	
Dixon Comercializadora, S.A De C.V	
Daler Rowney Limited	
Fila Canson Do Brasil Prod. De Arte	
Pt. Lyra Akrelux	
Canson Sas France	
St. Cuthberts Mill Limited	

### c. Company Having Significant Influence

Name of the party	Nature of Relationship
F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A. (including its subsidiaries)	Company Having Significant Influence (w.e.f. December 18, 2023)

### d. Key Management Personnel and their Relatives

Name of the person	Nature of Relationship
<b>Key Management Personnel &amp; Non-Executive Directors</b>	
Mr. Santosh Raveshia	Managing Director
Mr. Sanjay Rajani	Whole-time Director
Mrs. Chandni Somaiya	Whole-time Director
Mr. Ketan Rajani	Whole-time Director
Mr. Massimo Candela	Non-Executive Director
Mr. Luca Pelosin	Non-Executive Director
Mrs. Annalisa Barbera	Non-Executive Director
Mr. Cristian Nicolleti	Non-Executive Director
Mr. Gianmatteo Terruzzi	Independent Director (w.e.f. July 14, 2023)
Mr. Rajiv Mistry	Independent Director (w.e.f. July 14, 2023)
Mr. Mehul Shah	Independent Director (w.e.f. July 14, 2023)
Mrs. Darshika Thacker	Independent Director (w.e.f. July 14, 2023)
Mr. Rahul Shah	Chief Financial Officer
Mr. Mitesh Padia	Company Secretary (w.e.f. July 06, 2023)

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 44 Related Parties (Contd.)

Name of the person	Nature of Relationship
<b>Relatives of Key Management Personnel</b>	
Mrs. Sejal S Raveshia	Spouse of Mr. Santosh Raveshia
Mrs. Muskan Parikh	Daughter of Mr. Santosh Raveshia
Mrs. Pravina Rajnai	Mother of Mr. Sanjay Rajani & Mr. Ketan Rajani
Mrs. Ila Rajani	Spouse of Mr. Sanjay Rajani
Mrs. Shilpa Rajani	Spouse of Mr. Ketan Rajani
Mr. Vijay Somaiya	Spouse of Mrs. Chandni Somaiya
Mrs. Sheetal Parpani	Sister of Santosh Raveshia
Mrs. Jinal Shah	Spouse of Mr. Rahul Shah
<b>Enterprises owned or significantly influenced by Key Managerial Personnel</b>	
Commander Products	Entities over which KMPs/ directors and/ or their relatives are able exercise significant influence
Kika V-Comm Private Limited	
Rasiklal and Mansukhlal Corporate Advisors LLP	
Micro Wood Private Limited (upto July 31, 2023)	
Khaitan & Co*	
Thacker & Associates*	

\*Related party w.e.f July 14, 2023

### Transactions with related parties during the year

#### i. Transactions with Holding Company and its Subsidiaries

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Sale of goods or services</b>	F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	1,494.19	3,027.37
	Dixon Ticonderoga Company	5,552.15	6,689.81
	Fila Argentina s.a.	285.54	397.15
	Fila Chile Ltda	505.69	516.38
	Fila Art and Craft	32.10	88.56
	Johann Froescheis Lyra	81.71	53.63
	Fila Dixon Stationery (Kunshan) Co.	25.75	24.39
	Dixon Comercializadora, S.A De C.V	81.52	-
	Daler Rowney Limited	35.20	93.74
	Fila Canson Do Brasil Prod. De Arte	210.42	294.59
	Pt. Lyra Akrelux	41.04	141.95
	<b>Total</b>	<b>8,345.31</b>	<b>11,327.56</b>
	<b>Purchase of goods or services</b>	F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	25.68
Canson Sas France		580.15	545.76
Daler Rowney Limited		18.93	42.93
Johann Froescheis Lyra		-	12.43
Dixon Ticonderoga Company		17.23	15.18
St. Cuthberts Mill Limited		-	6.68
<b>Total</b>		<b>641.99</b>	<b>676.94</b>
<b>Guarantee Fees Paid</b>	F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	24.67	51.66
	<b>Total</b>	<b>24.67</b>	<b>51.66</b>
<b>Dividend Paid</b>	F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	474.96	284.98
	<b>Total</b>	<b>474.96</b>	<b>284.98</b>

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 44 Related Parties (Contd.)

### ii. Balances with Holding Company and its Subsidiaries

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023	
<b>Amount Receivable</b>	F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	-	156.78	
	Dixon Ticonderoga Company	-	679.40	
	Fila Argentina s.a.	-	253.02	
	Pt. Lyra Akrelux	-	39.84	
	Johann Froescheis Lyra	-	-	
	Fila Art and Craft	-	88.83	
	Dixon Comercializadora, S.A De C.V	-	-	
	Fila Canson Do Brasil Prod. De Arte	-	38.52	
	Fila Dixon Stationery (Kunshan) Co.	-	-	
	Fila Chile Ltda	-	60.21	
	Daler Rowney Limited	-	0.88	
	<b>Total</b>		-	<b>1,317.49</b>
	<b>Amount Payable</b>	Canson Sas France	-	99.25
Dixon Ticonderoga Company		-	-	
Johann Froescheis Lyra		-	2.33	
<b>Total</b>		-	<b>101.58</b>	

### iii. Transactions with Company having Significant Influence and its Subsidiaries

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Sale of goods or services</b>	F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	679.28	-
	Dixon Ticonderoga Company	1,957.86	-
	Fila Argentina s.a.	76.97	-
	Fila Chile Ltda	88.46	-
	Fila Art and Craft	80.56	-
	Fila Dixon Stationery (Kunshan) Co.	1.94	-
	Dixon Comercializadora, S.A De C.V	43.86	-
	Daler Rowney Limited	70.30	-
	Fila Canson Do Brasil Prod. De Arte	38.02	-
	<b>Total</b>		<b>3,037.25</b>
<b>Purchase of goods or services</b>	F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	4.44	-
	Canson Sas France	58.27	-
	<b>Total</b>	<b>62.71</b>	<b>-</b>
<b>Reimbursement of IPO expenses</b>	F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	4,002.73	-
<b>Total</b>		<b>4,002.73</b>	<b>-</b>
<b>Guarantee Fees Paid</b>	F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	4.10	-
<b>Total</b>		<b>4.10</b>	<b>-</b>

### iv. Balances with Company Having Significant Influence and its Subsidiaries

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Amount receivable</b>	F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	96.41	-
	Dixon Ticonderoga Company	502.77	-
	Fila Argentina s.a.	357.29	-
	Pt. Lyra Akrelux	-	-
	Johann Froescheis Lyra	-	-
	Fila Art and Craft	81.91	-
	Dixon Comercializadora, S.A De C.V	-	-
	Fila Canson Do Brasil Prod. De Arte	-	-
	Fila Dixon Stationery (Kunshan) Co.	-	-
	Fila Chile Ltda	-	-
	Daler Rowney Limited	52.71	-
	<b>Total</b>		<b>1,091.09</b>

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 44 Related Parties (Contd.)

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Amount Payable</b>	Canson Sas France	58.05	-
	Dixon Ticonderoga Company	0.07	-
	Johann Froescheis Lyra	-	-
	F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	499.07	-
	<b>Total</b>	<b>557.19</b>	<b>-</b>

### v. Transactions with Subsidiary Companies

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Rent paid</b>	Uniwrite Pens and Plastics Private Limited*	-	1.50
	<b>Total</b>	<b>-</b>	<b>1.50</b>
<b>Rent received</b>	Pioneer Stationery Private Limited	5.70	0.60
	Micro Wood Private Limited	24.74	-
	<b>Total</b>	<b>30.44</b>	<b>0.60</b>
<b>Royalty received</b>	Pioneer Stationery Private Limited	90.93	70.34
	<b>Total</b>	<b>90.93</b>	<b>70.34</b>
<b>Guarantee Fees income</b>	Pioneer Stationery Private Limited	16.55	16.93
	<b>Total</b>	<b>16.55</b>	<b>16.93</b>
<b>Reimbursement of expenses</b>	Pioneer Stationery Private Limited	-	0.18
	Micro Wood Private Limited	12.20	-
	<b>Total</b>	<b>12.20</b>	<b>0.18</b>
<b>Sale of goods or services (net of GST)</b>	Pioneer Stationery Private Limited	242.18	82.25
	Micro Wood Private Limited	74.09	-
	<b>Total</b>	<b>316.27</b>	<b>82.25</b>
<b>Purchase of export licence</b>	Pioneer Stationery Private Limited	21.05	4.28
	<b>Total</b>	<b>21.05</b>	<b>4.28</b>
<b>Purchase of goods or services (net of GST)</b>	Pioneer Stationery Private Limited	1,058.41	857.33
	Micro Wood Private Limited	4,559.19	-
	<b>Total</b>	<b>5,617.60</b>	<b>857.33</b>
<b>Purchase of Plant &amp; Machinery</b>	Uniwrite Pens and Plastics Private Limited*	-	47.00
	<b>Total</b>	<b>-</b>	<b>47.00</b>

\*Ceased to be a subsidiary company effective March 28, 2023.

### vi. Balances with Subsidiary and Associate

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Amount Payable</b>	Pioneer Stationery Private Limited	67.35	86.82
	Clapjoy Innovations Private Limited	-	75.06
	Micro Wood Private Limited	693.27	-
	<b>Total</b>	<b>760.62</b>	<b>161.88</b>

### vii. Transactions with Key Management Personnel, their relatives and Non-Executive Directors :

(₹ lakhs)

Particulars	Name	March 31, 2024	March 31, 2023
<b>Remuneration</b>	Mr. Santosh Raveshia	171.88	154.40
	Mr. Sanjay Rajani	116.88	105.15
	Mrs. Chandni Somaiya	116.88	105.15
	Mr. Ketan Rajani	116.88	105.15
	Mr. Vijay Somaiya	41.25	37.00
	Mrs. Sheetal Parpani	46.06	41.69
	Mrs. Sejal Raveshia	71.50	64.33
	Mr. Rahul Shah	71.02	31.18
	Mr. Mitesh Padia	10.44	-
	<b>Total</b>	<b>762.79</b>	<b>644.05</b>
	<b>Post-employment benefits</b>	Mr. Santosh Raveshia	10.68
Mr. Sanjay Rajani		15.34	14.37
Mrs. Chandni Somaiya		13.70	12.84

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 44 Related Parties (Contd.)

(₹ lakhs)

Particulars	Name	March 31, 2024	March 31, 2023
	Mr. Ketan Rajani	13.70	12.84
	Mr. Rahul Shah	7.83	7.03
	Mr. Mitesh Padia	2.26	1.38
	<b>Total</b>	<b>63.51</b>	<b>58.49</b>
<b>Reimbursement of IPO expenses</b>	Mr. Ketan Rajani	125.08	-
	Mr. Sanjay Rajani	125.08	-
	<b>Total</b>	<b>250.16</b>	<b>-</b>
<b>Director sitting fees</b>	Mr. Gianmatteo Terruzzi	10.50	-
	Mr. Rajiv Mistry	6.00	-
	Mr. Mehul Shah	6.75	-
	Mrs. Darshika Thacker	9.38	-
	<b>Total</b>	<b>32.63</b>	<b>-</b>
<b>Consultancy Charges</b>	Mrs. Jinal Shah	18.75	4.60
	<b>Total</b>	<b>18.75</b>	<b>4.60</b>
<b>Rent Paid</b>	Mrs. Ila Rajani	1.54	1.48
	Mrs. Shilpa Rajani	1.54	1.48
	<b>Total</b>	<b>3.08</b>	<b>2.96</b>
<b>Reimbursement of Expenses</b>	Mr. Ketan Rajani	1.12	1.70
	Mr. Rahul Shah	108.40	4.92
	<b>Total</b>	<b>109.52</b>	<b>6.62</b>
<b>Loan Taken</b>	Mr. Santosh Raveshia	3,785.50	50.00
	Mrs. Chandni Somaiya	325.00	-
	Mr. Ketan Rajani	1,053.50	-
	Mr. Sanjay Rajani	500.00	-
	<b>Total</b>	<b>5,664.00</b>	<b>50.00</b>
<b>Loan Repaid</b>	Mr. Santosh Raveshia	-	250.00
	Mrs. Sejal Raveshia	414.00	-
	<b>Total</b>	<b>414.00</b>	<b>250.00</b>
<b>Interest Paid</b>	Mr. Santosh Raveshia	389.75	164.19
	Mrs. Chandni Somaiya	29.01	9.00
	Mrs. Sejal Raveshia	10.72	37.26
	Mr. Sanjay Rajani	30.08	-
	Mr. Ketan Rajani	63.57	-
	<b>Total</b>	<b>523.13</b>	<b>210.45</b>
<b>Consideration towards Purchase of Shares of Micro Wood Private Limited</b>	Mr. Santosh Raveshia	4,424.70	-
	Mrs. Sheetal Parpani	220.50	-
	Mrs. Chandni Somaiya	220.50	-
	Mr. Sanjay Rajani	705.60	-
	Mr. Ketan Rajani	1,411.20	-
	Mrs. Muskan Parikh	12.25	-
	<b>Total</b>	<b>6,994.75</b>	<b>-</b>
<b>Dividend Paid</b>	Mr. Santosh Raveshia	158.32	94.99
	Mr. Sanjay Rajani	80.38	48.23
	Mrs. Chandni Somaiya	37.25	22.35
	Mr. Ketan Rajani	80.38	48.23
	Mrs. Sheetal Parpani	37.25	22.35
	Mrs. Sejal Raveshia	37.25	22.35
	Mrs. Ila Rajani	8.50	5.10
	Mrs. Shilpa Rajani	8.50	5.10
	Mrs. Pravina Rajani	8.50	5.10
	<b>Total</b>	<b>456.33</b>	<b>273.80</b>
<b>Sale of Shares of subsidiary companies</b>	Mrs. Chandni Somaiya	-	0.92
	Mr. Ketan Rajani	-	0.31
	Mr. Sanjay Rajani	-	0.31
	<b>Total</b>	<b>-</b>	<b>1.53</b>

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 44 Related Parties (Contd.)

### viii. Balances with Key Management Personnel, their relatives and Non- Executive Directors

(₹ Lakhs)

Particulars	Name	March 31, 2024	March 31, 2023
<b>Amount Payable (including borrowings)</b>	Mr. Santosh Raveshia	5,628.24	1,806.38
	Mr. Sanjay Rajani	530.54	5.94
	Mrs. Chandni Somaiya	440.53	105.64
	Mr. Ketan Rajani	1,089.00	5.60
	Mrs. Sheetal Parpani	5.48	2.45
	Mrs. Sejal Raveshia	8.79	420.43
	Mrs. Ila Rajani	0.11	0.11
	Mrs. Shilpa Rajani	0.11	0.11
	Mr. Vijay Somaiya	4.63	2.03
	Mr. Rahul Shah	8.06	3.32
	Mrs. Jinal Shah	1.35	-
	Mr. Mitesh Padia	1.03	-
	Mr. Gianmatteo Terruzzi	3.17	-
	Mr. Rajiv Mistry	1.69	-
	Mr. Mehul Shah	2.70	-
	Mrs. Darshika Thacker	2.70	-
<b>Total</b>		<b>7,728.13</b>	<b>2,352.01</b>

### ix. Transactions with entities over which KMPs/ directors and/or their relatives are able to exercise significant influence

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Rent Paid</b>	Commander Products	16.80	16.80
	Rasiklal and Mansukhlal Corporate Advisors LLP	111.72	106.41
	<b>Total</b>	<b>128.52</b>	<b>123.21</b>
<b>Rent Received</b>	Micro Wood Private Limited	14.86	23.64
	<b>Total</b>	<b>14.86</b>	<b>23.64</b>
<b>Sale of goods or services</b>	Micro Wood Private Limited	2.41	187.81
	Kika V-Comm Private Limited	46.04	70.03
	<b>Total</b>	<b>48.45</b>	<b>257.84</b>
<b>Purchase of goods or services</b>	Micro Wood Private Limited	2,254.42	5,101.74
	Kika V-Comm Private Limited	3.33	-
	Khaitan & Co	147.61	-
	Thacker & Associates	0.94	-
	<b>Total</b>	<b>2,406.30</b>	<b>5,101.74</b>

### x. Balances with entities over which KMPs/ Directors and/or their relatives are able to exercise significant influence

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Amount Payable</b>	Commander Products	1.26	1.26
	Rasiklal and Mansukhlal Corporate Advisors LLP	10.22	9.73
	Micro Wood Private Limited	-	586.04
	Khaitan & Co	3.37	-
	<b>Total</b>	<b>14.85</b>	<b>597.03</b>
<b>Amount Receivable</b>	Kika V-Comm Private Limited	3.43	17.97
<b>Total</b>		<b>3.43</b>	<b>17.97</b>

### xi. Guarantees issued on behalf of subsidiary

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Guarantee outstanding*</b>	Pioneer Stationery Private Limited	1,100.00	1,100.00
<b>Total</b>		<b>1,100.00</b>	<b>1,100.00</b>

\*complied with section 186(4) of Companies Act, 2013.

#### Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances on at the period end are unsecured and settlement occurs in cash



# Notes to the Standalone Financial Statements

As at March 31, 2024

## 45 Ind AS 115 – Revenue from Contracts with Customers

i) The Company is in the business of manufacturing, trading and selling of stationery. All sales are made at a point in time and revenue recognised upon satisfaction of the performance obligations which is typically upon dispatch/delivery depending on the contractual terms with the customers. Accruals for discounts/incentives are estimated (using the most likely method) based on accumulated experience and underlying schemes and agreements with customers. The Company has a credit evaluation policy based on which the credit limits for the trade receivables are established and the Company does not give significant credit period resulting in no significant financing component.

### ii) Reconciliation of Revenue as per contract price and as recognised in Statement of Profit and Loss:

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from contracts with customer as per Contract price	1,42,089.27	1,10,356.14
Less: Discounts, incentives, rebates	(3,547.32)	(2,333.16)
<b>Revenue from contracts with customer as per Statement of Profit and Loss</b>	<b>1,38,541.95</b>	<b>1,08,022.98</b>

### Disaggregation of revenue from contract with customers

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
<b>Geography</b>		
Domestic	1,16,521.67	87,733.48
Exports	22,020.28	20,289.50
<b>Total (net of discounts, incentives, rebates)</b>	<b>1,38,541.95</b>	<b>1,08,022.98</b>
<b>Product category</b>		
Scholastic Stationery	68,710.43	56,863.18
Scholastic Art Material	42,114.22	29,279.73
Kits & Combos	15,302.10	12,638.25
Office Supplies	10,933.90	7,524.47
Hobby & Craft	1,963.57	1,572.59
Fine Art Products	1,641.34	1,416.91
Paper Stationery	35.24	1.41
Others	1,388.48	1,059.60
Less: Discounts, incentives, rebates	(3,547.32)	(2,333.16)
<b>Total</b>	<b>1,38,541.95</b>	<b>1,08,022.98</b>

### iii) Performance obligation

Revenue from sale of goods measured upon satisfaction of performance obligation which is at a point in time when control of the goods is transferred to the customer, generally on delivery of the goods.

(₹ lakhs)

	March 31, 2024	March 31, 2023
<b>Revenue by time</b>		
Revenue recognised at point in time	1,38,541.95	1,08,022.98
Revenue recognised over time	-	-
<b>Total</b>	<b>1,38,541.95</b>	<b>1,08,022.98</b>

### iv) Contract Liability

(₹ lakhs)

	March 31, 2024	March 31, 2023
Advance from Customers	1,626.78	1,511.89

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 46 Corporate Social Responsibility

As per Section 135 of the Companies Act 2013, the Company has formed a Corporate Social Responsibility (CSR) Committee. The CSR Committee approved CSR Policy where certain focus areas out of list of activities covered in Schedule VII of the Companies Act 2013, have been identified to incur CSR expenditure.

i) Gross amount required to be spent by the Company during the year ₹ 72.52 lakhs (March 31, 2023: ₹ 21.04 lakhs). During the current year, the company has spent ₹ 74.00 lakhs (March 31, 2023: ₹ 31.00 lakhs) for purpose other than construction/acquisition of asset. Out of the excess amount spent, the company has carried forward ₹ 1.48 lakhs (March 31, 2023: ₹ 9.95 lakhs ) to next year to offset against the mandatory spend in the next year.

### ii) Amount spent during the year on:

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
(a) Construction / Acquisition of any assets	-	-
(b) Purpose other than (a) above	72.52	31.00

(iii) Shortfall at the end of the year: Nil (March 31, 2023 : Nil)

(iv) Total of previous years shortfall: Nil (March 31, 2023 : Nil)

(v) Reason for shortfall : N.A.

(vi) Nature of CSR activities: Promoting healthcare, education, rural development, affordable housing, disaster relief, benefit of armed forces, socioeconomic development, relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward Classes and minorities and other areas of public service.

(vii) Details of related party transactions: N.A.

(viii) 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: N.A.

## 47 Ratio Analysis

Particulars	Numerator	Denominator	March 31, 2024	March 31, 2023	% of variance	Explanation for change in the ratio by more than 25%
Current Ratio (times)	Current Assets	Current Liabilities	2.95	1.13	161.30%	Current ratio has improved on account of increase in cash and bank balances. The cash and bank balances are higher on account of the proceeds received from fresh issue of shares.
Debt-Equity Ratio (times)	Debt consists of borrowings	Total Equity	0.11	0.27	-57.20%	Debt-Equity ratio has improved on account of profit earned during the year and on account of the proceeds received from fresh issue of shares.
Debt Service Coverage Ratio (times)	Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.	Interest + Lease Payments + Principal Repayments for long term debts	7.87	5.94	32.53%	Change is on account of profit earned during the year.
Net Profit Ratio (%)	Profit after tax	Revenue from operations	10.46%	8.18%	27.76%	Net Profit ratio has increased on account of increase in net profit after tax from improvement in business volumes and operating margins.
Return on Equity Ratio (%)	Profit after tax	Average Total Equity	26.20%	31.87%	-17.80%	
Return on Capital employed (%)	Earnings before interest and taxes	Tangible net worth + Total Debt + Deferred Tax Liabilities-Deferred tax assets	23.86%	32.24%	-25.99%	Change is on account of increase in net worth is on account of the proceeds received from fresh issue of shares.
Return on Investment (%) - Deposits	Income generated from fixed deposits	Average invested funds fixed deposits	4.03%	5.68%	-29.17%	Return on Investment has reduced on account of fixed deposits made at the end of the year.
Trade Receivables turnover ratio (times)	Revenue from operations	Average Trade Receivables	37.86	33.03	14.61%	

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 47 Ratio Analysis (Contd.)

Particulars	Numerator	Denominator	March 31, 2024	March 31, 2023	% of variance	Explanation for change in the ratio by more than 25%
Inventory turnover ratio (times)	Cost of goods sold	Average Inventory	4.80	4.54	5.60%	
Trade payables turnover ratio (times)	Purchases	Average Trade Payables	10.08	9.14	10.27%	
Net capital turnover ratio (times)	Revenue from operations	Working Capital = Current assets- current liabilities	3.86	41.04	-90.58%	Net Capital turnover ratio has improved on account of increase in revenues and higher cash and bank balances on account of the proceeds received from fresh issue of shares.

## 48 Transaction with Struck off Companies

The Company has reviewed transactions to identify if there are any transactions with struck off companies. To the extent information is available on struck off companies, there are no transactions with struck off companies.

## 49 Disclosure of Intermediaries

The Company has not advanced or loaned or invested funds- either borrowed funds or share premium or any other sources or kind of funds to any other person or entity, including foreign entities (Intermediaries) with an understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or provide any guarantee, security or the like to or on behalf of the Company.

The Company has not received any fund from any person or entity, including foreign entities (Funding Party) with the understanding that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

## 50 Other statutory information

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- The Company has not traded or invested in Crypto Currency or Virtual Currency during the period.
- 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).
- The Company is in compliance with the number of layers prescribed under Clause (87) of Section 2 of the Companies Act read with the Companies (Restriction on number of Layers) Rules, 2017.

- 51** During the year ended March 31, 2024, the Company has completed its Initial Public Offer ("IPO") of 1,51,96,510 equity shares of face value of ₹ 10/- each comprising of (i) fresh issue of 43,67,088 equity shares at an issue price of ₹ 790 per equity share; (ii) fresh issue of 69,930 equity shares at an issue price of ₹ 715 per equity share for employee quota; (iii) an offer for sale of 1,07,59,492 equity shares at an issue price of ₹ 790 per equity share. The equity shares of the Company were listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") on December 20, 2023.

Details of the IPO net proceeds are as follows as on March 31, 2024:

Particulars	Amount (as per offer document)
Gross Proceeds from the issue	35,000.00
(Less) Estimated Issue related expenses (proportionate to Company's share)*	1,842.50
<b>Net Proceeds</b>	<b>33,157.50</b>

\* Issue related expenses (net of GST) amounting to ₹ 1,533.09 lakhs have been adjusted against securities premium as per Section 52 of the Companies Act, 2013

# Notes to the Standalone Financial Statements

As at March 31, 2024

## 51 (Contd.)

Details of the utilisation of IPO net proceeds is summarised below:

(₹ lakhs)

Particulars	Objects of the issue (as per offer document)	Utilised upto March 31, 2024	Unutilised as on March 31, 2024
Part financing of proposed project	28,000.00	2,729.77	25,270.23
General Corporate purposes	5,157.50	4,932.58	224.92
<b>Total utilisation of funds</b>	<b>33,157.50</b>	<b>7,662.35</b>	<b>25,495.15</b>

Out of the Net proceeds which were unutilised as at March 31, 2024, ₹ 24,400.00 lakhs are temporarily invested in Fixed Deposits, ₹ 903.70 lakhs is held in the Company's Monitoring Account, while the balance amount is held in the public offer account towards the Company's share of expenses related to Issue.

- 52** Dividends declared are based on the profit available for distribution. On May 24, 2024, the Board of Directors have recommended a dividend of ₹ 2.50 per equity share in respect of the year ended March 31, 2024, subject to the approval of shareholders at the ensuing Annual General Meeting. If approved, the dividend would result in a cash outflow of ₹ 1,517.18 lakhs.

