Date: 3rd September, 2024

Listing Compliance Department

BSE Limited Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400001 Scrip Code: **544198**	**The National Stock Exchange of India Ltd.** Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400051 Symbol: **DEEDEV**

Sub: Submission of Annual Report for the Financial Year 2023-24.

Dear Sir/Madam,

This is to inform you that the Thirty Fifth Annual General Meeting ("AGM") of the Company is scheduled to be held on Friday, 27th September, 2024, at 01:00 P.M. (IST) at the registered office of the Company i.e., Unit 1, Prithla - Tatarpur Road, Village Tatarpur, Dist. Palwal, Haryana- 121102, India in accordance with the relevant circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI").

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby attach the Annual Report of the Company for the financial year 2023-24 along with the Notice of the 35th Annual General Meeting. In compliance with the circulars issued by MCA and SEBI, the Annual Report for the financial year 2023-24, are being sent through email to all the Members of the Company whose email address are registered with the Company/Depository Participant(s)/ Depositories.

The detailed procedure to be followed for remote e-voting or voting through ballot paper during the AGM, has been provided in the Notice of the AGM which is also available on the website of the Company at www.deepiping.com. Further, please note that the Cut-off date for determining the eligibility of Members to vote through remote e-voting or during the AGM is Friday, 20th September, 2024.

This is for your information and record please.

Yours faithfully,

For **DEE Development Engineers Limited**

RANJAN KUMAR SARANGI

Digitally signed by RANJAN KUMAR SARANGI
Date: 2024.09.03 19:49:15 +05'30'

Ranjan Kumar Sarangi
Company Secretary and Compliance Officer
Membership No.: F8604
Address: Unit 1, Prithla - Tatarpur Road, Village Tatarpur
Dist. Palwal, Faridabad, Haryana – 121 102

piping systems

35TH ANNUAL REPORT 2023-2024

DEE Development Engineers Limited

Contents

This annual report aims to provide a comprehensive overview of the performance, strategy, governance, and value creation of DEE Development Engineers Limited for the financial year ended March 31, 2024. The report is intended to provide detailed information to all stakeholders.

Reporting Frameworks and Guidelines

The Annual Report of FY 2023-24 has been published in line with the following

- The Companies Act, 2013;
- Indian Accounting Standards;
- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- The Secretarial Standards issued by the Institute of Company Secretaries of India;
- Business Responsibility and Sustainability Reporting (BRSR) on voluntary basis in accordance with the requirements of the Securities and Exchange Board of India.

Impressive Market Debut

Marking a significant milestone in its corporate journey, DEE Development Engineers Limited was listed on the BSE Limited and National Stock Exchange of India Limited on June 26, 2024. The Company's shares were listed at a premium of 67% on the exchanges.

Key Company Information

DEE Development Engineers Limited

ISIN	:	INE841L01016
BSE Code	:	544198
NSE Symbol	:	DEEDEV
CIN	:	L74140HR1988PLC030225

IPO Details

Listing Date	:	June 26, 2024
Issue Size	:	Rs. 418 Crores
Price Band	:	Rs. 193 to Rs. 203 per share

About
DEE Development Engineers Limited

DEE Development Engineers Limited ("DDEL") stands as a premier engineering company, specializing in delivering advanced process piping solutions across multiple industries, including oil and gas, power (nuclear included), chemicals, and other process-driven sectors. With over three and a half decades of manufacturing experience, we have successfully leveraged its brand reputation, strategically positioned manufacturing facilities, and engineering capabilities to drive significant business growth and industry recognition.

Your Company's comprehensive portfolio encompasses the manufacturing and supply of a diverse range of piping products, including high-pressure piping systems, piping spools, high-frequency induction pipe bends, Longitudinally Submerged Arc Welding (LSAW) pipes, industrial pipe fittings, pressure vessels, industrial stacks, and modular skids. Additionally, we produce specialized accessories such as boiler superheater coils, de-super heaters, and other custom-engineered components.

Company is recognized as one of the global leaders in process piping solutions, known for our technical capability to tackle the most complex requirements across various industrial segments. In India, we hold the distinction of being the largest provider in this domain, with unmatched installed capacity.

Your Company specialized services extend beyond manufacturing to include comprehensive engineering solutions. These services cover every phase of project development, from pre-bid and basic engineering to detailed engineering and support. We also offer extensive pre-fabrication services, including cutting and bevelling, welding on semi-automatic and fully automatic robotic machines, conventional and digital radiography, post-weld heat treatment, hydro testing, and finishing processes such as pickling, passivation, grit blasting, and painting.

At DEE, we are also adept at working with a wide array of complex metals, including various grades of carbon steel, stainless steel, super duplex stainless steel, alloy steel, as well as specialty materials like Inconel and Hastelloy. Our commitment to excellence and innovation has solidified our position as a trusted partner in delivering specialized process piping solutions to the most demanding industries.

The enduring value of a business is created through its relentless pursuit of excellence in its products and services, delighting customers while considering the interests of all stakeholders in the value chain. This approach leads to a competitive advantage, ensuring higher margins and profitability, and ultimately creating sustainable value for all.

We allocate resources to enhance our engineering capabilities, broaden our product range, and nurture enduring partnerships, delivering exceptional value to our stakeholders.

Key Performance Indicators

Amount in INR Lacs

	Fiscal 2024	Fiscal 2023
Revenue from operations	**78,875.92**	59,549.50
Revenue from operations Growth (y-o-y)	**32.45%**	29.20%
Total Income	**80,684.81**	61,432.00
EBITDA	**10,251.00**	6,917.60
EBITDA Margin (%)	**13.00%**	11.62%
Profit Before Tax	**3,551.19**	2,037.20
Profit Before Tax Margin (%)	**4.50%**	3.42%
Profit for the period/ year	**2,620.65**	1,297.20
Profit after tax Margin (%)	**3.32%**	2.18%
ROCE (%)	**6.19%**	3.91%
RONW (%)	**5.94%**	3.14%
Net Debt	**40,316.90**	31,982.80
Net Debt to Total Equity	**0.89**	0.75
Order Book	**80,009.36**	56,335.30

"Revenue from operation growth" (%) represents growth in the revenue from operation for the relevant financial year over the previous years.

"EBITDA" refers to profit for the year, as adjusted to exclude (i) other income, (ii) depreciation and amoritzation expenses, (iii) finance costs, (iv) total tax expense and (v) Share of profit of a Jointly controlled entity.

"EBITDA margin" refers to the percentage margin derived by dividing EBITDA by revenue from operations.

"Profit before tax margin" (PBT margin) means profit before tax margin, which represents profit before tax as a percentage of revenue from operations.

"Profit after tax margin represents profit for the year as a percentage of revenue from operations.

RoCE" means return on capital employed, which represents EBIT (Earnings before Interest and Tax) during the relevant year as a percentage of capital employed. Capital employed is the total of all types of capital, other equity, total borrowings, total lease liabilities and deferred tax liabilities (net) less deferred tax assets (net) as of the end of the relevant year.

"RONW" means return on net-worth, return on net worth is the profit for the year divided by the net worth.

"Net-debt" is calculated as total of non-current borrowings and current borrowings minus total of cash and cash equivalents and bank balances.

"Net-debt to Total Equity" is calculated as net debt divided by total equity.

Explanation for the Key Performance Indicators:

KPI	Remarks/ Definition/ Assumption
Total Income	Total Income includes the total revenue from operations and other income which helps your Company to assess the scale of the business.
Total Income Growth (%)	Total Income Growth (%) represents year-on-year growth of our business operations in terms of revenue generated by us.
Revenue from operations	Revenue from operations is recognized when control of goods or services is transferred to the customer
EBIT	EBIT refers to the EBITDA as adjusted for depreciation and amortisation expenses.
EBITDA	EBITDA refers to profit for the year, as adjusted to exclude (i) other income, (ii) depreciation and amoritzation expenses, (iii) finance costs, (iv) total tax expense and (v) share of profit of a Jointly controlled entity.
EBITDA Margin (%)	EBITDA Margin refers to the percentage margin derived by dividing EBITDA by Revenue from operations
Profit Before Tax ("**PBT**")	PBT provides information regarding the profitability before taxes of your Company
Profit Before Tax Margin (%)	"PBT margin" means profit before tax margin, which represents profit before tax as a percentage of revenue from operations.
Profit for the year	Profit for the year represents the profit / loss that we make for the financial year or during a given period. It provides information regarding the overall profitability of our business.
Profit after tax Margin (%)	"PAT margin" means profit after tax margin, which represents profit for the year as a percentage of revenue from operations.
Return on Capital Employed (RoCE) (%)	RoCE" means return on capital employed, which represents EBIT (Earnings before Interest and Tax) during the relevant year as a percentage of capital employed. Capital employed is the total of all types of capital, other equity, total borrowings, total lease liabilities and deferred tax liabilities (net) less deferred tax assets (net) as of the end of the relevant year.
Return on Net Worth (RoNW) (%)	Return on Net Worth provides how efficiently your Company generates profits from shareholders' funds.
Net Debt	Net Debt is a liquidity metric and it represents the absolute value of borrowings net of cash and cash equivalents, bank balances and other cash and cash equivalents and current investments in the Company.
Net Debt to Total Equity Ratio	Net Debt to total equity is calculated as net debt divided by total equity. Net Debt is calculated as total of non-current borrowings and current borrowings minus total of cash and cash equivalents and bank balances.
Order Book	Order Book is the value of all orders received for the piping division and heavy fabrication division which are yet to be executed as on March 31, 2024.

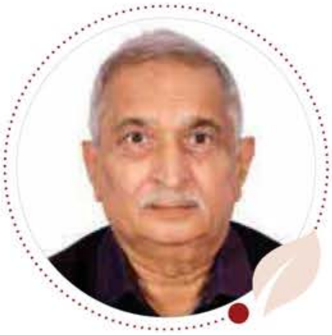
DEE piping systems

Board of Directors

Krishan Lalit Bansal is the Chairman and Managing Director of the Company. He holds a Bachelor's Degree in Mechanical Engineering from Punjab Engineering College, Chandigarh. He has been associated with the Company since its inception in 1988 and has experience in prefabricated piping systems and bio-mass power sector. He has been conferred with various awards including 'Business Leader of the Year' in 2011 and 'Lifetime Achievement Award' in 2016 by the Faridabad Industrial Association. He was also conferred with the 'Business Excellence Award' by International Study Circle and the 'Rashtriya Rattan Award' by the All-India National Unity Council for his contributions to the industry.

Ashima Bansal is a Whole-time Director of the Company. She holds a Bachelor's Degree in education from D.S. College of Education for Women, Ferozepur City, Panjab University and a Masters' Degree in arts from Panjab University. She has been associated with the Company since April 30, 2007.

Shikha Bansal is a Whole-time Director of your Company. She holds a Bachelors' Degree in commerce from University of Delhi and Masters' Degree in commerce from Himachal Pradesh University. She has been associated with the Company since December 1, 2020.



Bhisham Kumar Gupta is an Independent Director of the Company. He holds a Bachelors' of Science Degree in Engineering from Panjab University. He was previously associated with Engineers India Limited as the Executive Director.

Shilpi Barar is an Independent Director of the Company. She holds a Bachelors' Degree in Commerce from Hemwati Nandan Bahuguna Garhwal University. She was previously associated with Sita Singh & Sons Private Limited as the Head of Operations.

Ashwani Kumar Prabhakar is the Independent Director of the Company. He holds a Bachelors' of Science Degree in Engineering from Panjab University and is registered with the Institute of Cost Works Accountant of India. He was previously associated with Ministry of Defense, Kolkata, Government of India as the Director General of Ordnance Factories and Chairman of the Ordnance Factory Board.

Management Team

Pankaj Agarwal is the Chief Operating Officer of the Company, working in the customer relations department of the Company. He has been designated as a Chief Operating Officer in the customer relations department with effect from July 1, 2023. He has been associated with the Company since July 25, 1994 as the marketing manager. He is involved in the strategic, financial, and operational development of the Company.

Sameer Agarwal is the Chief Financial Officer of the Company. He has been associated with the Company since March 4, 2023. He holds a bachelors' degree in science from RMP Degree College affiliated to Kanpur University and is registered with the Institute of Chartered Accounts of India.

Shruti Aggarwal is the Vice-President (Operations) of the Company. She has been designated as a Vice-President (Operations) with effect from April 1, 2023. She holds a Bachelors' Degree in Commerce from University of Delhi and is a Chartered Financial Analyst from the Institute of Chartered Financial Analysts of India University, Tripura. She also holds a Post Graduate Diploma in Management with a specialisation in Finance from the Shri Ram Institute of Management, New Delhi. She has been associated since October 10, 2011 as a senior manager in the operations department. She is involved in the budgeting, forecasting, costing & profitability analysis and management reporting for the Company.

Charu Agarwal is the Vice President (Accounts and taxation) of the Company. She has been designated as a Vice President with effect from July 1, 2023. She holds a Bachelors' Degree in Commerce from Punjab University. and is registered with the Institute of Chartered Accountants of India. She has been associated with the Company since September 1, 2004. She is involved in strategic planning for the development of long-term goals for the Company.

Pawan Arora is the Associate Vice President, Vendor Relations Department of the Company. He has been associated with the Company since March 8, 2011 when he was designated as the head of the strategic cost control department. He holds a Bachelors' Degree in Mechanical Engineering from Lingaya's Institute of Management & Technology, Faridabad in Maharshi Dayanand University, Rohtak. He also holds a State Board Diploma in Mechanical Engineering from the Government Polytechnic, Nilokheri in the State Board of Technical Education, Haryana along with a Post Graduate Diploma in Materials Management from the Indian Institute of Materials Management, Mumbai and a Post Graduate Diploma in Management from the Management Development Institute, Gurgaon.

Ranjan Kumar Sarangi is the Company Secretary and Compliance Officer of the Company. He has been associated with the Company as a Company Secretary from February 14, 2011 and was appointed as a Compliance Officer of our Company with effect from July 12, 2023. He holds a Bachelors' Degree in Science (Honours) from Aanchal College, Padampur affiliated to Sambalpur University, Odisha and a Bachelors' Degree in Law from L. R. Law College, Sambalpur affiliated to Sambalpur University, Odisha. He is also registered with the Institute of Company Secretaries of India.

DEE piping systems

Message from the
Chairman and Managing Director

To Our Valued Stakeholders,

I am honored to address you as the Chairman of DEE Development Engineers Limited, a company that has consistently upheld its commitment to innovation, quality, and sustainable growth. As we continue to expand our horizons and solidify our position as a leader in our industry, I want to take this opportunity to reflect on our journey and share our vision for the future.

We extend our heartfelt gratitude to our investors for their unwavering support during our successful IPO, which received an overwhelming response. This important milestone is a testament to the trust our investors have placed in DDEL's vision and growth potential.

Over the past year, We have made significant strides in enhancing our operational capabilities, entering new markets, and strengthening our relationships with customers, partners, and stakeholders. Our commitment to excellence has driven us to innovate continuously, ensuring that we remain at the forefront of industry advancements while delivering unparalleled value.

As we move forward, our focus remains on sustainable growth, leveraging cutting-edge technologies, and maintaining the highest standards of corporate governance. We are dedicated to building a company that not only achieves financial success but also contributes positively to the communities we serve and the environment we all share.

The trust and support of our stakeholders have been pivotal to our success, and I want to express my deepest gratitude to our employees, customers, partners, and shareholders for their unwavering commitment to our shared goals. It is through this collective effort that DEE Development Engineers Limited has been able to achieve remarkable growth and is poised for even greater accomplishments in the future.

Looking ahead, we are excited about the opportunities that lie before us. We will continue to pursue excellence in all aspects of our business, driving innovation and delivering value to all our stakeholders. Together, we will build a stronger, more resilient, and more prosperous future for

DEE Development Engineers Limited

As we close another year at DEE Development Engineers Limited, I am pleased to share with you the strides we have made and the challenges we have navigated in the dynamic landscape of the Process piping solutions. Our commitment to excellence and innovation continues to drive our success and positions us strongly for the future.

Overview of the Year

This year has been one of strategic growth and significant achievements. Despite the challenges posed by global economic conditions, we have managed to enhance our production capabilities and expand our market presence. Our dedication to delivering high-quality process piping solutions has solidified our position as the leader in this space in India.

2. Key Achievements

Expansion of Operations: We are currently establishing the New Anjar Facility II, which will increase the combined capacity of all three Anjar facilities from 6,000 MT to 15,000 MT, bringing our total production capacity to 112,500 MT. This new facility will reduce logistics costs, enhance production efficiency, and lower manpower expenses. This expansion is crucial as it supports our growing order book and helps us meet customer demand more efficiently.

Innovation and R&D: The Company has recently started a new business vertical of design, engineering, fabrication and manufacturing of Pilot plants. These Pilot plants will cater to the R&D needs of our customers in industries such as Oil and Gas, petrochemicals, refineries, specialty chemicals, pharmaceuticals and nuclear sectors.

Sustainability Initiatives: In line with our commitment to sustainability, we have implemented various environmental initiatives aimed at reducing our carbon footprint and promoting sustainable practices throughout our operations.

3. Financial Highlights

Revenue and Profitability: We achieved a revenue growth of compared to the previous year, and our profitability margins have improved by 1.1%. These results are testament to our robust operational strategies and the hard work of our dedicated team.

Investments and Future Prospects: We have invested 125 crores in upgrading our technology and expanding our global footprint. These investments are strategic and align with our long-term growth plans.

4. Challenges and Resilience

The year also presented its challenges, including fluctuating raw material prices and evolving regulatory environments. However, our team's resilience and strategic foresight have enabled us to navigate these challenges effectively, ensuring stability and continuous growth.

5. Looking Ahead

As we move into the next fiscal year, we are focused on leveraging our strengths to explore new markets and further enhance our product lines. We remain committed to our strategic goals of innovation, quality, and sustainability, which will drive our efforts to deliver superior value to our customers and stakeholders.

Our upcoming Greenfield facility, designed around the principles of lean manufacturing, is strategically located near the kandla port and equipped with a new set of automated, high-efficiency machinery. This advanced infrastructure is expected to significantly enhance the company's profit margins.

Over the past two decades, we have cultivated a valuable customer base, comprising renowned EPC companies in the oil and gas, power, and chemical sectors. The onboarding process for new customers is extremely rigorous, often taking up to 24 months. This meticulous approach fosters enduring relationships, as customers who choose us after extensive due diligence can rely on our consistent supply and services in process piping solutions over the long term.

With our strong existing customer base and the anticipated surge in capital expenditure across the oil and gas, power (including nuclear), chemical, and process industries, we are well-positioned for significant growth in both revenue and profitability. We have already begun preemptively building infrastructure and enhancing operational capabilities to capitalize on this upswing, ensuring we are ready to meet the increasing demand from our core sectors.

6. Acknowledgements

I would like to express my sincere gratitude to our employees, customers, suppliers, and shareholders for their continued support and trust in DEE Development Engineers Limited. It is the faith in our capabilities that fuels our journey towards excellence.

Thank you for being an integral part of our story. We look forward to another exciting year ahead.

Warm regards,

Krishan Lalit Bansal
Chairman and Managing Director
DEE Development Engineers Limited

Message from the

Chief Financial Officer

Dear Shareholders,

It is with great pleasure that I present the consolidated financial results of DEE Development Engineers Limited for the financial year ended March 31, 2024. This year has been a testament to our financial strength and operational resilience, as we navigated a challenging global environment and achieved significant milestones in our growth journey. We sincerely appreciate the investor community's overwhelming support during our IPO. The primary goals of the IPO were to strengthen our working capital and reduce outstanding debt. I am pleased to report that we have made substantial progress, with ₹ 9,353.2 lakh of the net proceeds already utilized - ₹ 1,798.2 lakh directed toward working capital and ₹ 7,555.0 lakh allocated for debt repayment. This achievement positions us well for future growth and financial stability.

Our consolidated revenue for FY24 stood at 78,875.9 lakhs, demonstrating robust growth across all key sectors. The company's Profit Before Tax (PBT) reached 3,551.2 lakhs, reflecting our focus on operational efficiency and disciplined cost management. Despite the challenges posed by fluctuating raw material prices and global market uncertainties, we successfully maintained a healthy EBITDA margin of 13.0%, underscoring the effectiveness of our financial strategies. Moreover, our net cash flow from operating activities was 10,292.4 lakhs, highlighting our strong cash generation capabilities. This financial strength has allowed us to invest in key growth initiatives, enhance our product offerings, and expand our global footprint while maintaining a healthy balance sheet.

As of March 31, 2024, our order book reached ₹ 80,009.4 lakh, reflecting a 42% year-over-year growth from ₹ 56,335.3 lakh. With a robust order book and our strategy to capitalize on the anticipated increase in capital expenditure by our customer segments, we expect strong growth in both revenue and profitability in the near to medium term.

Looking forward, we remain confident in our ability to continue delivering sustainable growth and value to our shareholders. Our commitment to innovation, coupled with our strategic investments in capacity expansion, technology and business acquisition in terms of both forward and backward integration. This positions us well to capitalize on emerging opportunities in the global process piping industry by enhancing both top line and bottom line.

I would like to extend my sincere gratitude to our shareholders, Board of Directors, and the entire DEE Development Engineers Limited team for their unwavering support and dedication. Together, we will continue to drive the company towards greater heights.

Sincerely,

Sameer Agarwal
Chief Financial Officer
DEE Development Engineers Limited

Message from the

Chief Operating Officer

Dear Shareholders,

As we reflect on the past financial year, I am pleased to share the significant strides DEE Development Engineers Limited has made in both production and marketing, reinforcing our position as a leader in the process piping industry. Our relentless focus on operational excellence and customer satisfaction has yielded impressive results, contributing to the company's sustained growth.

This year, our production teams demonstrated exceptional efficiency and agility, achieving a record output across our key product lines. The strategic investments in state-of-the-art manufacturing technologies and process improvements have significantly enhanced our production capabilities, allowing us to meet the increasing demand from our global clientele. Despite the challenges posed by fluctuating raw material prices and supply chain disruptions, with our extensive experience and strategic planning we successfully maintained high production standards and delivered on our commitments to our customers.

Our marketing efforts have been equally robust, driven by a deep understanding of market trends and customer needs. We expanded our market presence in key regions, including strategic markets in Asia, the Middle East, and Europe, securing several high-value contracts. Our proactive engagement with customers, coupled with our reputation for delivering high-quality, customized solutions, has strengthened our order book, which now stands at a robust level, ensuring a strong pipeline of projects for the upcoming year.

The strength of our order book is a testament to the trust our customers place in DEE Development Engineers Limited. It reflects our ability to not only secure new business but also to foster long-term relationships with our existing clients. Our diversified product portfolio, combined with our expertise in handling complex and critical piping systems, has positioned us as a preferred partner in the industry.

Looking ahead, we are committed to further enhancing our production efficiencies, expanding our market reach, and continuing to deliver exceptional value to our customers. I am confident that with our dedicated team, innovative approach, and strong order book, we are well-equipped to achieve our growth objectives and deliver sustained success.

Thank you for your continued support.

Sincerely,

Pankaj Agarwal
Chief Operating Officer
DEE Development Engineers Limited

Company Overview
DEE Development Engineers Limited

A piping system comprises of multitude of pipes as well as in-line components like industrial pipe fittings and flanges. In an industrial setting, often equipment like pumps, heat exchangers, and valves often are considered as part of the broader piping system.

A process piping system is a specialized piping system that is exclusively used in an industrial plant for transporting input materials that goes into the actual production process. Process piping carries the raw materials or finished products to the desired location i.e., either into the reaction vessel or other containers or to the storage tanks or other equipment for further treatment or next stage reaction.

The process piping system typically consists of a network of interlinked piping system comprising different components such as pipes, tubes, pressure hoses, valves, separators, traps, flanges, fittings, gaskets, strainers, and control instruments among others which are required to regulate the movement of liquids and gases in various industries. Process piping systems are widely used across diverse industries such as chemical and pharmaceutical, oil & gas, semiconductor, paper, textiles etc. Depending on their application process piping systems may be simple and limited in scope, or extensive and complex.

This core usage separates process piping system from other types of piping systems found in an industrial plant. Hence, piping systems used for heating and cooling processes of liquids and gases, or power processing or pipework that leads to plumbing fixtures or waste-water systems, are considered as part of plumbing system, and not process piping systems.

Introduction:

The Company is a leading engineering solutions provider with a rich history of excellence, innovation, and growth. Founded with a vision to deliver world-class engineering services, DEE Development has established itself as a trusted name in the industry, renowned for its commitment to quality, sustainability, and customer satisfaction.

Core Business:

At its core, DDEL specializes in the design, engineering, and fabrication of complex piping systems, pressure vessels, and heat exchangers. The company serves a diverse range of industries, including power generation, oil and gas, petrochemicals, refineries, and infrastructure development. With decades of experience, DDEL has developed a reputation for delivering high-quality, custom-engineered solutions that meet the specific needs of its clients.

Mission:

Our mission is to be the partner of choice for global engineering solutions, delivering excellence through innovation, sustainable practices, and a relentless focus on customer satisfaction.

Vision:

To lead the industry in engineering solutions by driving innovation, expanding our global footprint, and contributing to a sustainable future.

Core Values:

1. **Integrity:** Upholding the highest ethical standards in all our operations.
2. **Innovation:** Continuously seeking new ways to solve challenges and add value.
3. **Excellence:** Striving for perfection in every project and every interaction.
4. **Sustainability:** Committing to practices that protect the environment and benefit society.
5. **Customer Focus:** Ensuring that our clients' needs are at the center of everything we do.

Key Services:

1. **Piping Engineering and Fabrication:** DEE Development Engineers Limited offers comprehensive piping solutions, including design, engineering, and fabrication. The company's expertise in handling complex piping systems ensures that clients receive efficient and reliable solutions tailored to their specific requirements.

2. **Pressure Vessels and Heat Exchangers:** DEE Development specializes in the design and fabrication of pressure vessels and heat exchangers, adhering to the highest standards of safety and performance. These products are critical to the operation of various industrial processes, and DDEL is known for its ability to deliver customized, high-quality solutions.
3. **Turnkey Solutions:** Beyond individual products and services, DEE Development Engineers Limited provides end-to-end turnkey solutions, managing projects from conception through to completion. This integrated approach allows clients to benefit from seamless project execution, ensuring timelines and budgets are met without compromising on quality.

Global Presence:

With a global footprint, DEE Development Engineers Limited serves clients across multiple continents, including Asia, Europe, the Middle East, and the Americas. The company's extensive network of offices, manufacturing facilities, and partnerships enables it to deliver world-class engineering solutions to a diverse clientele, regardless of location.