As per our report of even date attached

**For B S R & Co. LLP**

Chartered Accountants

Firm Registration No. 101248W/W-100022

**Tarun Kinger**

Partner

Membership No: 105003

Place: Umbergaon, India

Date: May 24, 2024

For and on behalf of the Board of Directors of

**DOMS Industries Limited (formerly known as DOMS Industries Private Limited)**

CIN: L36991GJ2006PLC049275

**Santosh Raveshia**

Managing Director

DIN: 00147624

Place: Umbergaon, India

Date: May 24, 2024

**Sanjay Rajani**

Whole-time Director

DIN: 03329095

Place: Umbergaon, India

Date: May 24, 2024

**Rahul Shah**

Chief Financial Officer

Place: Umbergaon, India

Date: May 24, 2024

**Mitesh Padia**

Company Secretary

Membership No: A58693

Place: Umbergaon, India

Date: May 24, 2024

**Consolidated**

**Financial Statements**

# Independent Auditor's Report

To  
**The Members of**  
**DOMS Industries Limited**  
**(formerly known as 'DOMS Industries Private Limited')**

## Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the consolidated financial statements of DOMS Industries Limited (formerly known as 'DOMS Industries Private Limited') (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") and its associate, which comprise the consolidated balance sheet as at 31 March 2024, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of such subsidiaries and associate as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associate as at 31 March 2024, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

### Revenue recognition on sale of products

See Note 2(d) and 45 to consolidated financial statements

The key audit matter	How the matter was addressed in our audit
<p>The Group recognises revenue from the sale of products on satisfaction of performance obligation which is at a point in time when the control of the goods is transferred to the customer, generally on delivery of goods.</p> <p>We have identified revenue recognition on sale of products during the year and at the period end as a key audit matter as revenue is a key performance indicator. This may create an incentive to overstate or recognise revenue before transfer of control of goods to achieve performance targets as well as meet external expectations.</p>	<p>Our audit procedures included the following:</p> <ol style="list-style-type: none"> <li>1. Assessed the Group's revenue recognition policies are consistent with the applicable accounting standards.</li> <li>2. Tested the design and implementation and the operating effectiveness of the relevant key internal controls in relation to revenue recognition, contracts with customers, proof of delivery and customer acceptance, invoicing and collection from customers.</li> <li>3. On a statistical sample basis, tested the revenue transactions recorded during the year with the underlying documents such as sales invoices/contracts, dispatch/shipping documents and proof of delivery.</li> <li>4. On the basis of lead time analysis, performed specific item testing for revenue transactions recorded before and after the financial year-end, to determine that revenue is recognised in the financial period in which control is transferred, from the underlying documents such as sales invoices/contracts, dispatch/shipping documents and proof of delivery.</li> </ol>

### 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 Consolidated Financial Statements section of our report. We are independent of the Group and its associate in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of reports of the other auditors referred to in paragraph (a) of the "Other Matters" section below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

### Key Audit Matters

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

The key audit matter	How the matter was addressed in our audit
	<ol style="list-style-type: none"> <li>5. Compared historical trend of revenue recognised to identify any unusual trends.</li> <li>6. Assessed manual journals posted to revenue to identify unusual or irregular items.</li> <li>7. Assessed the adequacy of disclosures in the consolidated financial statements made in accordance with the applicable accounting standards.</li> </ol>

### Purchase Price Allocation ('PPA') for the acquisition of stake in Micro Wood Private Limited

See Note 2(h) and 50 to consolidated financial statements

The key audit matter	How the matter was addressed in our audit
<p>On 01 August 2023, the Holding Company acquired 75% stake in Micro Wood Private Limited, pursuant to the Share Purchase Agreement ("SPA").</p> <p>The Holding Company determined the acquisition to be within the scope of Ind AS 103 'Business Combinations'.</p> <p>The Holding Company appointed independent professional valuers to perform valuation of assets for the purpose of allocation of the consolidated purchase price to the respective assets and liabilities acquired ('the PPA').</p> <p>The fair values of the net identifiable assets acquired was Rs. 1,360.30 lakhs and accordingly, the consideration paid in excess of the net assets acquired resulted in recognition of Goodwill of Rs. 6,035.78 lakhs.</p> <p>Significant assumptions and estimates are used in the determination of the fair values of the identified assets acquired and liabilities assumed in the transaction and accordingly we have identified this area as a Key Audit Matter.</p>	<p>Our audit procedures included the following:</p> <ol style="list-style-type: none"> <li>1. Assessed and tested the design and implementation and operating effectiveness of the Holding Company's key controls over the accounting of business combination.</li> <li>2. Read the SPA to understand the key terms and conditions of the acquisition.</li> <li>3. Assessed whether the assets acquired and liabilities assumed have been classified appropriately and assessed the computation of goodwill.</li> <li>4. Read the valuation report prepared by the valuation specialist appointed by the Holding Company to understand the work done by the valuation specialist.</li> <li>5. Evaluated the competence, objectivity and capability of external valuation specialist appointed by the Holding Company.</li> <li>6. Evaluated the appropriateness of the valuation techniques and fair value measurements.</li> <li>7. Assessed whether the judgements and estimates made by the Holding Company in determination of fair values are appropriate.</li> <li>8. Involved our internal valuation specialists to assess the underlying key assumptions used in determining the fair value of assets and liabilities as at the acquisition date.</li> <li>9. Assessed the adequacy of disclosures made in the Consolidated Financial Statements in accordance with the applicable accounting standards.</li> </ol>

### Other Information

The Holding Company's Management and 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 financial statements and auditor's reports thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

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

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the

matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

### Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its associate in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group and of its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates

that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its associate are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associate are responsible for overseeing the financial reporting process of each company.

### Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to 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 the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Group and its associate to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of such entities or business activities within the Group and its associate to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled “Other Matters” in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor’s report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



## Other Matters

- a. We did not audit the financial statements of two subsidiaries, whose financial statements reflects total assets (before consolidation adjustments) of Rs. 12,123.77 lakhs as at 31 March 2024, total revenues (before consolidation adjustments) of Rs. 21,226.63 lakhs and net cash flows (before consolidation adjustments) amounting to Rs.18.98 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (and other comprehensive income) of Rs. 1.71 lakhs for the year ended 31 March 2024, in respect of one associate, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associate is based solely on the reports of the other auditors.
- b. Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of this matter with respect to our reliance on the work done and the reports of the other auditors.
- d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors of the Holding Company as on 26 April 2024 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies and its associate company incorporated in India is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
- f. the modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies and associate company incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiaries and associate as were audited by other auditors, as noted in the "Other Matters" paragraph, we report, to the extent applicable, that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matter stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
  - c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries and associate, as noted in the "Other Matters" paragraph:
  - a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2024 on the consolidated financial position of the Group and its associate. Refer Note 37 to the consolidated financial statements.
  - b. The Group and its associate did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2024.
  - c. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies and associate company incorporated in India during the year ended 31 March 2024.
  - d. (i) The respective management of the Holding Company, its subsidiary companies and associate company incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary companies and associate company respectively that, to the best of their knowledge and belief, as disclosed in the Note 53

- to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary companies and associate company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiary companies and associate company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ii) The respective management of the Holding Company, its subsidiary companies and associate company incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary companies and associate company respectively that, to the best of their knowledge and belief, as disclosed in the Note 53 to the consolidated financial statements, no funds have been received by the Holding Company or any of such subsidiary companies and associate company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiary companies and associate company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiary companies, and associate company incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditors notice that has caused us or other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- e. The interim dividend declared and paid by the Holding Company incorporated in India during the year and until the date of this audit report is in compliance accordance with Section 123 of the Act.
- proposed final dividend for the year which is subject to the approval of the respectivemembers at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.
- f. Based on our examination, which included test checks and that performed by the respective auditors of the subsidiary companies and associate company which are companies incorporated in India whose financial statements have been audited under the Act, except for the instances mentioned below, the Holding company, its two subsidiary companies and one associate company have used accounting softwares 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 respective softwares:
- i. In case of Holding Company, for certain changes in the accounting software which can be performed by users having privileged access (debug).
- ii. In case of the Holding Company, the feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting software used for maintaining the books of account.
- Further, for the periods where audit trail was enabled and operated, we did not come across any instance of audit trail feature being tampered with.
- A. With respect to the matter to be included in the Auditor’s Report under Section 197(16) of the Act:
- In our opinion and according to the information and explanation given to us and based on the reports of the statutory auditors of such subsidiary companies incorporated in India which were not audited by us, the remuneration paid during the current year by the Holding Company and its subsidiary companies to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiary companies is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**

Chartered Accountants

Firm’s Registration No.:101248W/W-100022

**Tarun Kinger**

Partner

Place: Umbergaon

Date: 24 May 2024

Membership No.: 105003

ICAI UDIN:24105003BKFBNY7007

## Annexure A to the Independent Auditor's Report on the Consolidated Financial Statements of Doms Industries Limited (Formerly Known as 'Doms Industries Private Limited') for the year ended 31 March 2024

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

In our opinion and according to the information and explanations given to us, there are no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order, 2020 reports of the companies incorporated in India and included in the consolidated financial statements.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022

**Tarun Kinger**

*Partner*

Membership No.: 105003

ICAI UDIN:24105003BKFBNY7007

Place: Umbergaon

Date: 24 May 2024

## **Annexure B to the Independent Auditor's Report on the Consolidated Financial Statements of Doms Industries Limited (Formerly Known as 'Doms Industries Private Limited') for the year ended 31 March 2024**

**Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act**

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

### **Opinion**

In conjunction with our audit of the consolidated financial statements of DOMS Industries Limited (formerly known as 'DOMS Industries Private Limited') (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Holding Company and such companies incorporated in India under the Act which are its subsidiary companies and its associate company, as of that date.

In our opinion and based on the consideration of reports of the other auditors on internal financial controls with reference to financial statements of subsidiary companies and associate company, as were audited by the other auditors, the Holding Company and such companies incorporated in India which are its subsidiary companies and its associate company, has/have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

### **Management's and Board of Directors' Responsibilities for Internal Financial Controls**

The respective Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the respective company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements based on our audit.

We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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.

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 with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the relevant subsidiary companies and associate company in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements.

### **Meaning of Internal Financial Controls with Reference to 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 include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

### Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial

controls with reference to financial statements insofar as it relates to two subsidiary companies and one associate company, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of this matter.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022

**Tarun Kinger**

*Partner*

Place: Umbergaon

Date: 24 May 2024

Membership No.: 105003

ICAI UDIN:24105003BKFBNY7007

# Consolidated Balance Sheet

As at March 31, 2024

(₹ lakhs)

Particulars	Note	As at March 31, 2024	As at March 31, 2023
<b>ASSETS</b>			
<b>1 Non-Current Assets</b>			
Property, Plant and Equipment	3	38,142.59	27,988.86
Capital Work-in-Progress	3a	2,539.84	689.14
Right of use Assets	4	5,430.47	3,816.03
Goodwill	5(a)	6,237.14	201.36
Other Intangible Assets	5(b)	7.19	14.47
Financial Assets			
- Investment	6(a)	148.53	150.24
- Other Financial Assets	6(b)	1,294.81	1,092.06
Deferred Tax Assets (Net)	35	544.24	316.93
Other Tax Assets (Net)	7	23.58	29.93
Other Non-Current Assets	8	2,983.05	1,744.08
<b>Total Non-Current Assets (A)</b>		<b>57,351.44</b>	<b>36,043.10</b>
<b>2 Current Assets</b>			
Inventories	9	22,509.94	18,464.17
Financial Assets			
- Trade Receivables	10	6,464.87	3,563.89
- Cash and Cash Equivalents	11	5,644.68	3,425.35
- Bank Balances other than cash and cash equivalents as above	12	24,944.92	744.50
- Loans	13	71.79	81.24
Other Current Assets	14	2,011.84	1,656.09
<b>Total Current Assets (B)</b>		<b>61,648.04</b>	<b>27,935.24</b>
<b>TOTAL ASSETS (A+B)</b>		<b>1,18,999.48</b>	<b>63,978.34</b>
<b>EQUITY &amp; LIABILITIES</b>			
<b>1 Equity</b>			
- Equity Share Capital	15	6,068.72	37.25
- Other Equity	16	75,371.68	33,705.94
Non-controlling interest		2,782.56	1,791.32
<b>Total Equity (C)</b>		<b>84,222.96</b>	<b>35,534.51</b>
<b>2 Liabilities</b>			
<b>Non-Current Liabilities</b>			
Financial Liabilities			
- Borrowings	17	8,367.55	1,515.45
- Lease Liabilities	36	4,304.78	3,025.74
Provisions	18	1,489.43	912.88
<b>Total Non-Current Liabilities (D)</b>		<b>14,161.76</b>	<b>5,454.07</b>
<b>Current Liabilities</b>			
Financial Liabilities			
- Borrowings	19	3,218.75	8,490.96
- Lease Liabilities	36	1,299.31	948.16
- Trade Payables	20		
Total Outstanding Dues of Micro Enterprises and Small Enterprises; and		2,312.40	506.28
Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		6,731.52	8,192.17
- Other Financial Liabilities	21	4,111.37	1,751.50
Other Current Liabilities	22	2,258.32	2,001.21
Provisions	23	522.93	359.28
Current Tax Liabilities (Net)	24	160.16	740.20
<b>Total Current Liabilities (E)</b>		<b>20,614.76</b>	<b>22,989.76</b>
<b>TOTAL EQUITY &amp; LIABILITIES (C+D+E)</b>		<b>1,18,999.48</b>	<b>63,978.34</b>

The accompanying notes form an integral part of the Consolidated Financial Statements

As per our report of even date attached

**For B S R & Co. LLP**

Chartered Accountants

Firm Registration No. 101248W/W-100022

**Tarun Kinger**

Partner

Membership No: 105003

Place: Umbergaon, India

Date: May 24, 2024

For and on behalf of the Board of Directors of

**DOMS Industries Limited (formerly known as DOMS Industries Private Limited)**

CIN: L36991GJ2006PLC049275

**Santosh Raveshia**

Managing Director

DIN: 00147624

Place: Umbergaon, India

Date: May 24, 2024

**Rahul Shah**

Chief Financial Officer

Place: Umbergaon, India

Date: May 24, 2024

**Sanjay Rajani**

Whole-time Director

DIN: 03329095

Place: Umbergaon, India

Date: May 24, 2024

**Mitesh Padia**

Company Secretary

Membership No: A58693

Place: Umbergaon, India

Date: May 24, 2024

# Consolidated Statement of Profit and Loss

For the year ended March 31, 2024

(₹ lakhs)

Particulars	Note	Year ended March 31, 2024	Year ended March 31, 2023
<b>I Income</b>			
Revenue from Operations	25	1,53,714.18	1,21,189.04
Other Income	26	1,013.21	463.25
<b>Total Income (I)</b>		<b>1,54,727.39</b>	<b>1,21,652.29</b>
<b>II Expenses</b>			
Cost of Materials Consumed	27	87,840.24	74,273.75
Purchase of Stock-in-Trade	28	5,914.58	2,610.46
Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	29	(4,479.58)	(547.35)
Employee Benefits Expense	30	21,306.07	14,179.56
Finance Costs	31	1,712.38	1,188.00
Depreciation and Amortisation Expense	32	5,123.55	4,065.03
Other Expenses	33	15,860.21	12,006.67
<b>Total Expenses (II)</b>		<b>1,33,277.45</b>	<b>1,07,776.12</b>
<b>III Share of (loss)/profit equity accounted investees (net of tax)</b>		<b>(1.71)</b>	<b>0.11</b>
<b>IV Profit Before Tax (I -II-III)</b>		<b>21,448.23</b>	<b>13,876.28</b>
<b>V Tax Expenses</b>	34		
Current Tax		5,644.29	3,785.24
Deferred Tax (Credit)		(162.21)	(196.07)
		<b>5,482.08</b>	<b>3,589.17</b>
<b>VI Profit for the year</b>		<b>15,966.15</b>	<b>10,287.11</b>
<b>VII Other Comprehensive (Loss)</b>			
Items that will not be reclassified to Profit or Loss			
Remeasurements of Post-Employment Benefit Obligations		(204.96)	(4.27)
Income Tax Relating to these Items		51.59	1.07
<b>VIII Total Other Comprehensive (Loss) for the year, net of Tax</b>		<b>(153.37)</b>	<b>(3.20)</b>
<b>IX Total Comprehensive Income for the year (VII+VIII)</b>		<b>15,812.78</b>	<b>10,283.91</b>
<b>X Profit attributable to :</b>			
Owners of the Parent		15,314.10	9,581.15
Non-Controlling Interest		652.05	705.96
<b>Other comprehensive income attributable to :</b>			
Owners of the Parent		(152.49)	(5.20)
Non-Controlling Interest		(0.88)	2.00
<b>Total comprehensive income attributable to :</b>			
Owners of the Parent		15,161.61	9,575.95
Non-Controlling Interest		651.17	707.96
<b>XI Earnings Per Equity Share (Face Value of Share ₹ 10 Each)</b>			
Basic (₹)	40	27.75	18.29
Diluted (₹)		27.75	18.29

The accompanying notes form an integral part of the Consolidated Financial Statements

As per our report of even date attached

**For B S R & Co. LLP**

Chartered Accountants

Firm Registration No. 101248W/W-100022

**Tarun Kinger**

Partner

Membership No: 105003

Place: Umbergaon, India

Date: May 24, 2024

For and on behalf of the Board of Directors of

**DOMS Industries Limited (formerly known as DOMS Industries Private Limited)**

CIN: L36991GJ2006PLC049275

**Santosh Raveshia**

Managing Director

DIN: 00147624

Place: Umbergaon, India

Date: May 24, 2024

**Rahul Shah**

Chief Financial Officer

Place: Umbergaon, India

Date: May 24, 2024

**Sanjay Rajani**

Whole-time Director

DIN: 03329095

Place: Umbergaon, India

Date: May 24, 2024

**Mitesh Padia**

Company Secretary

Membership No: A58693

Place: Umbergaon, India

Date: May 24, 2024

# Consolidated Statement of Cash Flows

For the year ended March 31, 2024

(₹ lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>Cash flow from operating activities</b>		
Profit before tax	21,448.23	13,876.28
<b>Adjustments for:</b>		
Depreciation and amortisation expense	5,123.55	4,065.03
Finance costs	1,712.38	1,188.00
Interest income	(655.73)	(121.05)
Provisions no longer required written back	(0.40)	(10.54)
Share of loss equity accounted investees (net of tax)	1.71	(0.11)
Gain on disposal of property plant & equipments (net)	(11.80)	(12.59)
Loss on sale of investment in subsidiary companies	-	0.49
Unrealised foreign exchange (gain)/loss (net)	(36.04)	249.78
<b>Operating cash inflow before working capital changes</b>	<b>27,581.90</b>	<b>19,235.29</b>
<b>Adjustments for working capital change in:</b>		
- (Increase) in inventories	(3,363.43)	(2,544.95)
- (Increase)/decrease in trade receivables	(1,795.77)	1,347.62
- (Increase)/decrease in other current assets	(289.56)	336.79
- (Increase) in other financial non-current assets	(401.24)	(28.71)
- (Increase)/decrease in other non current assets	(46.09)	0.26
- Decrease/(increase) in long term advances	10.93	(22.43)
- Increase in trade payables	68.57	618.18
- Increase in other current liabilities	216.86	1,226.46
- (Decrease)/Increase in short term provisions	(49.33)	169.45
- Increase in long term provisions	534.55	131.02
- Increase in other financials liabilities	2,226.31	303.93
<b>Net (increase)/decrease in working capital</b>	<b>(2,888.20)</b>	<b>1,537.62</b>
<b>Cash generated from operations</b>	<b>24,693.70</b>	<b>20,772.91</b>
Income tax paid (net of refunds)	(6,434.08)	(3,446.54)
<b>Net cash flows generated from operating activities (A)</b>	<b>18,259.62</b>	<b>17,326.36</b>
<b>Cash flow from investing activities</b>		
Purchase of property, plant and equipment (including CWIP and capital advances)(net)	(15,345.69)	(13,629.18)
Acquisition of subsidiary, net of cash	(7,051.01)	-
Proceeds from sale of property plant & equipments	30.43	84.60
Application money paid towards shares	(51.00)	-
Investment in associate	(75.06)	(75.06)
Investment in fixed deposits	(23,484.87)	(98.02)
Proceeds from sale of investment in subsidiary companies	-	3.03
Interest received	215.38	121.05
<b>Net cash flows (used in) investing activities (B)</b>	<b>(45,761.82)</b>	<b>(13,593.58)</b>
<b>Cash flow from financing activities</b>		
Dividend paid	(931.30)	(558.78)
Proceeds from fresh issue of shares	34,999.99	-
Share issue expenses	(1,533.09)	-
Proceeds of long term borrowings	5,738.23	1,626.40
Repayments of long term borrowings	(390.71)	(227.30)
Proceeds of short term borrowings	2,050.97	511.32
Repayments of short term borrowings	(7,524.82)	(454.36)
Repayment of lease liabilities (Principal)	(1,111.09)	(735.85)
Finance cost paid- Lease liabilities	(371.72)	(320.32)
Finance cost paid	(1,204.93)	(1,078.46)
<b>Net cash flows generated/(used in) from financing activities (C)</b>	<b>29,721.53</b>	<b>(1,237.35)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>2,219.33</b>	<b>2,495.44</b>
Cash and cash equivalents at beginning of the year	3,425.35	929.89
<b>Cash and cash equivalents at end of the year (Refer note 11)</b>	<b>5,644.68</b>	<b>3,425.35</b>
<b>Net increase in cash and cash equivalents</b>	<b>2,219.33</b>	<b>2,495.44</b>



# Consolidated Statement of Cash Flows

For the year ended March 31, 2024

## Notes:

- i) The above consolidated cash flow from operating activities has been prepared using indirect method as set out in Ind AS- 7 Cash Flow Statements as prescribed under section 133 of the Companies Act, 2013 read with rules.
- ii) **Break up of Cash and cash equivalents at the end of the year :-**

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Cash on hand	22.13	22.47
Balances with banks:		
- in current accounts	2,810.37	2,380.42
- in EEFC accounts	1,308.64	1,022.46
- in deposits with original maturity of less than three months	1,503.54	-
	<b>5,644.68</b>	<b>3,425.35</b>

- iii) **Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities.**

(₹ lakhs)

Particulars	As at April 01, 2023	Cash Flow	Non Cash Changes - Other adjustments	As at March 31, 2024
Non Current Borrowings	1,515.45	6,852.10	-	8,367.55
Current Borrowings	8,490.96	(5,272.21)	-	3,218.75
Lease liabilities	3,973.90	(1,111.09)	2,741.29	5,604.10
<b>Total Borrowings</b>	<b>13,980.31</b>	<b>468.79</b>	<b>2,741.29</b>	<b>17,190.40</b>

(₹ lakhs)

Particulars	As at April 01, 2022	Cash Flow	Non Cash Changes - Other adjustments	As at March 31, 2023
Non Current Borrowings	285.18	1,230.27	-	1,515.45
Current Borrowings	8,205.22	15.01	270.73	8,490.96
Lease liabilities	3,803.40	(735.85)	906.35	3,973.90
<b>Total Borrowings</b>	<b>12,293.80</b>	<b>509.43</b>	<b>1,177.08</b>	<b>13,980.31</b>

The accompanying notes form an integral part of the Consolidated Financial Statements

As per our report of even date attached

### For B S R & Co. LLP

Chartered Accountants

Firm Registration No. 101248W/W-100022

### Tarun Kinger

Partner

Membership No: 105003

Place: Umbergaon, India

Date: May 24, 2024

For and on behalf of the Board of Directors of

**DOMS Industries Limited (formerly known as DOMS Industries Private Limited)**

CIN: L36991GJ2006PLC049275

### Santosh Raveshia

Managing Director

DIN: 00147624

Place: Umbergaon, India

Date: May 24, 2024

### Sanjay Rajani

Whole-time Director

DIN: 03329095

Place: Umbergaon, India

Date: May 24, 2024

### Rahul Shah

Chief Financial Officer

Place: Umbergaon, India

Date: May 24, 2024

### Mitesh Padia

Company Secretary

Membership No: A58693

Place: Umbergaon, India

Date: May 24, 2024

# Consolidated Statement of Changes in Equity

For the year ended March 31, 2024

## A. Equity Share Capital

Particulars	As at March 31, 2024	As at March 31, 2023
<b>ISSUED, SUBSCRIBED AND PAID UP CAPITAL</b>		
Equity Shares of Rs 10/- each fully paid up		
No of Shares	5,62,50,218	3,72,518
Balance at the beginning of the year (₹ lakhs)	37.25	37.25
Bonus Shares issued during the year (Refer note 16) (₹ lakhs)	5,587.77	-
Fresh issue of shares during the year (Refer note 51) (₹ lakhs)	443.70	-
<b>Balance at the end of the year (₹ lakhs)</b>	<b>6,068.72</b>	<b>37.25</b>

## B. Other Equity

March 31, 2024

(₹ lakhs)

Particulars	Reserves & Surplus		Total attributable to owners of the Company	Non Controlling Interest	Total
	Securities Premium	Retained Earnings			
<b>Balance at April 01, 2023</b>	<b>8,604.92</b>	<b>25,101.02</b>	<b>33,705.94</b>	<b>1,791.32</b>	<b>35,497.26</b>
Total Comprehensive Income for the year (net of tax)					
Profit for the year	-	15,314.10	15,314.10	652.05	15,966.15
Other Comprehensive (Loss) for the year (net of tax)	-	(152.49)	(152.49)	(0.88)	(153.37)
Acquisition through business combinations (refer note no. 50)	-	-	-	340.07	340.07
Dividend		(931.30)	(931.30)	-	(931.30)
Issue of bonus shares	(5,587.77)	-	(5,587.77)	-	(5,587.77)
Fresh issue of shares (Refer note 55)	34,556.29	-	34,556.29	-	34,556.29
Share issue expenses (Refer note 55)	(1,533.09)	-	(1,533.09)	-	(1,533.09)
<b>Balance at March 31, 2024</b>	<b>36,040.35</b>	<b>39,331.33</b>	<b>75,371.68</b>	<b>2,782.56</b>	<b>78,154.24</b>

March 31, 2023

(₹ lakhs)

Particulars	Reserves & Surplus		Total attributable to owners of the Company	Non Controlling Interest	Total
	Securities Premium	Retained Earnings			
<b>Balance at April 01, 2022</b>	<b>8,604.92</b>	<b>16,082.54</b>	<b>24,687.45</b>	<b>1,084.67</b>	<b>25,772.13</b>
Total Comprehensive Income for the year (net of tax)					
Profit for the year	-	9,581.15	9,581.15	705.96	10,287.11
Other Comprehensive Income for the year (net of tax)	-	(5.20)	(5.20)	2.00	(3.20)
Dividend	-	(558.78)	(558.78)	-	(558.78)
Derecognition of share in subsidiary companies	-	1.31	1.31	(1.31)	-
<b>Balance at March 31, 2023</b>	<b>8,604.92</b>	<b>25,101.02</b>	<b>33,705.94</b>	<b>1,791.32</b>	<b>35,497.26</b>

The accompanying notes form an integral part of the Consolidated Financial Statements

As per our report of even date attached

**For B S R & Co. LLP**

Chartered Accountants

Firm Registration No. 101248W/W-100022

**Tarun Kinger**

Partner

Membership No: 105003

Place: Umbergaon, India

Date: May 24, 2024

For and on behalf of the Board of Directors of

**DOMS Industries Limited (formerly known as DOMS Industries Private Limited)**

CIN: L36991GJ2006PLC049275

**Santosh Raveshia**

Managing Director

DIN: 00147624

Place: Umbergaon, India

Date: May 24, 2024

**Rahul Shah**

Chief Financial Officer

Place: Umbergaon, India

Date: May 24, 2024

**Sanjay Rajani**

Whole-time Director

DIN: 03329095

Place: Umbergaon, India

Date: May 24, 2024

**Mitesh Padia**

Company Secretary

Membership No: A58693

Place: Umbergaon, India

Date: May 24, 2024

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 1 Group Overview

DOMS Industries Limited (formerly known as DOMS Industries Private Limited) ('DOMS' or 'the Company' or 'the holding Company') has its registered office at J-19, G.I.D.C, Umbergaon, Gujarat 396171. The Company was incorporated on October 24, 2006 under erstwhile Companies Act, 1956. On April 21, 2017, the company changed its name from Writefine Products Private Limited to DOMS Industries Private Limited and thereafter, the name of the Company was changed to "DOMS Industries Limited" and a fresh certificate of incorporation consequent upon change of name was issued by the RoC on August 03, 2023. During the year ended March 31, 2024, the Company has completed its Initial Public Offer ("IPO") and its equity shares were listed on the National Stock Exchange ("NSE") and on the BSE Limited ("BSE") on December 20, 2023.

DOMS and its Subsidiaries (collectively referred to as "the Group") and its Associate, are primarily engaged in manufacturing, marketing, trading and distribution of stationery products. The Group sells its products in India and in international markets. The Group has its manufacturing facilities located at Umbergaon, Gujarat and Bari Brahma, Jammu & Kashmir.

### Subsidiaries

Name of Entity	Place of business	% of effective ownership interest held by the Group	
		March 31, 2024	March 31, 2023
Pioneer Stationery Private Limited	India	51.00%	51.00%
Micro Wood Private Limited*	India	75.00%	-

\*Subsidiary w.e.f. August 01, 2023

### Associate

Name of Entity	Place of business	% of effective ownership interest held by the Group	
		March 31, 2024	March 31, 2023
Clapjoy Innovations Private Limited**	India	30.00%	30.00%

\*\*Associate w.e.f. February 21, 2023

## 2(i) Material accounting policies

### (a) Basis of preparation

The financial statements of the Company have been prepared in compliance with Indian Accounting Standards (hereinafter referred to as the 'Ind AS') notified under Section 133 of the Companies Act, 2013 (the Act) read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, Companies (Indian Accounting Standards) Amendment Rules, 2016 and other relevant provisions of the Act.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements except where a newly issued accounting standard is initially adopted or revision to an existing accounting standard where a change in accounting policy hitherto in use.

The financial statements have been prepared under the historical cost convention except for certain financial instruments measured at fair value as explained in the accounting policies. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services at the time of their acquisition.

### Authorization of financial statements

The Consolidated Financial Statements of the Company were approved and authorized for issue in accordance with a resolution passed in Board of Directors meeting held on May 24, 2024.

### (b) Current vs non-current classification

The Group presents assets and liabilities in the balance sheet based on current / non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

# Notes to the Consolidated Financial Statements

As at March 31, 2024

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

## (c) Basis of Consolidation

### (i) Subsidiaries

Subsidiaries are all entities (including special purpose entities) that are controlled by the Company. Control exists when the Group is exposed to, or has the ability to affect those returns through power over the entity. In assessing control, potential voting rights are considered only if the rights are substantive. The financial statements of subsidiaries are included in these consolidated financial statements from the date that control commences until the date that control ceases.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those of previous year. The financial statements of the Group have been combined on a line-by-line basis by adding together the values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and the unrealised profits/ losses, unless cost/revenue cannot be recovered.

The excess of cost to the Group of its investment in subsidiaries, on the acquisition dates over and above the Group's share of equity in the subsidiaries, is recognised as 'Goodwill on Consolidation' being an asset in the consolidated financial statements. The said Goodwill is not amortised, however, it is tested for impairment at each Balance Sheet date and the impairment loss, if any, is provided for. Where the share of equity in subsidiaries as on the date of investment is in excess of cost of investments of the Group, it is recognised as 'Capital Reserve' and shown under the head 'Reserves and Surplus' in the consolidated financial statements.

Goodwill is tested for impairment on an annual basis and whenever there is an indication that the recoverable amount of a cash generating unit is less than its carrying amount based on a number of factors including operating results, business plans, future cash flows and economic conditions. The recoverable amount of cash generating units is determined based on higher of value-in-use and fair value less cost to sell. The goodwill impairment test is performed at the level of the cash generating unit or groups of cash-generating units which are benefitting from the synergies of the acquisition and which represents the lowest level at which goodwill is monitored for internal management purposes.

Market related information and estimates are used to determine the recoverable amount. Key assumptions on which management has based its determination of recoverable amount include estimated long term growth rates, weighted average cost of capital and estimated operating margins. Cash flow projections take into account past experience and represent management's best estimate about future developments.

Non-controlling interests in the net assets of consolidated subsidiaries is identified and presented in the consolidated Balance Sheet separately within equity.

Non-controlling interests in the net assets of consolidated subsidiaries consists of:

- (a) The amount of equity attributable to non-controlling interests at the date on which investment in a subsidiary is made; and
- (b) The non-controlling interests share of movements in equity since the date parent subsidiary relationship came into existence.

The profit and other comprehensive income attributable to non-controlling interests of subsidiaries are shown separately in the Statement of Profit and Loss and Statement of Changes in Equity.

Upon loss of control, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in the consolidated statement of Profit & Loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost and the differential is recognised in Statement of Profit or Loss. Subsequently, it is accounted for as an equity-accounted investee depending on the level of influence retained.

### (ii) Acquisition of non-controlling interests

Acquisition of some or all of the non-controlling interest ("NCI") is accounted for as a transaction with equity holders in their capacity as equity holders. Consequently,

# Notes to the Consolidated Financial Statements

As at March 31, 2024

the difference arising between the fair value of the purchase consideration paid and the carrying value of the NCI is recorded as an adjustment to Statement of changes in equity that is attributable to the parent Group. The associated cash flows are classified as financing activities. No goodwill is recognised as a result of such transactions.

## (iii) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in full while preparing these consolidated financial statements. Unrealised gains or losses arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the investee.

## (iv) Investment in associates

The group's interest in equity in investees comprise interests in associates. An associate is an entity in which the group has significant influence, but not control or joint control, over the financial and operating policies. Interests in associates are accounted for using the equity method. They are initially recognised at cost which includes transaction costs. Subsequent to initial recognition the consolidated financial statements include the groups share of profit or loss and OCI of equity accounted investee until the date on which significant influence ceases.

## (c) Inventories

Inventories which comprise raw materials, work-in-progress, finished goods, stock-in-trade, packing material are carried at the lower of cost and net realisable value. Cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

In determining the cost, moving weighted average cost method is used. In the case of manufactured inventories and work in progress, fixed production overheads are allocated on the basis of normal capacity of production facilities.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw materials and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value. The comparison of cost and net realisable value is made on an item-by-item basis.

## (d) Revenue recognition

### i. Revenue from sale of goods

Revenue represents amounts received and receivable from third parties and related parties for goods supplied

to the customers. The Group recognizes revenue from sale of goods measured upon satisfaction of performance obligation which is at a point in time when control of the goods is transferred to the customer, generally on delivery of the goods. Revenue is measured based on the transaction price, which is the consideration, adjusted for trade discounts, rebates, scheme allowances, incentives, and returns, if any. Revenue excludes taxes collected from customers on behalf of the Government. Accumulated experience is used to estimate and accrue for the discounts (using the most likely method) and returns considering the terms of the underlying schemes and agreements with the customers. Due to the short nature of credit period given to customers, there is no financing component in the contract.

A liability is recognised where payments are received from customers before transferring control of the goods being sold.

### Contract assets

Contract assets are recognised for advance given towards supply of goods. On successful acceptance of goods and services, the amounts is recognised as contract assets.

### Contract Liabilities

Contract liabilities include advances received towards supply of goods and services. The outstanding balances of these accounts are adjusted upon revenue recognition against the advance from customers received.

### ii. Rendering of services

Income from services are recognized as and when performance obligation is met.

## (e) Interest income

Interest income from financial assets is recognised when it is probable that economic benefits will flow to the Group and the amount of income can be measured reliably.

## (f) Property, plant and equipment

### i. Recognition and measurement

Freehold land is carried at historical cost. All other items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss. The cost of an item of property, plant and equipment comprises:

- a) its purchase price, including import duties and non-refundable taxes (net of GST), after deducting trade discounts and rebates.

# Notes to the Consolidated Financial Statements

As at March 31, 2024

- b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- c) borrowing costs for long-term construction projects if the recognition criteria are met.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work-in-progress'.

## ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the Statement of Profit and Loss when incurred.

## iii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values, if any, over their estimated useful lives using the straight line method in the manner and at the rates prescribed by Part 'C' of Schedule II of the Act, except as stated below. Depreciation on additions/(disposals) is provided on a pro-rata basis i.e. from/(upto) the date on which asset is ready for use / disposed off.

The estimated useful lives of assets are as follows

Particulars	Estimated useful lives	Useful lives as per Schedule II of Companies Act, 2013
Buildings	25 years	30 years
Roads	10 years	10 years
Plant & Equipment	8.7 years	15 years
Electrical installation	2.5 years	10 years
Furniture & Fittings	5 years	10 years
Vehicles	4 years	8 years
Office equipments	8.3 years	5 years
Computers (including servers and accessories)	5 years	3-6 years

No depreciation is provided for leasehold land since as per the lease agreements, the leases are renewable at the option of the Group at the end of the lease period, with marginal payment of further premium.

In case of certain class of assets, the Group uses different useful life than those prescribed in Schedule II of the Companies Act, 2013. The useful life has been assessed based on technical advice, taking into account the nature of the asset, the estimated usage of the asset on the basis of the management's best estimation of getting economic benefits from those classes of assets. The Group uses its technical expertise along with historical and industry trends for arriving at the economic life of an asset.

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end.

The cost and related accumulated depreciation are eliminated from the consolidated Financial Statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss.

## Derecognition

An item of property, plant and equipment and any significant part initially recognized is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of profit and loss when the asset is derecognised.

## Capital work in progress and Capital advances

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

## (g) Intangible assets and amortisation

Intangible assets comprise application software purchased / developed and trademark. These are amortised using the straight line method over a period of the software license, which in Management's estimate represents the period during which the economic benefits will be derived from their use.

Amortization methods and useful lives are reviewed periodically including at each financial year end.

The useful lives of intangible assets are as mentioned below:

Particulars	Estimated useful lives
Trademark	10 years
Software	3 years

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## (h) Business Combinations

The Company accounts for its business combinations under acquisition method of accounting under the provisions of IND AS 103, Business Combinations. Acquisition related costs are recognised in profit or loss as incurred. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the condition for recognition are recognised at their fair values at the acquisition date. Purchase consideration paid in excess of the fair value of net assets acquired is recognised as goodwill. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognised as capital reserve. The interest of non-controlling shareholders (if any) is initially measured either at fair value or at the non-controlling interests' proportionate share of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity of subsidiaries. Goodwill represents the cost of acquired business as established at the date of acquisition of the business in excess of the acquirer's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities less accumulated impairment losses, if any. Goodwill is tested for impairment annually or when events or circumstances indicate that the implied fair value of goodwill is less than its carrying amount. Business combinations between entities under common control is accounted for at carrying value. Transaction costs that the Group incurs in connection with a business combination such as finder's fees, legal fees, due diligence fees, and other professional and consulting fees are expensed as incurred.

## (i) Financial instruments

Financial instruments (assets and liabilities) are recognised when the Group becomes a party to a contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### i. Financial assets

#### Initial recognition and measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus or minus, for an item not at Fair value through Profit or Loss ('FVTPL'), transaction costs that are directly attributable to its acquisition or issue.

#### Classification

The Group classifies financial assets as subsequently measured at amortized cost on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

## Debt instruments

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate ('EIR') method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the profit and loss.

## Equity Instruments measured at Fair Value through Other Comprehensive Income ('FVTOCI') or FVTPL

All equity investments in scope of Ind-AS 109 are measured at Fair Value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group decides to classify the same either as at FVTOCI or FVTPL. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the Other Comprehensive Income (OCI). There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Profit and loss statement.

## Equity instruments measured at Cost

Equity instruments / Investments in subsidiaries / Joint Ventures / Associates are accounted at cost in accordance with Ind AS 27- Separate Financial Statements.

## De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognised (i.e. removed from the Group's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party; and either (a) the Group has

# Notes to the Consolidated Financial Statements

As at March 31, 2024

transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

## Impairment of financial assets

In accordance with Ind-AS 109, the Group applies expected credit loss ('ECL') model for recognition and measurement of impairment loss on the following financial assets and credit risk exposure:

- a) Trade receivables
- b) Financial assets that are debt instruments, and are measured at amortized cost e.g. deposits and bank balance

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

The Group assume the credit risk on financial assets increased significantly if it is more than 3 year past due.

Group considered a financial assets to be in default when :

the debtor is unlikely to pay its credit obligations to Group in full, without recourse by the Group to actions such as realising security (if any held) or-the financial assets is more than 3 year past due.

ECL allowance recognised (or reversed) during the period is recognised as income/ expense in the Standalone Statement of Profit and Loss under the head 'Other expenses'.

## ii. Financial liabilities

### Initial recognition and measurement

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables and loans and borrowings.

### Classification

The Group classifies all financial liabilities as subsequently measured at amortised cost.

### Subsequent measurement Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit and loss when the liabilities are derecognised.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or transaction costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

### Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

### Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.



# Notes to the Consolidated Financial Statements

As at March 31, 2024

## (j) Employee benefits

- i. Short-term employee benefits are expensed as the related service is provided. A liability is recognised on an undiscounted basis for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.
- ii. Compensated absences are recognised when the employees render service that increase their entitlement to future compensated absences. As per the policy of the Group, employees are entitled to encash leave subject to a maximum of 30 days. Compensated absences have been provided for based on outstanding leave balance and employee's basic pay. Compensated absences are payable wholly within twelve months of rendering the service and are classified as short-term employee benefits.
- iii. A defined contribution plan is a post-employment benefit plan where the Group's legal or constructive obligation is limited to the amount that it contributes to a separate legal entity. The Group makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plan are expensed as an employee benefits expense in the statement of profit and loss in period in which the related service is provided by the employee. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.
- iv. Defined benefit plans- The Group's net obligation in respect of defined benefit plans is calculated separately by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.
- v. Termination benefits : Termination benefits are expensed at earlier of when the Group can no longer withdraw the offer of those benefits and when the group recognises costs of a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are discounted.

## (k) Impairment of non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than biological assets, investment property, inventories, contract assets and deferred tax assets) to determine whether there is any indication of impairment. If any

such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Cash Generating Unit ('CGU'). Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an individual asset or CGU is the greater of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognised in statement of profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis. An impairment loss in respect of goodwill is not subsequently reversed. In respect of other assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

## (l) Foreign currency transactions

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

## (m) Borrowing cost

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs)

# Notes to the Consolidated Financial Statements

As at March 31, 2024

incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

## Commencement of capitalisation

Capitalisation of borrowing cost as part of the cost of a qualifying asset shall begin on the commencement date. The commencement date for capitalisation is the date when the entity first meets all of the following conditions:

- it incurs expenditures for the asset;
- it incurs borrowing costs; and
- it undertakes activities that are necessary to prepare the asset for its intended use or sale.

## (n) Leases

### Group as lessee

The Group assesses whether a contract is or contains a lease, at inception of the contract. The Group recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Group recognises the lease payments as an operating expense in the Statement of profit and loss.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the financial statement. The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease

liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made. The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification. The effective date of the modification is the date when both the parties agree to the lease modification and is accounted for in that point in time. The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs, less any lease incentives received. They are subsequently measured at cost less accumulated depreciation and impairment losses.

### Right-of-use assets

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the statement of financial position.

The Group applies Ind AS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'Property, Plant and Equipment' policy.

Variable rents that do not depend on an index or rate are not included in the measurement the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line "Other expenses" in profit or loss.

As a practical expedient, Ind AS 116 permits a lessee not to separate lease and non-lease components, and instead account

# Notes to the Consolidated Financial Statements

As at March 31, 2024

for any lease and associated non-lease components as a single arrangement. The Group has used this practical expedient and has recognised single ROU for entire lease and non lease components.

## (o) Cash and cash equivalents

Cash and cash equivalents includes cash-in-hand and demand deposit with banks with original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

## (p) Provisions, contingent liabilities and contingent assets

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

**Contingent liabilities:** Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

**Contingent Assets:** Contingent assets are not recognised in the financial assets. However, the same is considered when the realisation is certain and it is no longer considered contingent. The asset is recognised in the period in which the change from contingent asset to asset occurs.

## (q) Functional and presentation currency

Items included in the consolidated Financial Statements are presented in ₹ which is our Company's functional currency. All amounts have been rounded-off to the nearest lakhs and decimals thereof, unless otherwise mentioned.

## (r) Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in Other comprehensive income.

The Group has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

### i. Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and

any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantially enacted as at the reporting date.

Current tax assets and liabilities are offset only if:

- a) there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority; and
- b) there is intention either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any.

### ii. Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore in case of history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary difference or there is convincing other evidence that sufficient taxable profits will be available against which such deferred tax asset can be realised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets and liabilities are offset only if the entity has a legal enforceable right to set off current tax assets / liabilities and they relate to income taxes levied by the same taxation authority on the same taxable entity.

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## (s) Earnings per share (EPS)

Basic earnings per share (EPS) is computed by dividing the profit after tax or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to dilutive potential equity shares, by the weighted average number of equity shares considered for deriving the basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all the dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity would decrease the net profit per share from continuing ordinary operations.

## (t) Export incentives

Export benefits available under prevalent schemes are accrued in the year in which the goods are exported and there is no uncertainty in receiving the same.

## (u) Segment reporting

Operating segment are reported in a manner consistent with the internal reporting provided to the Chief operating decision maker (CODM).

**Identification of segments :** In accordance with Ind As 108 "operating segment", the operating segment used to present segment information reviewed by CODM to allocate resources to the segments and assess their performance. An operating segment is a component of the group that engages in the business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the group's other components.

## (v) Dividend

The Group recognises a liability for any dividend declared but not distributed at the end of the reporting period, when the distribution is authorised and the distribution is no longer at the discretion of the Group on or before the end of the reporting period. As per Corporate laws in India, a distribution in the nature of final dividend is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

## (w) Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as amended from time to time. There are no such recently issued standards or amendments to the existing standards for which the impact on the consolidated financial statements is required to be disclosed.

## (x) Events after reporting date

Where events occur after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the

consolidated Financial Statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

## 2(ii) Key estimates and assumptions

The preparation of the Group's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets, liabilities, and the accompanying disclosures along with contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require material adjustments to the carrying amount of assets or liabilities affected in future periods. The Group continually evaluates these estimates and assumptions based on the most recently available information. The Management believes that the estimates used in preparation of the Financial Statements are prudent and reasonable.

### Judgement

Information about critical judgements in applying accounting policies, as well as estimates and assumptions that have the most significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are included in the following notes:

- Useful lives of property, plant and equipment (including right of use assets) and intangible assets (Note 3, 4 & 5)
- Definition of lease, lease term and discount rate for the calculation of lease liability (Note 36)

### Assumptions and estimation uncertainties

Information about critical judgements in applying accounting policies, as well as estimates and assumptions that have the most significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:-

- Useful lives of property, plant and equipment (including right of use assets) and intangible assets (Note 3)
- Impairment of Goodwill and other Intangible Assets (Note 5)
- Identifying performance obligations under contracts with customer (Note 45)
- Timing of revenue recognition under contracts with customers (Note 45)
- Measurement of Defined Benefit Obligations (Note 41)
- Recognition and measurement of provisions and contingencies, key assumptions about the likelihood and magnitude of an outflow of resources (Note 37)
- Provision for Expected credit losses (Note 10)
- Recognition of deferred tax assets (Note 35)
- Definition of lease, lease term and discount rate for the calculation of lease liability (Note 36)

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 3 Property, Plant and Equipment

(₹ lakhs)

	Leasehold Land	Freehold Land	Roads	Building	Plant & Machinery	Electrical Installations	Furniture & Fixtures	Vehicles	Office Equipments	Computers	Total
<b>Gross carrying amount</b>											
Balance as at April 01, 2022	618.87	882.31	44.15	5,074.54	16,206.72	807.37	259.51	112.79	156.71	72.68	24,235.63
Additions during the year	-	6,972.18	265.17	128.27	5,078.34	81.98	22.22	-	25.03	20.66	12,593.85
Disposals during the year	-	-	-	2.17	143.68	0.14	0.26	-	0.39	0.40	147.04
Balance as at March 31, 2023	618.87	7,854.49	309.32	5,200.65	21,141.38	889.20	281.47	112.79	181.35	92.94	36,682.46
Acquisition through business combinations (refer note no. 50)	-	-	-	-	1,774.72	76.02	51.04	99.26	12.41	2.70	2,016.15
Additions during the year	65.13	645.01	-	2,780.94	8,283.16	543.97	183.73	44.43	34.09	25.61	12,606.07
Disposals during the year	-	-	-	-	46.74	11.00	-	24.33	-	-	82.07
Balance as at March 31, 2024	684.01	8,499.50	309.32	7,981.59	31,152.52	1,498.19	516.24	232.15	227.85	121.25	51,222.61
<b>Accumulated Depreciation</b>											
Balance as at April 01, 2022	-	-	12.14	480.29	4,502.49	396.82	95.14	57.25	43.62	35.35	5,623.10
Depreciation for the year	-	-	19.37	247.19	2,564.65	200.11	53.36	19.02	24.91	16.94	3,145.54
Disposals during the year	-	-	-	0.28	73.81	0.07	0.25	-	0.22	0.40	75.03
Balance as at March 31, 2023	-	-	31.51	727.18	6,993.32	596.86	148.25	76.28	68.31	51.89	8,693.60
Acquisition through business combinations (refer note no. 50)	-	-	-	-	362.80	49.87	13.93	14.96	2.09	0.78	444.42
Additions during the year	-	-	32.59	296.32	3,219.62	308.80	69.32	36.61	26.40	15.79	4,005.44
Disposals during the year	-	-	-	-	28.66	10.45	-	24.33	-	-	63.44
Balance as at March 31, 2024	-	-	64.10	1,023.49	10,547.08	945.08	231.50	103.51	96.80	68.46	13,080.02
Net carrying amount as at March 31, 2023	618.87	7,854.49	277.81	4,473.47	14,148.06	292.34	133.23	36.51	113.03	41.05	27,988.86
Net carrying amount as at March 31, 2024	684.01	8,499.50	245.22	6,958.10	20,605.44	553.11	284.74	128.64	131.04	52.79	38,142.59

### Notes

- The Group does not have any immovable property whose title deeds are not held in the name of the Group except those held under lease arrangements for which lease agreements are duly executed in the favour of the Group.
- The Group has mortgaged and hypothecated property, plant and equipment with a carrying amount of ₹ 25,570.24 lakhs (31 March 2023: ₹ 17,614.17 lakhs) against the term loan (Refer note 17).

## 3a Capital Work-in-Progress Movement

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
Opening Capital Work-in-Progress	689.14	400.63
Add: Acquisition through business combinations (refer note no. 50)	33.59	-
Add: Additions during the period	13,713.04	12,882.36
Less: Capitalised during the period	(11,895.93)	(12,593.85)
<b>Closing Capital Work-in-Progress</b>	<b>2,539.84</b>	<b>689.14</b>

### Capital Work-in-Progress Ageing Schedule

(₹ lakhs)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in Progress as at March 31, 2024	2,539.84	-	-	-	2,539.84
Temporarily suspended	-	-	-	-	-
Projects in Progress as at March 31, 2023	689.14	-	-	-	689.14
Temporarily suspended	-	-	-	-	-

### Notes

- The Group does not have any Assets under Capital Work-in-Progress whose completion is overdue or whose costs have exceeded its original plan.