Sustainability Commitment:

DEE Development is committed to sustainability, not only in its operations but also in the solutions it provides. The company invests in green technologies, adopts energy-efficient practices, and designs products that reduce environmental impact. By aligning with global sustainability goals, DEE Development Engineers Limited is playing its part in building a more sustainable future.

Quality Assurance:

Quality is at the heart of DDEL operations. The company's stringent quality control processes, backed by internationally recognized certifications, ensure that every product and service meets the highest standards. This commitment to quality has earned DEE Development Engineers Limited the trust and loyalty of clients around the world.

Workforce:

DEE Development Engineers Limited is powered by a team of highly skilled professionals, including engineers, designers, project managers, and technical experts. The company invests heavily in training and development, ensuring that its workforce remains at the cutting edge of industry advancements. This focus on human capital is a key driver of the company's success.

Corporate Governance:

DEE Development Engineers Limited is committed to maintaining the highest standards of corporate governance. The company operates with transparency, accountability, and integrity, ensuring that its business practices align with the best interests of all stakeholders. This approach not only strengthens the company's reputation but also fosters long-term relationships with clients, partners, and investors.

Conclusion:

DEE Development Engineers Limited stands as a beacon of excellence in the engineering industry. With a steadfast commitment to innovation, quality, and sustainability, the company is well-positioned to continue its growth trajectory, leading the way in delivering world-class engineering solutions to clients around the globe.

Growth Strategy of
DEE Development Engineers Limited

1. **Expanding Market Presence**

   DDEL Company aims to strengthen its market presence by expanding into new geographical regions and industry sectors. The focus will be on leveraging the company's established reputation for quality and innovation to enter emerging markets and underserved areas. This expansion will be supported by strategic partnerships and joint ventures with local and international players, enabling DEE Development to gain market share and establish a strong foothold in new territories.

2. **Diversification of Service Portfolio**

   To reduce dependence on any single market or product line, DEE Development will diversify its service portfolio. This includes expanding offerings in high-growth sectors such as renewable energy, infrastructure development, and advanced engineering solutions. By broadening its range of services, DEE Development will better meet the evolving needs of its clients and tap into new revenue streams.

3. **Investment in Research and Development (R&D)**

   Innovation is at the core of DEE Development's growth strategy. The company will continue to invest in R&D to develop cutting-edge engineering solutions that meet the highest standards of efficiency and sustainability. By fostering a culture of continuous improvement and technological advancement, DEE Development aims to maintain its competitive edge and drive long-term growth.

4. **Strengthening Operational Efficiency**

   Improving operational efficiency is crucial for sustaining growth in a competitive market. DEE Development will focus on streamlining processes, optimizing resource allocation, and adopting advanced technologies such as automation and digitalization. These initiatives will help reduce costs, increase productivity, and enhance the overall quality of service delivery.

5. **Enhancing Human Capital**

   The success of DEE Development is built on the expertise and dedication of its workforce. The company will continue to invest in employee development through training programs, leadership development initiatives, and a focus on attracting and retaining top talent. By fostering a dynamic and inclusive work environment, DEE Development will ensure that it has the skilled workforce needed to drive its growth ambitions.

6. **Focus on Sustainability**

   As global attention shifts toward sustainability, DEE Development Engineers Limited is committed to integrating sustainable practices into all aspects of its operations. This includes adopting green technologies, minimizing the environmental impact of projects, and promoting energy efficiency. By aligning with global sustainability trends, DEE Development will not only contribute to a better world but also enhance its reputation and attract environmentally conscious clients.

7. **Strategic Acquisitions and Alliances**

   To accelerate growth, DEE Development will pursue strategic acquisitions of companies that complement its existing capabilities and enhance its market position. Additionally, forming alliances with key industry players will allow DEE Development to access new technologies, expand its client base, and explore innovative business models.

8. **Strengthening Client Relationships**

   DEE Development Engineers Limited recognizes the importance of strong client relationships in driving growth. The company will enhance its client engagement strategies by offering personalized solutions, improving service responsiveness, and maintaining high levels of client satisfaction. By building long-term partnerships, DEE Development will ensure repeat business and generate valuable referrals.

9. **Financial Management and Risk Mitigation**

   To support its growth initiatives, DEE Development will maintain robust financial management practices, ensuring a strong balance sheet and prudent capital allocation. The company will also implement comprehensive risk management strategies to mitigate potential challenges, such as market volatility, regulatory changes, and project-specific risks.

10. **Commitment to Corporate Governance**

    Adhering to the highest standards of corporate governance is essential for sustaining investor confidence and ensuring long-term success. DEE Development Engineers Limited will continue to uphold transparency, accountability, and ethical practices in all its operations, aligning with the expectations of its stakeholders and regulatory bodies.

    DDEL is commitment to innovation is not just a guiding principle but the very foundation upon which we build our future. As we navigate an increasingly complex and dynamic global landscape, our ability to innovate today is what empowers us to lead tomorrow. This philosophy drives every aspect of our business, from the solutions we develop to the way we engage with our stakeholders.

Embracing Innovation

Innovation at DEE Development Engineers Limited is more than just a buzzword—it's a strategic imperative. We understand that in a rapidly changing world, the ability to adapt and evolve is crucial for sustained success. Our approach to innovation is holistic, encompassing technology, processes, and business models, all aimed at delivering superior value to our clients and partners.

1. **Technological Advancement:** We continuously invest in cutting-edge technologies that enhance our engineering capabilities and enable us to deliver projects with greater efficiency, precision, and sustainability. From leveraging advanced simulation tools to adopting the latest in automation and

digitalization, our technological innovations are at the heart of our competitive edge.

2. **Process Optimization:** Innovation is also about improving the way we work. By optimizing our processes, we not only enhance productivity but also ensure that our projects are executed with the highest standards of quality and safety. Our commitment to process excellence is reflected in our rigorous project management methodologies, lean operational practices, and continuous improvement initiatives.
3. **Sustainable Solutions:** As global challenges like climate change and resource scarcity become more pressing, DEE Development Engineers Limited is leading the way in developing sustainable engineering solutions. Our focus on green technologies and eco-friendly practices ensures that we contribute positively to the environment while meeting the evolving needs of our clients.

Leading Tomorrow

Our leadership is defined by our vision for the future—a future where DEE Development Engineers Limited continues to be a trusted partner, a responsible corporate citizen, and a pioneer in the engineering industry.

1. **Visionary Leadership:** Leading tomorrow requires foresight and the ability to anticipate industry trends and challenges. Our leadership team is committed to steering DEE Development towards new opportunities, while staying true to our core values of integrity, excellence, and customer satisfaction.
2. **Strategic Growth:** Our growth strategy is designed to ensure long-term success. By expanding into new markets, diversifying our service offerings, and pursuing strategic partnerships, we are positioning DEE Development Engineers Limited to be a leader not just in today's market, but in the markets of the future.

3. **Talent Development:** Our people are our greatest asset, and we are dedicated to nurturing their potential. Through continuous learning, leadership development, and a culture of innovation, we empower our employees to be the innovators and leaders of tomorrow.
4. **Corporate Responsibility:** Leading tomorrow also means taking responsibility for the impact we have on society and the environment. DEE Development Engineers Limited is committed to upholding the highest standards of corporate governance, ethical practices, and community engagement. We believe that by acting responsibly today, we are building a better tomorrow for all.

Conclusion

Your Company commitment is to "Innovating Today and Leading Tomorrow" is more than a slogan—it's our promise. A promise to our clients, our partners, our employees, and the communities we serve. As we look to the future, we are confident that our relentless pursuit of innovation, coupled with our strategic vision and commitment to excellence, will ensure that we continue to lead the way in the engineering industry.

Together, we are not just building projects; we are building the future.

DEE
piping systems

Operating Environment of
DEE Development Engineers Limited

1. **Industry Landscape:**

   DDEL Company operates within the global engineering and construction industry, which is characterized by its dynamic nature and the need for continuous innovation. The industry serves a broad range of sectors including oil and gas, power generation, petrochemicals, infrastructure, and heavy industry, each with its own set of demands and challenges. The global market for engineering services is influenced by factors such as technological advancements, regulatory changes, economic cycles, and evolving customer needs.

2. **Market Dynamics:**

   The market environment in which DEE Development operates is increasingly competitive, driven by the entry of new players, advancements in technology, and changing client expectations. The demand for customized and highly specialized engineering solutions is growing, requiring companies to adopt flexible and innovative approaches. Additionally, market dynamics are shaped by fluctuations in commodity prices, particularly in the oil and gas sector, which can significantly impact project timelines and investment decisions.

3. **Regulatory Environment:**

   The regulatory environment is a critical aspect of DEE Development's operations. The company must adhere to a wide range of international, national, and local regulations, including those related to safety, environmental protection, and industry-specific standards. Compliance with these regulations is essential for maintaining operational licenses, avoiding legal liabilities, and ensuring the safety of both employees and the communities in which the company operates.

   Key regulatory considerations include:

   - **Environmental Regulations:** These govern emissions, waste management, and the overall environmental impact of engineering projects. DEE Development must ensure that its operations are in full compliance with environmental standards to avoid penalties and protect its reputation.
   - **Safety Standards:** Engineering projects often involve complex and potentially hazardous operations. Compliance with occupational health and safety regulations is paramount to prevent accidents and ensure the well-being of the workforce.
   - **Industry-Specific Standards:** Each sector served by DEE Development, such as oil and gas or power generation, has its own set of technical and safety standards. Adherence to these standards is necessary for the successful completion of projects and for securing contracts in competitive tenders.

4. **Technological Environment:**

   Technology plays a pivotal role in the operating environment of DEE Development Engineers Limited The company's ability to deliver innovative and efficient solutions is heavily influenced by the adoption of advanced technologies. Key technological trends impacting the industry include:

   - **Automation and Digitalization:** The integration of automation tools, digital twins, and advanced software for design and project management enhances productivity, reduces errors, and shortens project timelines.
   - **Sustainable Technologies:** With the growing emphasis on sustainability, DEE Development invests in green technologies that reduce the environmental impact of its projects. This includes energy-efficient designs, renewable energy solutions, and sustainable materials.
   - **Data Analytics and AI:** The use of data analytics and artificial intelligence enables DEE Development to optimize operations, predict project risks, and improve decision-making processes.

5. **Economic Environment:**

   The economic environment is a key determinant of DEE Development's operating conditions. Global and regional economic trends, such as GDP growth, inflation rates, and currency fluctuations, can impact the company's cost structures, pricing strategies, and overall demand for services. Additionally, the availability of capital for large-scale infrastructure and industrial projects influences the volume of contracts and the pace at which projects are initiated.

6. **Competitive Environment:**

   DEE Development Engineers Limited operates in a highly competitive market, with competition coming from both large multinational engineering firms and specialized regional players. To remain competitive, DEE Development focuses on differentiating itself through quality, innovation, and customer service. The company's ability to win and retain clients depends on its reputation for delivering complex projects on time, within budget, and to the highest standards of quality.

7. **Social and Cultural Environment:**

   The social and cultural environment also influences DEE Development's operations, particularly in terms of workforce management and client relations. The company operates in diverse geographic regions, each with its own cultural norms, labour practices, and expectations. Understanding and respecting these differences is essential for successful project execution and for maintaining strong relationships with local stakeholders.

8. **Environmental and Sustainability Concerns:**

   The growing global focus on sustainability and environmental stewardship has a significant impact on the operating environment of DEE Development Engineers Limited Clients and regulatory bodies increasingly demand that engineering projects minimize environmental impact and contribute positively to societal goals. DEE Development responds to these concerns by integrating sustainability into its project designs and operations, ensuring that its solutions are not only effective but also environmentally responsible.

9. **Geopolitical Factors:**

   Geopolitical factors can influence DEE Development's operations, particularly in regions prone to political instability or regulatory uncertainty. Changes in government policies, trade restrictions, and political conflicts can affect project timelines, costs, and the ability to operate in certain markets. The company must stay vigilant to these risks and develop strategies to mitigate their impact.

10. **Workforce and Talent Management:**

    The availability and quality of skilled labour are critical to DEE Development's success. The company operates in an industry that relies heavily on specialized engineering talent. Ensuring a continuous supply of qualified professionals, through training and development programs, as well as by attracting top talent, is vital for maintaining operational excellence.

    This overview of the operating environment provides a comprehensive look at the various external factors that influence DEE Development Engineers Limited It highlights the complexities and challenges the company faces, as well as the strategies it employs to navigate and thrive in this environment. This analysis can be tailored further with specific data and examples relevant to DEE Development's current operations and strategic goals.

DEE piping systems

Business Model of
DEE Development Engineers Limited

DDEL operates under a business model that integrates engineering expertise, customer-centric services, and strategic partnerships to deliver high-quality solutions in the engineering and construction sectors. Below is an overview of the key components of the business model:

1. **Value Proposition:**

   DEE Development Engineers Limited offers a unique value proposition centered around delivering customized, high-quality engineering solutions. The company's value proposition includes:

   - **Engineering Excellence:** Providing top-tier engineering design, fabrication, and project management services, ensuring that projects meet the highest standards of safety, efficiency, and performance.
   - **Customization:** Offering tailored solutions that address the specific needs and challenges of each client, whether in the oil and gas sector, power generation, petrochemicals, or infrastructure.
   - **Sustainability:** Incorporating sustainable practices and green technologies in all projects to minimize environmental impact and support clients' sustainability goals.
   - **Reliability:** Ensuring on-time delivery and adherence to budget constraints, backed by robust project management capabilities.

2. **Revenue Streams:**

   DEE Development Engineers Limited generates revenue through several key streams:

   - **Project-Based Contracts:** The primary revenue stream comes from project-based contracts in which DEE Development is engaged to design, engineer, fabricate, and install complex piping systems, pressure vessels, heat exchangers, and other industrial components. These contracts are typically negotiated on a fixed-price or cost-plus basis.
   - **Turnkey Solutions:** DEE Development offers end-to-end turnkey solutions, managing entire projects from initial design through to final commissioning. This comprehensive service offering attracts premium pricing and allows the company to capture value across multiple stages of the project lifecycle.
   - **Maintenance and After-Sales Services:** Ongoing maintenance and after-sales support services provide a recurring revenue stream. DEE Development's commitment to long-term client relationships is reinforced through these services, ensuring continued operational efficiency and extending the lifespan of the installed systems.
   - **Consulting and Advisory Services:** DEE Development also offers consulting and advisory services, leveraging its extensive engineering expertise to assist clients in planning, designing, and optimizing their industrial operations.

3. **Key Activities:**

   The key activities that drive DEE Development's business model include:

   - **Engineering and Design:** Developing detailed engineering designs tailored to client specifications, incorporating the latest technologies and best practices to ensure optimal performance and safety.
   - **Fabrication and Manufacturing:** Operating state-of-the-art fabrication facilities where key components such as piping systems, pressure vessels, and heat exchangers are manufactured to exacting standards.
   - **Project Management:** Managing all aspects of project execution, from procurement and logistics to on-site installation and commissioning. This includes coordinating with suppliers, subcontractors, and clients to ensure timely and cost-effective project delivery.
   - **Quality Assurance:** Implementing rigorous quality control measures throughout the project lifecycle to ensure that all deliverables meet or exceed industry standards and client expectations.
   - **R&D and Innovation:** Investing in research and development to drive innovation in engineering solutions, enabling DEE Development to stay ahead of industry trends and offer cutting-edge technologies to its clients.

4. **Key Resources:**

   The resources critical to DEE Development's success include:

   - **Human Capital:** A highly skilled workforce of engineers, designers, project managers, and technical specialists is central to the company's ability to deliver complex projects and maintain high standards of quality.

- **Manufacturing Facilities:** Advanced fabrication and manufacturing facilities equipped with the latest technology, enabling the production of high-quality, precision-engineered components.
- **Intellectual Property and Expertise:** Proprietary engineering methodologies, innovative design processes, and deep industry knowledge form the backbone of DEE Development's competitive advantage.
- **Strategic Partnerships:** Long-standing relationships with suppliers, subcontractors, and technology partners are essential for securing high-quality materials, innovative technologies, and reliable services.
- **Financial Resources:** A strong balance sheet and access to capital markets ensure that DEE Development can finance large-scale projects and invest in growth opportunities.

5. Key Partnerships:

DEE Development Engineers Limited maintains key partnerships that enhance its capabilities and expand its market reach:

- **Suppliers:** Strong relationships with suppliers of raw materials, components, and specialized equipment ensure that DEE Development can consistently meet quality and delivery standards.
- **Technology Partners:** Collaborations with technology providers allow DEE Development to integrate the latest innovations into its projects, offering clients cutting-edge solutions.
- **Subcontractors:** Partnerships with reliable subcontractors for specialized services (e.g., electrical work, site construction) are crucial for the seamless execution of turnkey projects.
- **Clients:** Long-term relationships with key clients provide a steady stream of business and opportunities for collaboration on multiple projects over time.

6. Customer Segments:

DEE Development serves a diverse range of customer segments across various industries:

- **Oil and Gas:** Major oil and gas companies that require specialized engineering solutions for exploration, production, refining, and transportation.
- **Power Generation:** Power plants and energy companies that need custom-engineered systems to enhance efficiency, safety, and environmental compliance.
- **Petrochemicals and Refineries:** Facilities that process and refine chemicals and fuels, requiring complex piping and pressure systems.

7. Cost Structure:

The cost structure of DEE Development Engineers Limited is characterized by the following major expenses:

- **Material and Equipment Costs:** Raw materials and specialized equipment are a significant portion of the cost, influenced by market prices and project specifications.
- **Labor Costs:** Wages, benefits, and training for a highly skilled workforce represent a substantial cost, essential for maintaining the company's engineering excellence.
- **Operational Overheads:** Costs associated with running fabrication facilities, including energy, maintenance, and logistics.
- **Quality Assurance and Compliance:** Expenses related to ensuring that all projects meet strict quality and regulatory standards.

8. Customer Relationships:

DEE Development Engineers Limited builds and maintains strong, long-term relationships with its clients through:

- **Consultative Sales Approach:** Engaging clients early in the project lifecycle to understand their specific needs and offer tailored solutions.
- **After-Sales Support:** Providing ongoing maintenance, training, and support services to ensure that clients continue to receive value long after project completion.
- **Transparency and Communication:** Maintaining open and honest communication with clients throughout the project to build trust and ensure satisfaction.

Corporate Information

Board of Directors

Mr. Krishan Lalit Bansal	Chairman and Managing Director
Mrs. Ashima Bansal	Whole Time Director
Mrs. Shikha Bansal	Whole Time Director
Mr. Bhisham Kumar Gupta	Independent Director
Mrs. Shilpi Barar	Independent Director
Mr. Ashwani Kumar Prabhakar	Independent Director

Audit Committee

Mr. Ashwani Kumar Prabhakar	Chairperson
Mr. Krishan Lalit Bansal	Member
Mr. Bhisham Kumar Gupta	Member
Mrs. Shilpi Barar	Member

Nomination and Remuneration Committee

Mrs. Shilpi Barar	Chairperson
Mr. Ashwani Kumar Prabhakar	Member
Mr. Bhisham Kumar Gupta	Member

Stakeholders Relationship Committee

Mrs. Shilpi Barar	Chairperson
Mr. Krishan Lalit Bansal	Member
Mrs. Ashima Bansal	Member

Risk Management Committee

Mr. Krishan Lalit Bansal	Chairperson
Mr. Ashwani Kumar Prabhakar	Member
Mrs. Shilpi Barar	Member

Corporate Social Responsibility Committee

Mr. Krishan Lalit Bansal	Chairperson
Mrs. Shilpi Barar	Member
Mrs. Ashima Bansal	Member

Initial Public Offer Committee

Mr. Krishan Lalit Bansal	Chairperson
Mrs. Ashima Bansal	Member
Mrs. Shikha Bansal	Member

Chief Financial Officer

Mr. Sameer Agarwal

Company Secretary and Compliance Officer

Mr. Ranjan Kumar Sarangi

CIN

L74140HR1988PLC030225

Registered Office

Unit 1, Prithla-Tatarpur Road Village Tatarpur,
Palwal, Faridabad, Haryana, 121102

Auditors

S.R. Batliboi & Co. LLP
6th Floor, Plot, 67, Sector 44 Rd, Institutional Area,
Sector 44, Gurugram, Haryana 122003

Registrar and Transfer Agent

Link Intime India Pvt. Ltd,
C 101, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai 400083

Bankers

Bank of India (Lead Bank)
HDFC Bank
Export-Import Bank of India
Yes Bank Limited
Punjab National Bank
Union Bank of India
IndusInd Bank Limited
Bandhan Bank Limited
CSB Bank
Kotak Mahindra Bank Limited

Stock Exchange Listed

National Stock Exchange of India Limited,
Mumbai
BSE Limited, Mumbai

DEE DEVELOPMENT ENGINEERS LIMITED

(CIN: L74140HR1988PLC030225)

Registered Office: Unit-1, Prithla-Tatarpur Road Village Tatarpur, Palwal, Faridabad, Haryana, 121102

Telephone : 01275-248345

Website: www.deepiping.com; **E-mail:** secretarial@deepiping.com

NOTICE OF 35TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirty-Fifth (35th) Annual General Meeting of DEE Development Engineers Limited **("the Company")** will be held on Friday, September 27th, 2024, at 01:00 P.M. (IST) at the registered office of the Company at **Unit 1, Prithla-Tatarpur Road Village Tatarpur, Palwal, Faridabad, Haryana, 121102**, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2024 and the Reports of the Board of Directors and Statutory Auditors thereon
2. To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2024 and the Report of the Statutory Auditors thereon.
3. To appoint a Whole Time Director in place of Mrs. Shikha Bansal (DIN: 02712175), who retires by rotation, and being eligible, offers herself for re-appointment.
4. To appoint a Whole Time Director in place of Mrs. Ashima Bansal (DIN: 01928449), who retires by rotation, and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

5. Ratification of remuneration of Cost Auditor for the Financial Year 2024-25.

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

"RESOLVED THAT pursuant to the provisions of Section 148 and any other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or amendment (s) thereto or re-enactment(s) thereof, for the time being in force), consent of the members is hereby accorded to ratify remuneration of ` 1.30 Lacs (Rupees One Lac Thirty Thousand only) plus GST & out of pocket expenses upto a maximum of ` 0.30 Lacs (Rupees Thirty Thousand only) payable to M/s JSN & Co., Cost Accountants having PAN: AAJFJ5269M and Firm Registration Number: 000455., appointed by the Board of Directors as Cost Auditors of the Company to conduct the audit of cost records of the Company for the financial year 2024-25."

6. Ratification of "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan").

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

"**RESOLVED THAT** the special resolution passed by the members at the Annual General Meetings held on 23rd September, 2023 prior to initial public offering ("IPO") of equity shares by the Company pursuant to the provisions of Section 62(1)(b) and other applicable provisions of the Companies Act, 2013 ("the Act"), read with the Companies (Share Capital and Debentures) Rules, 2014 (the "**Companies SCD Rules**"), the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEB Regulations"), the rules and regulations framed thereunder and any rules, circulars, notifications, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the provisions of any regulations/ guidelines prescribed by the Securities and Exchange Board of India ("SEBI") and other applicable laws for the time being in force (including any amendment thereto or modification(s) or re-enactment(s) thereof from time-to-time) and subject to any applicable approval(s), consent(s), permission(s) and sanction(s) of any authority(ies) including condition(s) and modification(s) as may be prescribed or imposed by such authority(ies) while granting such approval(s), consent(s), permission(s) and sanction(s), and the acceptance of such condition(s) or modification(s) by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Board Committee, including the Nomination & Remuneration Committee of the Board ("**NRC**"), which the Board has constituted to exercise its powers, including the powers, conferred by this resolution read with Regulation 5 of SEBI SBEB Regulations), "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan"), be and is hereby ratified within the meaning of Regulation 12 of SBEB Regulations and the consent of the Members be and is hereby accorded to the Board and Nomination and Remuneration Committee of the Board ("NRC") to create, offer, grant, issue, vest, allot such number of options which shall not exceed 26,51,957 (Twenty-Six Lakhs Fifty One Thousands Nine Hundred and Fifty Seven Only) exercisable into Equity Shares (of face value of ` 10/-) not exceeding 26,51,957 (Twenty-Six Lakhs Fifty One Thousands Nine Hundred and Fifty Seven Only) in one or more tranches, from time-to-time, to the employees of the Company, working in India, present or future, as may be decided by the Board and NRC and permitted under the SBEB Regulations but does not include an employee who is a promoter or a person belonging to the promoter group ("Eligible Employees"), with each option giving a right, but not an obligation, to the Eligible Employees and that the grant of options, vesting and exercise thereof shall be in and on such terms and conditions, as may be determined by the Board in accordance with the provisions of the "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023"/"Plan"), the accounting policies, SBEB Regulations and in due compliance with the applicable laws and regulations in force."

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorized to issue and allot equity shares upon exercise of options from time-to-time in accordance with the "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan")" and the shares so issued shall rank pari passu in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to make any modifications/ changes revisions in the Plan or suspend/ withdraw/ revive the Plan as deem fit, from time-to-time, provided that the same is in conformity with the Companies Act 2013 and the rules made thereunder and SEBI SBEB Regulations, as amended, the Memorandum and Articles of Association of the Company and any other applicable laws, rules and regulations thereunder and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper including taking all the necessary steps for listing of the equity shares allotted on the Stock Exchanges as per the terms and conditions of the listing agreement with the concerned Stock Exchanges, and to settle all questions, difficulties or doubts that may arise in relation to the implementation, administration and evolution of the Plan.

7. **Ratification of the extension of the benefits under the "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan") to the employees of subsidiary companies of the Company:**

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

"**RESOLVED THAT** pursuant to applicable provisions of Section 62(1)(b) of the Companies Act, 2013 ("Act"), Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, and SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB Regulations") and other applicable provisions of the Act for the time being in force and as may be modified from time-to-time, and such other laws, rules and regulations (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force) as may be applicable ("Applicable Laws"), the relevant provisions of the Memorandum of Association and Articles of Association of Dee Development Engineers Ltd ("the Company") and further subject to such other approvals, consent, permissions and sanctions as may be necessary from the appropriate authorities or bodies and subject to such conditions and modifications as may be prescribed or imposed by the relevant authorities, the extension of the "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan")" details of which are set out in the explanatory statement annexed hereto), as approved by the Members of the Company on 23rd September, 2023, prior to the listing of equity shares of the Company on the BSE Limited and the National Stock Exchange of India Limited to the eligible employees of subsidiary companies in India(as defined in the Act) be and is hereby ratified and approved within the meaning of SEBI SBEB Regulations, along with the consent accorded to the Board of Directors of the Company ("Board" which expression shall also include the Nomination and Remuneration Committee or any other Committee constituted/to be constituted by the Board in line with the SEBI SBEB Regulations) to create, offer, grant, issue and allot in one or more tranches under the "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan")" at any time to or for the benefit of the eligible employees of subsidiary companies in India (as defined in the Act) such number of employee stock options ("ESOPs") exercisable into equity shares of the Company not exceeding 26,51,957 (Twenty-Six Lakhs Fifty One Thousands Nine Hundred and Fifty Seven Only) employee stock options ("ESOPs"), corresponding to 26,51,957 (Twenty-Six Lakhs Fifty One Thousands Nine Hundred and Fifty Seven Only) equity shares of the Company, under the "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan")" and, at such price as may be fixed or determined by the Board in accordance with the Act and other Applicable Laws.