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 4 Right of use Assets recognised under Ind AS 116 Leases

(₹ lakhs)

	<b>Building</b>
<b>Gross carrying amount</b>	
<b>Balance as at April 01, 2022</b>	<b>5,321.87</b>
Additions during the year	928.13
Disposals during the year	(57.97)
<b>Balance as at March 31, 2023</b>	<b>6,192.03</b>
Acquisition through business combinations (refer note no. 50)	633.69
Additions during the year	2,258.99
Disposals during the year	-
<b>Balance as at March 31, 2024</b>	<b>9,084.71</b>
<b>Accumulated depreciation</b>	
<b>Balance as at April 01, 2022</b>	<b>1,501.73</b>
Amortisation during the year	910.46
Disposals during the year	(36.19)
<b>Balance as at March 31, 2023</b>	<b>2,376.00</b>
Acquisition through business combinations (refer note no. 50)	167.41
Amortisation during the year	1,110.83
Disposals during the year	-
<b>Balance as at March 31, 2024</b>	<b>3,654.24</b>
<b>Net carrying amount as at March 31, 2023</b>	<b>3,816.03</b>
<b>Net carrying amount as at March 31, 2024</b>	<b>5,430.47</b>

## 5(a) Goodwill

(₹ lakhs)

	<b>Goodwill</b>
<b>Gross carrying amount</b>	
<b>Balance as at April 01, 2022</b>	<b>334.83</b>
Additions during the year	-
Disposals during the year	-
<b>Balance as at March 31, 2023</b>	<b>334.83</b>
Acquisition through business combinations (refer note no. 50)	6,035.78
Additions during the year	-
Disposals during the year	-
<b>Balance as at March 31, 2024</b>	<b>6,370.61</b>
<b>Accumulated amortisation &amp; Impairment Loss</b>	
<b>Balance as at April 01, 2022</b>	<b>133.47</b>
Amortisation during the year	-
Disposals during the year	-
<b>Balance as at March 31, 2023</b>	<b>133.47</b>
Amortisation during the year	-
Disposals during the year	-
<b>Balance as at March 31, 2024</b>	<b>133.47</b>
<b>Net carrying amount as at March 31, 2023</b>	<b>201.36</b>
<b>Net carrying amount as at March 31, 2024</b>	<b>6,237.14</b>

## 5(a) Goodwill

(₹ lakhs)

	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Micro Wood Private Limited	6,035.78	-
Pioneer Stationery Private Limited	201.36	201.36
<b>Total</b>	<b>6,237.14</b>	<b>201.36</b>

### Goodwill Impairment

Goodwill is tested for impairment annually and whenever there is an indication that the CGU to which the goodwill has been allocated may be impaired. The recoverable amount of the cash generating unit was determined based on value in use. Value in use was determined based on future cash flows, which requires use of assumptions such as growth in the sales, gross margin and operating income margin.

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 5(a) Goodwill (Contd.)

The assumptions are build basis the group's past experience, the existing economic conditions and trends, estimated future growth rates and anticipated future economic conditions. None of the key assumptions are sensitive to any of the CGU's recoverable amount.

An analysis of the sensitivity of the computation to a change in key assumptions (operating margin, discount rates and long-term average growth rate), based on any reasonable change, company identifies any probable scenario in which the recoverable amount of the CGU would decrease below its carrying amount.

The estimated value-in-use of the CGU is based on the future cash flows using estimated long-term average growth rate of 5% and discount rate is considered 15% p.a.

## 5(b) Other Intangible Assets

(₹ lakhs)

	Trademarks	Software	Total
<b>Gross carrying amount</b>			
<b>Balance as at April 01, 2022</b>	<b>55.89</b>	<b>37.09</b>	<b>92.98</b>
Additions during the year	-	-	-
Disposals during the year	-	-	-
<b>Balance as at March 31, 2023</b>	<b>55.89</b>	<b>37.09</b>	<b>92.98</b>
Acquisition through business combinations (refer note no. 50)	-	0.27	0.27
Additions during the year	-	-	-
Disposals during the year	-	-	-
<b>Balance as at March 31, 2024</b>	<b>55.89</b>	<b>37.35</b>	<b>93.24</b>
<b>Accumulated amortisation</b>			
<b>Balance as at April 01, 2022</b>	<b>49.57</b>	<b>19.90</b>	<b>69.47</b>
Amortisation during the year	0.80	8.23	9.03
Disposals during the year	-	-	-
<b>Balance as at March 31, 2023</b>	<b>50.37</b>	<b>28.13</b>	<b>78.50</b>
Acquisition through business combinations (refer note no. 50)	-	0.27	0.27
Amortisation during the year	0.80	6.48	7.28
Disposals during the year	-	-	-
<b>Balance as at March 31, 2024</b>	<b>51.18</b>	<b>34.87</b>	<b>86.05</b>
<b>Net carrying amount as at March 31, 2023</b>	<b>5.52</b>	<b>8.96</b>	<b>14.47</b>
<b>Net carrying amount as at March 31, 2024</b>	<b>4.71</b>	<b>2.48</b>	<b>7.19</b>

## 6 Financial Assets

### 6(a) Investments

#### Non-Current

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Investment in Unquoted Equity Shares of Associate Company (at cost)</b>		
Clapjoy Innovations Private Limited	150.13	150.13
51,414 (March 31, 2023: 51,414) Equity Shares of ₹ 10 each		
Less: Share of net (loss)/profit of equity accounted investees (net of income tax) from date of acquisition (Refer note 49)	(1.60)	0.11
	<b>148.53</b>	<b>150.24</b>
<b>Aggregate book value of Unquoted Investments</b>	<b>148.53</b>	<b>150.24</b>

#### (i) Information on Associate

Name of the Company	Country of Incorporation	Nature of business	Extent of holding	
			March 31, 2024	March 31, 2023
Clapjoy Innovations Private Limited	India	Toys	30.00%	30.00%

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 6 Financial Assets (Contd.)

### 6(b) Other Financial Assets

#### Non-Current

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Security deposits at amortised cost	1,225.46	661.16
Bank deposits with more than 12 months maturity (Refer note below)	69.35	430.90
<b>Total</b>	<b>1,294.81</b>	<b>1,092.06</b>

#### Note

Balances with banks held as margin money deposits against guarantees/ buyers credit

## 7 Other Tax Assets (Net)

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Advance Tax (net of provisions for tax of ₹ Nil (March 31, 2023: ₹ Nil))	23.58	29.93
<b>Total</b>	<b>23.58</b>	<b>29.93</b>

## 8 Other Non-Current Assets

(Unsecured and considered good unless stated otherwise)

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Capital Advances	2,467.34	1,375.13
Prepaid Expenses	16.58	11.78
Advances other than capital advances		
Security Deposits	448.13	357.17
Application money paid towards shares (refer note 39)	51.00	-
<b>Total</b>	<b>2,983.05</b>	<b>1,744.08</b>

## 9 Inventories

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Raw material and Packing material (includes in transit of ₹ 1104.02 Lakhs (March 31, 2023: ₹ 681.88 Lakhs))	11,145.34	11,868.89
Work-in-progress	4,170.06	3,034.31
Finished goods	6,292.17	2,856.84
Stock-in-trade (includes in transit of ₹ 58.27 Lakhs (March 31, 2023: ₹ 99.30 Lakhs))	902.37	704.13
<b>Total</b>	<b>22,509.94</b>	<b>18,464.17</b>

#### Notes :-

Inventories are valued at lower of cost and net realisable value. Cost is computed on weighted average basis and is net of GST Input Tax Credit.

Working capital facilities sanctioned by HDFC bank are secured by hypothecation of stocks and book debts. Quarterly statements of stock and book debts are filed with the bank which are in agreement with the books of accounts.



# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 10 Trade Receivables

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Current</b>		
Trade Receivables considered good- Unsecured	6,464.87	3,563.89
Trade receivable Unsecured which have significant increase in credit risk	251.43	251.32
Trade receivables Unsecured which have credit impaired	3.57	3.57
Less: Allowance for Expected credit loss for significant increase in credit risk/credit impaired	(255.00)	(254.89)
<b>Total</b>	<b>6,464.87</b>	<b>3,563.89</b>

Refer note 43 for information about credit risk and market risk of trade receivables.

Refer note 44 for information about receivables from related party.

Working capital facilities sanctioned by HDFC bank are secured by hypothecation of stocks and book debts. Quarterly statements of stock and book debts are filed with the bank which are in agreement with the books of accounts.

There are no secured trade receivables.

### 10(a) Trade Receivables Ageing Schedule

As at March 31, 2024

(₹ lakhs)

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - Considered good	4,308.53	2,019.46	135.54	1.33	-	-	6,464.86
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	0.11	-	251.32	251.43
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	3.57	3.57
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
	<b>4,308.53</b>	<b>2,019.46</b>	<b>135.54</b>	<b>1.44</b>	<b>-</b>	<b>254.89</b>	<b>6,719.86</b>
Less: Allowance for bad and doubtful debts	-	-	-	(0.11)	-	(254.89)	(255.00)
<b>Total</b>	<b>4,308.53</b>	<b>2,019.46</b>	<b>135.54</b>	<b>1.33</b>	<b>-</b>	<b>-</b>	<b>6,464.87</b>

As at March 31, 2023

(₹ lakhs)

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - Considered good	2,412.51	1,124.80	19.43	6.92	0.24	-	3,563.89
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	251.32	-	251.32
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	3.57	3.57
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
	<b>2,412.51</b>	<b>1,124.80</b>	<b>19.43</b>	<b>6.92</b>	<b>251.57</b>	<b>3.57</b>	<b>3,818.78</b>
Less: Allowance for bad and doubtful debts	-	-	-	-	(251.32)	(3.57)	(254.89)
<b>Total</b>	<b>2,412.51</b>	<b>1,124.80</b>	<b>19.43</b>	<b>6.92</b>	<b>0.24</b>	<b>-</b>	<b>3,563.89</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 11 Cash and Cash Equivalents

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Balances with Banks		
Balance in current account	2,810.37	2,380.42
Balance in EEFC account	1,308.64	1,022.46
Deposits with original maturity of less than 3 months	1,503.54	-
Cash on hand	22.13	22.47
<b>Total</b>	<b>5,644.68</b>	<b>3,425.35</b>

## 12 Bank Balances other than cash and cash equivalents as above

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Deposits with Banks		
Margin money deposit- bank guarantee / letter of credit	179.19	76.47
With original maturity of more than 3 months but less than 12 months	24,765.73	668.03
<b>Total</b>	<b>24,944.92</b>	<b>744.50</b>

## 13 Loans

(Unsecured, Considered Good, Carried at Amortised Cost)

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Loans to employees	71.79	81.24
<b>Total</b>	<b>71.79</b>	<b>81.24</b>

In line with Circular No 04/2015 issued by Ministry of Corporate Affairs dated 10 March, 2015, loans given to employees as per the Group's policy are not considered for the purposes of disclosure under Section 186(4) of the Act.

There are no loans or advances in the nature of loans granted to Promoters, Directors, KMPs and their related parties, either severally or jointly with any other person, that are:

- (a) repayable on demand; or
- (b) without specifying any terms or period of repayment

## 14 Other Current Assets

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Security Deposit	300.00	-
Advances other than Capital advances		
Prepaid Expenses	134.03	172.02
Advances to Vendors	603.32	1,191.37
Export benefit receivable	13.65	23.55
Advances to Employees	1.18	1.10
Balances with Government authorities	959.66	268.05
<b>Total</b>	<b>2,011.84</b>	<b>1,656.09</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 15 Equity Share Capital

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Authorised Share Capital*:</b>		
700,00,000 (March 31, 2023: 500,000) Equity shares of ₹ 10 each	7,000.00	50.00
<b>Issued, subscribed and fully paid up:</b>		
606,87,236 (March 31, 2023: 372,518) Equity shares of ₹ 10 each fully paid up (refer note a)	6,068.72	37.25

\*During the year ended March 31, 2024, the authorized share capital was increased from 500,000 equity shares of ₹ 10 each amounting to ₹ 50 lakhs to 700,00,000 equity shares of ₹ 10 each amounting to ₹ 7,000 lakhs which was duly approved by the board in meeting dated July 03, 2023 and by the shareholders of the Company by means of an ordinary resolution dated July 03, 2023.

### a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year

	March 31, 2024		March 31, 2023	
	No. of shares	Amount (₹ lakhs)	No. of shares	Amount (₹ lakhs)
<b>At the beginning of the year</b>	<b>3,72,518</b>	<b>37.25</b>	<b>3,72,518</b>	<b>37.25</b>
Add: Bonus Shares issued during the year**	5,58,77,700	5,587.77	-	-
Add: Fresh issue of shares during the year (Refer note 54)	44,37,018	443.70	-	-
<b>At the end of the year</b>	<b>6,06,87,236</b>	<b>6,068.72</b>	<b>3,72,518</b>	<b>37.25</b>

\*\*Post increase of the authorised share capital of the company, the Board of Directors at its meeting held on July 03, 2023 had approved the bonus issue of one hundred and fifty new equity share for every one share held on record date which was approved by the shareholders by means of a special resolution dated July 03, 2023. Through a Board resolution dated July 06, 2023, the Company has allotted 558,77,700 equity shares of ₹ 10 each as bonus shares to the existing equity shareholders of the Company.

### Terms/Rights attached to Equity Shares

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regards to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid. Failure to pay any amount called up on shares may lead to forfeiture of the shares. On winding up of the Company, the holder of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

### b) Details of shares held by parent company and ultimate parent company and their subsidiaries / associates

Name of the Holding Company	March 31, 2024		March 31, 2023	
	No. of shares	% holding	No. of shares	% holding
Equity shares of ₹ 10 each fully paid up				
F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A. *	-	-	1,89,985	51.00%

\*Pursuant to offer for sale of shares and public issue the percentage of shareholding stands reduced to 30.58% as at March 31, 2024.

### c) Disclosure of Shareholding of Promoters and Promoter group

Shareholder name	Class of Shares	As at March 31, 2024		As at March 31, 2023		% Change during the year
		No. of Shares**	% of total shares	No. of Shares	% of total shares	
Equity shares of ₹ 10 each fully paid up						
F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	Equity	1,85,61,153	30.58%	1,89,985	51.00%	-20.42%
Santosh R. Raveshia	Equity	95,62,679	15.76%	63,329	17.00%	-1.24%
Sanjay M. Rajani	Equity	45,38,497	7.48%	32,152	8.63%	-1.15%
Ketan M. Rajani	Equity	45,38,497	7.48%	32,152	8.63%	-1.15%
Chandni V. Somaiya	Equity	22,49,900	3.71%	14,900	4.00%	-0.29%
Sheetal H. Parpani	Equity	22,49,900	3.71%	14,900	4.00%	-0.29%
Sejal S. Raveshia	Equity	22,49,900	3.71%	14,900	4.00%	-0.29%
Pravina M. Rajani	Equity	5,13,400	0.85%	3,400	0.91%	-0.07%
Ila S. Rajani	Equity	5,13,400	0.85%	3,400	0.91%	-0.07%
Shilpa K. Rajani	Equity	5,13,400	0.85%	3,400	0.91%	-0.07%
<b>Total</b>		<b>4,54,90,726</b>	<b>74.96%</b>	<b>3,72,518</b>	<b>100.00%</b>	<b>-25.04%</b>

\*\*Change in number of shares is on account of issue of bonus shares and sale of shares during the year.

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 15 Equity Share Capital (Contd.)

Shareholder name	Class of Shares	As at March 31, 2023		As at March 31, 2022		% Change during the year
		No. of Shares	% of total shares	No. of Shares	% of total shares	
Equity shares of ₹ 10 each fully paid up						
F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	Equity	1,89,985	51.00%	1,89,985	51.00%	0.00%
Santosh R. Raveshia	Equity	63,329	17.00%	63,329	17.00%	0.00%
Sanjay M. Rajani	Equity	32,152	8.63%	32,152	8.63%	0.00%
Ketan M. Rajani	Equity	32,152	8.63%	32,152	8.63%	0.00%
Chandni V. Somaiya	Equity	14,900	4.00%	14,900	4.00%	0.00%
Sheetal H. Parpani	Equity	14,900	4.00%	14,900	4.00%	0.00%
Sejal S. Raveshia	Equity	14,900	4.00%	14,900	4.00%	0.00%
Pravina M. Rajani	Equity	3,400	0.91%	3,400	0.91%	0.00%
Ila S. Rajani	Equity	3,400	0.91%	3,400	0.91%	0.00%
Shilpa K. Rajani	Equity	3,400	0.91%	3,400	0.91%	0.00%
<b>Total</b>		<b>3,72,518</b>	<b>100.00%</b>	<b>3,72,518</b>	<b>100.00%</b>	<b>0.00%</b>

### d) Details of shareholder(s) holding more than 5% equity shares

	As at March 31, 2024		As at March 31, 2023	
	No. of shares	% holding	No. of shares	% holding
Equity shares of ₹ 10 each fully paid up				
F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	1,85,61,153	30.58%	1,89,985	51.00%
Santosh R. Raveshia	95,62,679	15.76%	63,329	17.00%
Sanjay M. Rajani	45,38,497	7.48%	32,152	8.63%
Ketan M. Rajani	45,38,497	7.48%	32,152	8.63%
SBI Mutual Fund	43,22,689	7.12%	-	-

### e)

	As at March 31, 2024	As at March 31, 2023
Details of shares issued without payment of cash or by way of issue of bonus shares during during the period of five years immediately preceding the Balance Sheet date.	Yes, refer note 15(a)	Nil

### f)

	As at March 31, 2024	As at March 31, 2023
Disclosure of aggregate number of equity shares bought back during the period of 5 years immediately preceding the balance sheet date	Nil	Nil

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 16 Other Equity -Attributable to owners of the Company

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Securities Premium</b>		
Balance at the beginning of the year	8,604.92	8,604.92
Add: Premium received on fresh issue of equity shares	34,556.29	-
Less: Issue of bonus shares (Refer note 55)	(5,587.77)	-
Less: Share issue expenses (Refer note 55)	(1,533.09)	-
<b>Balance at the end of the year</b>	<b>36,040.35</b>	<b>8,604.92</b>
<b>Surplus in the statement of profit and loss</b>		
Balance at the beginning of the year	25,101.02	16,082.54
Add: Profit for the year	15,314.10	9,581.15
Add: Other comprehensive (loss) arising from measurement of defined benefit obligation net of income tax	(152.49)	(5.20)
Less: Interim Dividend for FY 2022-23*	(931.30)	-
Derecognition of share in subsidiary companies	-	1.31
Less: Interim Dividend for FY 2021-22	-	(558.78)
<b>Balance at the end of the year</b>	<b>39,331.33</b>	<b>25,101.02</b>
<b>Total</b>	<b>75,371.68</b>	<b>33,705.94</b>

(Refer Statement of Changes in Equity for detailed movement in Other Equity balances)

\*On June 16, 2023, in respect of the year ended March 31, 2023, the Board of Directors of the Company have proposed an interim dividend of ₹ 250 per equity share outstanding as on March 31, 2023 resulting in a cash outflow of ₹ 931.30 lakhs.

### Nature and purpose of reserve

**Securities Premium:** Securities premium is used to record the premium on issue of shares. The reserve is utilized in accordance with the provisions of the Companies Act, 2013.

**Retained Earnings:** The amount that can be distributed by the Company as dividends to its equity shareholders out of accumulated reserves is determined considering the requirements of the Companies Act, 2013.

## 17 Borrowings

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Non-Current</b>		
<b>Secured</b>		
<b>Term Loan from Banks</b>		
Vehicle Loan from Bank (Refer Note 17(a) below)	83.97	27.20
Others (Refer Note 17(b) below)	1,288.08	1,488.25
<b>Unsecured</b>		
Loan- related parties (Refer Note 17(c) below)	6,995.50	-
<b>Total</b>	<b>8,367.55</b>	<b>1,515.45</b>

### Note 17(a)

#### The terms of the vehicle loans taken from HDFC Bank Limited of the DOMS Industries Limited are as follows:

The rate of interest of various vehicle loan ranges from 8.30% to 10.50%. The vehicle loan is repayable in equated monthly installments.

#### The terms of the vehicle loans from Kotak Mahindra Finance of Pioneer Stationery Private Limited are as follows:

The rate of interest of various vehicle loan ranges from 7.35% to 10.00%. The vehicle loan is repayable in equated monthly installments.

#### The terms of the vehicle loans from HDFC Bank of Micro Wood Private Limited are as follows:

The rate of interest of various vehicle loan ranges from 7.80% to 8.50%. The vehicle loan is repayable in equated monthly installments.

The above vehicle loans are secured by hypothecation of underlying vehicles.

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 17 Borrowings (Contd.)

### Note 17(b)

#### The terms of the term loan of DOMS Industries Limited are as follows:

- (i) Secured term loan from bank amounting to ₹ 1,000.00 lakhs, outstanding as at March 31, 2024 ₹ 783.88 lakhs (March 31, 2023 : ₹ 958.38 lakhs) is repayable in 60 equated monthly installments starting from January 07, 2023 with last installment payable on December 07, 2027. The rate of interest is bank reference rate plus spread of 1% to 1.5% p.a. The Company has mortgaged identified immovable properties against the term loan (refer note 3(ii)).
- (ii) Secured term loan from bank amounting to ₹ 626.40 lakhs, outstanding as at March 31, 2024 ₹ 550.54 lakhs (March 31, 2023: ₹ 620.79 lakhs) is repayable in 84 equated monthly installments starting from March 07, 2023 with last installment payable on February 07, 2030. The rate of interest is bank reference rate plus spread of 1% to 1.5% p.a. The Company has mortgaged identified immovable properties against the term loan (refer note 3(ii)).

### Note 17(b)

#### The terms of the term loan of subsidiary company Pioneer Stationery Private Limited are as follows:

Secured term loan from bank outstanding as at March 31, 2024 ₹ 155.98 lakhs (March 31, 2023: ₹ 220.88 lakhs) is repayable in 60 equated monthly installments starting from March 18, 2021 with last installment payable on Feb 05, 2027. The rate of interest is SOFR plus 450 bps. Loans are secured by hypothecation of current assets, movable assets and fixed deposits of the subsidiary Company, corporate guarantee of Doms Industries Limited and extension on the charge on the certain identified immovable properties of Doms Industries Limited (refer note 3(ii)) and personal guarantees of Rajendra Gala, Kanti Gala, Bhavna Gala and Pooja Gala.

#### The terms of the term loan of subsidiary company Micro Wood Private Limited are as follows:

Secured term loan from bank outstanding as at March 31, 2024 ₹ 168.84 lakhs is repayable in 61 equated monthly installments starting from January 07, 2023 with last installment payable on January 07, 2028. The rate of interest is bank reference rate plus spread of 1.20% to 1.75% p.a. Loans are secured by hypothecation of current assets, movable assets and fixed deposits of the subsidiary Company (refer note 3(ii)) and personal guarantees of Akshay Koradia and Ankan Koradia.

### Note 17(c)

Unsecured loan from related parties carries interest rate in the range of 9.0% to 12.0% p.a. The tenor of the loan is 3 years from the date of drawdown.

## 18 Provisions

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Non-Current</b>		
<b>Provision for Employee Benefits</b>		
Provision for Gratuity (Refer Note 41)	1,324.42	912.88
Provision for Compensated absences	165.01	-
<b>Total</b>	<b>1,489.43</b>	<b>912.88</b>

## 19 Borrowings

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Current (Secured)</b>		
<b>Other loans</b>		
Working Capital Loans From Banks- Cash Credit (Refer Note 19(a) below)	307.91	2,791.13
Buyer Credit facility from bank (Refer Note 19(b) below)	-	1,359.58
Current maturities of long term borrowings (Refer Note 17(a))	411.17	377.79
<b>Current (Unsecured)</b>		
Working Capital Loans From Banks- Cash Credit (Refer Note 19(c) below)	0.73	1,002.64
Loan repayable on demand- related parties (Refer Note 19(d) below)	2,498.94	2,959.82
<b>Total</b>	<b>3,218.75</b>	<b>8,490.96</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 19 Borrowings (Contd.)

### Note 19(a)

#### The terms of the cash credit facility are as follows:

The terms of the cash credit facility are as follows:

The rate of interest is bank reference rate plus spread of 1% to 3% p.a.

Cash credit facility from HDFC Bank is primarily secured by hypothecation by way of first and exclusive charge on all present and future stocks and book debts.

Quarterly statements of stock and book debts are filed with the HDFC bank which are in agreement with the books of accounts.

### Note 19(b)

The terms of the buyer credit facility (sub limit of Cash Credit limit) are as follows:

The rate of interest is SOFR plus spread of 1% to 3% p.a.

The other terms of the facilities are same as mentioned in Note 19(a).

### Note 19(c)

Cash credit facility from Axis Bank is unsecured. The rate of interest is 3 months MCLR plus spread of 0.20% to 0.45% p.a.

### Note 19(d)

Unsecured loan from related parties carries interest rate in the range of 9.0% to 12.0% p.a. The loan is repayable on demand.

## 20 Trade Payables

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Current</b>		
Total Outstanding Dues of Micro Enterprises and Small Enterprises(Refer Note 20(a) below)	2,312.40	506.28
Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	6,731.52	8,192.17
<b>Total</b>	<b>9,043.92</b>	<b>8,698.45</b>
of the above trade payable due to related party amount are as follows:		
Trade payable to related party (refer note 44)	573.61	699.45

**20(a)** Disclosure as per the provision of the Micro, Small and Medium Enterprises Development Act, 2006, based on available information available with the group are as under:

(₹ lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Principal amount remaining unpaid to any supplier as at the end of the accounting year	2,312.40	506.28
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the period	-	-
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
The amount of interest due and payable for the year	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

Dues to Micro Enterprises and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 20 Trade Payables (Contd.)

### 20(b) Trade Payables Ageing Schedule

As on March 31, 2024:

(₹ lakhs)

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	2,312.40	-	-	-	-	2,312.40
(ii) Others	1,029.63	3,965.11	1,731.38	2.18	0.72	2.50	6,731.52
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-	-	-
<b>Total</b>	<b>1,029.63</b>	<b>6,277.51</b>	<b>1,731.38</b>	<b>2.18</b>	<b>0.72</b>	<b>2.50</b>	<b>9,043.92</b>

As on March 31, 2023:

(₹ lakhs)

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	506.28	-	-	-	-	506.28
(ii) Others	821.70	5,548.30	1,787.10	33.30	0.11	1.66	8,192.17
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-	-	-
<b>Total</b>	<b>821.70</b>	<b>6,054.58</b>	<b>1,787.10</b>	<b>33.30</b>	<b>0.11</b>	<b>1.66</b>	<b>8,698.45</b>

## 21 Other Financial Liabilities

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Current</b>		
Payable to employees	2,647.89	1,427.35
Payable against investment in associate	-	75.06
Payables for Property, Plant & Equipment	388.82	249.09
Other payables*	1,074.66	-
<b>Total</b>	<b>4,111.37</b>	<b>1,751.50</b>

\*Other payables includes amount payable to selling shareholders ₹ 530.27 lakhs and share issue expenses amounting to ₹ 534.14 lakhs out of the IPO proceeds, currently withheld considering final settlement of IPO expenses.