By Order of the Board
For DEE Development Engineers Limited

Sd/-
Ranjan Kumar Sarangi
Company Secretary and
Compliance Officer
Membership No.: F8604
Unit 1, Prithla-Tatarpur Road,
Village Tatarpur, Palwal,
Faridabad, Haryana, 121102

Date: August 14, 2024
Place: Village Tatarpur, Palwal

NOTES

1. A Statement setting out material facts pursuant to the provisions of Section 102(1) of the Companies Act, 2013 (the “Act”) in respect of special businesses set out at Item no. 5 to 7 of the Notice is annexed hereto. Further, details of Directors whose re-appointment/ appointment is/are proposed pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, respectively and Secretarial Standards on General Meeting (SS-2) is also appended hereto.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than 10 percent of paid-up share capital of the Company. However, a member holding more than 10 percent of the total share capital of the Company may appoint a single person as proxy provided that such person shall not act as proxy for any other person or member. A Proxy Form is annexed to this notice.

3. If a Proxy is appointed for more than fifty (50) Members, he/she shall choose any fifty (50) Members and confirm the same to the Company before the commencement of period specified for inspection of proxy lodged. In case the Proxy fails to do so, the Company shall consider only the first fifty proxies received as valid.

4. The form of proxy to be effective shall be duly completed and deposited at the Registered Office of the Company **not less than 48 hours** before the commencement of the meeting. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days’ written notice is given to the Company.

5. An instrument of Proxy duly filled, stamped, and signed is valid only for this Annual General Meeting including any adjournment thereof.

6. Corporate/ Institutional Members are entitled to appoint authorized representatives to attend the AGM on their behalf and cast votes through remote e-voting or at the AGM. Corporate/Institutional Members intending to authorize their representatives to participate and vote at the Meeting are requested to send a certified copy of the Board Resolution / Authorization letter to the Company at secretarial@deepiping.com, authorizing its representative(s) to attend and vote on their behalf at the Meeting, pursuant to Section 113 of the Act.

7. Members/Proxies/Representatives are requested to bring the attendance slip, annexed herewith, for attending the meeting, duly completed, and signed mentioning therein details of their DP ID and Client ID/ Folio No.

8. In case of joint holders attending the Meeting, only such a joint holder whose name appears as the first holder in the Register of Members will be entitled to vote at the Meeting.

9. The relevant documents referred to in the Notice are available for inspection by the members at the Registered Office of the Company during business hours on any working day (i.e., except Saturdays, Sundays & Public Holidays) between 10.00 a.m. IST to 5.00 p.m. IST up to the date of the Meeting.

10. Members who have not registered their e-mail address so far are requested to register their e-mail address with Depository Participant/ Registrar and Transfer Agents for receiving all the communications including

Annual Reports, Notices, etc. in electronic mode.

11. Rule 3 of Companies (Management and Administration) Rules, 2014 (as amended) prescribes that Register of Members should include details pertaining to e-mail, PAN/CIN, UID, Occupation, Status and Nationality. We request all the Members of the Company to update the said details with their respective depository participants in case of shares held in electronic form and with the Company's Registrar and Transfer Agents in the case of physical holding.

12. **Book Closure:** The Register of Members and the Share Transfer Books of the Company will remain closed from **21st September, 2024 to 27th September, 2024 (both days inclusive)**

13. The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 03, 2021, in Form ISR-1. The Form ISR-1 is also available on the website of the Company at www.deepiping.com of the Members holding shares of the Company in physical form is invited to go through and submit the said Form ISR–1.

14. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB /P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim form Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition.

    Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR–4, the format of which is available on the Company's website under the weblink at www.deepiping.com. It may be noted that any service request can be processed only after the folio is KYC compliant. SEBI vide its notification dated January 24, 2022, has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization. Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

15. The Register of Directors and Key Managerial Persons and their shareholding maintained under Section 170 of the Act and Register of Contract maintained under Section 189 of the Companies Act and relevant documents referred in the Notice will be available for inspection without any fee from the date of circulation of this Notice up to the date of AGM i.e., September 27th, 2024.

16. **Route Map:** Since this AGM is held physically, Route Map showing the location of and directions to reach the venue of the 35th AGM is attached, pursuant to Secretarial Standard-2 on General Meetings.

    In compliance with the provisions of Section 108 of the Companies Act, 2013, Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the businesses may be transacted through e-voting services. The facility of casting votes by the members using an electronic voting system from a place other than the venue of the AGM ("remote e-voting") would be provided by NSDL.

    Further, Members who have not casted their vote through e-voting are provided with facility to vote at the AGM through ballot papers.

17. Pursuant to SEBI Circular No. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

    However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/web sites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the e-voting service providers, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process. 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.

18. The resolutions as set out in this Notice are being conducted through e-voting. The said resolutions will not be decided by show of hands at the AGM. The members can opt for only one mode of voting i.e., either by remote e-voting or by electronic ballot at the meeting. The members who have cast their vote by remote e-voting are eligible to attend the AGM but shall not be entitled to cast their vote again.

Further, Members who have not casted their vote through e-voting are provided with facility to vote at the AGM through ballot papers.

19. In this Notice and Annexure(s) thereto the terms "Shareholders" and "Members" are used interchangeably.

20. Instructions for Members for remote e-voting are as under:

i) The remote e-voting period commences on **Tuesday, 24th September 2024 (9.00 A.M. IST) and ends on Thursday, 26th September, 2024 (5.00 P.M. IST) (both days inclusive)**. During this period, Members holding shares, as on the **Cutoff date i.e., Friday, 20th September, 2024**, may cast their vote electronically. Once the vote on a resolution is cast by the Member, he / she / it shall not be allowed to change it subsequently.

The e-voting module shall be disabled by NSDL for voting thereafter.

During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, may cast their vote electronically.

BRIEF STEPS FOR REMOTE E-VOTING ARE GIVEN BELOW FOR THE INFORMATION OF THE MEMBERS.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on Tuesday, 24th September, 2024 at 09:00 A.M. and ends on Thursday, 26th September, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday 20th September, 2024 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday 20th September, 2024.

How do I vote electronically using NSDL e-Voting system?

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

Type of shareholders	Login Method
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	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.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

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

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

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

4. Your User ID details are given below :

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

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

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

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

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

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

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

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.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 on NSDL e-Voting system.

How to cast your vote electronically 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 is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to pragnyap.pradhan@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

   In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to (Mrs. Pallavi Mhatre, Senior Manager) at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to secretarial@deepiping.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to secretarial@deepiping.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.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.

By Order of the Board
For DEE Development Engineers Limited

Sd/-
Ranjan Kumar Sarangi
Company Secretary and
Compliance Officer
Membership No.: F8604
Unit 1, Prithla-Tatarpur Road,
Village Tatarpur, Palwal,
Faridabad, Haryana, 121102

Date: August 14, 2024
Place: Village Tatarpur, Palwal

EXPLANATORY STATEMENT AS REQUIRED BY SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT"), THE FOLLOWING EXPLANATORY STATEMENT SETS OUT ALL MATERIAL FACTS RELATING TO THE BUSINESS MENTIONED UNDER ITEM NO. 5, 6 AND 7 OF THE ACCOMPANYING NOTICE:

Item No. 5

Ratification of remuneration of Cost Auditor for the Financial Year 2024-25

The Board of Directors at its meeting held on 14th August, 2024 appointed M/s JSN & Co., Cost Accountants to audit the cost records of the Company for the year ending 31st March 2025. At the same meeting, the Board of Directors approved a remuneration of ` 1.30 Lacs (Rupees One Lac Thirty Thousand Only) plus GST & out of pocket expenses upto a maximum of ` 0.30 Lacs (Rupees Thirty Thousand only).

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014, the remuneration payable to the cost auditors shall be approved by the Board of Directors and subsequently ratified by the members of the Company. Accordingly, the remuneration payable to M/s JSN & Co., Cost Accountants, for conducting the cost audit for the year 2024-25, as approved by the Board of Directors, is being placed before the members for ratification.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned with or interested in, financially or otherwise, in passing the proposed resolution set out in item no.5.

The Board recommends the Resolution set forth at item no. 5 of the Notice for approval of the Members by way of an Ordinary Resolution.

Item No. 6 and 7

The members of the Company at the Annual General Meeting(s) held on 23rd September 2023 had adopted the "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan") in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("**SBEB Regulations**").

The Company got listed on National Stock Exchange of India Limited and BSE Limited on 26 June 2024 and has applied for in-principle approval from the said stock exchanges for making allotment under the said plans.

As a good corporate governance practice, the Board of the Company seek ratification of the aforesaid plans from the shareholders of the Company via special resolution.

The company conforms to the accounting policies specified in regulation 15 of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

None of the directors or key managerial personnel or their relative are interested in the proposed resolution.

a) **Brief Description of the DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan")"is given as under:**

The objective of the DEE ESOP 2023 is to reward the Employees for association, dedication and contribution to the goals of the Company. The Company intends to use this Plan to attract and retain key talents working with the Company and its Subsidiary Companies in India by way of rewarding their performance and motivate them to contribute to the overall corporate growth and profitability. The Company views Employee Stock Options as instruments that would enable the Employees to get a share in the value, they create for the Company in the years to come.

The Scheme is administered by the Company directly.

Options given to Eligible Employees pursuant to this Scheme, which gives such Eligible Employees the benefit or right to purchase or subscribe at a future date to the Equity Shares offered by the Company at a pre-determined price.

b) **Total number of options to be granted:**

Under DEE ESOP 2023, 26,51,957 (Twenty-Six Lakhs Fifty-One Thousand Nine Hundred Fifty-Seven Only) employee stock options ("ESOPs") not exceeding 5% Employee Stock Options convertible in to not more than 26,51,957 (Twenty-Six Lakhs Fifty-One Thousand Nine Hundred Fifty-Seven Only) shares having a face value of ` 10/- (Rupees Ten Only) each fully paid-up as on the date of the adoption of the "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan")".

c) **Identification of classes of employees entitled to participate and be beneficiaries in the DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan")":**

1. Employees of the Company: Yes
2. Employees of Subsidiary Company: Yes
3. Employees outside India: No
4. Employees of Holding Company: No (The Company does not have a holding Company)
5. Directors, whether whole time directors or not, other than those excluded from the definition of "employee" under these regulations: No

d) **Requirements of vesting and period of vesting**:

The Committee, in accordance with this Plan, refers to the Nomination and Remuneration Committee. The Committee shall, in accordance with this Plan and Applicable Laws, determine the following:

Options granted under this Plan would vest not earlier than minimum Vesting Period of 1 (One) year and not later than Vesting Period of 4 (Four) years from the date of the Grant of such Options.

Options granted under DEE ESOP 2023 would vest as under:

- 20% Options would vest at the end of first year from the date of the Grant of such Options, and
- 40% Options would vest at the end of second year from the date of the Grant of such Options.
- 40% Options would vest at the end of third year from the date of the Grant of such Options.

Following table shall be applicable in case of various scenarios (during employment) for vesting and exercising:

Sr. No.	Events of Separation	Vested Options	Unvested Options
1	**Resignation/termination** (other than due to Misconduct)	All the Vested Options as on the date of submission of resignation may be exercised by the Option Grantee on or before last working day	All Unvested Options on the date of submission of resignation / termination shall stand cancelled with effect from the date of the resignation.
2	**Termination due to Misconduct**	All the Vested Options which were not exercised at the time of such termination shall stand cancelled with effect from the date of such termination.	All Unvested Options on the date of such termination shall stand cancelled with effect from the termination date.
3	**Retirement/ Early Retirement as approved by the Company**	All Vested Options can be exercised by the Option Grantee immediately after, but in no event later than 1 (One) year from the date of Retirement unless otherwise determined by the Nomination and Remuneration Committee.	All Unvested Options as on the date of Retirement would continue to vest in accordance with the original vesting schedules even after the Retirement unless otherwise determined by the Nomination and Remuneration Committee in accordance with the Company's Policies and provisions of the then prevailing Applicable Law. Such aforesaid Options can be exercised within a period of 1 (One) year from the date of Vesting
4	**Death**	All Vested Options may be exercised by the Option Grantee's nominee or legal heir immediately after, but in no event later than 1 (One) year from the date of Death.	All the Unvested Options as on the date of death shall vest immediately and may be exercised by the Option Grantee's nominee or legal heir immediately after, but in no event later than 1 (One) year from the date of Death.

Sr. No.	Events of Separation	Vested Options	Unvested Options
5	**Permanent Incapacity**	All Vested Options may be exercised by the Option Grantee or, if the Option Grantee is himself, unable to exercise due to such incapacity, the nominee or legal heir, immediately after, but in no event later than 1 (One) year from the date of such incapacity.	All the Unvested Options as on the date of such Permanent Incapacity shall vest immediately and can be exercised by the Option Grantee or, if the Option Grantee is himself unable to exercise due to such incapacity, the nominee or legal heir immediately after, but in no event later than 1 (One) year from the date of such incapacity.
6	**Other reasons apart from those mentioned above in case of separation**	The Nomination and Remuneration Committee shall decide whether the Vested Options as on that date can be exercised by the Option Grantee or not, and such decision shall be final.	All Unvested Options on the date of separation shall stand cancelled with effect from that date.

e) The maximum period within which the options shall be vested:

Options granted under this Plan would vest not earlier than minimum Vesting Period of 1 (One) year and not later than Vesting Period of 4 (Four) years from the date of the Grant of such Options.

f) Exercise price or pricing formula:

"Exercise Price" means the price determined by the Committee as per provisions of this Plan and specified in the Grant Letter, being payable by an Employee in order to Exercise the Options Vested in him in pursuance of the Plan. The Exercise Price shall be in compliance with the accounting standards as specified under the SBEB & SE Regulations, including any 'Guidance Note on Accounting for employee share-based Payments' issued in that regard from time to time.

a. The Exercise Price shall be lower of

b. average of both the stock exchanges i.e. NSE and BSE either weighted average Market Price of last 6 (six) months or

c. closing market price of the company's equity share before the date of the grant with up to a discount of 50%.

d. The exercise price shall be decided by the Nomination and Remuneration Committee at its discretion from time to time.

e. However, the Exercise Price shall not be less than the face value of the Shares.

There is no need to pay any amount at the time of Grant.

The Company shall use change on Black Scholes method for valuation of the ESOPs or any other method required by Indian accounting standard.

Description of the appraisal process for determining the eligibility of employees under the scheme

Appraisal process for determining the eligibility of the Employees will be based on designation, period of service, performance linked parameters such as work performance and such other criteria as may be determined by the Committee at its sole discretion, from time to time.

g) Exercise Period and the process of exercise:

a. While in employment:

i. The Exercise period would commence from the date of Vesting and will of respective Vesting or such other period as may be decided by the Nomination and Remuneration Committee, from time to time.

ii. For the duly completed and valid exercise applications received up to the end of each month, the Company shall allot Equity Shares in a dematerialized mode, by the end of the subsequent month.

h) Maximum number of options to be issued per employee and in aggregate:

(a) The maximum number of Options that shall be granted to each Employee shall vary depending upon the designation and the appraisal / assessment process, however shall not exceed 1.00% of total number of options granted per eligible Employee, however the Nomination and Remuneration Committee reserves the right to decide the number of Options to be granted and the maximum number of Options that can be granted to each Employee within this ceiling.

(b) In case of a share split where the face value of the Shares of the Company is reduced below ` 10/-, the maximum number of Shares available for being granted under DEE ESOP 2023 shall stand modified accordingly, so as to ensure that the cumulative face value (number of shares X face value per share) prior to such split remains unchanged after the share split. Thus, for instance, if the face value of each Equity Share is reduced to ` 1.00/-, the total number of Shares available under DEE ESOP 2023 would be 26,51,957 Equity Shares of ` 10/- each.

(c) In case of a share consolidation where the face value of the Shares of the Company is increased above ` 10/-, the maximum number of Shares available for being granted under DEE ESOP 2023 shall stand modified accordingly, so as to ensure that the cumulative face value (number of shares X face value per share) prior to such consolidation remains unchanged after the share consolidation. Thus, for instance, if the face value of each Equity Share is increased to ` 100/-, the total number of Shares available under DEE ESOP 2023 would be 265,196 Equity Shares of ` 100/- each.

i) Maximum quantum of benefits to be provided per Employee under the "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan")":

Unless otherwise determined by the Nomination and Remuneration Committee, the maximum benefits underlying the equity shares acquired by employees pursuant to the exercise of the ESOPs will be the difference in the exercise price and the market price of the equity shares.

j) Whether the "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan")" is to be implemented and administered directly by the Company or through a trust:

The "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan")" will be administered directly by the Company under the supervision of the Nomination and Remuneration Committee.

k) Whether "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan")" scheme involves new issue of shares by the Company or secondary acquisition by the trust:

The "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan")" will involve only new issue of shares by the Company.

l) The amount of loan to be provided for implementation of the "DEE Employee Stock Option Plan 2023 ("DEE ESOP 2023" / "Plan")" by the Company to the trust, its tenure, utilization, repayment terms, etc.

Not Applicable

m) Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the "DEE Employee Stock Option

Plan 2023 ("DEE ESOP 2023" / "Plan")" scheme(s).

Not Applicable

n) The conditions under which option vested in employees may lapse:

The Options not exercised within the Exercise Period shall lapse and the Employee shall have no right over such lapsed or cancelled Options.

If an Option expires, lapses or becomes un-exercisable due to any reason, it shall 9 be brought back to the Options pool and shall become available for future Grants, subject to compliance with the provisions of the Applicable Laws.

o) Disclosure and Accounting Policies:

1. The Company shall follow the laws / regulations applicable to accounting and disclosure related to the Employee Stock Options and Accounting

Standard IND AS 102 on Share- based payments and / or any relevant accounting standards as may be prescribed by the Central Government in terms of Section 133 of the Companies Act, 2013 and / or any relevant Accounting Standards as may be prescribed by the Institute of Chartered Accountants of India ("ICAI") from time to time, including the disclosure requirements prescribed therein, in compliance with relevant provisions of Regulation 15 of SEBI SBEB Regulations.

2. The Company shall make disclosures to the prospective Option Grantees containing statement of risks, information about the Company and salient features of the DEE ESOP 2023in a format as prescribed under SEBI SBEB Regulations.

3. The Company shall disclose details of Grant, Vest, Exercise and lapse of the Employee Stock Options in the Directors' Report or in an annexure thereof as prescribed under SEBI SBEB Regulations or any other Applicable Laws as in force.

p) Terms & conditions for buy-back, if any, of specified securities covered under the SEBI SBEB and Sweat Equity Regulations.

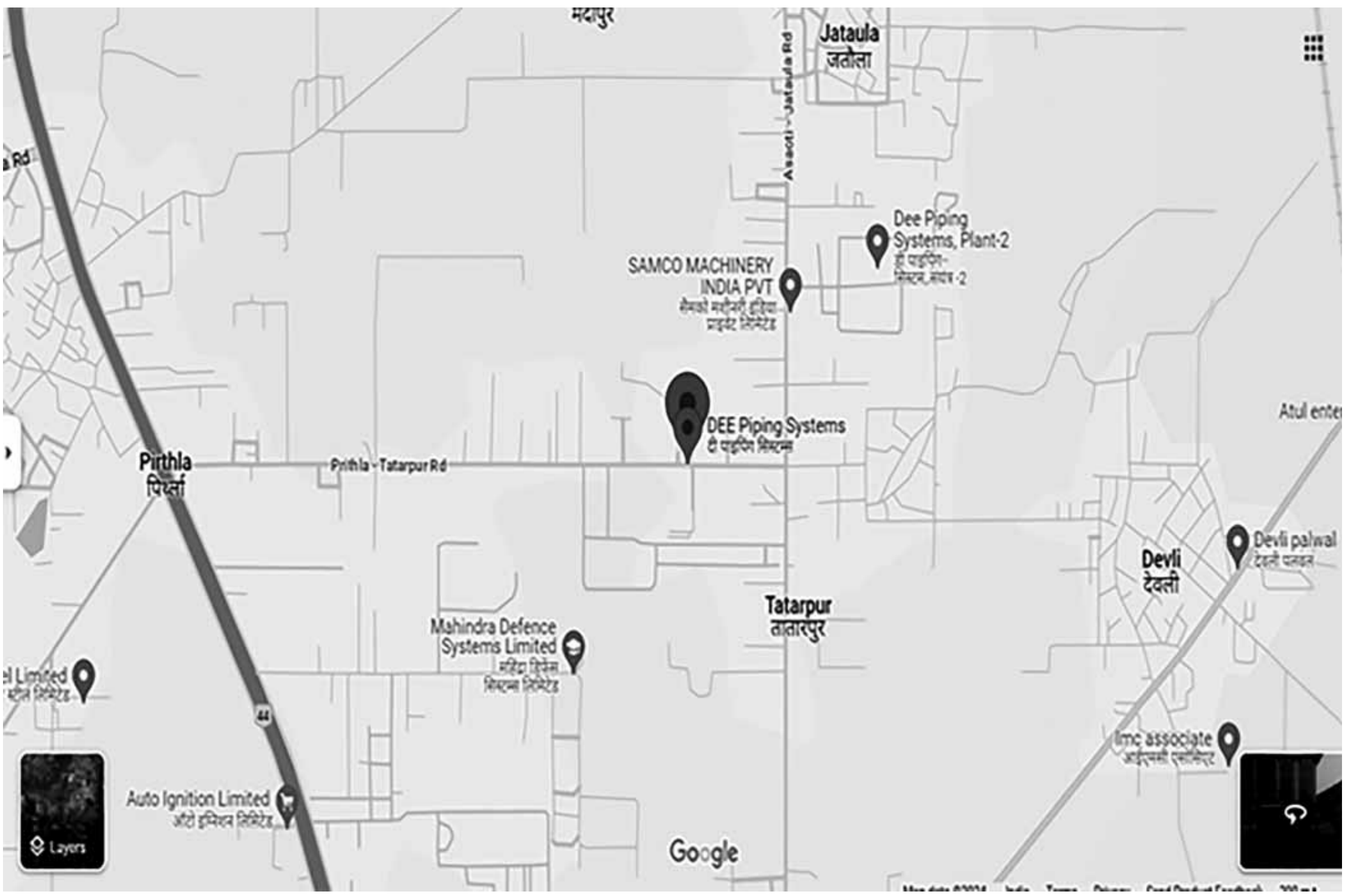
The procedure for buy-back of the Options granted under the DEE ESOP 2023 if to be undertaken at any time by the Company, and the applicable terms and conditions, including:

- permissible sources of financing for buy-back,
- any minimum financial thresholds to be maintained by the Company as per its last financial statements, and
- limits upon quantum of Options that the Company may buy-back in a financial year;

DETAILS OF DIRECTORS WHOSE RE-APPOINTMENT/ APPOINTMENT IS PROPOSED PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ON GENERAL MEETING (SS-2).

Name of the Director	Shikha Bansal	Ashima Bansal
Director Identification Number (DIN)	02712175	01928449
Designation and Category of Director	Whole-time Director Executive Director	Whole-time Director – Promoter Executive Director
Date of birth and age	March 18, 1982 (42 years)	August 4, 1954 (70 years)
Date of appointment	Appointed as Member of the Board since December 1, 2020	Appointed as Member of the Board since April 30, 2007
Qualifications	- Bachelor's degree in commerce from University of Delhi - Master's degree in commerce from Himachal Pradesh University.	- Bachelor's degree in education from D.S. College of Education for Women, Ferozepur City, Panjab University - Master's degree in arts from Panjab University
Brief profile	She is a Whole-time Director of the Company. She holds a Bachelor's Degree in Commerce from University of Delhi and master's degree in commerce from Himachal Pradesh University. She has been associated with the Company since December 1, 2020.	She holds a Bachelor's Degree in Education from D.S. College of Education for Women, Ferozepur City, Punjab University and a master's degree in arts from Panjab University. She has been associated with the Company since April 30, 2007.
Expertise in specific functional areas	Rich experience in various areas of business in terms of Administrative and controls.	Rich Experience in the field of Human Resource and Administration.
Terms and conditions of re-appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013.	Re-appointment in terms of Section 152(6) of the Companies Act, 2013.
Directorships held in other companies (excluding Foreign Companies)	- Atul Krishan Bansal Foundation	- Malwa Power Private Limited - DEE Fabricom India Private Limited
Listed Entities from which he has resigned as Director in past 3 years	None	None
Memberships/Chairmanships of committees of other companies	None	None
Number of Equity Shares held in the Company as on 31st March 2024	42,431,312 shares	4,399,900 shares
Inter-se relationship between Director/Manager and other Key Managerial personnel (KMPs) of the Company	She is the daughter-in-law of Mr. Krishan Lalit Bansal, Chairman and Managing Director and Mrs. Ashima Bansal, Whole-time Director.	Mrs. Ashima Bansal is the spouse of Mr. Krishan Lalit Bansal, Chairman and Managing Director.
Number of Board Meetings attended during the financial year 2023-24	Details w.r.t. the number of Board and Committee meetings attended by Mrs. Shikha Bansal been provided in Corporate Governance Report, which forms a part of Annual Report 2023-24.	Details w.r.t. the number of Board and Committee meetings attended by Mrs. Ashima Bansal been provided in Corporate Governance Report, which forms a part of Annual Report 2023-24.
Stock Option	Nil	Nil

Route Map of 35th Annual General Meeting



Link: https://maps.app.goo.gl/41zcCbhb12HFEkMk9

Directors' Report

Dear Members,

The directors have the pleasure in presenting the Thirty-Fifth (35th) Annual Report on the business and operations of DEE Development Engineers Limited **("DDEL" or "Company")**, together with the audited financial statements for the financial year ended March 31, 2024 and other accompanying reports, notes, and certificates.

Company Overview

DDEL provide comprehensive specialized process piping solutions including engineering services such as pre bid engineering, basic engineering, detailed engineering and support engineering which includes engineering of process/ power piping systems for projects, and pre-fabrication services such as cutting and beveling on conventional and CNC machines, welding services on semi-automatic and fully automatic robotic welding machines, conventional and digital radiography, post weld heat treatment using CNG fired fully calibrated furnaces and induction heating process, hydro testing, pickling and passivation, grit blasting (manual and semiautomatic) and painting (manual and semiautomatic). DDEL also specialize in handling complex metals such as varying grades of carbon steel, stainless steel, super duplex stainless steel, alloy steel and other materials including Inconel and hastelloy in our manufacturing processes.

DDEL have been focused on automating certain manufacturing processes and its Manufacturing Facilities are equipped with equipment such as fully automated robotic welding systems, semi-automatic shot blasting machines, automatic GMAW welding system and fully automatic high frequency induction bending machines that have a diameter of up to 48 inches.

Products

The Company product portfolio primarily consists of piping spools, industrial pipe fittings, induction pipe bends, pressure vessels, industrial stacks, modular piping (skids and modules), wind turbine towers and pilot plants, which the Company manufacture as per the requirements of our customers in domestic and international markets.

1. Piping Spools

Piping spools are prefabricated components of a piping system and include pipes, flanges and industrial pipe fittings. They connect long pipes, either with butt weld ends which get welded at sites and or with flanges at the tips so that they can be bolted to another pipe or equipment with similar type of flanges. They are usually fabricated offsite wherein the raw pipes are pre-cut to desired sizes and temporarily fitted together with industrial pipe fittings and other components, and finally the partially finished sub-assembly is welded with other spool components. The pipe spools are mounted during the fabrication process and delivered pre-mounted which, in our experience, makes it easier to assemble and is useful for industries which operate with limited space and shorter turnaround time for construction.

2. Induction Pipe Bends

Induction pipe bends, also known as weld less pipe spools, are pipes bent at desired angles and are manufactured through high frequency induction bending. Induction bending uses induction coils to generate extreme heat in the area of pipe which needs to be bent. The heated section is then moulded by a fixed arm and bent to get the desired angle. We manufacture seamless, Longitudinally Submerged Arc Welding (LSAW) induction pipe bends in the material grades of carbon steel, alloy steel, austenitic steel, stainless steel, super duplex stainless steel and incoloy materials. We specialise in alloy steel grade P91 and P92 air-quench induction bends and stainless-steel induction bending. Induction pipe bends are used in various industries like power (thermal and nuclear), oil and gas, petrochemical refineries, process industries, desalination plants and cement industries.

3. Industrial Pipe Fittings

Industrial pipe fittings are used in piping systems to connect straight pipes or tubing sections and help in adapting to different sizes or shapes, wherever required to provide a joint if two dissimilar piping materials are used in the same system, or for redirecting the piping system.

DDEL use industrial pipe fittings to manufacture pipe spools as well as for direct sale to OEMs. The Company also manufacture and engineer 'Y' pieces and long 'U' bends which requires skilled labour and advanced machinery, which find applications in the power and oil and gas industries, respectively.

4. Pressure Vessels

A pressure vessel is a container designed to hold gases or liquids at a pressure which is significantly different from the ambient pressure, either internally or externally. Typically, the various components of a pressure vessel include the shell (provides the longitudinal length of the vessel and are generally circular in shape); head (one of the end caps on a cylindrically shaped pressure vessel); nozzle (inserted into the shell or head and is the first step of connecting to the process piping system); skirt & legs (saddle that carries the weight of the vessel) and internals (such as weir, wave breaker, splash plate, vortex breaker etc.). DDEL manufacture different types of pressure vessels depending on customer specifications.

5. Modular Piping (Skids and Modules)

Modular skids and modules are self-contained piping systems wherein machinery, piping system and instrumentation are enclosed in a frame or module. Modular skid can be either, part of the manufacturing infrastructure or in case of a small plant, the entire manufacturing infrastructure. At times, a few modular skids are combined to constitute one large plant (*Source: D&B Report*). We believe that modular skids offer several advantages over the conventional process piping solutions due to their compact design, which enables portability and quicker installation, including reduction of on-site weld joints and cost of welding, lower procurement costs since an entire skid or module can be procured through a singular transaction and involves shorter time duration in making the plant site ready.

6. Wind Turbine Towers and Industrial Stacks

DDEL manufacture wind turbine towers, which is made up of the tower, the nacelle and rotor blades. Our wind turbine towers are delivered with tubular steel towers, which are manufactured in sections of 12 meters to 33 meters with flanges at either end, which are bolted together at the site where the wind turbine tower is required to be set up. The wind turbine towers which we manufacture are equipped with working platforms and a ladder with a fall protection system. We manufacture wind turbine towers with varying specifications, as per the requirements and specifications of the customers. The Company utilize steel plates, flanges, mechanical internals, electrical internals and power cables as raw materials in the manufacture of wind turbine towers.

Industrial stacks, also knowns as smokestacks or chimney stacks, are a type of chimney or vertical pipe through which flue gases, which are the product of combustion of coal, fuel, oil, natural gas or wood are exhausted into the air. The industrial stacks which the Company manufacture range from 30 meters to 140 meters. DDEL utilize carbon steel and stainless steel as raw material in the manufacture of industrial stacks. Industrial stacks are used in various industries such as oil and gas and process industries.

7. Pilot Plant

Pilot plants are small-scale process plants which act as a pre-commercial production system to evaluate the feasibility of certain processes before the start of full-scale production. DDEL recently expanded our business by entering a new business vertical of design, engineering, fabrication and manufacturing of pilot plants at our Palwal Facility III. Certain projects by government owned companies, in the pilot plant sector are awarded on the basis of competitive bidding, wherein vendors are evaluated *inter alia* on their technical capabilities and at the required to execute such projects. DDEL has the required technical capabilities and infrastructure set up which enables the Company to bid for projects in the pilot plant sector. Other projects in the pilot plant sector, “such as those” privately owned chemical and pharmaceutical companies are awarded on the basis of bilateral or multi-party negotiations.

Facilities

DDEL has have seven strategically located Manufacturing Facilities at Palwal in Haryana, Anjar in Gujarat, Barmer in Rajasthan, Numaligarh in Assam and Bangkok in Thailand, with three Manufacturing Facilities located at Palwal, Haryana. The Company has set up the Barmer Satellite Facility which is a dedicated facility set up to cater to the piping and erection requirements of the HPCL Rajasthan Refinery Limited. DDEL’s wholly owned subsidiary, DFIPL operates the Anjar Heavy Fabrication Facility which is dedicated to heavy fabrication. The Company also has a dedicated engineering facility located at Chennai in Tamil Nadu. The Company also operate two biomass power generation facilities at Abohar and Muktsar in Punjab. Our seven Manufacturing Facilities, the Anjar Heavy Fabrication Facility, the Chennai Engineering Facility, the Abohar Biomass Power Plant and the Muktsar Biomass Power Plant together span an area of approximately 784,965.00 square meters.

Financial Performance

The Company has adopted Indian Accounting Standards ("Ind AS") from April 1, 2016. Accordingly, the financial reports for current financial year 2023-2024 and previous financial year 2022-2023 have been prepared as per Ind AS reporting framework. During the year, the Company achieved a significant milestone in its financial performance, setting a strong foundation for future growth. A summary of the Company's financial performance for the year is provided below:

(Amount in INR Lacs)

Particulars	Consolidated Financial Statements		Standalone Financial Statements	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Revenue from operations	78,875.92	59,549.52	64,446.33	50,269.61
Other Income	1,808.89	1,882.45	2,101.04	2,280.05
Total Income	**80,684.81**	**61,431.97**	**66,547.37**	**52,549.66**
Finance Cost	4,001.91	2,990.22	3,392.19	2433.87
Depreciation and amortization expense	4,506.79	3,772.72	3,105.74	2422.25
Employee Benefit Expenses	13,806.60	11,094.68	10,039.54	8,165.99
Cost of Material Consumed	33,225.60	22,609.99	30,074.89	21,503.46
Purchase of Stock in Trade	1.73	288.98	1.73	288.98
Change in Inventory of Finished Goods, WIP and Stock in Trade	(5,828.15)	(3,876.74)	(4,542.02)	(3,231.18)
Other Expenses	27,419.14	22,514.93	21,864.88	18,411.53
Total Expense	**77,133.62**	**59,394.77**	**63,936.95**	**49,994.90**
Profit before Exceptional item and tax	**3,551.19**	**2,037.20**	**2,610.42**	**2,554.76**
Exceptional Item	0	0	0	0
Profit/(Loss) before tax	**3,551.19**	**2,037.20**	**2,610.42**	**2,554.76**
Current Tax	832.40	849.10	693.00	791.58
Deferred Tax (Credit) / Charge	98.14	(109.12)	(64.41)	(95.36)
Profit after Tax	**2,620.65**	**1,297.22**	**1,981.83**	**1,858.54**
Earnings per share (Basic)	4.94	2.45	3.74	3.50
Earnings per share (Diluted)	4.92	2.45	3.72	3.50

Performance Highlights

During the Financial Year 2023-24, the Company has marked a tremendous growth in its business operations, where the revenue from operations has been increased from **50,269.61 Lacs** to **64,446.33 Lacs** and the profit after tax ("PAT") attributable to shareholders have also been increased from **1,858.54** Lacs to **1,981.83 Lacs** for the FY 2023-24 on Standalone basis.

On consolidated basis, the revenue from operations has also marked a milestone with increased Revenue from operations from **59,549.52 Lacs** to **78,875.92 Lacs**. Further, Profit after Tax ("PAT") have also been increased from **1297.22 Lacs to 2,620.65 Lacs.**

The detailed analysis on the state of affairs, operations of the Company and future outlook is explained in the Management discussion and analysis report forming part of the Annual Report of the Company for the year under review.

Reserves

The Board of Directors have decided to retain the entire amount of profit under "Retained Earnings". Accordingly, the Company has not transferred any amount to General Reserves for the year ended 31 March, 2024.

Standalone and Consolidated Financial Statements

Standalone and Consolidated Financial Statements for the financial year 2023-24 are prepared in compliance with the Companies Act, 2013, Indian Accounting Standards ('IND-AS') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are forming part of the Annual Report.

Statement in Form AOC-1 containing salient features of the financial statements of the subsidiary and joint venture companies, as required under Rule 5 of the Companies (Accounts) Rules, 2014, are annexed in **"Annexure – 1".**

Change in the nature of business, if any

During the financial year under consideration, there was no change in the nature of the business of the Company.

There were no material changes and / or commitments affecting the financial position of the Company between April 01, 2024 and the date of this report.

Weblink of the Company

The Weblink of the Company is **https://www.deepiping.com.**

Meetings of the Board of Directors

The details of composition of the Board, its committees, their meetings held and attendance of the Directors at such meetings are provided in the Corporate Governance Report, which is a part of this Report.

Following is the meeting of Board of Directors during the Financial Year 2023-24.

Sr. No.	Date of Board Meeting	No. of Director attended the meeting	Whether Quorum was present
1.	07th May, 2023	2	Yes
2.	20th May, 2023	3	Yes
3.	12th July, 2023	3	Yes
4.	27th July, 2023	6	Yes
5.	02nd September, 2023	4	Yes
6.	07th September, 2023	6	Yes
7.	07th September, 2023	5	Yes
8.	22nd September, 2023	5	Yes
9.	25th September, 2023	6	Yes
10.	28th September, 2023	6	Yes
11.	24th December, 2023	5	Yes
12.	04th January, 2024	5	Yes
13.	06th January, 2024	5	Yes
14.	03rd March, 2024	4	Yes
15.	04th March, 2024	4	Yes
16.	06th March, 2024	4	Yes

Directors' Responsibility Statement

Based on the framework of Internal Financial Controls and compliance systems established and maintained by the Company, the work performed by the Internal Auditors, Statutory Auditors and Secretarial Auditors, including the Audit of Internal Financial Controls over financial reporting by the Statutory Auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during Financial Year 2023-24.

Accordingly, pursuant to Sections 134(5) of the Act, the Board of Directors, to the best of its knowledge and ability, confirm that:

a) in the preparation of the annual accounts for the Financial Year ended March 31, 2024, the applicable accounting standards have been followed and there are no material departures;

b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the profit of the Company for that period;

c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) they have prepared the Annual Accounts for the Financial Year ended March 31, 2024 on a going concern basis;

e) they have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;

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

Frauds reported by the auditors

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

Independent Directors

The Independent Directors had submitted their disclosures to the Board that they fulfil the requirements as stipulated under Section 149(6) of the Act and Regulation 25(8) of Listing Regulations. There had been no change in the circumstances affecting their status as Independent Directors of the Company to qualify themselves to be appointed as Independent Directors under the provisions of the Act and the relevant regulations. The Independent Directors have given the declaration under Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014 confirming compliance with Rule 6(1) and (2) of the said Rules that their names are registered in the databank as maintained by the Indian Institute of Corporate Affairs ("IICA").

In the opinion of Board, Mr. Ashwani Kumar Prabhakar, Mr. Bhisham Kumar Gupta and Mrs. Shilpi Barar, Independent Directors are persons of integrity and fulfils requisite conditions as per applicable laws and are independent of the management of the Company.

During the year under review, the Independent Directors of the Company had no pecuniary relationship or transactions with the Company, apart from sitting fees, and reimbursement of expenses, if any.

None of the Independent Non-Executive Directors held any equity shares of the Company during the financial year ended 31st March, 2024.

Separate meeting of Independent Directors

During the year under review, a separate meeting of Independent Directors of the Company was held on March 15, 2024 to consider:

I. the Performance of Non-Independent Directors and the Board as a whole;

II. the Performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors; and

III. assess the quality, quantity and timeliness of flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Policy on Directors' appointment and remuneration

Nomination Policy acts as a guideline for determining qualifications, positive attributes, independence of Directors and matters related to the appointment and removal of Directors and Senior Management.

Remuneration Policy lays down the Company's philosophy and criteria as well as manner of determining the remuneration of Managing Director, Executive/ Non-Executive Directors, Independent Directors, Senior Management, Key Managerial Personnel and other employees.

The Board has, on the recommendation of the Nomination and Remuneration Committee, approved a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and for determining their remuneration. The Policy of the Company on directors' appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of Section 178 of the Companies Act, 2013, is available on Company's website and accessible through **www.deepiping.com.**

Statutory Auditors

M/s S.R. Batliboi & Co LLP, Chartered Accountants, with Firm registration number 301003E/E300005, have been appointed as Auditors of the Company to hold office for a period of four years commencing from the conclusion of 34th Annual General Meeting until the conclusion of the 38th Annual General Meeting of the Company. The observations of the Auditors in their report on Accounts and the Financial Statements, read with the relevant notes are self-explanatory. The Audit Report does not contain any qualification, reservation, adverse remark, or disclaimer.

Further, Statutory Auditors have confirmed their eligibility under Section 141 of the Companies Act, 2013 and the Rules framed there under.

Cost Auditor

As per the requirements of the Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, the Company is required to maintain cost records and accordingly, such accounts are made and records have been maintained every year.

The Board has appointed, M/s. JSN & Co., Cost Accountants, as the Cost Auditor to conduct the audit of the cost records of the Company for the financial year ended March 31, 2024.

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, the Directors on the recommendation of the Audit Committee, re-appointed M/s JSN & Co., Cost Accountants, to audit the cost accounts of the Company for the financial year ending March 31, 2024 on a remuneration of ` 1.30 lacs plus GST & out of pocket expenses upto a maximum of ` 0.30 lacs.

As required under the Companies Act, 2013, the remuneration payable to the cost auditor is required to be placed before the Members in a general meeting for their ratification. Accordingly, a resolution seeking Member's ratification for the remuneration payable to M/s. JSN & Co., Cost Accountants for the financial year ending March 31, 2025, is proposed in the Notice convening the Annual General Meeting.

Cost Audit Report

As per the provisions of Section 148(1) of the Companies Act, 2013, the Company has maintained the cost records, as specified by the Central Government.

The Cost Audit Report of last preceding financial year does not contain any qualification(s), reservation(s) or adverse remark(s) or disclaimer.

Cost Audit Report along with the Compliance Report for the financial year 2023-24, issued by M/s JSN & Co., Cost Auditors, was filed with the Ministry of Corporate Affairs.

The Board of Directors of the Company have appointed M/s. JSN & Co., Cost Accountants having PAN: AAJFJ5269M and Firm Registration Number: 000455.

Human Resources and Employee Training

Our workforce is a critical factor in maintaining quality and safety which strengthens our competitive position. We are largely dependent on our highly skilled and technically competent workforce for timely completion of our projects.

We train our employees on a regular basis, providing them with hands on experience on software like AutoCAD (2D & 3D), AutoCAD Mechanical 2022, Aveva PDMS, Aveva Everything 3D, CAD with Pro Engineers, Smart Plant 3D, and Piping Design and Drafting Sofcon Training.

We also hire contract labour for our Manufacturing Facilities, from time to time. As of March 31, 2024, we had 1,061 full time employees.

We seek to maintain a high-performance work culture based on values of development and collaboration. The key elements driving our practices include customer focus, process orientation, people focus, drive for results, business acumen and communication. Our employees are not part of any union and we have not experienced any work stoppages due to labour disputes or cessation of work in the recent past.

Health, Safety and Environment

We endeavour to adhere to laws and regulations relating to protection of health, employee safety and the environment. Our activities are subject to the environmental laws and regulations of India and other jurisdictions, which govern, among other aspects, air emissions, waste water discharge, the handling, storage and disposal of hazardous substances and waste, the remediation of contaminated sites, natural resource damage, and employee health and employee safety.

We believe that accidents and occupational health hazards can be significantly reduced through a systematic analysis and control of risks by providing appropriate training to our management and our employees. We have adopted an employee health and safety policy to ensure compliance with legal and other requirements related to environment and occupational health safety, in addition to ensuring resource conservation, prevention of pollution, injury and ill health of employees. The policy endeavours to ensure better health and safety of our employees through training on system awareness, risk management and consistently improving our processes to mitigate risks associated with them. We aim to ensure safe and healthy environment and further provide for medical checkups and safety measures in order to achieve zero accidents on a sustainable basis. We take initiatives to reduce the risk of accidents at our manufacturing facilities including by providing training and safety manuals to our employees and by conducting safety audits periodically. Our employees are provided appropriate personal protection equipment and we have a dedicated environment, health and safety team which is responsible to ensure adherence to safety norms. We also conduct mock drills to ensure compliance with safety norms.

Most of our Manufacturing Facilities are certified with ISO 9001 specification (international standard on quality management), ISO 45001 (international standard on occupational health and safety) and ISO 14001 standard (international standard on environmental management system). We are focused on environment and sustainability and by 2021 had achieved a reduction of more than 191,067 tons of CO2 emissions by producing green power through the use of biomass like paddy straw and other biofuels such as cotton stalks, wheat stalks and mustard straw.

Internal Control System and Its Adequacy

The Company has an internal control mechanism commensurate with its size and nature of business.

These systems provide a reasonable assurance on achievement of its operational, compliance and reporting objectives, including safeguarding the Company's assets, prevention and detection of frauds, accuracy and completeness of accounting records and ensuring compliance with corporate policies and are manual, semi-automated and automated in nature.

This mechanism is sound in design and the framework is continuously evaluated for effectiveness and adequacy.

The mechanism operates through well-documented standard operating procedures, policies and process guidelines and segregation of duties. Periodic analysis and reviews are conducted by the senior management to assess its efficiency. Also, the same is discussed with auditors on a regular basis. Change in control structure is carried out to meet business needs along with control effectiveness.

The Internal audit is performed through an independent Chartered Accountants firm and the audit plan is finalized based on current perception of internal control risk and compliance requirement in consultation with the operating divisions. The Internal Auditors, as a part of their audits, review the design of key processes to assess the adequacy of controls and propose remedial measures, wherever required.

The Internal Audit Reports issued by the Internal Auditors are discussed with the Senior Management and presented to the Audit Committee on a quarterly basis. An independent and empowered Audit Committee reviews the significant observations and assesses the adequacy of the actions proposed while monitoring their implementation.

The Internal Auditors conduct a quarterly follow up for implementation/ remediation of all audit recommendations and the status report is presented to the Audit Committee on a regular basis.

The Company has implemented both preventive and detection controls. Appropriate corrective actions taken to reduce the risks include the following:

Internal Auditors

M/s Singhi & Co., Chartered Accountants are the Internal Auditors of the Company for the financial year 2023-24.

Further, M/s Singhi & Co., Chartered Accountants are re-appointed as Internal Auditors of the Company for the financial year 2024-25.

Internal Audit Report, their significant observations and follow up actions taken by the Management is reviewed by the Audit Committee.

Auditor's Report and Secretarial Audit Report

The statutory auditor's report and the secretarial auditor's report do not contain any qualifications, reservations, or adverse remarks or disclaimer.

Compliance with secretarial standards

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

Code for prevention of insider trading

DDEL has adopted a Code of Conduct ("Code") to regulate, monitor and report trading in Company's shares by Company's designated persons and their immediate relatives as per the requirements under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Code, inter alia, lays down the procedures to be followed by designated persons while trading/ dealing in Company's shares and sharing Unpublished Price Sensitive Information ("UPSI"). The Code covers The Company's obligation to maintain a digital database, mechanism for prevention of insider trading and handling of UPSI, and the process to familiarize with the sensitivity of UPSI. Further, it also includes code for practices and procedures for fair disclosure of unpublished price sensitive information which has been made available on the Company's website www.deepiping.com.

Particulars of Loans, Guarantees and Investments

Particulars of the loans given, investments made or guarantees given covered under the provisions of Section 186(4) of the Act, during the Financial Year ended 31st March, 2024 are as under.

(Amount in INR Lacs)

Sr. No.	Nature of Transactions	Purpose for which the Loans/ Guarantee is utilized by recipient	As at March 31, 2024	As at March 31, 2023
	Loan to Subsidiary			
1.	Malwa Power Private Limited	To meet expenses and working capitalrequirement	190.00	71.00
2.	DEE Piping Systems (Thailand) Company Limited	To meet expenses and working capital requirement	7,241.48	7,140.99
3.	DEE Fabricom India Private Limited	To meet expenses and working capital requirement	1,260.00	1,260.00
	Corporate Guarantee			
1.	Malwa Power Private Limited	Bank of IndiaTo meet expenses and working capital requirement	758.73	946.70
2.	DEE Piping Systems (Thailand) Company Limited	Siam Commercial Bank To meet expenses and working capital Requirement	4,320.77	2,274.94
3.	DEE Fabricom India Private Limited	Yes Bank Limited To meet expenses and working capital Requirement	950.10	-

Related Party Transactions

The Company has a Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions, in accordance with the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Policy is disclosed on the website of the company and may be accessed through www.deepiping.com.

During the financial year under consideration, all contracts / transactions entered into by the Company with related parties were in the ordinary course of business and on arm's length basis. The Company has not entered into any contract / arrangement / transaction with related party(ies) which may be termed as material in nature and not executed in ordinary course of business and not on arm's length basis. Hence, details are not required to be furnished in Form AOC-2 in **"Annexure-2"**.

Report on Corporate Governance

The Company is committed to adhere to the Corporate Governance requirements as stipulated under the Companies Act, 2013 read with the rules and regulations issued by the Securities and Exchange Board of India. Report on Corporate Governance for the financial year under review, as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed to this report as **"Annexure – 3".**

Secretarial Auditors

The Board has appointed M/s Pragyna Pradhan and Associates, Practicing Company Secretaries, to conduct Secretarial Audit for the financial year 2023-24. The Secretarial Audit Report for the financial year ended March 31, 2024, is annexed as **"Annexure-4"** and forms an integral part of this Report

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. covered under the Secretarial Audit. The Secretarial Audit Report does not contain any qualification, reservation, or adverse remark.

Dividend and Dividend Distribution Policy

The Board of Directors of the Company ("Board"), after considering the relevant circumstances holistically and keeping in view the Company's Dividend Distribution Policy, has decided that it would be prudent not to recommend any dividend for the year under review.

In compliance with Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has Dividend Distribution Policy in place. This policy is disclosed on the website of the Company and may be accessed through www.deepiping.com.

Annual return

In terms of Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company is available on the website of the Company and may be accessed through www.deepiping.com.

Insurance

Our operations are subject to certain hazards such as work accidents, fire, earthquakes, flood and other force majeure events and explosions and those hazards which are inherent to piping companies such as destruction of property and inventory, losses resulting from defects or damages arising during transit of our products in addition to risk of equipment failure, acts of terrorism and environmental damage. We may also be subject to claims from our customers if the products that we manufacture are not in compliance with regulatory standards and the terms of our contractual arrangements.

We maintain insurance policies that we believe are customary for companies operating in our industry and which are necessary for our business. Our principal types of insurance coverage include, *inter alia,* contractor's plant and machinery policy, public liability industrial policy, burglary insurance policy, standard fire and special perils policy, general liability insurance, fire loss of profit policy. We typically obtain marine single transit inland policy and marine export import insurance open policy for the transit of goods. We have also obtained a group medical policy, group personal accident insurance, group term policy, directors and officers liability insurance and workmen's' compensation policy for our employees. We obtain other specific insurance as may be required by our customers under the scope of work which we undertake.

These insurance policies are generally valid for a year and are renewed annually. We believe that the level of insurance we maintain is appropriate for the risks of our business. However, we cannot assure you that our current insurance policies will insure us fully against all risks and losses that may arise in future. Even if such losses are insured, we may be required to pay a significant deductible on any claim for recovery of such a loss, or the amount of the loss may exceed our coverage for the loss.

Material Changes and Commitments, affecting the Financial Position of the Company:

There were no material changes and commitments affecting the financial position of the Company between the end of FY 2023-24 and the date of this report, which could have an impact on the Company's operation in the future or its status as a "Going Concern".