## 22 Other Current Liabilities

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Advances from Customers (Refer note (i) below)	1,687.33	1,617.01
Statutory dues (Refer note (ii) below)	570.99	384.20
<b>Total</b>	<b>2,258.32</b>	<b>2,001.21</b>

### Note

- For detailed disclosure relating to Ind AS 115- Revenue from Contracts with Customers refer Note 45
- Statutory dues includes amount payable towards indirect taxes, tax deducted at source and employee related dues.



# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 23 Provisions

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Current</b>		
Provision for Employee Benefits		
Provision for Compensated absences	448.66	297.62
Provision for Gratuity (Refer Note 41)	74.27	61.66
<b>Total</b>	<b>522.93</b>	<b>359.28</b>

## 24 Current Tax Liabilities (Net)

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Current</b>		
Liabilities for Current tax	160.16	740.20
(Net of advance tax of ₹ 5,543.81 lakhs (March 31, 2023: ₹ 3,022.65 lakhs))		
<b>Total</b>	<b>160.16</b>	<b>740.20</b>

## 25 Revenue from Operations

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
(a) Sale of products (Refer Note 45)	1,53,442.60	1,20,765.95
(b) Other operating revenues		
Export incentive*	271.58	423.09
<b>Total (a+b)</b>	<b>1,53,714.18</b>	<b>1,21,189.04</b>

\*Group has complied with the conditions attached with export incentives.

## 26 Other Income

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Interest income for financial assets measured at amortised cost :		
- From Banks	569.38	66.15
- From Others	86.35	54.90
Profit on sale of property, plant & equipments (net)	11.80	12.59
Provisions no longer required written back	0.40	10.54
Foreign exchange gain (net)	303.55	267.83
Gain on lease termination	-	1.57
Other non-operating income	41.73	49.67
<b>Total</b>	<b>1,013.21</b>	<b>463.25</b>

## 27 Cost of Materials Consumed

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Raw materials and packing material		
Opening stock	11,868.89	9,871.28
Add: Inventory on acquisition through business combinations (refer note 50)	392.60	
Add : Purchases during the year	86,724.09	76,271.36
	<b>98,985.59</b>	<b>86,142.63</b>
Less: Closing stock	11,145.34	11,868.89
<b>Total</b>	<b>87,840.24</b>	<b>74,273.75</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 28 Purchase of Stock-in-Trade

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Stationery goods	5,914.58	2,610.46
<b>Total</b>	<b>5,914.58</b>	<b>2,610.46</b>

## 29 Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
<b>Inventory at the beginning of the year</b>		
Finished Goods	2,856.84	1,615.00
Work-in-Progress	3,034.31	3,691.56
Stock-in-Trade	704.13	741.38
Add: Inventory on acquisition through business combinations (refer note 50)	289.74	-
	<b>6,885.02</b>	<b>6,047.93</b>
<b>Less:</b>		
<b>Inventory at the end of the year</b>		
Finished Goods	6,292.17	2,856.84
Work-in-Progress	4,170.06	3,034.31
Stock-in-Trade	902.37	704.13
	<b>11,364.60</b>	<b>6,595.28</b>
<b>(Increase)/Decrease in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress</b>	<b>(4,479.58)</b>	<b>(547.35)</b>

## 30 Employee Benefits Expense

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Salaries and Wages	18,990.39	12,831.59
Contribution to Provident and Other Funds (Refer note 41)	1,872.40	1,012.51
Gratuity expenses (Refer note 41)	260.86	221.74
Staff welfare expenses	182.42	113.72
<b>Total</b>	<b>21,306.07</b>	<b>14,179.56</b>

## 31 Finance Costs

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Interest expense on borrowing that are not measured at fair value through profit or loss		
- Banks	442.11	356.52
- Related parties	688.09	292.63
- Others	143.78	101.42
Interest on lease liabilities that are not measured at fair value through profit or loss	371.72	320.32
Other Finance Costs (includes bank charges, etc.)	66.68	117.11
<b>Total</b>	<b>1,712.38</b>	<b>1,188.00</b>

## 32 Depreciation and Amortisation Expense

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Depreciation for Property, Plant and Equipment	4,005.44	3,145.54
Amortisation for Other Intangible Assets	7.28	9.03
Depreciation for Right of Use Assets	1,110.83	910.46
<b>Total</b>	<b>5,123.55</b>	<b>4,065.03</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 33 Other expenses

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Power and fuel	5,096.96	3,739.05
Rent (Refer note 36)	119.05	71.84
Manufacturing charges	980.83	634.79
Consumable, store & spare expenses	1,555.66	1,235.52
Repairs and maintenance:		
- Plant and machinery	152.46	100.24
- Buildings	127.77	48.39
- Others	216.09	159.92
Insurance	144.08	111.22
Director sitting fees	32.63	-
Rates and taxes	117.49	61.53
Travelling and conveyance expenses	863.57	757.15
Legal and professional fees	604.39	521.72
Payment to auditors (Refer note (a) below)	72.08	53.69
Advertisement and business promotion expenses	559.39	341.23
Freight outwards and clearing expenses	4,437.43	3,610.47
Corporate social responsibility expenses (Refer note no. 46)	96.90	45.50
Commission on Sales	41.55	14.72
Loss on sale of investment in subsidiary companies	-	0.49
Provision for Expected Credit Loss	0.11	-
Miscellaneous expenses	641.77	499.20
<b>Total</b>	<b>15,860.21</b>	<b>12,006.67</b>

### Note (a)

#### i) Payment to auditors\*

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
For statutory audit	49.00	21.50
For other services	19.00	27.75
For reimbursement of expenses	4.08	4.44
<b>Total</b>	<b>72.08</b>	<b>53.69</b>

\*Excluding applicable taxes.

**Note:** The above excludes fees paid to auditors amounting to ₹ 253.75 lakhs and reimbursement of expenses amounting to ₹ 15.79 lakhs on account of initial public offering of equity shares as the company's share of expense has been netted off in Securities Premium account and the selling share holders share of expense has been recovered.

## 34 Tax Expenses

### (a) Income Tax Expense

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
<b>Current Tax Expenses</b>		
Current Tax on profits for the year	5,643.02	3,788.89
Income Tax for Earlier years	1.27	(3.65)
<b>Total Current Tax Expenses</b>	<b>5,644.29</b>	<b>3,785.24</b>
<b>Deferred Tax (Credit)</b>		
(Increase) in Deferred Tax Assets	(162.21)	(196.07)
<b>Total Deferred Tax Expenses</b>	<b>(162.21)</b>	<b>(196.07)</b>
<b>Total Income Tax Expense</b>	<b>5,482.08</b>	<b>3,589.17</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 34 Tax Expenses (Contd.)

### (b) Income Tax Recognised/(Credited) In Other Comprehensive Income

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Remeasurement of defined benefit obligations	51.59	1.07

### (c) Reconciliation of effective tax rate:

The reconciliation between the amount computed by applying the statutory income tax rate to the profit before tax and tax (income) / expenses charge is summarised below:

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
<b>Accounting profit before tax</b>	21,449.94	13,876.17
Statutory Income Tax rate	25.17%	25.17%
<b>Computed Tax expense at statutory Income Tax rate</b>	<b>5,398.52</b>	<b>3,492.35</b>
<b>Adjustments for:</b>		
Deferred Tax Asset not recognised	-	21.38
Tax on non-deductible expenses	75.03	40.95
Others	7.26	-
Income tax earlier years	1.27	34.50
<b>Income Tax expense reported in the statement of profit or loss</b>	<b>5,482.08</b>	<b>3,589.17</b>

## 35 Deferred Tax balances

(₹ lakhs)

	As at March 31, 2024	As at March 31, 2023
Deferred Tax assets	544.24	316.93

Deferred Tax assets and liabilities are attributable to the following:

(₹ lakhs)

	March 31, 2024	March 31, 2023
<b>Deferred Tax Assets</b>		
Expenditure allowed on payment basis under section 43B of Income-tax Act,1961	507.49	321.27
Financial assets at amortised cost	31.44	23.34
Leases	161.27	112.22
Provision for doubtful debts	64.16	64.16
<b>Total Deferred Tax Assets (A)</b>	<b>764.36</b>	<b>520.98</b>
<b>Deferred Tax Liabilities</b>		
Property, plant and equipment	(220.12)	(204.04)
<b>Total Deferred Tax Liabilities (B)</b>	<b>(220.12)</b>	<b>(204.04)</b>
<b>Net Deferred Tax Assets (A-B)</b>	<b>544.24</b>	<b>316.93</b>

### a) Movements in Deferred Tax (net)

(₹ lakhs)

Particulars	Property, plant and equipment and Leases	Financial liabilities measured at amortised cost	Provision for Doubtful debts	Expenditure allowed on payment basis under section 43B of Income-tax Act,1961	Net Deferred Tax
<b>At April 01, 2022</b>	<b>(217.53)</b>	<b>21.41</b>	<b>72.43</b>	<b>243.48</b>	<b>119.80</b>
Credited					
- to profit or loss	125.70	1.93	(8.27)	76.71	196.07
- to other comprehensive income				1.07	1.07
<b>At March 31, 2023</b>	<b>(91.83)</b>	<b>23.34</b>	<b>64.16</b>	<b>321.27</b>	<b>316.93</b>
<b>At April 01, 2023</b>	<b>(91.83)</b>	<b>23.34</b>	<b>64.16</b>	<b>321.27</b>	<b>316.93</b>
Deferred tax on acquisition	(3.63)	4.52		12.59	13.48
Credited					
- to profit or loss	36.60	3.59	-	122.04	162.23
- to other comprehensive income				51.59	51.59
<b>At March 31, 2024</b>	<b>(58.86)</b>	<b>31.45</b>	<b>64.16</b>	<b>507.49</b>	<b>544.24</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 35 Deferred Tax balances (Contd.)

The group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant group Management judgment is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used.

As the group does not have any intention to dispose off investments in subsidiaries in the foreseeable future, deferred tax asset on indexation benefit in relation to such investments has not been recognised.

As at March 31, 2024, undistributed earnings of subsidiaries amounted to ₹ 5,526.15 lakhs (March 31, 2023: ₹ 3,880.55 lakhs). The corresponding deferred tax liability is not recognised because the Company controls the dividend policy of its subsidiaries i.e. the Company controls the timing of reversal of the related taxable temporary differences and management is satisfied that they will not reverse in the foreseeable future.

## 36 Disclosures under Ind AS 116 Leases:

The Group has taken building on lease which are generally long-term in nature with varying terms, escalation clauses and renewal rights. On renewal, the terms of the leases are renegotiated.

### a) The group as lessee:

The following is the movement in lease liabilities during the year:

(₹ lakhs)		
Particulars	March 31, 2024	March 31, 2023
<b>Opening Balance</b>	3,973.90	3,803.40
Add: Additions on acquisition through business combinations (refer note no.50)	482.30	-
Add: Additions during the period	2,034.32	920.24
Add: Interest Expenses	371.72	320.32
Less : Disposals	-	(23.35)
Less: Payments	(1,258.15)	(1,046.71)
<b>Closing Balance</b>	<b>5,604.09</b>	<b>3,973.90</b>
Non-current	4,304.78	3,025.74
Current	1,299.31	948.16

Amounts recognised in profit or loss

(₹ lakhs)		
Particulars	March 31, 2024	March 31, 2023
Expenses relating to short-term leases	119.05	71.84

Maturity Analysis of lease liabilities (Undiscounted cashflows):

(₹ lakhs)		
Particulars	March 31, 2024	March 31, 2023
Less than one year	1,349.13	1,001.12
One to five years	4,934.56	3,149.54
More than five years	683.54	767.12
<b>Total</b>	<b>6,967.23</b>	<b>4,917.78</b>

Maturity Analysis of lease liabilities (Discounted cashflows):

(₹ lakhs)		
Particulars	March 31, 2024	March 31, 2023
Less than one year	1,299.31	948.16
One to five years	3,910.14	2,830.54
More than five years	394.64	195.20
<b>Total</b>	<b>5,604.09</b>	<b>3,973.90</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 37 Contingent Liabilities & Contingent Assets

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
Income Tax	25.53	25.53
IGST payable under Customs Act	28.44	-

### Contingent Assets

The group is having certain claims, realization of which is dependent on outcome of legal process being pursued. The management believes that probable outcome in all such claims are uncertain. Hence, the disclosure of such claims is not required in the financial statements.

## 38 Commitments

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
<b>Capital Commitments</b>		
Estimated amount of contracts remaining to be executed on capital account and not provided for	5,069.56	4,651.43

## 39 Events Occurring After The Reporting Period

Pursuant to approval of Board of Directors received on March 20, 2024 and the subsequent Share Subscription Agreement and Shareholders Agreement entered between the parties on March 28, 2024, the Company paid share application money amounting to ₹ 51.00 lakhs to acquire 51% stake in SKIDO Industries Private Limited ('SKIDO') by subscribing to 5,10,000 (Five lakhs and ten thousand) Equity Shares of ₹ 10/- each. The shares of SKIDO were allotted to the Company on April 01, 2024 effective which SKIDO became subsidiary of the Company from that date.

## 40 Earning per share (EPS)

EPS is calculated by dividing the Profit / (loss) for the year attributable to equity holders by the weighted average number of equity shares outstanding during the period.

Diluted EPS are calculated by dividing the Profit / (loss) for the year attributable to equity holders by the weighted average number of equity shares outstanding during the period plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

Ind AS 33 'Earnings per share', requires an adjustment in the calculation of basic and diluted earnings per share for all the periods presented if the number of equity or potential equity shares outstanding change as a result of issue of bonus shares. The weighted average numbers of shares and consequently the basic and diluted earnings per share have accordingly been adjusted in the financial statements in respect of the previous year.

### Calculation of EPS :

	Year ended March 31, 2024	Year ended March 31, 2023
Net profit attributable to equity holders (₹ lakhs)	15,966.15	10,287.11
Weighted average number of Equity Shares outstanding at the end of the year	5,75,26,620	5,62,50,218
Earnings Per Share (₹):		
Basic	27.75	18.29
Diluted	27.75	18.29
Face value per share	10.00	10.00

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 41 Employee Benefits :

### a) Defined contribution plans:

The Group makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund, Labour Welfare Fund and Employees' State Insurance, which are defined contribution plans. The Group has no obligations other than to make the specified contributions. The contributions are charged to statement of profit or loss as they accrue. The amount recognised as an expense towards contribution to Provident Fund, Labour Welfare Fund and Employees' State Insurance for the year ended March 31, 2024 aggregated to ₹ 1,872.40 lakhs (March 31, 2023: ₹ 1,012.51 lakhs).

### b) Defined benefit plans:

The Group's gratuity benefit scheme is a defined benefit plan (unfunded). The Group's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service costs and the fair value of any plan assets are deducted. The calculation of the obligation is performed bi-annually by a qualified actuary using the projected unit credit method. The Group recognises all actuarial gains and losses arising from defined benefit plans immediately in the Consolidated statement of profit and loss except remeasurement of Defined Benefit Obligations which is recognised in Other Comprehensive Income. All expenses related to defined benefit plans are recognised in employee group expense in the Statement of profit and loss. When the benefits of plan are improved, the portion of the increased benefit related to past service by employees is recognised in the Consolidated statement of profit and loss. The group recognises gains and losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs. In arriving at the valuation for gratuity following assumptions were used:

### c) Actuarial Assumptions :

Particulars	March 31, 2024	March 31, 2023
Discount Rate	7.19%	7.46%
Salary escalation		
- Staff	8.00%	8.00%
- Workers	5.00%	5.00%
Retirement age (years)	60*	60*
Attrition rate		
- Staff		
For service 2 years and below	35.00%	35.00%
For service 3 to 4 years	20.00%	20.00%
For service 5 years and above	2.00%	2.00%
- Workers		
For service 2 years and below	40.00%	40.00%
For service 3 to 4 years	25.00%	25.00%
For service 5 years and above	7.00%	7.00%
Mortality rate	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)

\* In case of 35 employees, Company has increased retirement age upto 80 years. For other employees, it continues to be 60 years.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

### d) The following table sets out disclosures as required under Indian Accounting Standard 19- Employee Benefit.

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
<b>Projected benefit obligation at the beginning of year</b>	<b>974.54</b>	<b>838.28</b>
Projected benefit obligation on acquisition through business combinations	42.00	-
Interest cost	73.75	55.03
Current Service Cost	187.11	166.71
Benefit Paid	(83.66)	(89.74)
Actuarial (gain)/loss on obligations recognized in other comprehensive income		
Due to change in financial assumptions	39.03	(82.27)
Due to experience adjustments	165.94	92.13
Due to Change in Demographic Assumptions	-	(5.60)
<b>Projected benefit obligation at the end of the year</b>	<b>1,398.70</b>	<b>974.54</b>

As at March 31, 2024, the weighted average duration of defined benefit obligation was 12 years (March 31, 2023: 12 years).

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 41 Employee Benefits : (Contd.)

e) The following table sets out disclosures as required under Indian AS 19- Employee Benefit (continued)

(₹ lakhs)

	March 31, 2024	March 31, 2023
<b>Amount recognized in Balance Sheet</b>		
Opening net liability	974.54	838.28
Addition on acquisition through business combinations	42.00	
(Income)/Expense as above	465.82	226.01
Gratuity benefit paid	(83.66)	(89.74)
Amount Recognised in Balance sheet		
- Non-current	1,324.42	912.88
- Current	74.27	61.66
<b>Closing Liability</b>	<b>1,398.70</b>	<b>974.54</b>

(₹ lakhs)

	March 31, 2024	March 31, 2023
<b>Expense recognized</b>		
Current Service Cost	187.11	166.71
Interest Cost	73.75	55.03
<b>Expense recognized in the Consolidated statement of profit and loss</b>	<b>260.86</b>	<b>221.74</b>
Actuarial Gain / loss recognized		
Actuarial (gain) / loss on obligations	204.96	4.27
<b>Net Actuarial (gain) / loss recognized during year</b>	<b>204.96</b>	<b>4.27</b>

## f) Sensitivity Analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

(₹ lakhs)

<b>Defined Benefit Obligation on Current Assumptions</b>	March 31, 2024	March 31, 2023
Delta Effect of +1% Change in Rate of Discounting	(123.04)	(92.34)
Delta Effect of -1% Change in Rate of Discounting	162.66	109.71
Delta Effect of +1% Change in Rate of Salary Increase	151.22	100.25
Delta Effect of -1% Change in Rate of Salary Increase	(130.47)	(86.46)
Delta Effect of +1% Change in Rate of Employee Turnover	(4.09)	2.77
Delta Effect of -1% Change in Rate of Employee Turnover	3.11	(3.86)

### Note on Sensitivity analysis:

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

## g) Expected future cash flows

The expected future cash flows in respect of gratuity as at Balance Sheet dates will be as follows :

(₹ lakhs)

<b>Projected Benefits Payable in Future Years From the Date of Reporting</b>	March 31, 2024	March 31, 2023
1st Following Year	74.28	61.66
2nd Following Year	62.18	50.94
3rd Following Year	72.93	56.83
4th Following Year	99.10	55.57
5th Following Year	100.52	73.37
Sum of Years 6 To 10	742.51	415.08
Sum of Years 11 and above	12.50	8.56

## h) Code on Social Security, 2020:

The date of implementation of the Code on Social Security, 2020 ('the Code') relating to employee benefits is yet to be notified by the Government and when implemented will impact the contributions by the Group towards benefits such as Provident Fund, Gratuity etc. The Group will assess the impact of the Code and give effect in the financial results when the Code and Rules thereunder are notified.



# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 42 Operating Segment

a) The Group has determined its business segment as "Stationery Products". Since the Group's business is from single business reporting segment i.e. sale of stationery products, there are no other primary reportable segments. Thus, the segment revenue, segment results, total carrying amount of segment assets, total carrying amount of segment liabilities, total cost incurred to acquire segment assets, total amount of charge for depreciation during the year is as reflected in the consolidated financial statement.

## b) Geographical Segment

The secondary segment of the Company is based on revenue generated from the geographical locations, these being within India (domestic) and outside India (exports).

(₹ lakhs)

	March 31, 2024			March 31, 2023		
	Within India	Outside India	Total	Within India	Outside India	Total
Segment Revenue from operations*	1,26,685.31	26,757.29	1,53,442.60	95,021.22	25,744.73	1,20,765.95
Non-Current Assets**	55,488.82	-	55,488.82	34,604.18	-	34,604.18

\*Excluding other operating revenues

\*\*Non-current Assets exclude Financial Assets, Deferred Tax Assets and Non-Current Tax Assets

## Revenue from major customers

Group does not have revenue from one customer which is more than 10% of the Group's total revenue.

## 43 Financial instruments – Fair values and risk management

### a) Financial instruments by category and their fair value

Carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy, are as follows. (₹ lakhs)

As at March 31, 2024	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised Cost	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
<b>Financial assets not measured at fair value</b>								
Investments	-	-	148.53	148.53				
Trade Receivables	-	-	6,464.87	6,464.87	-	-	-	-
Cash and Cash Equivalents	-	-	5,644.68	5,644.68	-	-	-	-
Other Bank Balances	-	-	24,944.92	24,944.92	-	-	-	-
Loans	-	-	71.79	71.79	-	-	-	-
Other financial assets								
- Current	-	-	-	-	-	-	-	-
- Non-current	-	-	1,294.81	1,294.81	-	-	-	-
<b>Total financial assets</b>	-	-	<b>38,569.60</b>	<b>38,569.60</b>	-	-	-	-
<b>Financial liabilities not measured at fair value</b>								
Borrowings								
- Non-current	-	-	8,367.55	8,367.55	-	-	-	-
- Current	-	-	3,218.75	3,218.75	-	-	-	-
Lease liabilities								
- Non-current	-	-	4,304.78	4,304.78	-	-	-	-
- Current	-	-	1,299.31	1,299.31	-	-	-	-
Other financial liabilities								
- Current	-	-	4,111.37	4,111.37	-	-	-	-
Trade Payables	-	-	9,043.92	9,043.92	-	-	-	-
<b>Total financial liabilities</b>	-	-	<b>30,345.68</b>	<b>30,345.68</b>	-	-	-	-

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 43 Financial instruments – Fair values and risk management (Contd.)

(₹ lakhs)

As at March 31, 2023	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised Cost	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
<b>Financial assets not measured at fair value</b>								
Investments	-	-	150.24	150.24	-	-	-	-
Trade Receivables	-	-	3,563.89	3,563.89	-	-	-	-
Cash and Cash Equivalents	-	-	3,425.35	3,425.35	-	-	-	-
Other Bank Balances	-	-	744.50	744.50	-	-	-	-
Loans	-	-	81.24	81.24	-	-	-	-
Other financial assets								
- Current	-	-	-	-	-	-	-	-
- Non-current	-	-	1,092.06	1,092.06	-	-	-	-
<b>Total financial assets</b>	<b>-</b>	<b>-</b>	<b>9,057.28</b>	<b>9,057.28</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Financial liabilities not measured at fair value</b>								
Borrowings								
- Non-current	-	-	1,515.45	1,515.45	-	-	-	-
- Current	-	-	8,490.96	8,490.96	-	-	-	-
Lease liabilities								
- Non-current	-	-	3,025.74	3,025.74	-	-	-	-
- Current	-	-	948.16	948.16	-	-	-	-
Other financial liabilities								
- Current	-	-	1,751.50	1,751.50	-	-	-	-
Trade Payables	-	-	8,698.46	8,698.46	-	-	-	-
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>24,430.27</b>	<b>24,430.27</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

### Notes :-

The Group has not disclosed the fair value of financial instruments such as trade receivables, trade payables, short term loans, deposits etc. because their carrying amounts are a reasonable approximation of fair value.

The carrying amounts of the borrowings that are not measured at fair value are reasonable approximation of fair value, as they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

### b) Measurement of fair values :

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

**Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds that have quoted price. The mutual funds are valued using the closing NAV.

**Level 2:** The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities included in level 3.

There were no changes made during the year to valuation methods or the processes to determine classification of level.

### c) Financial risk management

The Group has a well-defined risk management framework. The Board of Directors of the Group has adopted a Risk Management Policy. The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 43 Financial instruments – Fair values and risk management (Contd.)

### i) Credit risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or fail to pay amounts due causing financial loss to the Group. The potential activities where credit risks may arise include from cash and cash equivalents, security deposits or other deposits and principally from credit exposures to customers relating to outstanding receivables. The maximum credit exposure associated with financial assets is equal to the carrying amount.

#### Trade and other receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer and the geography in which it operates. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Group has a policy under which each new customer is analysed individually for creditworthiness before offering credit period and delivery terms and conditions.

The ageing analysis of trade receivables is disclosed in Note 10.

Exposures to customers outstanding at the end of each reporting period are reviewed by the Group to determine incurred and expected credit losses. The Group assesses and manages credit risk based on the Group's credit policy. The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. For trade receivables, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward looking information.

#### The movement in Provision for Loss Allowance is as follows:

Particulars	(₹ lakhs)	
	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the year	254.89	287.75
<b>Movements in allowance:</b>		
Trade receivables written off	-	(32.86)
Additional provision	0.11	-
<b>Closing balance</b>	<b>255.00</b>	<b>254.89</b>

Following table provides information about the exposure to credit risk and ECL for trade receivables and contract assets from Individual customers

March 31, 2024	Weighted average loss rate	Gross carrying amount (₹ lakhs)	Loss allowance (₹ lakhs)	Credit impairment
Credit impaired	100.00%	255.00	(255.00)	Yes
Others	0.00%	6,464.87	-	No
<b>Total</b>		<b>6,719.87</b>	<b>(255.00)</b>	

March 31, 2023	Weighted average loss rate	Gross carrying amount (₹ lakhs)	Loss allowance (₹ lakhs)	Credit impairment
Credit impaired	100.00%	254.89	(254.89)	Yes
Others	0.00%	3,563.89	-	No
<b>Total</b>		<b>3,818.78</b>	<b>(254.89)</b>	

The Group trade receivables are geographically dispersed. The Management does not believe there are any particular customers or group of customers that would subject the Group to any significant credit risks in the collection of accounts receivable.

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 43 Financial instruments – Fair values and risk management (Contd.)

### Other financial assets

Other financial assets includes loan to employees, security deposits, investments, cash and cash equivalents, other bank balance, advances to employees etc.

- Cash and cash equivalents and Bank deposits are placed with banks having good reputation and past track record with adequate credit rating.
- Group has given security deposit to state government companies for electricity supply. Being government companies, the Group does not have exposure to any credit risk.

- ii) Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are proposed to be settled by delivering cash or other financial asset. The Groups financial planning has ensured, as far as possible, that there is sufficient liquidity to meet the liabilities whenever due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. The group has practiced financial diligence and syndicated adequate liquidity in all business scenarios.

### Financing arrangement

The Group had access to the following undrawn borrowing facilities at the end of the reporting year:

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
<b>Floating rate</b>		
Expiring within one year	14,256.70	6,952.28
Expiring after one year	-	-
<b>Total</b>	<b>14,256.70</b>	<b>6,952.28</b>

Further, the Group has also tied-up additional sources of liquidity to meet the liabilities during the respective annual years which has ensured that the Group has a clean track record with no adverse events pertaining to liquidity risk.

### Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

(₹ lakhs)

March 31, 2024	Carrying amount	Contractual maturities			
		Total	Less than 1 Year	1-5 years	More than 5 years
Non-derivative financial liabilities					
Non current borrowings	8,367.55	9,085.44	522.92	8,455.48	107.05
Current Borrowings	3,218.75	3,218.75	3,218.75	-	-
Non current lease liabilities	4,304.78	5,618.10	-	4,934.56	683.54
Current lease liabilities	1,299.31	1,349.13	1,349.13	-	-
Current financial liabilities	4,111.37	4,111.37	4,111.37	-	-
Trade payables	9,043.92	9,043.92	9,043.92	-	-
<b>Total</b>	<b>30,345.68</b>	<b>32,426.71</b>	<b>18,246.08</b>	<b>13,390.04</b>	<b>790.59</b>

(₹ lakhs)

March 31, 2023	Carrying amount	Contractual maturities			
		Total	Less than 1 Year	1-5 years	More than 5 years
Non-derivative financial liabilities					
Non current borrowings	1,515.45	2,276.63	502.19	1,652.13	122.31
Current Borrowings	8,490.96	8,490.96	8,490.96	-	-
Non current lease liabilities	3,025.74	3,916.66	-	3,149.54	767.12
Current lease liabilities	948.16	1,001.12	1,001.12	-	-
Current financial liabilities	1,751.50	1,751.50	1,751.50	-	-
Trade payables	8,698.46	8,698.46	8,698.46	-	-
<b>Total</b>	<b>24,430.27</b>	<b>26,135.32</b>	<b>20,444.23</b>	<b>4,801.67</b>	<b>889.43</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 43 Financial instruments – Fair values and risk management (Contd.)

### (iii) Market risk - Currency risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Group's income or the value of its holdings of financial instruments.

The Group's operations result in it being exposed to foreign currency risk on account of trade receivables, trade payables and borrowings. The foreign currency risk may affect the Group's income and expenses, or its financial position and cash flows. The objective of the Group's management of foreign currency risk is to maintain this risk within acceptable parameters, while optimising returns. The Group's exposure to, and management of these risks is explained below

The Group's exposure to foreign currency risk at the end of the reporting year expressed in lakhs are as follows:

Particulars	Foreign Currency	March 31, 2024		As at March 31, 2023	
		Amount in currency lakhs		Amount in currency lakhs	
		Foreign	Local	Foreign	Local
Receivables	USD	44.94	3,722.93	31.97	2,628.58
	EURO	-	-	0.05	4.38
	GBP	0.01	0.91	0.01	0.88
Balance in EEFC account	USD	15.70	1,308.64	12.44	1,022.46
Term Loan	USD	1.87	155.98	2.69	220.88
Loan from Bank- Buyers Credit	USD	-	-	16.54	1,359.58
Payables	USD	21.99	1,833.59	13.72	1,127.83
	EURO	0.03	2.88	0.31	27.48
	GBP	-	-	0.07	6.96
Net Exposure	USD	36.77	3,042.00	11.45	942.74
	EURO	(0.03)	(2.88)	(0.26)	(23.10)
	GBP	0.01	0.91	(0.06)	(6.08)

A 10% strengthening/weakening of the respective foreign currencies with respect to functional currency of the Group would result in increase or decrease in profit or loss and equity as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

(₹ lakhs)

Effect	Profit or (Loss)/ Equity	
	March 31, 2024	March 31, 2023
USD	304.20	94.27
EURO	(0.29)	(2.31)
GBP	0.09	(0.61)
<b>Total</b>	<b>303.99</b>	<b>91.35</b>

If the rate is increased by 10% then there will be increase in profit and equity of ₹ 303.99 lakhs for the year ended March 31, 2024 and increase in profit and equity of ₹ 91.35 lakhs for the year ended March 31, 2023.

### Market risk - Interest rate risk

changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

The Group's portfolio of borrowings comprise of a mix of fixed rate and floating rate loans which are monitored continuously in the light of market conditions.

(₹ lakhs)

Variable-rate instruments	March 31, 2024	March 31, 2023
Non current- Borrowings	8,367.55	1,515.45
Current Borrowings	308.64	5,153.35
Current portion of Long term borrowings	411.17	377.79
<b>Total</b>	<b>9,087.36</b>	<b>7,046.59</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 43 Financial instruments – Fair values and risk management (Contd.)

### Sensitivity analysis

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of change in interest rates. Since no interest rate exposure is perceived on fixed rate loans, the same have been excluded from the sensitivity analysis. A reasonably possible change of 50 basis points in interest rates at the reporting date would have increased/(decreased) Equity and Profit or Loss by the amount shown below:

(₹ lakhs)

Particulars	Profit or (Loss)		Equity (net of tax)	
	50 bp Increase	50 bp decrease	50 bp Increase	50 bp decrease
<b>March 31, 2024</b>				
Non current- Borrowings	(41.84)	41.84	(31.31)	31.31
Current Borrowings	(1.54)	1.54	(1.15)	1.15
Current portion of Long term borrowings	(2.06)	2.06	(1.54)	1.54
<b>Total</b>	<b>(45.44)</b>	<b>45.44</b>	<b>(34.00)</b>	<b>34.00</b>
<b>March 31, 2023</b>				
Non current- Borrowings	(7.58)	7.58	(5.67)	5.67
Current Borrowings	(25.77)	25.77	(19.28)	19.28
Current portion of Long term borrowings	(1.89)	1.89	(1.41)	1.41
<b>Total</b>	<b>(35.24)</b>	<b>35.24</b>	<b>(26.36)</b>	<b>26.36</b>

### Capital Management

The Group defines capital as total equity including issued equity capital, share premium and all other equity reserves attributable to equity holders of the Group (which is the Group's net asset value). The primary objective of the Group's financial framework is to support the pursuit of value growth for shareholders, while ensuring a secure financial base.

The Group monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total interest-bearing loans and borrowings less cash and bank balances. Total equity comprises all components of equity.

The Group's adjusted net debt to equity ratio was as follows.

(₹ lakhs)

	March 31, 2024	March 31, 2023
Interest bearing borrowings	11,586.30	10,006.41
<b>Net Debt</b>	<b>11,586.30</b>	<b>10,006.41</b>
<b>Total Equity</b>	<b>84,222.96</b>	<b>35,534.51</b>
<b>Adjusted Net Debt to Adjusted Equity Ratio</b>	<b>0.14</b>	<b>0.28</b>

## 44 Related Parties

### a. Holding, Subsidiary and Associate Companies

Name of the Related Party	Nature of Relationship
F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	Holding Company (upto December 17, 2023)
Pioneer Stationery Private Limited	Subsidiary company
Micro Wood Private Limited	Subsidiary company (w.e.f. August 01, 2023)
Clapjoy Innovations Private Limited	Associate company

### b. Fellow Subsidiary Companies

Name of the party	Nature of Relationship
Dixon Ticonderoga Company	Fellow Subsidiaries (upto December 17, 2023)
Fila Argentina s.a.	
Fila Chile Ltda	
Fila Art and Craft	
Johann Froescheis Lyra	
Fila Dixon Stationery (Kunshan) Co.	
Dixon Comercializadora, S.A De C.V	

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 44 Related Parties (Contd.)

Name of the party	Nature of Relationship
Daler Rowney Limited	
Fila Canson Do Brasil Prod. De Arte	
Pt. Lyra Akrelux	
Canson Sas France	
St. Cuthberts Mill Limited	

### c. Company Having Significant Influence

Name of the Related Party	Nature of Relationship
F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A. (including its subsidiaries)	Company Having Significant Influence (w.e.f. December 18, 2023)

### d. Key Management Personnel and their Relatives

Name of the person	Nature of Relationship
<b>Key Management Personnel &amp; Non-Executive Directors</b>	
Mr. Santosh Raveshia	Managing Director
Mr. Sanjay Rajani	Whole-time Director
Mrs. Chandni Somaiya	Whole-time Director
Mr. Ketan Rajani	Whole-time Director
Mr. Massimo Candela	Non-Executive Director
Mr. Luca Pelosin	Non-Executive Director
Mrs. Annalisa Barbera	Non-Executive Director
Mr. Cristian Nicolleti	Non-Executive Director
Mr. Gianmatteo Terruzzi	Independent Director (w.e.f. July 14, 2023)
Mr. Rajiv Mistry	Independent Director (w.e.f. July 14, 2023)
Mr. Mehul Shah	Independent Director (w.e.f. July 14, 2023)
Mrs. Darshika Thacker	Independent Director (w.e.f. July 14, 2023)
Mr. Rahul Shah	Chief Financial Officer
Mr. Mitesh Padia	Company Secretary (w.e.f. July 06, 2023)
<b>Relatives of Key Management Personnel</b>	
Mrs. Sejal Raveshia	Spouse of Mr. Santosh Raveshia
Mrs. Muskan Parikh	Daughter of Mr. Santosh Raveshia
Mrs. Pravina Rajnai	Mother of Mr. Sanjay Rajani & Mr. Ketan Rajani
Mrs. Ila Rajani	Spouse of Mr. Sanjay Rajani
Mrs. Shilpa Rajani	Spouse of Mr. Ketan Rajani
Mr. Vijay Somaiya	Spouse of Mrs. Chandni Somaiya
Mrs. Sheetal Parpani	Sister of Santosh Raveshia
Mrs. Jinal Shah	Spouse of Mr. Rahul Shah
<b>Enterprises owned or significantly influenced by Key Managerial Personnel</b>	
Commander Products	Entities over which KMPs/ directors and/ or their relatives are able exercise significant influence
Kika V-Comm Private Limited	
Rasiklal and Mansukhlal Corporate Advisors LLP	
Micro Wood Private Limited (upto July 31, 2023)	
Khaitan & Co*	
Thacker & Associates*	

\*Related party w.e.f July 14, 2023

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 44 Related Parties (Contd.)

### Transactions with related parties during the year

#### i. Transactions with Holding Company and its Subsidiaries

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Sale of goods or services</b>	F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	1,494.19	3,027.37
	Dixon Ticonderoga Company	8,163.41	11,113.28
	Fila Argentina s.a.	285.54	397.15
	Fila Chile Ltda	510.66	516.38
	Fila Art and Craft	32.10	88.56
	Johann Froescheis Lyra	81.71	53.63
	Fila Dixon Stationery (Kunshan) Co.	25.75	24.39
	Dixon Comercializadora, S.A De C.V	81.52	-
	Daler Rowney Limited	35.20	135.78
	Fila Canson Do Brasil Prod. De Arte	283.39	317.95
	Pt. Lyra Akrelux	41.04	141.95
	Canson Art & Craft Yixing Co. Ltd	1.90	-
	Canson Sas France	420.28	44.24
	<b>Total</b>	<b>11,456.69</b>	<b>15,860.66</b>
<b>Purchase of goods or services</b>	F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	25.68	53.96
	Canson Sas France	968.84	619.45
	Daler Rowney Limited	18.93	42.93
	Dixon Ticonderoga Company	17.23	15.18
	Johann Froescheis Lyra	-	12.43
	St. Cuthberts Mill Limited	-	6.68
	<b>Total</b>	<b>1,030.68</b>	<b>750.62</b>
<b>Reimbursement of IPO expenses</b>	F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	4,002.73	-
	<b>Total</b>	<b>4,002.73</b>	-
<b>Guarantee Fees Paid</b>	F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	24.67	51.66
	<b>Total</b>	<b>24.67</b>	<b>51.66</b>
<b>Dividend Paid</b>	F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	474.96	284.98
	<b>Total</b>	<b>474.96</b>	<b>284.98</b>

#### ii. Balances with Holding Company and its Subsidiaries

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Amount Receivable</b>	F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.	-	156.78
	Dixon Ticonderoga Company	-	1,114.28
	Fila Argentina s.a.	-	253.02
	Pt. Lyra Akrelux	-	39.84
	Fila Art and Craft	-	88.83
	Fila Canson Do Brasil Prod. De Arte	-	62.00
	Fila Chile Ltda	-	60.21
	Daler Rowney Limited	-	43.05
	<b>Total</b>	<b>-</b>	<b>1,818.03</b>
<b>Amount Payable</b>	Canson Sas France	-	54.76
	Johann Froescheis Lyra	-	2.33
	<b>Total</b>	<b>-</b>	<b>57.09</b>



# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 44 Related Parties (Contd.)

### iii. Transactions with Company having Significant Influence and its Subsidiaries

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023	
<b>Sale of goods or services</b>	F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	679.28	-	
	Dixon Ticonderoga Company	3,000.36	-	
	Fila Argentina s.a.	76.97	-	
	Fila Chile Ltda	100.01	-	
	Fila Art and Craft	80.56	-	
	Fila Dixon Stationery (Kunshan) Co.	1.94	-	
	Dixon Comercializadora, S.A De C.V	43.86	-	
	Daler Rowney Limited	92.44	-	
	Fila Canson Do Brasil Prod. De Arte	83.53	-	
	Canson Sas France	194.66	-	
	<b>Total</b>		<b>4,353.61</b>	<b>-</b>
	<b>Purchase of goods or services</b>	F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	4.44	-
Canson Sas France		181.43	-	
<b>Total</b>		<b>185.87</b>	<b>-</b>	
<b>Guarantee Fees Paid</b>	F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	4.10	-	
	<b>Total</b>	<b>4.10</b>	<b>-</b>	

### iv. Balances with Company Having Significant Influence and its Subsidiaries

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Amount receivable</b>	F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	96.41	-
	Dixon Ticonderoga Company	1,010.70	-
	Fila Argentina s.a.	357.29	-
	Canson Sas France	55.28	-
	Fila Art and Craft	81.91	-
	Fila Canson Do Brasil Prod. De Arte	22.02	-
	Fila Chile Ltda	11.73	-
	Daler Rowney Limited	75.09	-
	<b>Total</b>		<b>1,710.43</b>
<b>Amount Payable</b>	Canson Sas France	58.05	-
	Dixon Ticonderoga Company	0.07	-
	Johann Froescheis Lyra	-	-
	F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A.	499.07	-
	<b>Total</b>	<b>557.19</b>	<b>-</b>

### v. Transactions with Associate Company

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Purchase of shares</b>	Clapjoy Innovations Private Limited	-	150.13
	<b>Total</b>	<b>-</b>	<b>150.13</b>
<b>Sale of goods</b>	Clapjoy Innovations Private Limited	3.87	-
	<b>Total</b>	<b>3.87</b>	<b>-</b>

### vi. Balances with Associate Company

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Amount payable</b>	Clapjoy Innovations Private Limited	-	75.06
	<b>Total</b>	<b>-</b>	<b>75.06</b>
<b>Amount receivable</b>	Clapjoy Innovations Private Limited	4.57	-
	<b>Total</b>	<b>4.57</b>	<b>-</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 44 Related Parties (Contd.)

### vii. Transactions with Key Management Personnel, their relatives and Non-Executive Directors :

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Remuneration</b>	Mr. Santosh Raveshia	171.88	154.40
	Mr. Sanjay Rajani	116.88	105.15
	Mrs. Chandni Somaiya	116.88	105.15
	Mr. Ketan Rajani	116.88	105.15
	Mr. Vijay Somaiya	41.25	37.00
	Mrs. Sheetal Parpani	46.06	41.69
	Mrs. Sejal Raveshia	71.50	64.33
	Mr. Ishan Parikh	3.50	-
	Mr. Rahul Shah	71.02	31.18
	Mr. Mitesh Padia	10.44	-
	<b>Total</b>		<b>766.29</b>
<b>Post-employment benefits</b>	Mr. Santosh Raveshia	10.68	10.04
	Mr. Sanjay Rajani	15.34	14.37
	Mrs. Chandni Somaiya	13.70	12.84
	Mr. Ketan Rajani	13.70	12.84
	Mr. Rahul Shah	7.83	7.03
	Mr. Mitesh Padia	2.26	1.38
<b>Total</b>		<b>63.51</b>	<b>58.49</b>
<b>Reimbursement of IPO expenses</b>	Mr. Ketan Rajani	125.08	-
	Mr. Sanjay Rajani	125.08	-
	<b>Total</b>	<b>250.16</b>	-
<b>Director sitting fees</b>	Mr. Gianmatteo Terruzzi	10.50	-
	Mr. Rajiv Mistry	6.00	-
	Mr. Mehul Shah	6.75	-
	Mrs. Darshika Thacker	9.38	-
	<b>Total</b>	<b>32.63</b>	-
<b>Consultancy Charges</b>	Mrs. Jinal Shah	18.75	4.60
	<b>Total</b>	<b>18.75</b>	<b>4.60</b>
<b>Rent Paid</b>	Mrs. Ila Rajani	1.54	1.48
	Mrs. Shilpa Rajani	1.54	1.48
	<b>Total</b>	<b>3.08</b>	<b>2.96</b>
<b>Reimbursement of Expenses</b>	Mr. Ketan Rajani	1.12	1.70
	Mr. Rahul Shah	108.40	4.92
	<b>Total</b>	<b>109.52</b>	<b>6.62</b>
<b>Loan Taken</b>	Mr. Santosh Raveshia	4,150.25	50.00
	Mrs. Chandni Somaiya	325.00	-
	Mr. Ketan Rajani	1,053.50	-
	Mr. Sanjay Rajani	500.00	-
	Ms. Vidhi Rajani	50.00	-
	Mrs. Muskan Parikh	100.00	-
	Mrs. Shivani Parikh	150.00	-
	Mr. Ishan Parikh	25.00	-
	<b>Total</b>	<b>6,353.75</b>	<b>50.00</b>
<b>Loan Repaid</b>	Mr. Santosh Raveshia	-	250.00
	Mr. Ketan Rajani	53.50	-
	Mrs. Sheetal Parpani	70.00	-
	Mrs. Shivani Parikh	150.00	-
	Mrs. Chandni Somaiya	121.25	-
	Mr. Sanjay Rajani	44.81	-
	Mrs. Sejal Raveshia	544.00	-
	Mrs. Muskan Parikh	100.00	-
	Ms. Vidhi Rajani	50.00	-
<b>Total</b>	<b>1,133.56</b>	<b>250.00</b>	
<b>Interest Paid</b>	Mr. Santosh Raveshia	506.69	164.19
	Mrs. Chandni Somaiya	33.20	9.00
	Mr. Ketan Rajani	63.57	-
	Mrs. Sejal Raveshia	15.21	50.46
	Mr. Sanjay Rajani	30.08	-
	Mrs. Sheetal Parpani	2.42	-
	Ms. Vidhi Rajani	5.98	6.00
	Mrs. Muskan Parikh	11.74	12.00
	Mrs. Shivani Parikh	17.61	-
	Mr. Ishan Parikh	1.59	-
<b>Total</b>	<b>688.09</b>	<b>241.65</b>	

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 44 Related Parties (Contd.)

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Consideration towards Purchase of Shares of Micro Wood Private Limited</b>	Mr. Santosh Raveshia	4,424.70	-
	Mr. Ketan Rajani	1,411.20	-
	Mr. Sanjay Rajani	705.60	-
	Mrs. Chandni Somaia	220.50	-
	Mrs. Sheetal Parpani	220.50	-
	Mrs. Muskan Parikh	12.25	-
	<b>Total</b>	<b>6,994.75</b>	<b>-</b>
<b>Dividend Paid</b>	Mr. Santosh Raveshia	158.32	94.99
	Mr. Sanjay Rajani	80.38	48.23
	Mrs. Chandni Somaia	37.25	22.35
	Mr. Ketan Rajani	80.38	48.23
	Mrs. Sheetal Parpani	37.25	22.35
	Mrs. Sejal Raveshia	37.25	22.35
	Mrs. Ila Rajani	8.50	5.10
	Mrs. Shilpa Rajani	8.50	5.10
	Mrs. Pravina Rajani	8.50	5.10
		<b>Total</b>	<b>456.33</b>
<b>Sale of Shares of subsidiary companies</b>	Mrs. Chandni Somaia	-	0.92
	Mr. Ketan Rajani	-	0.31
	Mr. Sanjay Rajani	-	0.31
		<b>Total</b>	<b>-</b>

Remuneration to Directors / KMP's does not include Gratuity and Leave Encashment benefits as the amount attributable to the managerial persons cannot be ascertained separately.

### viii. Balances with Key Management Personnel, their relatives and Non-Executive Directors:

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Amount Payable (including borrowings)</b>	Mr. Santosh Raveshia	6,871.04	1,806.38
	Mr. Sanjay Rajani	530.54	5.94
	Mrs. Chandni Somaia	440.53	105.64
	Mr. Ketan Rajani	1,089.00	5.60
	Mrs. Sheetal Parpani	5.48	2.45
	Mrs. Sejal Raveshia	8.79	530.43
	Mr. Ishan Parikh	25.68	-
	Mrs. Ila Rajani	0.11	0.11
	Mrs. Shilpa Rajani	0.11	0.11
	Mr. Vijay Somaia	4.63	2.03
	Mr. Rahul Shah	8.06	3.32
	Mrs. Jinal Shah	1.35	-
	Ms. Vidhi Rajani	50.46	50.00
	Mrs. Muskan Parikh	100.00	100.00
	Mrs. Shivani Parikh	150.00	-
	Mr. Mitesh Padia	1.03	-
	Mr. Gianmatteo Terruzzi	3.17	-
	Mr. Rajiv Mistry	1.69	-
	Mr. Mehul Shah	2.70	-
	Mrs. Darshika Thacker	2.70	-
	<b>Total</b>	<b>9,297.07</b>	<b>2,612.01</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 44 Related Parties (Contd.)

### ix. Transactions with entities over which KMPs/ directors and/or their relatives are able to exercise significant influence

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Rent Paid</b>	Commander Products	16.80	16.80
	Rasiklal and Mansukhlal Corporate Advisors LLP	111.72	106.41
	<b>Total</b>	<b>128.52</b>	<b>123.21</b>
<b>Rent Received</b>	Micro Wood Private Limited	14.86	23.64
	<b>Total</b>	<b>14.86</b>	<b>23.64</b>
<b>Sale of goods or services</b>	Micro Wood Private Limited	2.41	187.81
	Kika V-Comm Private Limited	46.11	72.07
	<b>Total</b>	<b>48.52</b>	<b>259.88</b>
<b>Purchase of goods or services</b>	Micro Wood Private Limited	2,403.45	5,276.67
	Kika V-Comm Private Limited	3.33	0.22
	Khaitan & Co	147.61	-
	Thacker & Associates	0.94	-
	<b>Total</b>	<b>2,555.33</b>	<b>5,276.89</b>

### x. Balances with entities over which KMPs/ Directors and/or their relatives are able to exercise significant influence

(₹ lakhs)

Particulars	Name of Entity	March 31, 2024	March 31, 2023
<b>Amount Payable</b>	Commander Products	1.26	1.26
	Rasiklal and Mansukhlal Corporate Advisors LLP	10.22	9.73
	Khaitan & Co	3.37	-
	Micro Wood Private Limited	-	631.38
	<b>Total</b>	<b>14.85</b>	<b>642.37</b>
<b>Amount Receivable</b>	Kika V-Comm Private Limited	3.42	17.88
	<b>Total</b>	<b>3.42</b>	<b>17.88</b>

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances on at the year end are unsecured and settlement occurs in cash.

## 45 Ind AS 115 – Revenue from Contracts with Customers

- i) The Group is in the business of manufacturing, trading and selling of stationery. All sales are made at a point in time and revenue recognised upon satisfaction of the performance obligations which is typically upon dispatch/delivery depending on the contractual terms with the customers. Accruals for discounts/incentives are estimated (using the most likely method) based on accumulated experience and underlying schemes and agreements with customers. The Group has a credit evaluation policy based on which the credit limits for the trade receivables are established and the Group does not give significant credit period resulting in no significant financing component.

### ii) Reconciliation of Revenue as per contract price and as recognised in Statement of Profit and Loss:

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from contracts with customer as per Contract price	1,57,100.12	1,23,173.38
Less: Discounts, incentives, rebates	(3,657.52)	(2,407.43)
<b>Revenue from contracts with customer as per Statement of Profit and Loss</b>	<b>1,53,442.60</b>	<b>1,20,765.95</b>

### Disaggregation of revenue from contract with customers

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
<b>Geography</b>		
Domestic	1,26,685.31	95,021.22
Exports	26,757.29	25,744.73
<b>Total (net of discounts, incentives, rebates)</b>	<b>1,53,442.60</b>	<b>1,20,765.95</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 45 Ind AS 115 – Revenue from Contracts with Customers (Contd.)

(₹ lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
<b>Products</b>		
Scholastic Stationery	68,765.38	56,880.64
Scholastic Art Material	42,106.64	29,279.73
Paper Stationery	14,622.85	12,735.16
Kits & Combos	15,302.10	12,638.25
Office Supplies	10,933.90	7,524.47
Hobby & Craft	1,963.57	1,572.59
Fine Art Products	1,641.34	1,416.91
Others	1,764.35	1,125.63
Less: Discounts, incentives, rebates	(3,657.52)	(2,407.43)
<b>Total</b>	<b>1,53,442.60</b>	<b>1,20,765.95</b>

### iii) Performance obligation

Revenue from sale of goods measured upon satisfaction of performance obligation which is at a point in time when control of the goods is transferred to the customer, generally on delivery of the goods.