Issued Share Capital and Authorized Share Capital

During the year under review, the Authorized share capital and Issued Share Capital of the Company was changed. As on March 31, 2024 the Authorised Share Capital is ` 75,00,00,000/- comprising of 6,87,50,000 Equity Shares of ` 10/- each aggregating to ` 68,75,00,000/- and 62,50,000 Preference Shares of ` 10/- each aggregating to ` 6,25,00,000/- and Paid-up capital is ` 53,03,91,400/- comprising of 5,30,39,140 Equity Shares of ` 10/- each as per detail mentioned below:

Changes in Share Capital of the Company

1. **Increase in Authorised Share Capital of the Company:**

   Pursuant to Board Meeting dated 27.07.2023 and Extra-ordinary General Meeting dated 27.07.2023, The Company has increased its Authorised Share Capital from ` 25,00,00,000/- (Rupees Twenty Five Crores only) divided into 1,87,50,000 equity shares of ` 10/- (Rupees Ten only) each aggregating to ` 18,75,00,000/- (Rupees Eighteen Crores Seventy-Five Lakhs only) and 62,50,000 preference shares of ` 10/- (Rupees Ten Only) each aggregating to ` 6,25,00,000/- (Rupees Six Crores Twenty Five Lakhs only) each to ` 75,00,00,000/- (Rupees Seventy Five Crores only) divided into 6,87,50,000 equity shares of ` 10/- (Rupees Ten only) each aggregating to ` 68,75,00,000/- (Rupees Sixty Eight Crores Seventy-five Lakhs only) and 62,50,000 preference shares of ` 10/- (Rupees Ten Only) each aggregating to ` 6,25,00,000/- (Rupees Six Crores Twenty Five Lakhs only).

2. **Issue of Bonus Shares to the Existing Shareholders of the Company**

   Pursuant to Board Meeting dated 07.09.2023 and Extra-ordinary General Meeting dated 07.09.2023, the Company has issued 4,24,31,312 Bonus shares Issue to existing Shareholders of the Company.

Details of the allotment of Bonus Shares are as under:

Sr. No.	Name of Shareholder	Shares allotted under Bonus Issue
1	Mr. Krishan Lalit Bansal	3,17,11,348
2	M/s DDE Piping Components Private Limited	60,25,820
3	Mrs. Ashima Bansal	35,19,920
4	Mrs. Shikha Bansal	11,73,704
5	Mrs. Charu Agarwal	40
6	Mrs. Shruti Aggarwal	40
7	M/s ASV Fabrication Private Limited	40
8	M/s DEE Group Trust	400
	Total	**4,24,31,312**

3. **Increase in Authorised Share Capital of the Company**

Pursuant to Board Meeting dated 27.05.2024 and Extra-ordinary General Meeting dated 28.05.2024, The Company has increased its authorized Share Capital of the Company is ` 85,00,00,000 (Rupees Eighty-Five Crores only) divided into 7,87,50,000 Equity Shares of ` 10/- each (Rupees Ten only) aggregating to ` 78,75,00,000/- (Rupees Seventy-Eight Crores Seventy-Five Lakhs only) and 62,50,000 Preference Shares of ` 10/- each (Rupees Ten Only) aggregating to ` 6,25,00,000 (Rupees Six Crores Twenty-Five Lakhs Only) in accordance with the provisions of the Companies Act, 2013 and as provided in the Articles of Association of the Company."

4. **Initial Public Offering**

During the Financial Year 2023-24, the Company initiated the Initial Public offering process. The Company has filled Draft Red Herring Prospectus with SEBI on 28th September, 2023. Further, The Company has filled Updated Draft Herring Prospectus on 06th March, 2024 and received approval letter from SEBI on 12th March, 2024.

The Company again filled Updated Draft Herring Prospectus on 25th May, 2024 and received approval letter from SEBI on 05th June, 2024.

Red Herring Prospectus was filled with SEBI and Registrar of Companies on 12th June, 2024.

The Company has raised ` 325 Crores comprising of 1,60,14,938 equity shares through fresh issue at ` 203 per equity share. 45,82,000 equity shares were also offered through offer for sale by Mr, Krishan Lalit Bansal, Promoter and Managing Director of the Company.

The Company has also offered a discount of ` 19/- per equity shares to eligible employees of the Company and its subsidiaries.

Followings are the Promoters in the Initial Public Offer:

1. Mr. Krishan Lalit Bansal
2. Mrs. Ashima Bansal and
3. M/s DDE Piping Components Private Limited

Following are the Intermediaries for the IPO:

1. Book Running Lead Manager - SBI Capital Markets Limited and Equirus Capital Private Limited
2. Syndicate members - SBICAP Securities Limited and Investec Capital Services (India) Private Limited
3. Registrar to the Offer- Link Intime India Private Limited
4. *Public Offer Account Bank and Sponsor Bank* - Axis Bank Limited
5. *Escrow Collection Bank, Refund Bank and Sponsor Bank* - ICICI Bank Limited
6. Legal Counsel to the Offer - Trilegal
7. Monitoring Agency - CRISIL Ratings Limited

Conservation of Energy and Technology Absorption and Foreign Exchange Earnings and Outgo

The details of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo are as follows:

A. Conservation of Energy:

i. The steps taken or impact on conservation of energy

1. No light during day time (use of polycarbonate sheets on roof)

2. Use of LED Doom lights instead of conventional lights
3. Using CNC Plasma Cutting machine
4. High Speed & accuracy cutting instead of conventional cutting
5. IGBT based power source to save energy
6. Using Robotic welding machine
7. Using HMC machine instead of conventional Beveling machine
8. It has a servo motor instead of conventional motors, so take less power and increase the accuracy.
9. Using Automatic Welding machine
10. This is multi-functional & multi-purpose machine
11. IGBT based power source to save energy
12. Using latest technology welding machines to save energy
13. Using of Boring machine
14. Green Energy – Clean Energy

B. Technology Absorption

i. The efforts made towards technology absorption-

1) Use of HMC Machine instead of Conventional Bevelling Machine
2) Pipe cutting by CNC Plasma Cutting machine instead of conventional Bandsaw machine to improve production
3) Use of Robotic Welding Machine
4) Use of Automatic Welding Machine instead of Manual welding machine
5) Addition of Latest technology welding machines
6) Readiness of Pilot Skid Facility
7) Use of Hanger type blasting machine for small components
8) Use of Swing type blasting machine
9) Welding capacity development up to 96" dia
10) Furnace capacity upto 100" dia

C) Foreign Exchange Earnings & Outgo

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

Particulars	As on March 31, 2024 (Amount in INR Lacs)			
	Foreign Exchange Earned		Foreign Exchange Used	
	Euro	4,164.41	**Euro**	450.44
	USD	19,870.25	**USD**	11,159.15
			CHF	62.90
			YEN	0.35
			GBP	23.59
			CND	1.48
			SGD	0.66

Risk Management

Pursuant to Regulation 21 of Listing Regulations, the Board of Directors of the Company has constituted a Risk Management Committee on 27th July, 2024, to frame, implement and monitor the risk management plan for the Company. The Committee comprises of Managing Director, Chief Executive officer, one Independent Director and one Non-Executive Non-Independent Director.

The scope of Risk Management Committee includes monitoring and reviewing the risk management plan and ensuring its effectiveness.

The Audit Committee will have additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The development and implementation of risk management framework which ensures that the Company is able to carry out identification of elements of risks, if any, which in the opinion of the Board may threaten the existence of the Company, has been covered in the Management Discussion and Analysis, which forms part of this Report.

Corporate Social Responsibility (CSR)

The Company's CSR initiatives and activities are aligned to the requirements of Section 135 of the Act read with Schedule VII of the Companies Act, 2013. The brief outline of the CSR policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in **"Annexure-5"** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

For other details regarding the CSR Committee, please refer to the Corporate Governance Report, which is a part of this report. This Policy is available on the Company's website at www.deepiping.com.

Major events and milestones of our Company

Calendar Year	Major events and milestones
2006	Established Unit I, Palwal Facility for manufacturing of other fabricated metal products along with the processing/re-rolling of metal scraps
2010	Established Unit II, Palwal Facility for manufacturing of other fabricated metal products and the processing/re-rolling of metal scraps
2013	Established Unit III, Palwal Facility for manufacturing of other fabricated metal products and the processing/re-rolling of metal scraps.
2013	Commenced receiving orders for production of HP piping from a client for a power project at Solapur.
2014	Commenced receiving orders for production of HP piping from a client for a power project at Meja.
2017	Commenced business operations at Bangkok Facility, through our subsidiary DEE Piping Systems (Thailand) Co., Limited
2020	Commenced business operations at Anjar Heavy Fabrication Facility in Gujarat, through our subsidiary DEE Fabricom India Private Limited, to manufacture wind turbine towers.
2022	Commenced business operations at Anjar Facility I in Gujarat to manufacture fabricated metal products.Commenced business operations at the Barmer Facility in Rajasthan for manufacture of fabricated metal products.
2024	Commenced business operations at the Numaligarh Facility in Assam to manufacture piping spools and pipe supports

Key awards, accreditations, certifications and recognitions received by our Company

2007	Certificate of appreciation in recognition of invaluable contribution to the success of Thermax, by Thermax
2013	Construction Industry Development Council ("CIDC") Vishwakarma Award 2013 for Best Professionally Managed Company (Turnover 100-500 crores) by CIDC
2014	Pressure Equipment Directive 2014/68/EU ("PED") Quality Assurance certificate meeting the requirement of Module H of the PED for design, manufacture, final product inspection and testing of piping systems issued to Unit II, Palwal Facility by Hartford Steam Boiler Ireland Limited.
2018	Star Performer Award for the year 2016-17 in the product group – Miscellaneous general purpose machinery (Large Enterprise) by National Award for Export Excellence, EEPC India

2020	ISO 9001:2015 certificate for design and manufacture of pressure vessels and manufacture of pipe fittings and piping systems to National/International standards and customer specifications issued to Palwal Facility, Bangkok Facility, Anjar Facility I and Barmer Facility. • ISO 14001:2015 certificate for design and manufacture of pressure vessels and manufacture of pipe fittings and piping systems to National/International standards and customer specifications issued to Palwal Facility, Bangkok Facility, Anjar Facility I and Barmer. • ISO 45001:2018 certificate for design and manufacture of pressure vessels and manufacture of pipe fittings and piping systems to National/International standards and customer specifications issued to Palwal Facility, Bangkok Facility, Anjar Facility I and Barmer.
2021	Certificate of authorisation from the American Society of Mechanical Engineers for the (i) manufacture and assembly of power boilers and (ii) fabrication and assembly of pressure piping issued to Unit I, Palwal Facility
2022	Certificate of authorisation from the American Society of Mechanical Engineers for the (i) manufacture and assembly of power boilers, (ii) manufacture of Class I and Class 2 pressure vessels and (iii) fabrication and assembly of pressure piping issued to Unit II, Palwal Facility
	Certificate of accreditation in accordance with the standard ISO/IEC 17025:2017, general requirements for the competence of testing and calibration laboratories issued to the Quality Control Lab, Palwal facility in the field of testing on by the National Accreditation Board for Testing and Calibration Laboratories. • Letter of validation granted by the Canadian Welding Bureau providing certification for fusionwelding of steels in division 2 as per Canadian Standards Association ("CSA") W47.1, including fabrication of structural steel piping supports for petroleum industry, issued to the Company. • Certificate on DIN EN ISO 3834-2 issued to the Anjar Heavy Fabrication Facility. • Certification authorization to register the 'NB' symbol issued to the Thailand Facility by the National Board of Boiler and Pressure Vessel Inspectors.
2023	ISO 9001:2015 certificate for manufacture of wind turbine towers, heavy fabricated structures for power plant and infrastructure projects issued to Anjar Heavy Fabrication Facility. • ISO 14001:2015 certificate for manufacture of wind turbine towers, heavy fabricated structures for power plant and infrastructure projects issued to Anjar Heavy Fabrication Facility. • ISO 45001:2018 certificate for manufacture and supply of wind turbine towers, heavy fabricated structures for power plant and infrastructure projects issued to Anjar Heavy Fabrication Facility. • Certificate of authorization for manufacture and assembly of power boilers issued to the Bangkok Facility by the American Society of Mechanical Engineers. • Certificate of authorization for fabrication and assembly of pressure piping issued to the Bangkok Facility by the American Society of Mechanical Engineers. • Certification authorization to register the 'R' symbol issued to the Thailand Facility by the National Board of Boiler and Pressure Vessel Inspectors.
2024	Pressure Equipment Directive 2014/68/EU ("PED") Quality Assurance certificate for manufacture and supply of forged, seamless and welded fittings issued to the Palwal Facility I and Palwal Facility II by TUV Nord Systems GmbH & Co. Certificate on DIN EN ISO 3834-2 issued to the Palwal Facility.

Prevention of Sexual Harassment at Workplace

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, the Company has laid down a Prevention of Sexual Harassment (POSH) Policy and has constituted Internal Complaints Committees (ICs), at all relevant locations across India to consider and resolve the complaints related to sexual harassment. The ICs includes external members with relevant experience. The ICs, presided by senior women, conduct the investigations and make decisions at the respective locations. Company has zero tolerance on sexual harassment at the workplace. The ICs also work extensively on creating awareness on relevance of sexual harassment issues, including while working remotely. The employees are required to undergo a mandatory training/ certification on POSH to sensitize themselves and strengthen their awareness.

During the year under review, the Company has received no complaint pertaining to sexual harassment.

All new employees go through a detailed personal orientation on anti-sexual harassment policy adopted by the Company.

Vigil Mechanism/Whistle Blower Policy

The Company has in place Vigil Mechanism/ Whistle-Blower Policy called "Vigil Mechanism/Whistle Blower Policy". It lays down a mechanism for reporting and investigation of all unethical behaviour, alleged or potential violations of laws, regulations or DEE Code of Business Conduct, policies, procedures or other standards.

Employees have numerous ways to voice their concerns and are encouraged to report the same internally for resolution. The said Policy provides for adequate safeguards against retaliation and access to the Chairperson of the Audit Committee.

The Whistle Blower Policy is available on Company's website and accessible through **www.deepiping.com**.

Performance Evaluation of the Board, Board Committees and Directors

The Company has adopted the Board Evaluation Framework and Policy based on the recommendation of the Nomination and Remuneration Committee, which sets a mechanism and criteria for performance evaluation of the Board, Board Committees and Directors, including Independent Directors. The same is available at www.deepiping.com.

The Company has adopted the Board Evaluation Framework and Policy based on the recommendation of the Nomination and Remuneration Committee, which sets a mechanism and criteria for performance evaluation of the Board, Board Committees and Directors, including Independent Directors.

The performance of the Board, the Committees and individual Directors was evaluated by the Board after seeking inputs from all the Directors through a questionnaire wherein the Directors evaluated the performance on scale of one to five based on the following criteria:

a) Criteria for Board performance evaluation includes degree of fulfilment of key responsibilities, Board structure and composition, establishment, and delineation of responsibilities to committees, effectiveness of board processes, information and functioning, board culture and dynamics, quality of relationship between the Board and the management.

b) Criteria for Committee performance evaluation includes degree of fulfilment of key responsibilities, adequacy of committee composition, effectiveness of meetings, committee dynamics, quality of relationship of the committee with the Board, and the management.

c) Criteria for performance evaluation of Individual Directors includes fulfilment of the independence criteria as specified in the Listing Regulations and their independence from the management, attendance, contribution at meetings, guidance, support to management outside Board/ Committee meetings.

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

The NRC also reviewed the performance of the individual directors.

In a separate meeting of Independent Directors, performance of Non-Independent Directors and performance of the Board was evaluated, views of the Non-Executive Directors were also taken.

The Board and the NRC reviewed the performance of individual Directors on the basis of criteria such as the contribution of the individual Directors to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In the Board meeting that followed the meeting of the Independent Directors and meeting of NRC, the performance of the Board, its committees and individual directors were also discussed.

Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

Equity Shares with differential Voting Rights

The Company hasn't issued any equity shares with differential voting rights.

Deposits

During the year, the Company has not received any deposits from general public.

During the Year, Mr. Krishan Lalit Bansal, Chairman and Managing Director of the Company has provided an unsecured loan of ` 3,375 Lacs to the Company.

Mr. Krishan Lalit Bansal has also provided declarations in respect of Loans provided to the Company and confirmed that the Loans provided by the Directors are not being given out of funds acquired by him by borrowing or accepting loans or deposits from others.

Employees Share Option Plan of the Company

The Company introduced employee recognition schemes in the form of ESOPs and such tools have been constructive in acknowledging employee's contributions in the success of the organization. The objective of the said ESOPs is to enhance employee motivation, and enable employees to participate, directly or indirectly, in the long-term growth and success of the Company. Also, such tools act as a retention mechanism by enabling employee participation in the business as its active member.

During the reporting year under review, the Nomination and Remuneration Committee ("Compensation Committee") granted 4,16,920 equity shares of ` 10/- each pursuant to exercise of employee stock options by eligible employees under the ESOP Scheme of the Company Total Number of options available under DEE ESOP Policy 2023 are 26,51,957.

Disclosures on details of options granted, shares allotted upon exercise, etc. as required under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 is stated below:

The DEE ESOP Policy is uploaded on the website of the Company at www.deepiping.com.

Disclosures pursuant to Rule 12(9) of Companies (Share Capital and Debentures) Rules, 2019 and Regulation 14 read with Part F of Schedule I of the SEBI (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 on ESOP read with SEBI Circular dated June 6, 2015 for the Financial year 2023-2024

The DEE ESOP Scheme, 2023 ("the Scheme") is in compliance with SEBI (Share Based Employee Benefits & Sweat Equity) Regulations, 2021.

A) Relevant disclosures in terms of the accounting standards prescribed by the Central Government in terms of section 133 of the Companies Act, 2013 (18 of 2013) including the 'Guidance Note on accounting for employee share-based payments' issued in this regard from time to time:

   Details have been provided in the Notes to Accounts of the Financial Statements in the Annual report 2023-24

B) Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share' Issued by ICAI or any other relevant accounting standards as prescribed from time to time

Diluted EPS for the financial year 2023-24 as per AS-20 of ICAI is ` 3.72 per share.

Details related to ESOP

Particulars	Details
Number of options at the beginning of the period	4,16,920
Number of options forfeited / lapsed during the year	-
Number of options vested during theYear	-
Variation of Terms of Options	-
Date of shareholders' approval	September 23, 2023
Total number of options approved under ESOP Scheme	26,21,957
Vesting requirements	1-4 years
Source of shares (primary, secondary or combination)	Primary

Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to (a) Key Managerial personnel/senior managerial personnel as Defined under Regulation 16(d) of the SEBI (LODR) Regulations, 2015 (b) any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year; (c) identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant.	The options were granted during the financial year 2023-24 which were vested and exercised during the FY 2024-25, 2025-26 and 2026-27.

Details of Subsidiaries, Joint Ventures and Associates

No company has become or ceased to be a subsidiary, joint venture or associate company during the year under consideration.

Further, the Company has no Joint Ventures and associate Company.

Audited Annual Financial Statements of subsidiary are disclosed on website of the Company and may be accessed through www.deepiping.com.

Hard copies of these financial statements are kept open for inspection by the Members at the Registered Office of the Company on all days except Sunday and Public Holidays up to the date of ensuing Annual General Meeting i.e., September 27, 2024 between 11:00 A.M. to 5:00 P.M. as required under Section 136 of the Companies Act, 2013. Any member desirous of obtaining a copy of the said financial statements may write to the Company at its Registered Office.

Indian Subsidiaries

1. Malwa Power Private Limited

Corporate Information

Malwa Power Private Limited was incorporated as a private limited company under the Companies Act, 1956, pursuant to a certificate of incorporation dated January 7, 2002 issued by the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi. Its CIN is U40107HR2002PTC067195, and its registered office is situated at 1255, Sector-14, Faridabad, Haryana – 121007.

Malwa Power Private Limited is engaged in the business of power generation, distribution and transmission.

Financials as on 31st March, 2024

During FY 2023-24, Revenue from operations increased from ₹ 3,399.60 Lacs to ₹ 4,013.93 Lacs which reflects company's stability and enhanced future projections, Further, Profit after tax was also increased from ₹ 217.57 Lacs to ₹ 548.75 Lacs.

This subsidiary company has transferred its entire profit for the year to the 'Retained Earnings'.

Capital structure as on 31st March, 2024

Particulars	No. of equity shares of face value of ₹ 10 each	Amount in INR
Authorised share capital	1,30,00,000	13,00,00,000
Issued, subscribed and paid-up equity share capital	1,22,09,680	12,20,96,800

<u>CSR Contribution</u>

During the Financial Year 2023-24, The Company has spent ` 10 Lacs on Corporate Social Responsibility as stipulated under Section 135 of the Companies Act, 2013 read with Schedule VII of the Companies Act, 2013.

<u>Corporate Social Responsibility (“CSR”)</u>

[In compliance with Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility) Rules, 2014, as amended]

Corporate Social Responsibility is an integral part of the Company’s ethos and policy and it has been pursuing this on a sustained basis. Since, the Total amount to be spend on Corporate Social Responsibility **(“CSR”)** is less than ` 50 Lacs, requirement for constitution of CSR Committee is not mandatory, hence all the functions of CSR implementation and disbursement, have been discharge by Board of Directors of the Company. During the Year 2023-24, Company has spent ` 10 Lacs on CSR activity, which are as follows.

<u>Promotion of Education</u>

Education has been the main focus area for Corporate Social Responsibility (CSR) standpoint. Promoting education, including special education and inclusive education for children with disability, and skill development and livelihood enhancement projects, Promotion of an initiative to financially support girls from disadvantaged backgrounds, who wish to pursue higher education after grade 12.

Following are the key parameter for CSR Contributions

1. Net profit eligible for CSR Contribution as per Section 198 of the Companies Act, 2013

   FY 2020-21: ` 344.34 Lacs

   FY 2021-22: ` 817.33 Lacs

   FY 2022-23: ` 333.73 Lacs

2. Average net profit for Last 3 Financial Years: ` 498.46 Lacs;

3. 2% of average net profit for CSR Contribution: ` 9.97 Lacs

4. Actual amount spent during FY 2023-24: ` 10 Lacs.

   Total amount of CSR done on Promotion of Education is ` 10 Lacs

<u>Technology Upgradation and Advancement</u>

Following major steps were taken during the year in this regard:

1. 02 no. 7.5 KW VFD is replaced instead of DOL motor starter panels resulting to decrease the cost of maintenance cost of Drag chain as well as due to reduction in RPM of motors saving on account of wattage also.
2. 125 W Mercury lamp replaced to 30W LED lights, total 30 nos. which helps in energy conversation.
3. Oil cleaner was cleaned with diesel resulting in only one oil cleaner in line and second is kept standby, as earlier both used to run simultaneously, which now helps in improved efficiency of steam cooling system of turbine.
4. Protection & testing of 66KV switchyard equipment & system from PSPCL timely.
5. New cable installed of 24V as earlier we used to face low voltages as our cable was under, now new cable used is multi strand and helps in plant efficiency at Kattianwali grid. Due to this work under taken Grid power efficiency has increased, now we have relatively smaller power outages.
6. Maintaining the Power Factor (PF) of Generator above 0.9 to reduce the power losses.
7. Regularly Oil dehydration of Power & Auxiliary Transformers to reduce losses.
8. Apart from above, the Company regularly spend to adopt best technology of its segment and increase its efficiency, the Company has a system of investing in continual improvement of its processes.
9. In addition to that the company has initiated making brickets of fuel which shall help in better combustion in our boiler.

2. <u>DEE Fabricom India Private Limited</u>

Corporate Information

DEE Fabricom India Private Limited was incorporated as a Private Limited Company under the Companies Act, 2013, pursuant to a certificate of incorporation dated October 9, 2018 issued by the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi. Its CIN is U28990HR2018PTC076325, and its registered office is situated at 1255, Sector-14, Faridabad, Haryana – 121007.

DEE Fabricom India Private Limited is engaged in *inter alia* the business of manufacturing, fabrication and supply of metal structure and components for power (renewable and non-renewable), oil and gas, railways, roads, infrastructure projects.

Financials as on 31st March, 2024

During this fiscal year, The subsidiary company DEE Fabricom achieved a remarkable **83%** surge in revenue, **closing the year at ` 3,726 lacs** from **` 2,041 lacs in FY23**. Improved production of 36.8 Towers compared to 31.8 towers in FY23 (16% increase in quantum) and scope enhancement on few orders from pure job work to taking over internals in our scope are main contributors of this sales jump. Notably, for the first time, the subsidiary company reported a positive Profit After Tax (PAT) of **` 495 lacs**. As of 31st March 24, our order book stands strong at **` 2,426 lacs**.

Our efforts to expand our client base have been fruitful, as we successfully onboarded three prestigious clients namely **Adani, Ayana, and ACME during this FY.** As of 31st March 2024, the outstanding amount owed by your company was **` 1,260 lakhs**. We made substantial progress in debt reduction, bringing down our Debt to **` 1,135 lakhs** at end of FY24 from **` 1,674 lacs** in FY23.

To ensure sustained growth, we have implemented several key initiatives:

1. **Process Modernization:** We conducted a comprehensive Time Study to identify areas for improvement. By incorporating state-of-the-art technologies, we have streamlined production processes, minimized waste, and optimized resource utilization.
2. **Skill Enhancement Programs:** We have placed a strong emphasis on technology absorption and workforce development. Specialized training programs were conducted to upskill our employees, ensuring they are proficient in utilizing the latest tools and techniques. This not only enhances operational efficiency but also empowers our workforce with advanced knowledge and capabilities.

These initiatives, coupled with our strategic client acquisitions and financial discipline, position us well for continued success in the coming years.

Capital structure as on 31st March, 2024

Particulars	No. of equity shares of face value of ` 10 each	Amount in INR
Authorised share capital	2,50,00,000	25,00,00,000
Issued, subscribed and paid-up equity share capital	90,00,000	9,00,00,000

3. Atul Krishan Bansal Foundation

Corporate Information

Atul Krishan Bansal Foundation is a company limited by shares incorporated under Section 8 of the Companies Act, 2013, pursuant to a certificate of incorporation dated January 22, 2021 issued by the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi. Its CIN is U85300DL2021NPL376061, and its registered office is situated at 2375/78/86/88/90, No. 12, Pratap Chambers, 2387/89/90 Gurdwara Road, Karol Bagh, New Delhi - 110005.

Atul Krishan Bansal Foundation is engaged in activities aimed at inter alia eradicating hunger, poverty and malnutrition, promoting health care including preventive health care sanitation, contribution to the Swacchh Bharat Kosh setup by the Government of India for the promotion of sanitation and making safe drinking water available; promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancing projects; promoting gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups; and contribution to the prime minister's national relief fund or Prime Minister's Citizen Assistance and Relief in Emergency Situations (PM CARES Fund) or any other fund set up by the Government of India for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women and other rural development projects.

Financials as on 31st March, 2024

During the year under review, During the year, Income from donations was ` 49.89 Lacs as compared to FY 2022-23 which was ` 53.20 Lacs.