(₹ lakhs)

	March 31, 2024	March 31, 2023
<b>Revenue by time</b>		
Revenue recognised at point in time	1,53,442.60	1,20,765.95
Revenue recognised over time	-	-
<b>Total</b>	<b>1,53,442.60</b>	<b>1,20,765.95</b>

### iv) Contract Liability (advance from customers)

(₹ lakhs)

	March 31, 2024	March 31, 2023
Advance from Customers	1,687.33	1,617.01

## 46 Corporate Social Responsibility

As per Section 135 of the Companies Act 2013, the the Company and its Subsidiaries has formed a Corporate Social Responsibility (CSR) Committee. The CSR Committee approved CSR Policy where certain focus areas out of list of activities covered in Schedule VII of the Companies Act 2013, have been identified to incur CSR expenditure.

- i) Gross amount required to be spent by the Company and its subsidiaries during the year ₹ 96.90 lakhs (March 31, 2023: ₹ 35.17 lakhs). During the current year, the company has spent ₹ 99.00 lakhs (March 31, 2023: ₹ 45.50 lakhs) for purpose other than construction/ acquisition of asset. Out of the excess amount spent, the company and its subsidiaries has carried forward ₹ 2.10 lakhs (March 31, 2023: ₹ 10.33 lakhs) to next year to offset against the mandatory spend in the next year.

### ii) Amount spent during the year on:

(₹ lakhs)

Particulars	March 31, 2024	March 31, 2023
(a) Construction / Acquisition of any assets	-	-
(b) Purpose other than (a) above	96.90	45.50

- (iii) Shortfall at the end of the year: Nil (March 31, 2023 : Nil)
- (iv) Total of previous years shortfall: Nil (March 31, 2023 : Nil)
- (v) Reason for shortfall : N.A.
- (vi) Nature of CSR activities: Promoting healthcare, education, rural development, affordable housing, disaster relief, benefit of armed forces, socioeconomic development, relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward Classes and minorities and other areas of public service.
- (vii) Details of related party transactions: N.A.
- (viii) 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: N.A.

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## Note 47 Additional Information required under Schedule III to the Companies Act, 2013 of entities consolidated as Subsidiaries

(₹ lakhs)

Name of the entity in the group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
<b>Parent</b>								
<b>DOMS Industries Limited</b>								
March 31, 2024	93.60%	78,834.18	90.87%	14,509.88	100.12%	(153.56)	90.78%	14,356.32
March 31, 2023	89.89%	31,942.24	86.11%	8,858.07	227.33%	(7.28)	86.07%	8,850.79
<b>Indian Subsidiaries</b>								
<b>Pioneer Stationery Private Limited</b>								
March 31, 2024	2.91%	2,447.56	3.73%	595.82	1.28%	(1.96)	3.76%	593.86
March 31, 2023	5.22%	1,853.69	7.34%	754.86	-64.79%	2.07	7.36%	756.94
<b>Uniwrite Pens and Plastics Private Limited</b>								
March 31, 2024	-	-	-	-	-	-	-	-
March 31, 2023*	0.00%	-	-0.28%	(28.72)	-	-	-0.28%	(28.72)
<b>Inxon Pens &amp; Stationery Private Limited</b>								
March 31, 2024	-	-	-	-	-	-	-	-
March 31, 2023*	0.00%	0.21	0.00%	(0.12)	0.00%	-	0.00%	(0.12)
<b>Fixy Adhesives Private Limited</b>								
March 31, 2024	-	-	-	-	-	-	-	-
March 31, 2023*	0.00%	-	0.00%	(0.18)	-	-	0.00%	(0.18)
<b>Micro Wood Private Limited</b>								
March 31, 2024**	1.50%	1,262.01	1.50%	238.79	-1.97%	3.03	1.53%	241.81
March 31, 2023	-	-	-	-	-	-	0.00%	-
<b>Non-controlling Interest in all subsidiaries</b>								
March 31, 2024	3.30%	2,782.56	4.08%	652.05	0.57%	(0.88)	4.12%	651.17
March 31, 2023	5.04%	1,791.32	6.86%	705.96	-62.55%	2.00	6.88%	707.96
<b>Indian Associate</b>								
<b>Clapjoy Innovations Private Limited</b>								
March 31, 2024	0.06%	51.59	-0.01%	(1.71)	0.00%	-	-0.01%	(1.71)
March 31, 2023	0.09%	30.79	0.00%	0.11	0.00%	-	0.00%	0.11
<b>Eliminations &amp; Consolidation adjustments</b>								
March 31, 2024	-1.31%	(1,103.28)	-0.18%	(28.68)	0.00%	-	-0.18%	(28.68)
March 31, 2023	-0.15%	(52.95)	-0.03%	(2.88)	0.00%	-	-0.03%	(2.88)
<b>Total</b>								
<b>March 31, 2024</b>	<b>100.00%</b>	<b>84,223.03</b>	<b>100.00%</b>	<b>15,967.86</b>	<b>100.00%</b>	<b>(153.39)</b>	<b>100.00%</b>	<b>15,814.48</b>
<b>March 31, 2023</b>	<b>100.00%</b>	<b>35,534.51</b>	<b>100.00%</b>	<b>10,287.00</b>	<b>100.00%</b>	<b>(3.20)</b>	<b>100.00%</b>	<b>10,283.80</b>

\* Subsidiaries upto March 27, 2023

\*\* Subsidiary w.e.f. August 01, 2023

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## Note 48 Interest in Subsidiaries

The Group's subsidiaries as at March 31, 2024 are as below:

Name of Entity	Place of business	% of effective ownership interest held by the Group		% of effective ownership interest held by Non-Controlling Interest	
		March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Pioneer Stationery Private Limited	India	51.00%	51.00%	49.00%	49.00%
Micro Wood Private Limited*	India	75.00%	-	25.00%	-
Uniwrite Pens and Plastics Private Limited**	India	-	-	-	-
Inxon Pens & Stationery Private Limited**	India	-	-	-	-
Fixy Adhesives Private Limited**	India	-	-	-	-

\*Subsidiary with effect from August 01, 2023

\*\*On March 28, 2023 (transaction date), Company sold all equity shares in its subsidiaries Uniwrite Pens and Plastics Private Limited, Inxon Pens & Stationery Private Limited and Fixy Adhesives Private Limited at fair value. This results in derecognition of its shares on the transaction date which was recognized as a gain in the statement of profit and loss. The financial statement of the group for these subsidiaries have been consolidated upto the transaction date.

### Non-Controlling Interest (NCI)

Set out below is summarized financial information for each subsidiary that has non-controlling interests that are material to the Group. The amounts disclosed for each subsidiary are before inter company eliminations.

#### Pioneer Stationery Private Limited

(₹ lakhs)

	March 31, 2024	March 31, 2023
Non-current Assets	1,636.57	2,079.66
Current Assets	6,158.58	4,885.87
<b>Total Assets</b>	<b>7,795.15</b>	<b>6,965.53</b>
Non-current Liabilities	602.13	709.46
Current Liabilities	2,383.58	2,611.06
<b>Total Liabilities</b>	<b>2,985.71</b>	<b>3,320.52</b>
<b>Net Assets</b>	<b>4,809.45</b>	<b>3,645.01</b>
<b>Accumulated NCI</b>	<b>2,361.89</b>	<b>1,791.32</b>

#### Pioneer Stationery Private Limited

(₹ lakhs)

Statement of profit and loss	March 31, 2024	March 31, 2023
Revenue	16,073.01	14,046.31
Profit for the year	1,168.28	1,480.12
Other Comprehensive Income	(3.85)	4.09
<b>Total Comprehensive Income</b>	<b>1,164.43</b>	<b>1,484.21</b>
<b>Profit allocated to NCI</b>	<b>570.57</b>	<b>727.26</b>
<b>Dividend paid to NCI</b>	<b>-</b>	<b>-</b>

#### Pioneer Stationery Private Limited

(₹ lakhs)

Statement of cash flows	March 31, 2024	March 31, 2023
Cash flows from operating activities	924.40	611.82
Cash flows from investing activities	(161.85)	(228.55)
Cash flows from financing activities	(740.72)	41.60
<b>Net Increase/(Decrease) in cash and cash equivalents</b>	<b>21.85</b>	<b>424.86</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## Note 48 Interest in Subsidiaries (Contd.)

### Micro Wood Private Limited

(₹ lakhs)

	March 31, 2024	March 31, 2023
Non-current Assets	2,263.11	-
Current Assets	2,065.50	-
<b>Total Assets</b>	<b>4,328.61</b>	<b>-</b>
Non-current Liabilities	1,918.10	-
Current Liabilities	727.82	-
<b>Total Liabilities</b>	<b>2,645.92</b>	<b>-</b>
<b>Net Assets</b>	<b>1,682.69</b>	<b>-</b>
<b>Accumulated NCI</b>	<b>420.67</b>	<b>-</b>

### Micro Wood Private Limited

(₹ lakhs)

Statement of profit and loss	March 31, 2024	March 31, 2023
Revenue	5,223.12	-
Profit for the year	318.39	-
Other Comprehensive Income	4.03	-
<b>Total Comprehensive Income</b>	<b>322.42</b>	<b>-</b>
<b>Profit allocated to NCI</b>	<b>80.60</b>	<b>-</b>
<b>Dividend paid to NCI</b>	<b>-</b>	<b>-</b>

### Micro Wood Private Limited

(₹ lakhs)

Statement of cash flows	March 31, 2024	March 31, 2023
Cash flows from operating activities	471.36	-
Cash flows from investing activities	(182.29)	-
Cash flows from financing activities	(291.94)	-
<b>Net Increase/(Decrease) in cash and cash equivalents</b>	<b>(2.87)</b>	<b>-</b>

Set out below is summarized financial information for each subsidiary decognised and resultant gain on sale of investment in subsidiaries as on March 31, 2023

(₹ lakhs)

	Uniwrite Pens and Plastics Pvt Ltd	Inxon Pens & Stationery Pvt Ltd	Fixy Adhesives Pvt Ltd	Total
Assets	6.01	0.60	0.90	7.51
Liabilities	3.64	0.18	0.18	3.99
Net Assets	2.38	0.42	0.72	3.52
Consideration received on sale of equity shares	1.50	0.51	1.02	3.03
Net gain/(loss) on sale of equity shares	(0.88)	0.09	0.30	(0.49)

### Uniwrite Pens and Plastics Private Limited

(₹ lakhs)

	March 31, 2024	March 27, 2023**
Non-current Assets	-	-
Current Assets	-	6.01
<b>Total Assets</b>	<b>-</b>	<b>6.01</b>
Non-current Liabilities	-	-
Current Liabilities	-	3.64
<b>Total Liabilities</b>	<b>-</b>	<b>3.64</b>
<b>Net Assets</b>	<b>-</b>	<b>2.38</b>
<b>Accumulated NCI</b>	<b>-</b>	<b>0.95</b>



# Notes to the Consolidated Financial Statements

As at March 31, 2024

## Note 48 Interest in Subsidiaries (Contd.)

### Uniwrite Pens and Plastics Private Limited

(₹ lakhs)

Statement of profit and loss	March 31, 2024	March 27, 2023**
Revenue	-	4.38
Profit for the year	-	(47.86)
Other Comprehensive Income	-	-
<b>Total Comprehensive Income</b>	-	<b>(47.86)</b>
<b>Loss allocated to NCI</b>	-	<b>(19.14)</b>
<b>Dividend paid to NCI</b>	-	-

### Uniwrite Pens and Plastics Private Limited

(₹ lakhs)

Statement of cash flows	March 31, 2024	March 27, 2023**
Cash flows from operating activities	-	3.30
Cash flows from investing activities	-	49.04
Cash flows from financing activities	-	(51.19)
<b>Net Increase/(decrease) in cash and cash equivalents</b>	-	<b>1.16</b>

### Inxon Pens & Stationery Private Limited

(₹ lakhs)

	March 31, 2024	March 27, 2023**
Non-current Assets	-	-
Current Assets	-	0.60
<b>Total Assets</b>	-	<b>0.60</b>
Non-current Liabilities	-	-
Current Liabilities	-	0.18
<b>Total Liabilities</b>	-	<b>0.18</b>
<b>Net Assets</b>	-	<b>0.42</b>
<b>Accumulated NCI</b>	-	<b>0.21</b>

### Inxon Pens & Stationery Private Limited

(₹ lakhs)

Statement of profit and loss	March 31, 2024	March 27, 2023**
Revenue	-	-
Profit for the year	-	(0.23)
Other Comprehensive Income	-	-
<b>Total Comprehensive Income</b>	-	<b>(0.23)</b>
<b>Loss allocated to NCI</b>	-	<b>(0.09)</b>
<b>Dividend paid to NCI</b>	-	-

### Inxon Pens & Stationery Private Limited

(₹ lakhs)

Statement of cash flows	March 31, 2024	March 27, 2023**
Cash flows from operating activities	-	(0.14)
Cash flows from investing activities	-	-
Cash flows from financing activities	-	-
<b>Net (Decrease) in cash and cash equivalents</b>	-	<b>(0.14)</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## Note 48 Interest in Subsidiaries (Contd.)

### Fixy Adhesives Private Limited

(₹ lakhs)

	March 31, 2024	March 27, 2023**
Non-current Assets	-	-
Current Assets	-	0.90
<b>Total Assets</b>	<b>-</b>	<b>0.90</b>
Non-current Liabilities	-	-
Current Liabilities	-	0.18
<b>Total Liabilities</b>	<b>-</b>	<b>0.18</b>
<b>Net Assets</b>	<b>-</b>	<b>0.72</b>
<b>Accumulated NCI</b>	<b>-</b>	<b>0.16</b>

### Fixy Adhesives Private Limited

(₹ lakhs)

Statement of profit and loss	March 31, 2024	March 27, 2023**
Revenue	-	-
Profit for the year	-	(0.23)
Other Comprehensive Income	-	-
<b>Total Comprehensive Income</b>	<b>-</b>	<b>(0.23)</b>
<b>Loss allocated to NCI</b>	<b>-</b>	<b>(0.05)</b>
<b>Dividend paid to NCI</b>	<b>-</b>	<b>-</b>

### Fixy Adhesives Private Limited

(₹ lakhs)

Statement of cash flows	March 31, 2024	March 27, 2023**
Cash flows from operating activities	-	(0.14)
Cash flows from investing activities	-	-
Cash flows from financing activities	-	-
<b>Net (Decrease) in cash and cash equivalents</b>	<b>-</b>	<b>(0.14)</b>

## Note 49 Investment in Associate

On February 21, 2023, DOMS Industries Private Limited acquired 30% stake in Clapjoy Innovations Private Limited ("Clapjoy") for consideration in cash aggregating to ₹ 150.13 lakhs of which ₹ 75.06 lakhs has been paid subsequent to balance sheet date. Clapjoy is primarily engaged in manufacturing and sale of toys. This acquisition shall provide the group, market access and access to product portfolio of the associate company. The fair value of assets and liabilities acquired have been determined based on independent valuation report and goodwill of ₹ 141.94 lakhs has been recognised, being excess of consideration transferred over the fair value of net assets acquired, in accordance with IND AS 103 'Business Combinations'.

### (A) Goodwill disclosure as on date of acquisition

**Assets and Liabilities recognised on the date of acquisition are as follows:**

(₹ lakhs)

Particulars	Amount
<b>Assets</b>	
Property, Plant and Equipment	15.76
Inventories	30.71
Trade receivables	21.93
Cash and cash equivalents	0.82
Other current assets	39.46
<b>Total assets (a)</b>	<b>108.68</b>
<b>Liabilities</b>	
Short term borrowings	23.30
Trade payables	54.51
Other current liabilities	3.55
<b>Total liabilities (b)</b>	<b>81.36</b>
<b>Net assets (a-b)</b>	<b>27.31</b>
<b>Proportionate share in net assets of the acquiree on the date of acquisition</b>	<b>8.19</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## Note 49 Investment in Associate (Contd.)

The excess of purchase consideration paid over the fair value of assets acquired has been attributed to goodwill.

### Calculation of goodwill:

Particulars	Amount
Purchase consideration paid	150.13
Less: 30% of fair value in net identifiable assets of the acquiree on the date of acquisition	(8.19)
<b>Goodwill</b>	<b>141.94</b>

(₹ lakhs)

Goodwill is not deductible for income tax purposes.

### Measurement of fair values

The valuation techniques used for measuring the fair values of material assets acquired were as follows:

**Property, Plant and Equipments:** The property, plant and equipments are considered at book value considering the nature of net property, plant and equipments and based on the premise that book value is fairly representative of the fair value.

**Identifiable Intangible Assets:** There are no intangible assets other than goodwill identified as per the valuation standards published by the Institute of Chartered Accountants of India (ICAI).

**Trade receivables:** Fair value of the acquired trade and other receivables represents the gross contractual amounts due and there are no amounts that are expected to be uncollectable at the date of acquisition.

## Note 50 Acquisition of Subsidiary

On August 01, 2023, the Company acquired equity stake of 75.00% in Micro Wood Private Limited, a company engaged in the business of manufacturing of decorative tin boxes and paper packaging products for a consideration of ₹ 7,056.00 lakhs. The fair value of assets and liabilities acquired have been determined based on independent valuation report and goodwill of ₹ 6,035.78 lakhs has been recognised, being excess of consideration transferred over the fair value of net assets acquired, in accordance with IND AS 103 'Business Combinations'.

At August 01, 2023, the fair value of assets and liabilities acquired have been determined by the Company and accounted for in accordance with IND AS 103 – "Business Combination".

The following table summaries the recognised amounts of assets acquired and liabilities assumed at the date of acquisition.

Particulars	Amount
(₹ lakhs)	
<b>ASSETS</b>	
<b>Non-Current Assets</b>	
Property, Plant and Equipment	1,571.72
Capital Work-in-Progress	33.59
Right of use Assets	466.28
Other Non-Current Assets	225.16
<b>Total Non-Current Assets (A)</b>	<b>2,296.76</b>
<b>Current Assets</b>	
Inventories	682.34
Financial Assets	
- Trade Receivables	1,076.58
- Cash And Cash Equivalents	4.99
- Loans	1.48
Other Current Assets	66.19
<b>Total Current Assets (B)</b>	<b>1,831.58</b>
<b>Fair value of Assets acquired (C=A+B)</b>	<b>4,128.34</b>
<b>LIABILITIES</b>	
<b>Non-Current Liabilities</b>	
Financial Liabilities	
- Borrowings	1,504.58
- Lease Liabilities	383.38
Provisions	42.00
<b>Total Non-Current Liabilities (D)</b>	<b>1,929.97</b>

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## Note 50 Acquisition of Subsidiary (Contd.)

(₹ lakhs)

Particulars	Amount
<b>Current Liabilities</b>	
Financial Liabilities	
- Borrowings	176.05
- Lease Liabilities	98.92
- Trade Payables	284.75
- Other Financial Liabilities	90.37
Other Current Liabilities	40.25
Provisions	8.02
Current Tax Liabilities (Net)	139.73
<b>Total Current Liabilities (E)</b>	<b>838.08</b>
<b>Fair value of Liabilities acquired (F=D+E)</b>	<b>2,768.04</b>
<b>Total Identifiable net assets / (liabilities) acquired (C-F)</b>	<b>1,360.30</b>

**Note:** For assets acquired and liabilities assumed fair value is the same as mentioned in above table

### Goodwill

(₹ lakhs)

Particulars	Amount
Consideration transferred	7,056.00
Non-controlled interest in the acquired entity, based on their proportionate interest in the recognised amounts of identifiable net assets	340.07
Less: Net Identifiable assets acquired	1,360.30
<b>Goodwill</b>	<b>6,035.78</b>

Goodwill is attributable to future growth of business out of synergies from this acquisition.

Goodwill is not deductible for income tax purposes.

### Disclosure of the revenue and profit for current reporting period.

(₹ lakhs)

Particulars	Revenue	Profit
Since the acquisition date	5,223.12	318.39
Had it been at the beginning of the reporting period	7,794.85	477.13

### Measurement of fair values

The valuation techniques used for measuring the fair values of material assets acquired were as follows:

**Property, Plant and Equipments:** The property, plant and equipments are considered at book value considering the nature of net property, plant and equipments and based on the premise that book value is fairly representative of the fair value.

**Identifiable Intangible Assets:** There are no intangible assets other than goodwill identified as per the valuation standards published by the Institute of Chartered Accountants of India (ICAI).

**Trade receivables:** Fair value of the acquired trade and other receivables represents the gross contractual amounts due and there are no amounts that are expected to be uncollectable at the date of acquisition.

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 51 Ratio Analysis

Particulars	Numerator	Denominator	March 31, 2024	March 31, 2023	% of variance	Explanation for change in the ratio by more than 25%
Current Ratio (times)	Current Assets	Current Assets	2.99	1.22	146.11%	Current ratio has improved on account of increase in cash and bank balances. The cash and bank balances are higher on account of the proceeds received from fresh issue of shares.
Debt-Equity Ratio (times)	Debt consists of borrowings	Debt consists of borrowings	0.14	0.28	-51.15%	Debt-Equity ratio has improved on account of profit earned during the year and on account of the proceeds received from fresh issue of shares.
Debt Service Coverage Ratio (times)	Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.	Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.	7.07	5.53	27.72%	Change is on account of profit earned during the year.
Net Profit Ratio (%)	Profit after tax	Profit after tax	10.39%	8.49%	22.36%	
Return on Equity Ratio (%)	Profit after tax	Profit after tax	26.66%	33.54%	-20.50%	
Return on Capital employed (%)	Earnings before interest and taxes	Earnings before interest and taxes	24.31%	33.31%	-27.01%	Change is on account of increase in net worth is on account of the proceeds received from fresh issue of shares.
Return on Investment (%) - Deposits	Income generated from fixed deposits	Income generated from fixed deposits	4.11%	5.84%	-29.53%	Return on Investment has reduced on account of fixed deposits made at the end of the year.
Trade Receivables turnover ratio (times)	Revenue from operations	Revenue from operations	30.65	28.58	7.25%	
Inventory turnover ratio (times)	Cost of goods sold	Cost of goods sold	4.36	4.44	-1.86%	
Trade payables turnover ratio (times)	Purchases	Purchases	10.45	9.38	11.31%	
Net capital turnover ratio (times)	Revenue from operations	Revenue from operations	3.75	24.50	-84.71%	Net Capital turnover ratio has improved on account of significant increase in revenues and higher cash and bank balances on account of the proceeds received from fresh issue of shares.

## 52 Transaction with Struck off Companies:

The group has reviewed transactions to identify if there are any transactions with struck off companies. To the extent information is available on struck off companies, there are no transactions with struck off companies.

## 53 Disclosure of Intermediaries

To the best of our knowledge and belief, the Company and its Subsidiaries has not advanced or loaned or invested funds- either borrowed funds or share premium or any other sources or kind of funds to any other person or entity, including foreign entities (Intermediaries) with an understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company and its Subsidiaries or provide any guarantee, security or the like to or on behalf of the Company and its Subsidiaries.

To the best of our knowledge and belief, the Company and its Subsidiaries has not received any fund from any person or entity, including foreign entities (Funding Party) with the understanding that the Company and its Subsidiaries shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

# Notes to the Consolidated Financial Statements

As at March 31, 2024

## 54 Other statutory information

- i) The Company and its Subsidiaries does not have any Benami property, where any proceeding has been initiated or pending against the Company and its Subsidiaries for holding any Benami property.
- ii) The Company and its Subsidiaries does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- iii) The Company and its Subsidiaries has not traded or invested in Crypto Currency or Virtual Currency during the period.
- iv) The Company and its Subsidiaries does not have 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)
- v) The Group is in compliance with the number of layers prescribed under Clause (87) of Section 2 of the Companies Act read with the Companies (Restriction on number of Layers) Rules, 2017.

**55** During the year ended March 31, 2024, the Company has completed its Initial Public Offer ("IPO") of 1,51,96,510 equity shares of face value of ₹ 10/- each comprising of (i) fresh issue of 43,67,088 equity shares at an issue price of ₹ 790 per equity share; (ii) fresh issue of 69,930 equity shares at an issue price of ₹ 715 per equity share for employee quota; (iii) an offer for sale of 1,07,59,492 equity shares at an issue price of ₹ 790 per equity share. The equity shares of the Company were listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") on December 20, 2023.

Details of the IPO net proceeds are as follows as on March 31, 2024:

(₹ lakhs)

Particulars	Amount (as per offer document)
Gross Proceeds from the issue	35,000.00
(Less) Estimated Issue related expenses (proportionate to Company's share)*	1,842.50
<b>Net Proceeds</b>	<b>33,157.50</b>

\* Issue related expenses (net of GST) amounting to ₹ 1,533.09 lakhs have been adjusted against securities premium as per Section 52 of the Companies Act, 2013

Details of the utilisation of IPO net proceeds is summarised below:

(₹ lakhs)

Particulars	Objects of the issue (as per offer document)	Utilised upto March 31, 2024	Unutilised as on March 31, 2024
Part financing of proposed project	28,000.00	2,729.77	25,270.23
General Corporate purposes	5,157.50	4,932.58	224.92
<b>Total utilisation of funds</b>	<b>33,157.50</b>	<b>7,662.35</b>	<b>25,495.15</b>

Out of the Net proceeds which were unutilised as at March 31, 2024, ₹ 24,400.00 lakhs are temporarily invested in Fixed Deposits, ₹ 903.70 lakhs is held in the Company's Monitoring Account, while the balance amount is held in the public offer account towards the Company's share of expenses related to Issue.

# Notes to the Consolidated Financial Statements

As at March 31, 2024

- 56** Dividends declared are based on the profit available for distribution. On May 24, 2024, the Board of Directors have recommended a dividend of ₹ 2.50 per equity share in respect of the year ended March 31, 2024, subject to the approval of shareholders at the ensuing Annual General Meeting. If approved, the dividend would result in a cash outflow of ₹ 1,517.18 lakhs.