Capital structure as on 31st March, 2024

Particulars	No. of equity shares of face value of ` 10 each	Amount in INR
Authorised share capital	10,000	1,00,000
Issued, subscribed and paid-up equity share capital	10,000	1,00,000

Foreign Subsidiary

Corporate Information

DEE Piping Systems (Thailand) Co., Limited was incorporated as a private company on October 7, 2014 under Thailand's Civil and Commercial Code concerning private company. Its registration number is 0105557148913 and its registered office is situated at Nos. 59 and 59/8, Village No. 6, Thakham Sub-district, Bangpakong District, Chachoeng-sao Province.

DEE Piping Systems (Thailand) Co., Limited is engaged in the business of fabrication (including prefabrication and on-site fabrication) of pipe spool and other components for assembling industrial piping systems used in various industries. The fabrication work and the components fabricated include, *inter alia*, pipe welding work, pipe spool valves, pressure adjustments systems flanges and parts. DEE Piping Systems (Thailand) Co., Limited's business operation activities include, for example, purchase, sale, production, invention/creation, provision of services, provision of advisory service, project management, design, setting systems' parameters, installation, production development, product development, assembly, disassembling and reassembling, planning, provision of technical advices, product researches and development, construction, services and maintenance, production operations.

Financials as on 31st March, 2024

During FY 2023-24, Revenue from operations increased from ` 6410.78 Lacs to ` 8239.01 Lacs Further, Profit after tax was also recovered from (` 566.37) Lacs to (` 433.48) Lacs.

Capital structure as on 31st March, 2024

Particulars	No. of shares of face value of THB 5 each	Amount (THB)
Authorised share capital	4,96,63,300	24,83,16,500
Issued, subscribed and paid-up equity share capital	4,96,63,300	24,83,16,500

Directors and Key Managerial Personnel

Board of Directors

The composition of the Board of Directors of the Company is in accordance with the provisions of Section 149 of the Act and Regulation 17 of the Listing Regulations, with an appropriate combination of Executive, Non-Executive, and Independent Directors.

The Board of the Company has 6 (Six) Directors comprising of 1 (One) Managing Director, 2 (Two) Whole-Time Director, and 3 (Three) Independent Directors (including a Woman Director). The complete list of Directors of the Company along with their brief profile has been provided in the Report on Corporate Governance forming part of this Annual Report.

Further, all the Directors and senior management personnel of the Company affirmed compliance with the Code of Conduct for the financial year 2023-2024 and the declaration in this respect appears elsewhere in the Annual Report.

Directors

During the year under review, Following are the directors of The Company:

1. **Mr. Krishan Lalit Bansal** is the Chairman and Managing Director of our Company. He holds a bachelor's degree in mechanical engineering from Punjab Engineering College, Chandigarh. He has been associated with the Company since its inception in 1988 and has experience in

prefabricated piping systems and bio-mass power sector. He incorporated a partnership concern, Development Engineers pursuant to a deed of partnership dated August 12, 1986 which was later dissolved pursuant to a deed of dissolution dated April 1, 1988. His other ventures include DEE Group Trust and DDE Piping Components Private Limited. He has been conferred with various awards including 'Business Leader of the Year' in 2011 and 'Lifetime Achievement Award in 2016 by the Faridabad Industrial Association. He was also conferred with the 'Business Excellence Award' by International Study Circle and the 'Rashtriya Rattan Award' by the All-India National Unity Council for his contributions to the industry.

2. **Mrs. Ashima Bansal** is a Whole-time Director of our Company. She holds a bachelor's degree in education from D.S. College of Education for Women, Ferozepur City, Panjab University and a masters' degree in arts from Panjab University. She has been associated with the Company since April 30, 2007.

3. **Mrs. Shikha Bansal** is a Whole-time Director of our Company. She holds a bachelor's degree in commerce from University of Delhi and masters' degree in commerce from Himachal Pradesh University. She has been associated with the Company since December 1, 2020.

4. **Mr. Ashwani Kumar Prabhakar** is the Independent Director of our Company. He holds a Bachelor of Science degree in engineering from Panjab University and is registered with the Institute of Cost Works Accountant of India. He was previously associated with Ministry of Defence, Kolkata, Government of India as the Director General of Ordnance Factories and Chairman of the Ordnance Factory Board.

5. **Mr. Bhisham Kumar Gupta** is an Independent Director of our Company. He holds a Bachelor of Science degree in engineering from Panjab University. He was previously associated with Engineers India Limited as the Executive Director.

6. **Mrs. Shilpi Barar** is an Independent Director of our Company. She holds a bachelor's degree in commerce from Hemwati Nandan Bahuguna Garhwal University. She was previously associated with Sita Singh & Sons Private Limited as the Head of Operations.

Key Managerial Personnel (KMP)

As on the date of this report, the following are Key Managerial Personnel ("KMPs") of the Company as per Sections 2(51) and 203 of the Companies Act, 2013:

1. Mr. Krishan Lalit Bansal, Chairman and Managing Director,
2. Mrs. Ashima Bansal, Whole Time Director
3. Mrs. Shikha Bansal, Whole Time Director
4. Mr. Sameer Agarwal, Chief Financial Officer and
5. Mr. Ranjan Kumar Sarangi, Company Secretary and Compliance officer

During the FY 2023-24, There was no change in the Key Managerial Personnel positions.

Independent Directors

The Independent Directors had submitted their disclosures to the Board that they fulfil the requirements as stipulated under Section 149(6) of the Act and Regulation 25(8) of Listing Regulations. There had been no change in the circumstances affecting their status as Independent Directors of the Company to qualify themselves to be appointed as Independent Directors under the provisions of the Act and the relevant regulations. The Independent Directors have given the declaration under Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014 confirming compliance with Rule 6(1) and (2) of the said Rules that their names are registered in the databank as maintained by the Indian Institute of Corporate Affairs ("IICA").

In the opinion of Board, Mr. Ashwani Kumar Prabhakar, Mr. Bhisham Kumar Gupta and Mrs. Shilpi Barar are persons of integrity and fulfils requisite conditions as per applicable laws and are independent of the management of the Company.

During the year under review, the Independent Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, and reimbursement of expenses, if any.

None of the Independent Non-Executive Directors held any equity shares of the Company during the financial year ended 31st March, 2024.

Committees of the Board

During the year 2023-24, in compliance with the SEBI listing regulations, the Company has constituted mandatory committees as mentioned below.

Audit Committee

Sr. No.	Name of the Chairperson/Member	Position in the Committee
1.	Mr. Ashwani Kumar Prabhakar	Chairperson
2.	Mr. Bhisham Kumar Gupta	Member
3.	Mr. Krishan Lalit Bansal	Member
4.	Mrs. Shilpi Barar	Member

Nomination and Remuneration Committee

Sr. No.	Name of the Chairperson/Member	Position in the Committee
1.	Mrs. Shilpi Barar	Chairperson
2.	Mr. Bhisham Kumar Gupta	Member
3.	Mr. Ashwani Kumar Prabhakar	Member

Risk Management Committee

Sr. No.	Name of the Chairperson/Member	Position in the Committee
1.	Mr. Krishan Lalit Bansal	Chairperson
2.	Mrs. Shilpi Barar	Member
3.	Mr. Ashwani Kumar Prabhakar	Member

Corporate Social Responsibility Committee

Sr. No.	Name of the Chairperson/Member	Position in the Committee
1.	Mr. Krishan Lalit Bansal	Chairperson
2.	Mrs. Shilpi Barar	Member
3.	Mrs. Ashima Bansal	Member

Stakeholders Relationship Committee

Sr. No.	Name of the Chairperson/Member	Position in the Committee
1.	Mrs. Shilpi Barar	Chairperson
2.	Mr. Krishan Lalit Bansal	Member
3.	Mrs. Ashima Bansal	Member

Initial Public Offer Committee

Sr. No.	Name of the Chairperson/Member	Position in the Committee
1.	Mr. Krishan Lalit Bansal	Chairperson
2.	Mrs. Shikha Bansal	Member
3.	Mrs. Ashima Bansal	Member

Familiarization Program for Independent Directors

In compliance with the requirements of Listing Regulations, the Company has put in place a framework for Directors' Familiarization Programme to familiarize the Independent Directors with their roles, rights and responsibilities, strategy planning, manufacturing process, subsidiaries business strategy, factory visit, CSR site visit, Amendments in law and Company's codes & policies. The details of the familiarization programme conducted during the financial year under review are explained in the Corporate Governance Report. The same is available on Company's website and accessible through www.deepiping.com.

Listing

The Equity Shares of the Company are listed on two stock exchanges viz. BSE Limited and National Stock Exchange of India Limited.

Secretarial Standards

The Company complies with all the applicable Secretarial Standards issued by the Institute of Company Secretaries of India ("ICSI").

Report on the utilisation of proceeds of the Initial Public Offer raised during the financial year 2023-24.

The Company has appointed 'CRISIL Ratings Limited' as the monitoring agency to monitor the utilization of the issue proceeds from the Initial Public offer of the Company raised during the financial year 2023-24. The Monitoring agency has duly submitted its report on a quarterly basis to the Audit Committee and the Board of Directors. The Audit Committee and Board of Directors duly took note of the same and filed it with the stock exchange as required under Regulation 32(6) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. There were no deviations or variations in the utilization of issue proceeds from the objects as stated in the offer document for Public Issue of shares of the Company.

Disclosure Under Section 197(12) of the Companies Act, 2013 and other Disclosures as Per Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Disclosures required in accordance with the provisions of Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forms part of this Report. However, as per the provisions of Sections 134 and 136 of the Companies Act, 2013, the Report and Financial Statements are being sent to the Members and others entitled thereto, excluding the Statement containing Particulars of Employees, which is available for inspection by the Members up to the date of ensuing Annual General Meeting. Any Member interested in obtaining a copy of such Statement may write to the Company Secretary at secretarial@deepiping.com.

(a) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary of the Company and (b) ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2023-24:

Name of Director/KMP	% Increase in the remuneration	Ratio of remuneration of each director/to the median remuneration of employees
Krishan Lalit Bansal Chairman and Managing Director	0%	35.09%
Ashima Bansal Whole Time Director	2%	7.91%
Shikha Bansal Whole Time Director	-60%	7.91%
Sameer Agarwal Chief Financial officer	N.A.	7.91%
Ranjan Kumar Sarangi Company Secretary and Compliance officer	14.29%	3.47%

c) The percentage increase in the median remuneration of employees in the financial year: 13.65%

d) Number of permanent employees on the rolls of the Company: 1061 Employees

e) It is affirmed that the remuneration paid to Directors, Key Managerial Personnel and other Employees is as per the Remuneration Policy of the Company.

Top Ten Employees of the Company

Sr. No.	Name of Employee	Designation	Remuneration Amount in INR Lacs	Qualification	Experience	Date of Commencement of Employment	Age
1	Krishan Lalit Bansal	Chairman and Managing Director	15.52	Bachelor of Engineering	41	01-04-1983	69
2	Ashima Bansal	Whole Time Director	6.75	-	8	01-10-2017	70
3	Shruti Aggarwal	Vice President	5.50	MBA	8	01-09-2017	40
4	Pankaj Aggarwal	Chief Operating Officer	4.18	B. TECH	30	01-07-2023	53
5	Hariharan Parameswaran	General Manager	3.87	B. TECH	28	01-02-2024	50
6	Gaurav Narang	Senior Vice President	3.71	Bachelor of Engineering	20	16-04-2010	43
7	Sameer Agarwal	Chief Financial Officer	3.50	Chartered Accountant	27	04-03-2023	49
8	Shikha Bansal	Whole Time Director	3.50	MBA	-	01-12-2020	42
9	Pawan Arora	Associate Vice President	3.15	Diploma	25	08-03-2011	49
10	Pradeep Shiv Bahadur Singh	Associate Vice President	3.06	B. TECH	17	15-02-2023	39

Performance evaluation criteria for Independent Directors

Board Evaluation Process

The Board had carried out an annual evaluation of its own performance and of its committees as well as the performance of each individual Directors as per the criteria specified by the NRC and expressed its satisfaction for the same. Board Evaluation criteria feedback was sought based on the evaluation criteria approved by the NRC for evaluating the performance of the Board, its committees and individual directors.

As per policy on performance evaluation of the Company, evaluation of the Board, Committee, and individual directors was based on criteria such as mentioned in the policy.

In order to ensure confidentiality, the Board's evaluation was undertaken by way of a questionnaire as part of policy on performance evaluation. All the directors participated in the evaluation process. The responses received from the Board members were compiled and a consolidated report was submitted to the Board through the Company Secretary. The evaluation report was also discussed at the meeting of the Board of Directors. The Board deliberated over the suggestions and inputs to augment its own effectiveness and optimise the individual strengths of the directors. The directors were satisfied with the Company's standard of governance, its transparency, meeting practices and overall Board effectiveness.

Further, the independent directors of the Company, at their separate meeting held during the financial year 2023-24, reviewed the performance of non-independent directors, board of directors as a whole, performance of chairperson of the Company and accessed the quality, quantity and timeliness of flow of information between the Management of the Company and the Board that is necessary for the Board of directors to effectively and reasonably perform their duties.

General

Neither the Chairperson nor the Managing Director of the Company received any remuneration or commission from any of the subsidiaries of the Company.

The Directors state that no disclosure or reporting is required in respect of the following items, as there were no transactions/events of these nature during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise;
2. Issue of Shares (Including Sweat Equity Shares) to employees of the Company under any scheme;
3. Significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and the Company's operation in future;
4. Application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016;
5. One time settlement of loan obtained from the Banks or Financial Institutions.

Cautionary Statement

Statements in the Annual Report, including those which relate to Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations, may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Although the expectations are based on reasonable assumptions, the actual results might differ.

CEO And CFO Certification:

As required under Regulation 17(8) of the SEBI Listing Regulations, the CEO and CFO of the Company have certified the accuracy of the Financial Statements, the Cash Flow Statement and adequacy of Internal Control Systems for financial reporting for the financial year ended 31 March, 2024. Their Certificate is annexed to this Directors' Report.

Personnel

The Board wishes to express its appreciation to all the employees of the Company for their contribution to the operations of the Company during the year.

Acknowledgement

The Directors are highly grateful for all the guidance, support and assistance received from the Government of India, Governments of various states in India, concerned Government departments, Financial Institutions and Banks. The Directors thank all the esteemed shareholders, customers, suppliers and business associates for their faith, trust and confidence reposed in the Company.

The Directors wish to place on record their sincere appreciation for the dedicated efforts and consistent contribution made by the employees at all levels, to ensure that the Company continues to grow and excel.

For and on behalf of
DEE Development Engineers Limited

Sd/-	Sd/-
Krishan Lalit Bansal	**Ashima Bansal**
Chairman and Managing Director	Whole Time Director
DIN: 01125121	DIN: 01928449

Date: 14.08.2024
Place: Village Tatarpur, Palwal

"Annexure-1"

Form-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/ associate companies/ joint ventures

Part "A": Subsidiaries
(Information in respect of each subsidiary to be presented with amounts in INR Lacs)

Sr. No.	Name of Subsidiary	Date of Acquisition	Financial Year ended	Country of Incorporation	Percentage of Shareholding	Reporting Currency	Share Capital	Reserves and Surplus	Total Assets
1.	Malwa Power Private Limited	22.01.2016	31.03.2024	India	100%	INR	1220.97	1589.71	4653.33
2.	DEE Fabricom India Private Limited	09.10.2018	31.03.2024	India	100%	INR	900.00	(421.26)	4637.30
3.	DEE Piping Systems (Thailand) Co. Limited	07.10.2014	31.03.2024	Thailand	100%	THAI BAHT*	5021.31	(6202.35)	14392.66

Sr. No.	Name of Subsidiary	Total Liabilities	Investments	Turnover	Profit before Tax	Profit after Tax	Proposed Dividend
1.	Malwa Power Private Limited	4653.33	NIL	4013.93	693.69	548.75	NIL
2.	DEE Fabricom India Private Limited	4637.30	NIL	3726.34	651.67	494.64	NIL
3.	DEE Piping Systems (Thailand) Co. Limited	14392.66	NIL	8239.01	(433.48)	(433.48)	NIL

a. Company has no associates and Joint Venture Company.

b. No new Subsidiary Company was acquired during the year and no subsidiary Company was liquidated during the Year.

c. *Reporting currency is Thai Baht (THB) and exchange rate as on the last day of relevant financial year 31/03/2024 is 2.29.

For and on behalf of
DEE Development Engineers Limited

Sd/-
Krishan Lalit Bansal
Chairman and Managing Director
DIN: 01125121

Sd/-
Ashima Bansal
Whole Time Director
DIN: 01928449

Date: 14.08.2024
Place: Village Tatarpur, Palwal

“Annexure – 2”

FORM AOC-2

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

Form for disclosure of particulars of contract/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arms' length transactions under third proviso thereto

1. **Details of contract or arrangement or transactions not at arms' length basis:** Not Applicable
2. **Details of material contracts or arrangements or transactions at arms' length basis:**

S. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contract/ arrangement/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any Amount in INR Lacs	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1.	Malwa Power Private Limited	Sale of Products	April 2023-March 2024	2.82	Since the transaction is in the ordinary course of business and at arms' length basis, approval of the Board is not applicable	-
2.	DEE Piping Systems(Thailand) Co. Limited	Sale of Products	April 2023-March 2024	656.18	Since the transaction is in the ordinary course of business and at arms' length basis, approval of the Board is not applicable	-
3.	DEE Piping Systems(Thailand) Company Limited	Sale of Products	April 2023-March 2024	0.21	Since the transaction is in the ordinary course of business and at arms' length basis, approval of the Board is not applicable	-
4.	DEE Fabricom India Private Limited	Sales of product	April 2023-March 2024	785.05	Since the transaction is in the ordinary course of business and at arms' length basis, approval of the Board is not applicable	-
5.	DEE Fabricom India Private Limited	Purchase of Electricity	April 2023-March 2024	63.32	Since the transaction is in the ordinary course of business and at arms' length basis, approval of the Board is not applicable	-
6.	DEE Fabricom India Private Limited	Purchase of Consumable	April 2023-March 2024	5.72	Since the transaction is in the ordinary course of business and at arms' length basis, approval of the Board is not applicable	

For and on behalf of
DEE Development Engineers Limited

Sd/-
Krishan Lalit Bansal
Chairman and
Managing Director
DIN: 01125121

Sd/-
Ashima Bansal
Whole Time Director
DIN: 01928449

Date: 14.08.2024
Place: Village Tatarpur, Palwal

"Annexure-3"

Report on Corporate Governance

This Report on Corporate Governance unfolds into the ethical business practices, strong governance structure, policies, and procedures adopted by the DEE Development Engineers Limited ("the Company") with an aim to create business driven by values and long term sustainable value creation for all its stakeholders. This report is divided into following:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

At DEE Development Engineers Limited, we believe that robust corporate governance is fundamental to the success of our business and the trust we earn from our stakeholders. Our governance framework is not just about adhering to legal requirements; it is about adopting best practices that promote transparency, accountability, and ethical conduct in every aspect of our operations.

We are committed to upholding the highest standards of integrity, ensuring that our business decisions are guided by a set of values and principles that align with the best interests of our investors, customers, employees, creditors, and society at large. This commitment extends beyond mere compliance—it reflects our dedication to fostering a culture of fairness, continuous improvement, and ethical business practices.

The core beliefs that drive our corporate governance have been deeply ingrained in our management practices. These beliefs guide us in making decisions that support sustainable growth, ethical conduct, and value creation for all our stakeholders. By maintaining a strong governance framework, DEE Development Engineers Limited strives to deliver long-term benefits to all those connected to the company.

2. BOARD OF DIRECTORS

Composition Of Board

The Composition of the Board of Directors is the optimum composition of the Executive and Non-Executive Directors and meets the requirement of provisions of Corporate Governance. The Board is headed by the Executive Chairman and Managing Director Mr. Krishan Lalit Bansal.

As on 31st March 2024, the strength of the Board of Directors was 6 (Six) Directors comprising of 1 (One) Managing Director, 2 (Two) WholeTime Director, and 3 (Three) Independent Directors (including a Woman Director) in terms of the SEBI LODR Regulations. The board represents a balanced mix of professionalism, knowledge and expertise.

The composition of the Board is in conformity with Regulation 17(1) of the SEBI Listing Regulations read with Section 149 of the Companies Act, 2013 ('Act').

Name And Category of Directors

As on 31st March, 2024, the composition of the Board of Directors of the Company was as follows:

S. No.	Name of Directors	Promoter / Non-Promoter	Category of Directorship
1.	Mr. Krishan Lalit Bansal (DIN: 01125121)	Promoter	Executive – Chairperson & Managing Director
2.	Mrs. Ashima Bansal (DIN: 01928449)	Promoter	Executive – Whole Time Director
3.	Mrs. Shikha Bansal (DIN: 02712175)	Promoter Group	Executive – Whole Time Director
4.	Mr. Bhisham Kumar Gupta (DIN: 09493608)	Non-Promoter	Non-Executive - Independent Director
5.	Mrs. Shilpi Barar (DIN: 09030808)	Non-Promoter	Non-Executive - Independent Director
6.	Mr. Ashwani Kumar Prabhakar (DIN: 10198026)	Non-Promoter	Non-Executive - Independent Director

Details Of Board Meetings

The Board oversees management performance so as to ensure that the Company adheres to the highest standards of Corporate Governance. The Board provides leadership and guidance to the management and evaluates the effectiveness of management policies. Board Meeting dates are finalised in consultation with all the Directors and Agenda of the Board Meetings are circulated well in advance before the date of the meeting. Board Members express opinions and bring up matters for discussions at the meetings. Compliance Report in respect of various laws and regulations applicable to the Company are tabled at Board Meetings.

The Board periodically reviews the items required to be placed before and in particular reviews and approves Quarterly/ Half yearly Un-audited Financial Statements and the Audited Annual Financial Statements, Business Plans, Annual Budgets and Capital Expenditure. The agenda for the Board Meetings covers items set out as guidelines in SEBI LODR Regulations to the extent these are relevant and applicable. All agenda items are supported by the relevant information, documents and presentations to enable the Board to take informed decisions.

Company's Board met 16 times during the Financial Year under review on 07th May, 2023, 20th May, 2023, 12th July, 2023, 27th July, 2023, 02nd September, 2023, 07th September, 2023, 07th September, 2023, 22nd September, 2023, 25th September, 2023, 28th September, 2023, 24th December, 2023, 04th January, 2024, 06th January, 2024, 03rd March, 2024, 04th March, 2024, and 06th March, 2024. The Company ensured that at least one Board Meeting was being held in each quarter and the gap between any two Board meetings was not more than One Hundred and Twenty days as prescribed under the SEBI LODR Regulations.

During the FY 2023-24, as per the requirement of Schedule IV of the Act, 2013 and as per Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate Meeting of the Independent Directors was held on 15th March, 2024 and all the Independent Directors were present without the presence of the Non-Independent Directors and upon the invitation by the Independent Directors, Mr. Ranjan Kumar Sarangi, Company Secretary & Compliance Officer was present throughout the meeting as an Invitee. The Independent Director in their meeting reviewed the performance of Non-Independent Directors, Chairman, and the Board as a whole and assessed the quality, quantity and timeliness of flow of information between Management and the Board for ensuring effective participation by the Board Members and found the same satisfactory.

Details of the Directors, their positions, attendance record at Board Meetings and last Annual General Meeting (AGM), other Directorships (excluding Private Limited, Foreign Companies and Alternate Directorships) and the Memberships/Chairmanships of Board Committees (only Audit Committee and Stakeholders Relationship Committee) other than the Company as on 31st March, 2024 are as follows:

Name of the Director	Board Meetings during 2023-24																34th AGM
	07th May, 2023	20th May, 2023	12th July, 2023	27th July, 2023	02nd September, 2023	07th September, 2023	07th September, 2023	22nd September, 2023	25th September, 2023	28th September, 2023	24th December, 2023	04th January, 2024	06th January, 2024	03rd March, 2024	04th March, 2024	06th March, 2024	23rd September, 2023
Mr. Krishan Lalit Bansal	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P
Mrs. Ashima Bansal	P	P	P	P	P	P	A	P	P	P	P	P	P	P	P	P	P
Mrs. Shikha Bansal	A	P	P	P	P	P	P	P	P	P	P	P	P	A	A	A	P
Mr. Bhisham Kumar Gupta*	NA	NA	NA	P	A	P	P	P	P	P	P	P	P	P	P	P	A
Mrs. Shilpi Barar**	NA	NA	NA	P	P	P	P	A	P	P	P	P	P	P	P	P	A
Mr. Ashwani Kumar Prabhakar***	NA	NA	NA	P	A	P	P	P	P	P	A	A	A	A	A	A	A
Mr. Ajay Kumar Marchanda****	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Mr. Satish Kumar*****	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

*Mr. Bhisham Kumar Gupta was appointed as Non- Executive - Independent Director w.e.f 12th July, 2023.

**Mrs. Shilpi Barar was appointed as Non- Executive - Independent Director w.e.f 12th July, 2023.

***Mr. Ashwani Kumar Prabhakar was appointed as Non- Executive - Independent Director w.e.f 12th July, 2023.

****Mr. Ajay Kumar Marchanda, Non- Executive - Independent Director resigned from the Board w.e.f. 20th April, 2023.

*****Mr. Satish Kumar, Non- Executive - Independent Director resigned from the Board w.e.f 20th April, 2023.

Number of Directorships & Committee Memberships/Chairmanships in Public Companies as on 31st March, 2024 (excluding Private & Foreign Companies)

Name of the Director	No. of directorship (listed Companies) and Committee membership(s)/ chairmanship(s) in Indian Public Companies including the Company as on 31st March, 2024			Directorship in other listed entities as on 31st March, 2024 (category of directorship)
	Number of directorship	Committee membership^	Committee Chairmanship^	
Mr. Krishan Lalit Bansal	1	2	0	NIL
Mrs. Ashima Bansal	1	1	0	NIL
Mrs. Shikha Bansal	1	0	0	NIL
Mr. Bhisham Kumar Gupta*	1	2	1	NIL
Mrs. Shilpi Barar**	1	1	1	NIL
Mr. Ashwani Kumar Prabhakar***	1	1	1	NIL

*Mr. Bhisham Kumar Gupta was appointed as Non- Executive - Independent Director w.e.f 12th July, 2023.

**Mrs. Shilpi Barar was appointed as Non- Executive - Independent Director w.e.f 12th July, 2023.

***Mr. Ashwani Kumar Prabhakar was appointed as an Non- Executive - Independent Director w.e.f 12th July, 2023.

^Committee positions only of the Audit Committee and Stakeholders Relationship Committee in Public Limited Companies including DEE Development Engineers Limited have been considered.