As per our report of even date attached

**For B S R & Co. LLP**

Chartered Accountants

Firm Registration No. 101248W/W-100022

**Tarun Kinger**

*Partner*

Membership No: 105003

Place: Umbergaon, India

Date: May 24, 2024

For and on behalf of the Board of Directors of

**DOMS Industries Limited (formerly known as DOMS Industries Private Limited)**

CIN: L36991GJ2006PLC049275

**Santosh Raveshia**

*Managing Director*

DIN: 00147624

Place: Umbergaon, India

Date: May 24, 2024

**Sanjay Rajani**

*Whole-time Director*

DIN: 03329095

Place: Umbergaon, India

Date: May 24, 2024

**Rahul Shah**

*Chief Financial Officer*

Place: Umbergaon, India

Date: May 24, 2024

**Mitesh Padia**

*Company Secretary*

Membership No: A58693

Place: Umbergaon, India

Date: May 24, 2024

# NOTICE

**NOTICE** is hereby given that the 18<sup>th</sup> (Eighteenth) Annual General Meeting ('AGM') of the Shareholders of DOMS Industries Limited (Formerly known as *DOMS Industries Private Limited*) ('the Company') will be held on Monday, September 23, 2024 at 12:30 p.m. (I.S.T.) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), to transact the following business:

## ORDINARY BUSINESS

### 1. To receive, consider and adopt:

- (a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Auditors and Board of Directors thereon.

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

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Auditors and Board of Directors thereon, as circulated to the Shareholders, be and are hereby, considered and adopted."

- (b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Auditors thereon.

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

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the report of Auditors thereon, as circulated to the Shareholders, be and are hereby, considered and adopted."

### 2. To declare final dividend on Equity Shares for the financial year 2023-24

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

"RESOLVED THAT the final dividend at the rate of ₹ 2.50/- (Rupees Two and Fifty Paise Only) per Equity Share of ₹ 10/- (Rupees Ten Only) each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared and approved for the financial year 2023-24 and the same been paid out of the profits of the Company."

### 3. To appoint Santosh Raveshia (DIN: 00147624) who retires by rotation as Director and being eligible offers himself for re-appointment

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

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of The Companies Act, 2013 ('the Act'), Santosh Raveshia (DIN: 00147624), who retires

by rotation at this meeting and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company."

### 4. To appoint Chandni Somaiya (DIN: 02003554) who retires by rotation as Director and being eligible offers herself for re-appointment

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

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of The Companies Act, 2013 ('the Act'), Chandni Somaiya (DIN: 02003554), who retires by rotation at this meeting and being eligible, offers herself for re-appointment, be and is hereby appointed as a Director of the Company."

### 5. To appoint M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration No.: 012754N/N500016), Chartered Accountants, as the Statutory Auditors of the Company

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

"RESOLVED THAT in accordance with the provisions of Sections 139, 142 and other applicable provisions, if any, of The Companies Act, 2013 ('the Act') read with The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendation of Audit Committee and Board of Directors, M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration No.: 012754N/N500016), Chartered Accountants, be and are hereby appointed as the Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive years from the conclusion of the 18<sup>th</sup> Annual General Meeting until the conclusion of 23<sup>rd</sup> Annual General Meeting of the Company, on such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit as may be mutually agreed upon between the Board of Directors and the Statutory Auditors."

"RESOLVED FURTHER THAT the Board of Directors, Rahul Shah, Chief Financial Officer and Mitesh Padia, Company Secretary and Compliance Officer of the Company, be and is hereby severally authorised to do all such acts, deeds, matters and things, as may be necessary and expedient for the purpose of giving effect to this resolution."

## SPECIAL BUSINESS

### 6. To alter the Main Object Clause of the Memorandum of Association of the Company

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

"RESOLVED THAT in accordance with the provisions of Section 13 and other applicable provisions, if any of The Companies Act, 2013 ('the Act') read with applicable rules made thereunder



and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to such approvals as may be necessary or required the consent of the of Shareholders of the Company be and are hereby accorded to alter the Main Object Clause of the Memorandum of Association of the Company by adding the following new sub-clauses 3 to 11 after the existing Sub-clause 2 of Clause A of the Memorandum of Association of the Company:

3. To carry on in India or abroad with or without collaboration the business to manufacture, market, sale including retail sales, purchase, process, deal, import and export of all kinds of School Stationery products, art material products, hobby and craft products and Office Stationery products and such other items similar or related to stationery products.
4. To carry on in India or abroad with or without collaboration the business to manufacture, market, sale including retail sales, purchase, process, deal, import and export of all kinds of Bags, Pouches, Compass Boxes, and such other items similar or related to such products made out of different materials.
5. To carry on in India or abroad with or without collaboration the business to manufacture, market, sale including retail sales, purchase, process, deal, import and export of all kinds of Toys, Games, Playing Cards, Puzzles and such other items similar or related to toys, Games and playthings.
6. To carry on in India or abroad with or without collaboration the business to manufacture, market, sale including retail sales, purchase, process, deal, import and export of all kinds of utensils for babies, infants and children such as Bottles, Tiffin Boxes and such other items similar or related items made out of different materials.
7. To carry on in India or abroad with or without collaboration the business to manufacture, market, sale including retail sales, purchase, process, deal, import and export of all kinds of Products related to Baby Care and disposable hygiene products.
8. To carry on in India or abroad with or without collaboration the business to manufacture, market, sale including retail sales, purchase, process, deal, import and export of all kinds of Children Readymade Garments, Children Apparels, Clothing for Children, Bibs For Infants, Footwear for Children and such other items similar or related clothes.
9. To carry on in India or abroad with or without collaboration the business to manufacture, market, sale including retail sales, purchase, process, deal, import and export of all kinds of Confectionery items and such other items similar or related to confectionery.
10. To carry on in India or abroad with or without collaboration the business to manufacture, market, sale including retail sales, purchase, process, deal, import and export of all kinds of Sports gear, accessories and such other items similar or related to Sports related products made out of different materials.
11. To carry on in India or abroad with or without collaboration the business to manufacture, market, sale including retail sales, purchase, process, deal, import and export of all kinds of Cosmetic Pencils, cosmetics and tissues or wipes, and such other items similar or related to cosmetics.

**"RESOLVED FURTHER THAT** the Board of Directors, Rahul Shah, Chief Financial Officer and Mitesh Padia, Company Secretary and Compliance Officer of the Company, be and is hereby severally authorised to do all such acts, deeds, matters and things, as may be necessary and expedient for the purpose of giving effect to this resolution."

**7. To ratify the remuneration of M/s. B.F. Modi & Associates, Cost Accountants, Cost Auditors of the Company for the financial year 2024-25**

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

**"RESOLVED THAT** in accordance with the provisions of Section 148 and other applicable provisions of The Companies Act, 2013 ('the Act') read with The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the shareholders hereby ratify the remuneration to be paid to M/s. B.F. Modi & Associates, Cost Accountants (Firm Registration No. 100604) appointed by the Board of Directors, to conduct the audit of the cost records of the Company for the financial year 2024-25, as approved by the Board of Directors and as set out in the explanatory statement annexed to this notice."

**"RESOLVED FURTHER THAT** the Board of Directors, Rahul Shah, Chief Financial Officer and Mitesh Padia, Company Secretary and Compliance Officer of the Company, be and is hereby severally authorised to do all such acts, deeds, matters and things, as may be necessary and expedient for the purpose of giving effect to this resolution."

By Order of the Board of Directors

**Registered Office:**

J-19, G.I.D.C, Opp. Telephone Exchange,  
Umbergaon- 396171, Gujarat, India.  
CIN: L36991GJ2006PLC049275  
Email- [ir@domsindia.com](mailto:ir@domsindia.com)  
Tel.: 91 7434888445  
[www.domsindia.com](http://www.domsindia.com)

Place: Umbergaon  
Date: August 12, 2024

**Mitesh Padia**  
Company Secretary and Compliance Officer

**Notes:**

1. The Ministry of Corporate Affairs ('MCA') has vide its General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (collectively hereinafter referred to as 'MCA Circulars') and Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by Securities Exchange Board of India, in relation to 'Relaxation from compliance with certain provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI LODR Regulations')' (collectively hereinafter referred to as 'SEBI Circulars') has permitted the convening of Annual General Meeting ('AGM') to be held on or before September 30, 2024, through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') without the physical presence of the Shareholders at a common venue. In Compliance with the MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC/OAVM. The deemed venue for 18<sup>th</sup> AGM will be registered office of the Company.
2. The relevant details of Directors as mentioned under item nos. 3 and 4 of above as required by Regulation 36(3) of the SEBI LODR Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ('ICSI') is annexed to this Notice.
3. The Explanatory Statement pursuant to the provisions of Section 102 of The Companies Act, 2013 ('the Act') read with The Companies (Management and Administration) Rules, 2014, stating all material facts and the reason / rationale under item nos. 5, 6 and 7 of above, is annexed to this Notice.
4. Since, the AGM of the Company is being held through VC/OAVM pursuant to MCA Circulars, the requirement of physical attendance of Shareholders has been dispensed with. Accordingly, in terms of the MCA Circulars, the facility for appointment of proxy by the Shareholders will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this Notice.
5. The Shareholders can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the AGM Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 shareholders on first come first served basis as per the MCA Circulars. 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, Stakeholders Relationship Committee and Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The attendance of the Shareholders attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. Institutional /Corporate Shareholders (i.e. other than Individuals, HUFs, NRIs, etc.) are entitled to appoint authorised representatives to attend, participate at the AGM through VC/OAVM and cast their votes through e-voting. Institutional / Corporate Shareholders (i.e. other than Individuals, HUFs, NRIs, etc.) are requested to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/ Authorization etc., authorizing their representative to attend and vote at the AGM, pursuant to the provisions of Section 113 of the Act, to the Scrutinizer at [shreyanscs@gmail.com](mailto:shreyanscs@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com) or can also upload their Board Resolution/Power of Attorney/Authority Letter, etc. by clicking on 'Upload Board Resolution/Authority Letter' displayed under 'e-Voting' tab in their login.
8. In case of joint shareholders, the Shareholder whose name appears as the first holder in the order of names as per the Register of Shareholders of the Company will be entitled to vote at the AGM.
9. In accordance with the MCA and SEBI Circulars, the Notice of the 18<sup>th</sup> AGM along with Annual Report for the financial year 2023-24, is being sent through electronic mode to those shareholders whose email address are registered with the Company / Depositories and physical copies to those shareholders who request for the same. Shareholders holding shares in electronic mode, who have not registered their email addresses are requested to register their email address with their respective DPs. The Notice of 18<sup>th</sup> AGM is also available on the website of the Company at [www.domsindia.com](http://www.domsindia.com), website of the Stock Exchanges on which the Equity Shares of the Company are listed i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com), National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and the website of National Securities Depository Limited ('NSDL') at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
10. During the 18<sup>th</sup> AGM, Shareholders may access the electronic copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act, Certificate from the Secretarial Auditors in respect of the Employee Stock Option Plan 2023 prescribed under Regulation 13 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the other relevant documents referred to in the Notice of the AGM and explanatory statement, by sending a request to the Company at [ir@domsindia.com](mailto:ir@domsindia.com) up to the conclusion of this AGM.

**Dividend**

11. Shareholders are requested to note that the Board of Directors, at their meeting held on May 24, 2024, had recommended a final dividend of ₹ 2.50/- (Rupees Two and Fifty Paise Only) per Equity Share for the financial year 2023-24. The dividend will be paid to those Shareholders whose names appear in the Register of Members/List of Beneficial Owners as maintained by the depositories as on Monday, September 16, 2024 ('Record Date').

12. The final dividend if approved by the Shareholders of the Company at the ensuing AGM will be paid, subject to Tax Deduction at Source ('TDS') as may be applicable, between September 23, 2024 and October 22, 2024.
  13. Shareholders 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.*, to their Depository Participants ('DP's').
  14. Shareholders are requested to note that their bank details as furnished by the respective DP's to the Company will be considered for remittance of final dividend as per the applicable regulations of the DP's and the Company will not entertain any direct request from such Shareholders for change/addition/deletion in such bank details. Accordingly, the shareholders are requested to ensure that their Electronic Bank Mandate details is updated with their respective DP's on immediate basis.
  15. As per the provisions of Section 72 of the Act, Shareholders are entitled to make nomination in respect of shares held by them. Shareholders who have not yet registered their nomination are requested to register the same by submitting Form SH-13. If a Shareholder desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form SH-14. Shareholders are requested to submit the said forms to their respective DP's.
  16. Pursuant to the provisions of The Income Tax Act, 1961 ('**IT Act**'), as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after April 1, 2020, shall be taxable in the hands of the shareholders and the Company is required to deduct TDS from the dividend paid to Shareholders at the prescribed rates. In order, to enable the Company to determine the appropriate TDS rate, as applicable, shareholders are requested to upload the requisite documents with the RTA at <https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html> on or before Friday, September 13, 2024. Shareholders are also requested to write to the RTA at [domsdivtax@linkintime.co.in](mailto:domsdivtax@linkintime.co.in) for any queries/questions in this regard.
  17. The Resident and Non-Resident Shareholders should send the scanned copies of the requisite documents to RTA of the Company at [domsdivtax@linkintime.co.in](mailto:domsdivtax@linkintime.co.in) or before Friday, September 13, 2024, to enable the Company to determine the appropriate TDS/withholding tax rate, as may be applicable. The Resident Individual Shareholders also have the option to upload the exemption documents directly at <https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html>.
  18. A Resident Individual Shareholder who is not entitled to receive a total dividend in excess of ₹ 5,000, during financial year 2024-25 or who is not liable to pay income tax can submit a yearly declaration in Form 15G/ Form 15H (Form 15H is applicable to Resident Individual Shareholders aged 60 years or more) along with PAN to avail the benefit of non-deduction of TDS to RTA.
  19. Non-Resident Shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending the same by email to RTA at [domsdivtax@linkintime.co.in](mailto:domsdivtax@linkintime.co.in).
  20. Non-Resident Shareholders are requested to inform the RTA of the Company if there is any change in their residential status or particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number.
  21. The Company has no unclaimed dividend which is required to be transferred to Investor Education and Protection Fund ('**IEPF**') during the financial year 2023-24. Further, according to the provisions of the Act, dividends which are unclaimed or unpaid for a period of 7 (seven) consecutive years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the demat account of IEPF Authority. In view of this, the Shareholders are requested to encash/claim their respective dividends within the prescribed period. As on March 31, 2024, all Equity Shares of the Company are in dematerialized form.
  22. To prevent fraudulent transactions, Shareholders are advised to exercise due diligence and notify the Company of any change in address or demise of any Shareholder as soon as possible. Shareholders are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP's and holdings should be verified from time to time.
- Remote e-voting and e-voting during the AGM**
23. In compliance with provisions of Sections 108 of the Act read with Rule 20 of The Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI LODR Regulations, the Company is pleased to provide e-voting facility to its Shareholders to cast their votes electronically. The Company has engaged NSDL with respect to remote e-voting facility. The Shareholders, whose names appear in the Register of Members/List of Beneficial Owners as on Monday, September 16, 2024 ('**Record date**') are entitled to vote on the resolutions set forth in the AGM Notice. A person who is not shareholder as on Record Date should treat this Notice of AGM for information purpose only.
  24. In case of joint holders, the shareholder whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
  25. The remote e-voting period commences at 09:00 a.m. on Friday, September 20, 2024 and ends at 05:00 p.m. on Sunday, September 22, 2024. The remote e-voting module will be disabled by NSDL for voting thereafter. Once the vote on the resolution is cast by the Shareholders, he / she shall not be allowed to change it subsequently.
  26. The facility of casting votes using remote e-voting system as well as e-voting on the date of AGM will be provided by NSDL. The Shareholders who have casted their vote by remote e-voting prior to the AGM may also attend / participate in

- the AGM through VC/OAVM but shall not be entitled to cast their vote again.
27. The Company has appointed CS Shreyans Jain (FCS: 8519) of M/s. Shreyans Jain & Co., Company Secretaries, as the Scrutinizer for conducting the entire e-voting process in a fair and transparent manner.
  28. The voting rights of shareholders shall be in proportion to their shares of the paid-up Equity Share capital in the Company as on the Record Date i.e. Monday, September 16, 2024. Resolution(s) passed by the Shareholders through e-Voting is/are deemed to have been passed as if it/they have been passed at the AGM.
  29. The Scrutinizer will submit his report to the Chairperson of the Company ('**Chairperson**') or any other person authorised by the Chairperson after completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 2 (two) working days from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated in to the Stock Exchanges, NSDL and RTA and will also be displayed on the website of the Company at [www.domsindia.com](http://www.domsindia.com).
  30. The remote e-Voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.

### Instructions for e-voting:

The process to vote electronically on NSDL e-Voting system consists of two steps:

#### Step1: Access to NSDL e-voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" 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. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>4. Shareholders/Members can also download NSDL Mobile App "<b>NSDL Speede</b>" facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

**NSDL Mobile App is available on**



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with Central Depository Services (India) Limited ('CDSL')	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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>If the user is not registered for Easi/Easiest, option to register is available at CDSL 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>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 e-voting 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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022-4886 7000
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

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

**How to Login to NSDL e-Voting website?**

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID. For example, if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID. For example, if your Beneficiary ID is 12***** then your User ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company. For example, if folio number is 001*** and EVEN is 130344 then user ID is 130344001***

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

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
- b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

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

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

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

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

**General Guidelines for shareholders:**

- a) Institutional Shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [shreyanscs@](mailto:shreyanscs@)

[gmail.com](mailto:evoting@nsdl.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

- b) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- c) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022- 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Limited at [evoting@nsdl.com](mailto:evoting@nsdl.com)

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to [ir@domsindia.com](mailto:ir@domsindia.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to [ir@domsindia.com](mailto:ir@domsindia.com). If you are an Individual Shareholders holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, Shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**The Instructions for Members for e-Voting on the day of the AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise

not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**Instructions for Members for attending the AGM through VC/OAVM are as under:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views or ask questions may pre-register themselves as a speaker by sending the request along with their queries in advance mentioning their name, demat account number / folio number, e-mail id and mobile number at [ir@domsindia.com](mailto:ir@domsindia.com) between September 13, 2024 and September 18, 2024. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest, post the conclusion of the AGM.
6. The Company reserves the right to restrict the number of questions and speakers, as appropriate for smooth conduct of the AGM.
7. Members who need technical assistance before or during the AGM to access and participate in the Meeting may contact NSDL on 022- 4886 7000 and 022- 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Limited at [evoting@nsdl.com](mailto:evoting@nsdl.com).
8. In case of any queries, you may contact the Company at [ir@domsindia.com](mailto:ir@domsindia.com) or you may contact the Registrar and Share Transfer Agent at [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) or contact at Tel: 810 811 6767 or at the following address: C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai- 400 083.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013****Item No. 5: To appoint M/s. Price Waterhouse Chartered Accountants LLP, (Firm Registration No.: 012754N/N500016), Chartered Accountants, as the Statutory Auditors of the Company**

The Shareholders of the Company at their 13<sup>th</sup> Annual General Meeting ('AGM') held on September 30, 2019, had approved the appointment of M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No.- 101248W/W-100022) as Statutory Auditors of the Company for a second term of 5 (five) consecutive years to hold the office till the conclusion of the 18<sup>th</sup> AGM. They will complete their present term on conclusion of this AGM.

The Board of Directors at their meeting held on August 12, 2024, considering the experience and expertise, and based on the recommendation received from the Audit Committee, approved and proposed to Shareholders of the Company, the appointment of M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration No.: 012754N/N500016) as Statutory Auditors in place of M/s. B S R & Co. LLP, Chartered Accountants for a term of 5 (five) consecutive years i.e. from the conclusion of 18<sup>th</sup> AGM till the conclusion of the 23<sup>rd</sup> AGM on payment of such remuneration as may be mutually agreed upon between Board of Directors and the Statutory Auditors from time to time. The appointment is subject to approval of the shareholders of the Company.

M/s. Price Waterhouse Chartered Accountants LLP, is a Chartered Accountant firm, primarily engaged in providing auditing and other assurance services to its clients. The Firm has more than 110 Assurance Partners as at June 18, 2024. It has a valid peer review certificate and audits various companies listed on stock exchanges in India.

M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants, have provided their consent under Section 139 of the Act, for their appointment as Statutory Auditors along with a certificate stating that their appointment will be as per the criteria as specified under Section 141(3) of the Act.

The proposed remuneration to be paid to the Statutory Auditors for the financial year 2024-25 is ₹ 43,00,000/- (Rupees Forty Three Lakhs only). The said remuneration excludes applicable taxes and out of pocket expenses.

The remuneration to be paid for the subsequent year(s) of their term shall be mutually agreed between the Board of Directors and Statutory Auditors, from time to time, subject to the recommendation of the Audit Committee. There is no material change in the remuneration proposed to be paid to Auditors for the financial year 2024-25 and the remuneration paid to the outgoing Auditors for the financial year 2023-24.

None of the Directors or Key Managerial Personnel (as defined under the Act) and their immediate relatives are concerned or interested, financially or otherwise in this resolution.

The Board of Directors thereby recommends passing of the resolution as set out under Item No. 5 of this Notice for approval of the Shareholders as Ordinary Resolution.

**Item No. 6: To alter main object clause of Memorandum of Association of the Company**

The Company continues to evaluate multiple growth opportunities in its existing businesses that have good future prospects and also enables it enhance its addressable target market by looking at other products that are associated with the growing years of kids, children and young adults.

To facilitate such initiatives, the Board of Directors of the Company at their meeting held on August 12, 2024 have proposed alternation to the object clause in the Memorandum of Association ('MOA') of the Company, subject to approval of shareholders at ensuing Annual General Meeting. These alternations to the object clause shall enable the Company to unearth new synergies of growth, expand its potential market opportunity and increase shareholders returns. The aforesaid alteration, if approved by the Shareholders, shall be registered by the Registrar of Companies, Ahmedabad, Gujarat ('ROC') as per the provisions of the Companies Act, 2013 ('the Act').

In accordance with the provisions of Section 13 of the Act, alteration of the Objects Clause of the MOA requires approval of Shareholders of the Company by way passing a special resolution.

Accordingly, the approval of Shareholders is sought for alteration of the main object clause of the MOA of the Company.

Shareholders may access the electronic copy MOA by sending a request to the Company at [ir@domsindia.com](mailto:ir@domsindia.com) stating their name and DP/ Client ID and will be available for inspection by the Shareholders upto the conclusion of the AGM.

None of the Directors or Key Managerial Personnel (as defined under the Act) and their immediate relatives are concerned or interested, financially or otherwise in this resolution.

The Board of Directors thereby recommends passing of the resolution as set out under Item No. 6 of this Notice for approval of the Shareholders as Special Resolution.

**Item No. 7: To ratify the remuneration payable to the Cost Auditors of the Company for the financial year ending March 31, 2025**

The Board of Directors of the Company at their meeting held on May 24, 2024, based on the recommendation of the Audit Committee had appointed M/s. B.F. Modi & Associates, Cost Accountants (Firm Registration No. 100604) as the Cost Auditors of the Company for conducting audit of the Cost records of the Company for the financial year 2024-25, at a remuneration of ₹ 56,000 (Rupees Fifty Six Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses at actuals, if any, incurred in connection with the audit.

In accordance with the provisions of Section 148 of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s)



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thereof for the time being in force) the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors of the Company, has to be ratified by the Shareholders of the Company.

Accordingly, the consent of the shareholders is sought for ratification of the remuneration payable to the Cost Auditors.

**Registered Office:**

J-19, G.I.D.C, Opp. Telephone Exchange,  
Umbergaon- 396171, Gujarat, India.

CIN: L36991GJ2006PLC049275

Email- [ir@domsindia.com](mailto:ir@domsindia.com)

Tel.: 91 7434888445

[www.domsindia.com](http://www.domsindia.com)

Place: Umbergaon

Date: August 12, 2024

None of the Directors or Key Managerial Personnel (as defined under the Act) and their immediate relatives are concerned or interested, financially or otherwise in this resolution.

The Board of Directors thereby recommends passing of the resolution as set out under Item No. 7 of this Notice for approval of the Shareholders as Ordinary Resolution.

By Order of the Board of Directors

**Mitesh Padia**  
Company Secretary and Compliance Officer

### BRIEF PROFILE OF DIRECTORS

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, the following information is furnished about the Directors proposed to be appointed / re-appointed.

Name of Director(s)	Santosh Raveshia (DIN: 00147624)	Chandni Somaiya (DIN: 02003554)
Age (Years)	48	51
Experience (including expertise)/ brief resume	Vast experience in the stationery and art material industry. For detailed profile please refer the Corporate Governance Report and the Company's website at <a href="http://www.domsindia.com">www.domsindia.com</a> .	Vast experience in the stationery and art material industry. For detailed profile please refer the Corporate Governance Report and the Company's website at <a href="http://www.domsindia.com">www.domsindia.com</a> .
Date of first appointment on the Board	October 24, 2006	February 15, 2008
Shareholding in the Company as on the date of Notice	95,62,679 Equity Shares of ₹ 10/- each	22,49,900 Equity Shares of ₹ 10/- each
Terms and conditions of appointment/re-appointment	Re-appointment in terms of section 152(6) of the Act	Re-appointment in terms of section 152(6) of the Act
Details of remuneration last drawn for financial year 2023-24	₹ 171.88 Lakhs. For details of remuneration please refer the Corporate Governance Report.	₹ 116.88 Lakhs. For details of remuneration please refer the Corporate Governance Report.
Details of Remuneration Sought to be paid for financial year 2024-25	As per existing approved terms	As per existing approved terms
Relationship with other Directors / Key Managerial Personnel of the Company (Inter-se Relationship)	Brother of Chandni Somaiya	Sister of Santosh Raveshia
Number of meetings of the Board attended during the financial year 2023-24	12 of 12	7 of 12
Chairpersonship/Membership of the Committee(s) of the Board of Directors of the Company as on the date of Notice	Member of Audit Committee	Member of Stakeholders Relationship Committee
Directorship held in other Companies (excluding foreign companies) as on the date of Notice	1. Micro Wood Private Limited	1. Fixy Adhesives Private Limited 2. Kika V-comm Private Limited 3. Inxon Pens & Stationery Private Limited 4. Moms Pick Foods Private Limited 5. Skido Industries Private Limited
Committees position held in other companies as on the date of Notice	Nil	Nil
Listed companies from which the person has resigned in the past three years	Nil	Nil





## **DOMS INDUSTRIES LIMITED**

(Formerly known as DOMS Industries Pvt. Ltd.)

**CIN:** L36991GJ2006PLC049275

### **Registered Office**

J-19, Opp. Telephone Exchange, G.I.D.C.,  
Umbergaon- 396171, Dist. Valsad, Gujarat, India.  
Tel No.: +91 7434888445

### **Corporate Office**

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52 Hecter Expansion Area,  
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