Disclosures regarding appointment or re-appointment of Directors

Mrs. Ashima Bansal (DIN: 01928449) and Mrs. Shikha Bansal (DIN: 02712175) will retire by rotation at the ensuing 35th Annual General Meeting of the Company and being eligible, has offered themselves for re-appointment.

The brief resumes and other information of the above retiring Directors, as required to be disclosed under this section is provided in the Notice of the Annual General Meeting. As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director seeking re-appointment at the forthcoming AGM are given in the Annexure to the Notice of AGM.

Disclosure Of Inter-Se Relationships Between Directors And Disclosure Of Shareholding

Name of Director	Designation	Relationship with other Directors	Number of Shares
Mr. Krishan Lalit Bansal	Chairman & Managing Director	Spouse of Ashima Bansal, Whole-time Director and Father-in-law of Shikha Bansal, Whole-time Director	3,96,39,185
Mrs. Ashima Bansal	Whole-time Director	Spouse of Krishan Lalit Bansal, Chairman & Managing Director and Mother-in-law of Shikha Bansal, Whole-time Director	43,99,900
Mrs. Shikha Bansal	Whole-time Director	Daughter in law of Krishan Lalit Bansal, Chairman & Managing Director and Ashima Bansal, Whole-time Director	14,67,130
Mr. Bhisham Kumar Gupta	Independent Director	Not related to any of the other Director	NIL
Mrs. Shilpi Barar	Independent Director	Not related to any of the other Director	NIL
Mr. Ashwani Kumar Prabhakar	Independent Director	Not related to any of the other Director	NIL

Independent Director Declarations And Web Link For Familirization Programme Of Independent Directors

Independent Directors

The Independent Directors of the Company have been appointed in terms of the requirements of the Companies Act, 2013, the SEBI Listing Regulations. Formal letters of appointment have been issued to the Independent Directors and the terms and conditions of their appointment are disclosed on the Company's website.

Independent Director Declarations

The Company has received declarations from all the Independent Directors to the effect that:

(a) they fulfil the criteria for independence as laid down under Section 149(6) of the Act and the rules framed thereunder, read with Regulation 16(1)(b) of the SEBI Listing Regulations, as amended upto date ("Listing Regulations");

(b) that they have got themselves registered in the data bank for Independent Directors being maintained by the Indian Institute of Corporate Affairs (IICA), of the Ministry of Corporate Affairs, Government of India and their names are included in the data bank maintained by IICA;

(c) they are not aware of any circumstance or situation, existing or anticipated, which may impact or impair their ability to discharge duties;

(d) that they have complied with the Code for Independent Director prescribed in Schedule IV to the Act which forms a part of the Company's Code of Conduct for Directors and Senior Management Personnel, to which as well, they affirm their compliance.

In the opinion of the Board, the Independent Directors fulfil the conditions as specified in Schedule V of the SEBI LODR Regulations and are independent of the management.

Mr. Ajay Kumar Marchanda (DIN: 03208327) and Mr. Satish Kumar (DIN: 07104899) Independent Directors have resigned wef from 20th April, 2023 during the FY 2023-24.

Appointment of Independent Directors made during the year under review

The Board of Directors, upon the recommendation of Nomination & Remuneration Committee in terms of Nomination and Remuneration Policy, in terms of the provisions of Section 149 read with Schedule IV of the Companies Act, 2013 and SEBI Listing Regulations, on 12th July, 2023, resolution passed in the Board meeting held, has approved the appointment of Mr. Bhisham Kumar Gupta (DIN: 09493608), Mrs. Shilpi Barar (DIN: 09030808) and Mr. Ashwani Kumar Prabhakar (DIN: 10198026) were appointed w.e.f 12th July, 2023, as Additional Directors in the capacity of Independent Director of the Company, for a first consecutive term of 5 years, commencing from 12th July, 2023 till 11th July, 2028.

Accordingly, the Shareholders of the Company had accorded their approval for appointment Mr. Bhisham Kumar Gupta (DIN: 09493608), Mrs. Shilpi Barar (DIN: 09030808) and Mr. Ashwani Kumar Prabhakar (DIN: 10198026) as Independent Directors of the Company, through a Special Resolution by way of Extra Ordinary General Meeting held on 13th July, 2023, in terms of the Regulation 17, 25 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Separate meeting of Independent Directors

During the FY 2023-24, in compliance with the requirements set out in Schedule IV to the Companies Act, 2013 and Regulation 25(3) of the SEBI Listing Regulations and Secretarial Standards on Board Meetings, a separate meeting of Independent Directors of the Company was held on 15th March, 2024, and all the Independent Directors were present without the presence of the Non-Independent Directors and upon the invitation by the Independent Directors, Mr. Ranjan Kumar Sarangi, Company Secretary & Compliance Officer, was present throughout the meeting as an Invitee.

Familiarization programme of Independent Director

The Familiarization Programme is imparted annually to the Independent Directors to acclimatize them with the processes that have been adopted and changes in the modus operand, if any. Pursuant to Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company makes detailed presentations to the Independent Directors, on the Company's operation and business plans, the nature of industry in which Company operates, and model of respective businesses, major risks involved and risk management strategy of the Company. The Company also organized visits to plant and other necessary locations, from time to time, to enable Independent Directors, to understand the business of the Company in a better way. Further, the Company also provides periodic insights and updates to the entire Board, including Independent Directors and other Non-Executive Directors, regarding business, innovations, strategies adopted, human capital management etc.

During the Familiarization Programme of Independent Directors, presentations were made to the Independent Directors that included: -

Introduction to nature of Fabrication of Piping Industry in which DEE Development Engineers Limited operates;

- Business model of the Company and the risks associated;
- Detailed analysis of Roles, responsibilities and duties of Independent Directors and other relevant information;
- Update on regulatory change and amendments in the relevant laws applicable on the Company.

Pursuant to Regulation 25(7) of SEBI Listing Regulation, a familiarization exercise for Independent Directors of the Company was carried out during the year, wherein all the Independent Director have participated aptly. As required under Regulation 46(2)(i) of SEBI Listing Regulations, the details of Familiarization program imparted to the Independent Directors are available on the website of the Company and can be viewed at the website https://www.deepiping.com/corporate-governance-policies.php

Chart/Matrix setting out the skills/expertise/ competence of the Board of Directors

The following is the list of core skills/expertise/ competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

Skills/Expertise/Competencies		Director who possess such skills/expertise/competencies
Strategic Leadership	Significant leadership experience and ability to provide strategic oversight and direction	All Directors
Business Operations	Experience and/or knowledge of the industry in whichthe Company Operates.	Mr. Krishan Lalit Bansal Mrs. Ashima Bansal Mrs. Shikha Bansal
Financial Expertise	Qualification and/or experience in accounting and/ or finance coupled with ability to analyse key financial statements; critically assess financial viability and performance; contribute to financial planning; assess financial controls and oversee capital management and funding arrangements.	Mr. Krishan Lalit Bansal Mr. Ashwani Kumar Prabhakar Mr. Bhisham Kumar Gupta
Governance, Risk and Compliance	Knowledge and experience of best practices in governance structures, policies and processes including establishing risk and compliance frameworks, identifying and monitoring key risks	All Directors
Technology	Knowledge of anticipating technological trend, create new business models	Mr. Krishan Lalit Bansal Mrs. Ashima Bansal Mrs. Shikha Bansal Mrs. Shilpi Barar

(3) BOARD COMMITTEES:

With a view to have a more focused attention on business and for better governance and accountability, the Board has constituted the following Committees viz:

a) Audit Committee;

b) Nomination and Remuneration Committee;

c) Corporate Social Responsibility Committee;

d) Stakeholders Relationship Committee; and

e) Risk Management Committee

f) IPO Committee

The terms of reference of these Committees are determined by the Board and their relevance reviewed from time to time. Each of these Committees has been mandated to operate within a given framework. Minutes of the meetings of each of these Committees are tabled regularly at the Board Meetings.

a) AUDIT COMMITTEE:

The Company has constituted an Audit Committee in line with the provisions of Regulation 18 of Listing regulations and section 177 of the Companies Act 2013. This Committee acts as a link between the Statutory and Internal Auditors and the Board of Directors. The very purpose of the Audit Committee is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for Internal financial controls, governance and reviewing the Company's Statutory and Internal Audit activities. The Committee is governed by a Charter which is in line with the regulatory requirements mandated by the Companies Act, 2013 and the SEBI LODR Regulations.

The terms of reference of the Audit Committee cover the matters specified for Audit Committee in the SEBI LODR Regulations, Section 177 of the Companies Act, 2013 and other Regulations are as under:

Brief description of Terms of Reference:

1. Overseeing the Company's financial reporting process and disclosure of its financial information to ensure that its financial statements are correct, sufficient and credible;

2. Recommending to the Board the appointment, re-appointment, replacement, remuneration and terms of appointment of the statutory auditor and the fixation of the audit fee of the Company;
3. Reviewing and monitoring the statutory auditor's independence and performance, and effectiveness of audit process;
4. Approving payments to statutory auditors for any other services rendered by the statutory auditors;
5. To review, monitor and approve the key performance indicators being included in the offer documents in connection with the proposed initial public offer by the Company;
6. Formulating a policy on related party transactions, which shall include materiality of related party transactions
7. Examining and reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
    a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause I of sub-section 3 of Section 134 of the Companies Act;
    b. Changes, if any, in accounting policies and practices and reasons for the same;
    c. Major accounting entries involving estimates based on the exercise of judgment by management;
    d. Significant adjustments made in the financial statements arising out of audit findings;
    e. Compliance with listing and other legal requirements relating to financial statements;
    f. Disclosure of any related party transactions; and
    g. Modified opinion(s) in the draft audit report.
8. Reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval;
9. Reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter. This also includes monitoring the use/application of the funds raised through the proposed initial public offer by the Company;
10. Approval or any subsequent modifications of transactions of the Company with related parties and omnibus approval for related party transactions proposed to be entered into by the Company, subject to the conditions as may be prescribed

    Explanation: *The term "related party transactions" shall have the same meaning as provided in Clause 2(zc) of the SEBI Listing Regulations and/or the applicable Accounting Standards and/or the Companies Act, 2013*;
11. Reviewing, at least on a quarterly basis, the details of the related party transactions entered into by the Company pursuant to each of the omnibus approvals given;
12. Laying down the criteria for granting omnibus approval in line with the Company's policy on related party transactions;
13. Scrutinising of inter-corporate loans and investments;
14. Valuation of undertakings or assets of the Company, wherever it is necessary;
15. Evaluating of internal financial controls and risk management systems;
16. Establishing a vigil mechanism for directors and employees to report their genuine concerns or grievances, with the chairman of the Audit Committee directly hearing grievances of victimization of employees and directors, who used vigil mechanism to report genuine concerns in appropriate and exceptional cases;
17. Reviewing, with the management, the performance of statutory and internal auditors, and adequacy of the internal control systems;
18. Reviewing the adequacy of internal audit function if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
19. Discussing with internal auditors on any significant findings and follow up thereon;

20. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
21. Discussing 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;
22. Recommending to the board of directors the appointment and removal of the external auditor, fixation of audit fees and approval for payment for any other services;
23. Looking into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
24. Reviewing the functioning of the whistle blower mechanism;
25. Approving the appointment of the chief financial officer or any other person heading the finance function or discharging that function after assessing the qualifications, experience and background, etc. of the candidate;
26. Monitoring the end use of funds raised through public offers and related matters;
27. Overseeing the vigil mechanism established by the Company, with the chairman of the Audit Committee directly hearing grievances of victimization of employees and directors, who used vigil mechanism to report genuine concerns in appropriate and exceptional cases;
28. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee and any other terms of reference as may be decided by the Board and/or specified/provided under the Companies Act, the Listing Regulations or by any other regulatory authority;
29. Reviewing the utilization of loans and/ or advances from/investment by the holding company in any subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as per applicable law;
30. Formulating a policy on related party transactions, which shall include materiality of related party transactions;
31. Recommending to the board of directors the appointment and removal of the external auditor, fixation of audit fees and approval for payment for any other services;
32. Consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders; and
33. Carrying out any other functions required to be carried out by the Audit Committee as contained in the SEBI Listing Regulations or any other applicable law, as and when amended from time to time.

The powers of the Audit Committee shall include the following:

1. To investigate any activity within its terms of reference;
2. To seek information from any employee;
3. To obtain outside legal or other professional advice; and
4. To secure attendance of outsiders with relevant expertise if it considers necessary.
5. Such other powers as may be prescribed under the Companies Act and SEBI Listing Regulations.

The Audit Committee shall mandatorily review the following information:

1. Management's discussion and analysis of financial condition and results of operations;
2. Management letters / letters of internal control weaknesses issued by the statutory auditors;
3. Internal audit reports relating to internal control weaknesses;
4. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee;
5. Statement of deviations:
   (i) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of the Listing Regulations; and
   (ii) annual statement of funds utilised for purposes other than those stated in the document/ prospectus/notice in terms of the Listing Regulations."

6. Review the financial statements, in particular, the investments made by any unlisted subsidiary;

   The Audit Committee supervises the Financial Reporting & Internal Control process and ensures the proper and timely disclosures to maintain the transparency, integrity and quality of financial control and reporting. The Company continues to derive benefits from the deliberations of the Audit Committee Meetings as the members are experienced in the areas of Finance, Accounts, Taxation and the Industry.

   During Financial Year 2023-24, five (5) Audit Committee Meetings were held on 22nd September, 2023, 28th September, 2023, 24th December, 2023, 4th March, 2024 and 6th March, 2024. Necessary quorum was present in all the meetings. The time gap between any two Audit Committee Meetings was not more than four months.

A table depicting the Composition of the Audit Committee during the financial year 2023-24:

S. No.	Name of the Director	Position in the Committee	Designation
1.	Mr. Ashwani Kumar Prabhakar	Chairperson	Independent Director
2.	Mr. Krishan Lalit Bansal	Member	Chairman and Managing Director
3.	Mr. Bhisham Kumar Gupta	Member	Independent Director

Attendance of the members at the Audit Committee meeting held during the financial year 2023-24

During the financial year 2023-24, 5 (five) meetings of the Audit Committee were held. The attendance of the members of the Committee at the meetings are as below:

Name of the Member/ Chairperson	Category	22nd September, 2023	28th September, 2023	24th December, 2023	4th March, 2024	6th March, 2024
Mr. Ashwani Kumar Prabhakar	Independent Director	P	P	A	A	A
Mr. Krishan Lalit Bansal	Chairman and Managing Director	P	P	P	P	P
Mr. Bhisham Kumar Gupta	Independent Director	P	P	P	P	P

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

Statutory Auditors, Internal Auditors and their representatives are invited to the Audit Committee Meetings. They have attended the Meetings whenever required during the year under review. The Whole-Time Director, Chief Financial Officer and other Executives of the Company are also invited to attend the Audit Committee Meetings.

Mr. Ranjan Kumar Sarangi, Company Secretary and Compliance Officer of the Company acts as the Secretary of the Committee.

b) NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee of the Company is responsible to formulate the criteria for determining the qualifications, positive attributes and independence of the Directors and to recommend the remuneration of the Directors, Key Managerial Personnel and the Senior Management Personnel. The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19 read with Part D of Schedule II of SEBI Listing Regulation and Section 178 of the Companies Act, 2013

The terms of reference of the Nomination and Remuneration Committee cover the matters specified in SEBI LODR Regulations and Section 178 of the Companies Act, 2013 are as under:

1. Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;

   The Nomination and Remuneration Committee, while formulating the above policy, should ensure that:

a. the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;

b. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

c. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals;

2. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge, and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Nomination and Remuneration Committee may:

   a. use the services of an external agencies, if required;

   b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

   c. consider the time commitments of the candidates

3. Formulating of criteria for evaluation of the performance of the independent directors and the Board;

4. Devising a policy on Board diversity;

5. Identifying persons who qualify to become directors or who may be appointed in senior management in accordance with the criteria laid down, recommending to the Board their appointment and removal, and carrying out evaluations of every director's performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance;

6. Determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;

7. Carrying out any other functions required to be carried out by the Nomination and Remuneration Committee as contained in the SEBI Listing Regulations or any other applicable law, as and when amended from time to time;

8. Analysing, monitoring and reviewing various human resource and compensation matters;

9. 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;

10. Determining compensation levels payable to the senior management personnel and other staff (as deemed necessary), which shall be market-related, usually consisting of a fixed and variable component;

11. Reviewing and approving compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;

12. Performing 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, as amended;

13. Framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or overseas, including:

    a. the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended; or

    b. the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003, as amended.

14. Performing such other activities as may be delegated by the Board and/or specified/provided under the Companies Act, the Listing Regulations or by any other regulatory authority; and

15. Recommend to the Board, all remuneration, in whatever form, payable to senior management and other staff, as deemed necessary.

A table depicting the Composition of the Nomination & Remuneration Committee during the financial year 2023-24:

S. No.	Name of the Director	Position in the Committee	Designation
1.	Mrs. Shilpi Barar	Chairperson	Independent Director
2.	Mr. Ashwani Kumar Prabhakar	Member	Independent Director
3.	Mr. Bhisham Kumar Gupta	Member	Independent Director

Attendance of the members at the Nomination & Remuneration Committee meeting held during the financial year 2023-24

During the financial year 2023-24, 2 (two) meetings of the Nomination & Remuneration Committee were held. The attendance of the members of the Committee at the meetings are as below:

S. No.	Name of the Member/Chairperson	Category	22nd September, 2023	27th September, 2023
1.	Mr. Ashwani Kumar Prabhakar	Independent Director	P	P
2.	Mrs. Shilpi Barar	Independent Director	P	P
3.	Mr. Bhisham Kumar Gupta	Independent Director	P	P

Mr. Ranjan Kumar Sarangi, Company Secretary and Compliance Officer of the Company acts as the Secretary of the Committee.

PERFORMANCE EVALUATION CRITERIA:

In compliance with the requirements of the provisions of Section 178 of the Companies Act, 2013 and the SEBI Regulations, the Company has a framework for performance evaluation of Independent Directors, Board, committees and other Directors, which include criteria for performance evaluation of the Non-Executive Directors and Executive Directors. The evaluation of the Independent Directors was carried out by the Board, excluding the Director being evaluated, and that of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The exercise was carried out through a structured evaluation process covering various aspects of the Board's functioning, such as composition of the Board and committees, experience and competencies, etc. The performance was reviewed on the basis of the criteria, such as contribution of the individual Director to the Board and committee meetings, like preparedness on the issues to be discussed, quality and value of the contributions at Board meetings, well informed on the latest developments in the areas in which company operates etc.

SUCCESSION PLANNING:

The Nomination and Remuneration Committee works with the Board for succession planning for its Directors, KMPs and Senior Management.

NOMINATION AND REMUNERATION POLICY:

The Company has adopted the Nomination and Remuneration Policy as required under the provisions of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of SEBI Listing Regulations. Nomination and Remuneration Policy of the Company is designed to create a high-performance culture which ensures that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors and senior management personnel, of the quality required to run the Company successfully and also the relationship between remuneration and performance is clear and meets appropriate performance benchmarks. The Company's Policy for the appointment of Directors and Key and Senior Managerial Personnel and their Remuneration policy www.deepiping.com

Furthermore, if a person is sought to be appointed as an independent director, the policy seeks to ensure that the proposed appointee fulfills the criteria for independence as laid down under the Companies Act, 2013 and the Listing Regulations.

Remuneration for directors including Independent Directors, Key Management Personnel and Senior Management Personnel, are drawn up in consonance with the tenets as laid down in the Nomination and Remuneration Policy which seeks to ensure that commensurate with the nature and size of the business and operations of the Company.

The concerned individuals are remunerated (including sittings fees) in a manner which seeks to ensure that depending upon the nature, quantum, importance and intricacies of the responsibilities and functions being discharged as also the standards prevailing in the industry and those chosen for such offices are people with the best of knowledge of talent and rich in experience.

The Company's Nomination & Remuneration Policy is market-led and takes into account the competitive circumstances of the business so as to attract and retain quality talent and leverage performance significantly. However, while fixing the remuneration for its Directors, Key Managerial Personnel and Senior Management Personnel, it is ensured that the financial prudence is not compromised with and that a reasonable parity commensurate with the level of responsibility and quantum of work handled and proper balance is maintained between the remuneration of personnel at different hierarchical level.

C) STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders' Relationship Committee shall be responsible for, among other things, as may be required under applicable law, the following:

1. Consider and resolve grievances of security holders of the Company, including complaints related to transfer/transmission of shares non-receipt of share certificates and review of cases for refusal of transfer/transmission of shares and debentures, dematerialisation and re-materialisation of shares, non-receipt of balance sheet, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings, etc.;
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent;
4. Considering and specifically looking into various aspects of interest of shareholders, debenture holders and other security holders;
5. Investigating complaints relating to allotment of shares, approval of transfer or transmission of shares, debentures or any other securities;
6. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company;
7. Formulation of procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from shareholders from time to time;
8. To approve, register, refuse to register transfer or transmission of shares and other securities and debentures, dematerialisation of shares and re-materialisation of shares, split and issue of duplicate/consolidated share certificates, compliance with all the requirements related to shares, debentures and other securities from time to time;
9. To sub-divide, consolidate and or replace any share or other securities certificate(s) of the Company;
10. Allotment and listing of shares;
11. To authorise affixation of common seal of the Company;
12. To issue duplicate share or other security(ies) certificate(s) in lieu of the original share/ security(ies) certificate(s) of the Company;
13. To approve the transmission of shares or other securities arising as a result of death of the sole/ any joint shareholder;
14. To dematerialise the issued shares;
15. Ensure proper and timely attendance and redressal of investor queries and grievances;
16. Carrying out any other functions contained in the Companies Act, 2013 and/or equity listing agreements (if applicable), as and when amended from time to time; and
17. To further delegate all or any of the power to any other employee(s), officer(s), representative(s), consultant(s), professional(s), or agent(s).

A table depicting the Composition of the Stakeholders Relationship Committee during the financial year 2023-24:

S.No.	Name of the Director	Position in the Committee	Designation
1.	Mrs. Shilpi Barar	Chairperson	Independent Director
2.	Mr. Krishan Lalit Bansal	Member	Chairman and Managing Director
3.	Mrs. Ashima Bansal	Member	Whole Time Director

Attendance of the members at the Stakeholder Relationship Committee meeting held during the financial year 2023-24

During the financial year 2023-24, 1 (one) meetings of the Stakeholder Relationship Committee were held. The attendance of the members of the Committee at the meetings are as below:

S. No.	Name of the Member/Chairperson	Category	15th December, 2023
1.	Mrs. Shilpi Barar	Independent Director	P
2.	Mr. Krishan Lalit Bansal	Chairman and Managing Director	P
3.	Mrs. Ashima Bansal	Independent Director	P

Mr. Ranjan Kumar Sarangi, Company Secretary and Compliance Officer of the Company acts as the Secretary of the Committee.

Number of Shareholders' complaints received during the Financial Year:

The Committee ensures that the Shareholders'/ Investors' grievances and correspondences are attended and resolved expeditiously.

During the period under review, zero investor grievances were received.

There is no outstanding complaint as on 31st March, 2024.

d) CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:

In compliance with the provisions of Section 135 of the Companies Act, 2013 and Rules made thereunder, the Board of Directors of the Company has constituted a CSR Committee. The Committee is governed by its Charter.

The terms of reference of the Corporate Social Responsibility Committee include the following:

To formulate and recommend to the Board of Directors, the CSR Policy, indicating the CSR activities to be undertaken as specified in Schedule VII of the Companies Act, 2013, as amended;

formulate and recommend an annual action plan in pursuance of its Corporate Social Responsibility Policy which shall list the projects or programmes undertaken, manner of execution of such projects, modalities of utilisation of funds, monitoring and reporting mechanism for the projects.

identify corporate social responsibility policy partners and corporate social responsibility policy programmes;

delegate responsibilities to the corporate social responsibility team and supervise proper execution of all delegated responsibilities;

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;

To recommend the amount of expenditure to be incurred on the CSR activities, at least two per cent. of the average net profits of the company made during the three immediately preceding financial years or where the company has not completed the period of three financial years since its incorporation, during such immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy;

To monitor the CSR Policy and its implementation by the Company from time to time;

To perform such other functions or responsibilities and exercise such other powers as may be conferred upon the CSR Committee in terms of the provisions of Section 135 of the Companies Act, 2013, as amended and the rules framed thereunder.

A table depicting the Composition of the Corporate Social Responsibility Committee during the financial year 2023-24:

S. No.	Name of the Director	Position in the Committee	Designation
1.	Mr. Krishan Lalit Bansal	Chairperson	Chairman and Managing Director
2.	Mrs. Shilpi Barar	Member	Independent Director
3.	Mrs. Ashima Bansal	Member	Whole-time Director

Attendance of the members at the Corporate Social Responsibility Committee meeting held during the financial year 2023-24

During the financial year 2023-24, 1 (one) meetings of the Corporate Social Responsibility Committee was held. The attendance of the members of the Committee at the meetings are as below:

S. No.	Name of the Member/Chairperson	Category	29th March, 2024
1.	Mrs. Shilpi Barar	Independent Director	P
2.	Mr. Krishan Lalit Bansal	Chairman and Managing Director	P
3.	Mrs. Ashima Bansal	Independent Director	P

Mr. Ranjan Kumar Sarangi, Company Secretary and Compliance Officer of the Company acts as the Secretary of the Committee.

e) RISK MANAGEMENT COMMITTEE:

SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 has amended the Regulation 21 of SEBI LODR Regulations making it compulsory to have Risk Management Committee for top 1000 listed companies. The Company had constituted the risk management committee voluntary in the Board meeting held on 27th July, 2023.

Corporate Risk Evaluation and the methods to control the same is an ongoing process within the Organisation. The Company has a well-defined Risk Management framework to identify, monitor and minimising/ mitigating risks as also identifying business opportunities. The terms of reference of the Committee inter alia comprises of the following:

To formulate a detailed risk management policy which shall include:

A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

Measures for risk mitigation including systems and processes for internal control of identified risks.

Business continuity plan.

To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;

A table depicting the Composition of the Risk Management Committee during the financial year 2023-24:

S. No.	Name of the Director	Position in the Committee	Designation
1.	Mr. Krishan Lalit Bansal	Chairperson	Chairman and Managing Director
2.	Mr. Ashwani Kumar Prabhakar	Member	Independent Director
3.	Mrs. Shilpi Barar	Member	Independent Director

There were no meetings held during the year of Risk Management Committee.

f) IPO COMMITTEE:

The Company had constituted IPO Committee on 27th July, 2023 for the purpose of giving effect to the IPO and listing the Equity Shares on one or more of the stock exchanges, consisting of the following Directors:

S. No.	Name of the Director	Position in the Committee	Designation
1.	Mr. Krishan Lalit Bansal	Chairperson	Chairman and Managing Director
2.	Mrs. Ashima Bansal	Member	Whole-time Director
3.	Mrs. Shikha Bansal	Member	Whole-time Director

Attendance of the members at the IPO Committee meeting held during the financial year 2023-24

During the financial year 2023-24, 6 (six) meetings of the Corporate Social Responsibility Committee was held. The attendance of the members of the Committee at the meetings are as below:

Name of the Member/ Chairperson	Category	16th February, 2024	17th February, 2024	23rd February, 2024	24th February, 2024	8th March, 2024	13th March, 2024
Mr. Krishan Lalit Bansal	Chairman and Managing Director	P	P	P	P	P	P
Mrs. Ashima Bansal	Whole-time Director	P	P	P	P	P	P
Mrs. Shikha Bansal	Whole-time Director	A	A	A	A	A	A

Mr. Ranjan Kumar Sarangi, Company Secretary and Compliance Officer of the Company acts as the Secretary of the Committee.

(4) SENIOR MANAGEMENT

The Company had defined the following persons as Senior Management of the Company:

Pankaj Agarwal is the Chief Operating Officer of the Company, working in the customer relations department of the Company.

Charu Agarwal is the Vice President in the accounts department of the Company.

Shruti Aggarwal is the Vice-President (Operations) of the Company.

Pawan Arora is the Associate Vice President, Vendor Relations Department of the Company.

There were no changes in Senior management personnel at the close of financial year as on 31st March, 2024.

(5) POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION:

The Nomination and Remuneration Committee has adopted a Policy which, inter alia, deals with the manner of Selection of Board of Directors and their remuneration.

i. Criteria for Selection of Non-Executive Directors:

1. The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing,

finance, taxation, law, governance and general management.

2. In case of appointment of Independent Directors, the Nomination and Remuneration Committee satisfies itself with regard to the independence nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.

3. Nomination and Remuneration Committee ensures that the candidate identified for appointment / reappointment as an Independent Director is not disqualified for appointment / re-Appointment under Section 164 of the Companies Act, 2013.

4 Nomination and Remuneration Committee considers the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director:

   a. Qualification, expertise and experience of the Directors in their respective fields;

   b. Personal, professional or business standing;

   c. Diversity of the Board.

   Board of Directors take into consideration the performance evaluation of the Directors and their engagement level.

ii. Remuneration:

(a) Directors with pecuniary relationship or business transaction with the Company

The Executive Directors receive salary, perquisites, allowances and other benefits in accordance with their terms of appointment, while all the Non-Executive Directors/Independent Directors receive sitting fees for attending the Board meetings, reimbursement of travelling expenses and commission. It is also to be noted that the transactions with other entities where Chairman & Managing Director/ other Directors are interested are being carried out by the Company in its ordinary course of business and on arm's length basis,

(b) Criteria for making payment to Non- Executive Directors:

The Non-Executive Directors (Independent Directors) shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses, if any, and commission as detailed hereunder:

i. A Non-Executive Director shall be entitled to receive sitting fees for each of the meeting of Board or Committee of the Board attended by him as approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;

ii. A Non-Executive Director may be paid Commission of such sum as may be approved by the Board on the recommendation of the Nomination and Remuneration Committee. The total remuneration by way of commission payable to the Non-Executive Directors (including Independent Directors) shall not exceed 1% per annum of the Net Profit of the Company subject to the approval of the members of the Company;

iii. The Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the Company pursuant to the provisions of Companies Act, 2013 and SEBI LODR Regulations.

(c) Criteria for making payments to executive directors:

As per the Nomination & Remuneration Policy of the Company, the Board, on the recommendation of the Nomination and Remuneration Committee, reviews and approves the remuneration payable to Executive Directors. The Board and the committee consider the provisions of the Companies Act, 2013, the limits approved by the shareholders, and the individual and corporate performance in recommending and approving the remuneration of Executive Directors. The remuneration/sitting fees, as the case may be, paid to Non-Executive/Independent Director, shall be in accordance with the provisions of the Act and the Rules made thereunder for the time being in force, or as may be decided by the committee/ Board/shareholders.

The details of remunerations paid to the Directors during the Financial Year 2023-2024 is given below:

(` In Lakhs)

Name of the Director and Designation	Relationship with other Directors	Salary and perquisite	Sitting fee	Commission	Total
Mr. Krishan Lalit Bansal *Chairman & Managing Director*	Spouse of Ashima Bansal, Whole-time Director and Father-in-law of Shikha Bansal, Whole-time Director	186.19	0	0	186.19
Mrs. Ashima Bansal *Whole-time Director*	Spouse of Krishan Lalit Bansal, Chairman & Managing Director and Mother-in-law of Shikha Bansal, Whole-time Director	83.59	0	0	83.59
Mrs. Shikha Bansal *Whole-time Director*	Daughter in law of Krishan Lalit Bansal, Chairman & Managing Director and Ashima Bansal, Whole-time Director	42.00	0	0	42.00
Mr. Bhisham Kumar Gupta *Independent Director*	Not related to any of the other Director	NA	5.00	0	5.00
Mrs. Shilpi Barar *Independent Director*	Not related to any of the other Director	NA	4.00	0	4.00
Mr. Ashwani Kumar Prabhakar *Independent Director*	Not related to any of the other Director	NA	2.50	0	2.50

(6) GENERAL BODY MEETINGS

Annual General Meeting:

The Annual General Meeting ("AGM") of the Company during the preceding 3 (three) years was held at the following venues, dates and times, wherein the following special resolutions were passed:

Financial Year	Date & Time	Venue	Details of Special resolutions
2022-23	23rd September, 2023, 03:00 P.M.	Unit 1, Prithla-Tatarpur Road, Village Tatarpur Palwal Faridabad Haryana 121102	• Approval Of the DEE Employee Stock Option Plan 2023 for the Employees of the Company • To Increase the Borrowing Powers of the Company • To approve the variation in the terms of Mr. Krishan Lalit Bansal, Chairman and Managing Director of the Company and designate him as Director not liable to retire by rotation • To re-appoint M/s S.R. Batliboi & Co. LLP as Statutory Auditor of the Company. • Ratification of Remuneration payable to Cost Auditors of the Company for the Financial Year ended on 31st March, 2023
2021-22	30th September, 2022 , 03:00 P.M.	Held through Video Conferencing ("VC")/ Other Audio Visual Means(OAVM)	• Ratification of Remuneration payable to Cost Auditors of the Company for the Financial Year ended on 31st March, 2022 • Approval for re-appointment of Mrs. Ashima Bansal as Whole-time Director
2020-21	8th October, 2021 10:00 P.M.	1255, Sector 14, Faridabad, Haryana, 121007	• Ratification of Remuneration payable to the Cost Auditors of the Company for the financial year ending on 31st March, 2022. • Upward revision in the remuneration of Mrs. Shruti Aggarwal, Daughter of Mr. K.L. Bansal.

DEE piping systems

Extra-Ordinary General Meeting:

The Extra-Ordinary General Meeting ("EGM") of the Company during the year held at the following venues, dates and times, wherein the following special resolutions were passed:

Date & Time	Venue	Details of Special resolutions
13th July, 2023	Unit 1, Prithla-Tatarpur Road, Village Tatarpur Palwal Faridabad Haryana 121102	• Appointment of Mr. Bhisham Kumar Gupta as an Independent Director • Appointment of Mrs. Shilpi Barar as an Independent Director • Appointment of Mr. Ashwani Kumar Prabhakar as an Independent Director
27th July, 2023	Unit 1, Prithla-Tatarpur Road, Village Tatarpur Palwal Faridabad Haryana 121102	• Increase in the Authorized Share Capital of the Company and alteration of Capital Clause of Memorandum of Association of the Company thereof • Alteration of object clause of the Memorandum of Association of the Company • Adoption of new set of Article of Association of the Company • Re-Constitution of Board of Directors of the Company
2nd September, 2023	Unit 1, Prithla-Tatarpur Road, Village Tatarpur Palwal Faridabad Haryana 121102	• Change the registered office of the Company
7th September, 2023	Unit 1, Prithla-Tatarpur Road, Village Tatarpur Palwal Faridabad Haryana 121102	• Approval for issue of Bonus shares to the existing shareholders • Approval of Initial Public of Equity shares
6th January, 2024	Unit 1, Prithla-Tatarpur Road, Village Tatarpur Palwal Faridabad Haryana 121102	• Approval for Employee Reservation Portion

Postal Ballot

The Company did not pass any resolution through postal ballot during the financial year 2023-2024.

7) MEANS OF COMMUNICATION

Quarterly Financial Results	During the financial year 2023-24, the results were not published in any newspaper as it was not mandatory.
Newspapers wherein results normally published	During the financial year 2023-24, the results were not published in any newspaper as it was not mandatory.
Website of the Company	The necessary information of the company is made available on the website of the Company at www.deepiping.com
Whether it also displays official news releases	Not applicable. Since the equity shares of the Company are listed w.e.f. 26th June, 2024, the press release as and when issued will be disseminated to the Stock Exchanges, where the shares of the Company are listed and will be displayed on the Company's website at www.deepiping.com

The Presentations made to institutional investors or to the analysts	Not applicable. Since the equity shares of the Company got listed w.e.f. 26th June,2024, the Company will disseminate the details of analysts and investors met whenever scheduled, presentation and transcripts on the website of Stock Exchanges within the prescribed timeline and will also be displayed on the Company's website at www.deepiping.com

(8) GENERAL SHAREHOLDERS' INFORMATION

A) Annual General Meeting - date. Time and venue

Day, Date and Time of 35th AGM	Friday, September 27, 2024 at 01.00 P.M.
Venue of AGM	Unit-1, Prithla Tatarpur Road, Village Tatarpur, Palwal, Haryana 121102
Financial Year	April 01st 2023 to March 31st ,2024
Book Closure Date	Saturday, September 21st, 2024 to Friday, September 27th, 2024
Registered Office Address	Unit-1, Prithla Tatarpur Road, Village Tatarpur, Palwal, Haryana 121102
Dividend Payment Date	N.A.
Compliance Officer	Mr. Ranjan Kumar Sarangi, Company Secretary and Compliance officer Email for redressal of Investors' Complaints: investorsgrievance@deepiping.com
Website	www.deepiping.com

B) Financial Year

The Company has adopted the Financial Year of 12 months ending on March 31 every year.

Tentative Calendar for Approval of Financial Results in financial year 2024-25 is given below:

Board Meetings for approval of:	On or before (Tentative)
Financial Results for the First Quarter ending 30th June, 2024	14th August, 2024
Financial Results for the Second Quarter ending 30th September, 2024	14th November, 2024
Financial Results for the Third Quarter ending 31st December, 2024	14th February, 2025
Audited Financial Results for the financial year ending 31st March, 2025	30th May, 2025

C) Dividend Payment Date

The Company has not recommended any dividend for the financial year 2023-24.

D) Listing Details

The equity shares of the Company were not listed on the Stock Exchanges during the period from April 1, 2023 to March 31, 2024.

Type of Securities	Name and address of the Stock Exchange	Scrip code/ Symbol
Equity Shares (w.e.f. 26th June, 2024)	**National Stock Exchange of India Limited ("NSE")** Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra, Mumbai - 400001, India	DEEDEV
	BSE Limited ('BSE') Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001, India	544198

The annual listing fees and custodian fees for FY 2024-25 have been paid to Stock Exchanges and Depositories, respectively.

E) Stock Market Data for the period April 1, 2023 to March 31, 2024

The equity shares of the Company were not listed on the Stock Exchanges during the period from April 1, 2023 to March 31, 2024

F) Performance in comparison to broad based indices

Since the equity shares of the Company were not listed on the Stock Exchanges during the period from April 1, 2023 to March 31, 2024, no comparative data for stock price performance is available.

G) Securities of the Company has not been suspended from trading during FY 2023-24.

H) Registrar to an issue and Share Transfer Agents

During the year under review, the Company's registrar and share transfer agent was MAS Services Limited ("RTA") resigned w.e.f 12th July, 2024 as the Company was going for Initial Public Offer and they were not fully operational.

The Company appointed registrar and share transfer agent is M/s. Link Intime India Pvt. Limited ("RTA") for dealing with the equity shares w.e.f from 12th July, 2024. All the requests relating to Initial Public Offer, transfer, transmission, splitting of share certificates, dematerialisation and rematerialisation processing, payment of dividends etc. are done by the share transfer agent.

I) Share Transfer System

The equity shares of the Company are listed on stock exchanges w.e.f. June 26, 2024. The entire equity share capital of the Company is held in dematerialized form.

J) Distribution of shareholding

By number of equity shares held as on March 31, 2024

S. No.	Category (By no. of Shares)	No. of Shareholders	Amount of Share Capital	% of Share
1.	1-5000	4	6500	Negligible
2.	5001-10000	0	0	0
3.	10001-20000	0	0	0
4.	20001-30000	0	0	0
5.	30001-40000	0	0	0
6.	40001-50000	0	0	0
7.	50001-100000	0	0	0
8.	100001 and above	4	530384900	100
	Total		**53,03,91,400**	**100**

By Category of equity shareholders as on March 31, 2024

Sr. No.	Category	No. of Shares	% of Share
1.	**Promoter and Promoter Group**		
	(i) Indian	5,30,39,040	100
	(ii) Foreign	0	0
	Total - Promoter & Promoter Group	**5,30,39,040**	**100**
2.	**Public Shareholding**		
	Institutions		
	(i) Mutual Funds	0	0
	(ii) Alternative Investment Fund	0	0
	(iii) Foreign Portfolio Investors	0	0
	(iv) Financial Institutions/Banks	0	0
	(v) Insurance Companies	0	0
	(vi) Qualified Institutional Buyer	0	0
	Total-Institutions	**0**	**0**
	(i) Individual shareholders holding nominal share capital up to ` 2 lakhs	100	Negligible
	(ii) Individual shareholders holding nominal share capital in excess of ` 2 Lakhs	0	0
	(iii) NBFCs Registered with RBI	0	0
	(iv) Trust	0	0
	(v) Non-Resident Indians	0	0
	(vi) Clearing Members	0	0
	(vii) Non-Resident Indian Non Repatriable (NRN)	0	0
	(viii) Bodies Corporate	0	0
	(ix) IEPF	0	0
	Total-non-institutions	**0**	**0**
	Total-Public Shareholding	100	Negligible
	Non-Promoter-Non-Public - Shares	0	0
	Total	**5,30,39,140**	**100**

K) Dematerialization of Shares & liquidity

All the shares of the Company are in Demat form but as the Company was not listed during the year under review, the shares were not publicly Traded.

The Company's shares are liquid but were not traded on the stock exchanges.

L) Dematerialization Outstanding Global Depository Receipts or American Depository Receipts or warrants or any convertible instruments, conversion date and likely impact on equity; Not Applicable

M) Commodity price risk or foreign exchange risk and hedging activities

The Company hedges its foreign currency exposure in respect of its imports and borrowings as per its laid down policies. The Company uses a mix of various derivative instruments like forward contracts , option contracts, currency swaps, interest rate swaps, natural hedging or a mix of all. The Company does not have any material exposure to commodity price risks. The detailed financial and capital risk are mentioned in notes of the Financial Statements provided in this Annual Report.

O) Plant Locations

The Company's manufacturing facilities located at Palwal in Haryana, Anjar in Gujarat, Barmer in Rajasthan and Bangkok in Thailand; namely, Palwal Facility I, Palwal Facility II, Palwal Facility III, Anjar Facility I, Barmer Facility and Bangkok Facility.

Facility	Property Description
Palwal Facility II	Plant 1- Unit 2, Village Tatarpur, Tehsil/Dist. Palwal, Haryana
Palwal Facility III	Plant 2 - Unit 3, Village Tatarpur, Tehsil/Dist. Palwal, Haryana
Barmer Facility	Plot No. 917, 918 & 919, Village Manjhiwala, Tehsil Pachpadra, District Barmer, Rajastan-344022
Anjar Facility I	Village Ajapar, Tehsil Anjar, Dist. Kachch, Gujarat
Anjar Heavy Fabrication Facility	Village Ajapar, Taluka Anjar, District Kutchh, Gujarat
Abohar Facility	Village:- Gaddan Dhob, Tehsil :- Abohar, District:- Fazilka
Muktsar Facility	Village Gulabewala, Tehsil District Muktsar,Punjab
Numaligarh Facility	2 no. Rongajan Bagan Gaon, Mouza Moukhowa, Dist. Golaghat, Assam

P) Address for Correspondence

Nature of Communication	Contact Details
Registrar and Share Transfer Agent	Link Intime India Private Limited C 101, 1st Floor, 247 Park Lal Bahadur Shastri Marg, Vikhroli (West) Maharashtra, India 400083 Telephone: +91-8108114949 Email: dde.ipo@linkintime.co.in Website: www.linkintime.co.in SEBI Registration No.: INR000004058
For Corporate Governance, Investor Grievance and other Secretarial related matters.	Mr. Ranjan Kumar Sarangi Company Secretary and Compliance Officer Unit-1, Prithla-Tatarpur Road, Village Tatarpur, Palwal, Haryana 121102 Tel No. +91 1275 248345 Email: secretarial@deepiping.com Website: www.deepiping.com
For queries relating to Financial Statements	Mr. Sameer Agarwal Chief Financial officer Unit-1, Prithla-Tatarpur Road, Village Tatarpur, Palwal, Haryana 121102 Tel No. +91 1275 248232 Email: sameer.agarwal@deepiping.com Website: www.deepiping.com

Q) Credit Rating

During the year, CARE has assigned our long term bank facilities a rating of BBB+ and our short term bank facilities a rating of A2.

(9) OTHER DISCLOSURES

(a) Material Significant Related Party Transactions:

All transactions entered into with Related Parties as defined under the Section 188 of the Companies Act, 2013 and of SEBI LODR Regulations during the Financial Year 2023-24 were in the Ordinary Course of Business and at Arms' Length basis. Suitable disclosures as required under Indian Accounting Standards (Ind AS-24) have been made in the Notes to Annual Report 2023-24 the Financial Statements. The Company has also formed a Policy on Related Party Transactions which has been placed at the weblink https://www.deepiping.com/corporate-governance-policies.php

Members may refer to the financial statements for the details of transactions with related parties entered during the FY 2023-24.

(b) Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years:

The Company has complied with the requirements of the Stock Exchanges / SEBI and Statutory Authorities on all matters related to the capital markets during the last three years. No penalty/ strictures were imposed on the Company by any of these authorities as these regulations were not applicable on us.

(c) Vigil mechanism/ Whistle blower policy:

In line with the requirements under Section 177(9) & (10) of the Act and Regulation 22 of the SEBI Listing Regulations, the Company has in place a Vigil Mechanism and formulated a Whistle Blower Policy in order to provide, a formal channel to all its Directors, employees and other stakeholders including customers to approach the Chairman of the Audit Committee and a path for making protected disclosures about the unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. The Company hereby affirms that no person is denied access to the Chairman of the Audit Committee.

Further, to encourage the employees to freely share their views and voice their concerns on various matters and to prevent any victimization of the employees, identity of the employees is kept strictly confidential. It would be pertinent to mention here that the Audit Committee set by the Board, constitutes a vital component of the Whistle Blower Mechanism and instances of financial misconduct, if any, are reported to the Audit committee. We affirm, that no employee is denied having a direct access to the Chairman of the Audit Committee. The Policy on vigil mechanism/ Whistle Blower Policy may be accessed on the Company's website at www.deepiping.com

(d) Details of Compliances:

The Company has complied with all the mandatory requirements of the Listing Regulations. The Company has also adopted the following discretionary requirements as provided in the Listing Regulations:

i. The Internal Auditor functionally reports to the Audit Committee.

ii. The auditor has expressed an unmodified opinion in their report on the financial statements of the Company.

(e) Web link for policy on Material Subsidiary:

The policy to determine a material subsidiary has been framed and the same is disclosed on the Company's weblink https://www.deepiping.com/corporate-governance-policies.php.

(f) Web link for dealing with Related Party Transactions

The Policy on materiality of Related Party Transactions and also on dealing with such transactions is available on the weblink https://www.deepiping.com/corporate-governance-policies.php

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

(g) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A)

Not Applicable.

(h) Certificate from a Company Secretary in Practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

All the Directors of the Company have submitted a declaration stating that they are not debarred or disqualified, by the virtue of any order issued by Securities and Exchange Board of India / Ministry of Corporate Affairs or any other Competent or Statutory Authority, from being appointed or continuing as Directors of Companies. Mrs. Pragnya Parimita Pradhan (ACS 32778 / CP No. 12030), Partner of M/s Pragnya Pradhan & Associates, Practicing Company Secretaries, has submitted a certificate to this effect, is being enclosed at the end of this Report.

(i) During the year under review, the Board has accepted all the recommendations of its Committees.

(j) Fees paid to Statutory Auditors of the Company:

(` in Lakhs)

Particulars	Year ended 31st March, 2024		
	Company	Subsidiary	Total
Statutory Audit	30.27	NA	30.27
Total	**30.27**	**NA**	**30.27**

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

Number of complaints filed during the FY 2023-24	**0**
Number of complaints disposed of during the FY 2023-24	**0**
Number of complaints pending as on end of the FY 2023-24	**0**

(l) Prevention of Insider Trading

The Company has adopted a Code of Conduct to regulate, monitor and report, trading by insider, with a view to regulate trading in shares of the Company by the Directors, Promoter and Designated Employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company's shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the trading window is closed. The Company Secretary & Compliance Officer is responsible for the implementation of the Code.

The Board of Directors and all the designated employees have confirmed the compliance with the Code. The Company has also uploaded the above codes on the Website of the Company i.e. at www.deepiping.com.

(m) Code of Conduct

The Board of Directors has prescribed a Code of Conduct for all members of the Board and the Senior Management of the Company.

This Code of Conduct has been uploaded on the website of the Company at www.deepiping.com. All the members of the Board and the Senior Management personnel of the Company have affirmed their compliance with the Code of Conduct for the year ended 31st March, 2024. Further a declaration to that effect by Chairman and Managing Director of the Company, is being annexed to this Annual Report.

(n) Disclosure of Loans & Advances provided by Company and its Subsidiaries

The Company or its Subsidiary has not provided any Loan or Advance in form of loan to any firm / Companies, in which directors of the Company are interested.

(o) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries

The company has one material subsidiary, DEE Piping Systems (Thailand) Co., Limited and its incorporation year is 7th October, 2014.

There statutory auditor is Bangkok International Audit Co., Ltd and their date of appointment is June 29, 2023.

10) THERE IS NO NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB PARA (2) TO (10) ABOVE

11) DISCLOSURE OF THE EXTENT TO WHICH THE DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II HAVE BEEN ADOPTED

a) Maintenance of Chairman's office:

As the Chairman of the Company is an Executive Director, hence the provision on entitlement of chairperson's office at the expense of the Company in case of a non-executive chairperson is not applicable.

b) Shareholders' Rights

As the quarterly and annual financial results were published in leading Newspapers having nation-wide circulation, the same are not sent to the Shareholders of the Company individually. However, the Financial Results and other significant information are uploaded on the Website of the Company.

b) Unmodified opinion in audit report

The Statutory Auditors of the Company have issued Audit Report on Audited Financial Results for year ended 31st March, 2024 with unmodified opinion. A declaration has been submitted to the stock exchanges as per Regulation 33(3)(d) of the Listing regulations.

c) Reporting of Internal Auditor

In accordance with the provisions of Section 138 of the Act, the Company has appointed an Internal Auditor who reports to the Audit Committee which reviews the audit reports and suggests necessary action.

12) THE COMPANY HAS DULY COMPLIED WITH THE REQUIREMENTS SPECIFIED IN REGULATIONS 17 TO 27 AND CLAUSES (B) TO (I) OF SUB REGULATION (2) OF REGULATION 46 OF THE LISTING REGULATIONS

During the financial year ended March 31, 2024, the Company was an unlisted Company. The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub - regulation (2) of Regulation 46 and Regulation 34(3) read with Schedule V of the SEBI Listing Regulations and a certificate to this effect has been received from M/s Pragnya Pradhan & Associates Practicing Company Secretaries certifying the compliance with the conditions of Corporate Governance and forms a part of this Annual Report.

13) CHAIRMAN & MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER CERTIFICATION

Mr. Krishan Lalit Bansal, Chairman & Managing Director and Mr. Sameer Agarwal, Chief Financial Officer have issued compliance certificate to the Board pursuant to the provisions of Regulation 17(8) of the SEBI Listing Regulations certifying that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs. The said Certificate is annexed and forms part of the Annual Report.

14) DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

No shares of the Company are lying under the Suspense Demat account as on March 31, 2024.

15) DISCLOSURE OF AGREEMENTS BINDING THE COMPANY UNDER CLAUSE 5A OF PARA A OF PART A OF SCHEDULE III OF SEBI (LISTING OBLIGATIONS AND DISCLOSURES REQUIREMENTS) REGULATIONS, 2015

During the financial year 2023-24, no such agreements as specified under Clause 5A of Para A of Part A of Schedule III were entered.

For and on behalf of
DEE Development Engineers Limited

Sd/-	**Sd/-**
Krishan Lalit Bansal	**Ashima Bansal**
Chairman and Managing Director	Whole Time Director
DIN: 01125121	DIN: 01928449

Date: 14.08.2024
Place: Village Tatarpur, Palwal

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
DEE Development Engineers Limited
Unit 1, Prithla-Tatarpur Road, Village Tatarpur,
Palwal, Faridabad, Palwal, Haryana, India- 121102

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of DEE Development Engineers Limited having CIN L74140HR1988PLC030225 and having registered office at Unit 1, Prithla - Tatarpur Road Village Tatarpur, Palwal, Faridabad, Haryana, 121102 (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 Sub 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) 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 ending 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 the Director	DIN	Designation	Date of Appointment/ Resignation
1.	Mr. Krishan Lalit Bansal	01125121	Executive Director, Managing Director-Chairperson	21/03/1988
2.	Mrs. Ashima Bansal	01928449	Executive Director	30/04/2007
3.	Mrs. Shikha Bansal	02712175	Executive Director	01/12/2020
4.	Mr. Bhisham Kumar Gupta	09493608	Non-Executive - Independent Director	12/07/2023
5.	Mrs. Shilpi Barar	09030808	Non-Executive - Independent Director	12/07/2023
6.	Mr. Ashwani Kumar Prabhakar	10198026	Non-Executive - Independent Director	12/07/2023
7.	Mr. Ajay Kumar Marchanda (resigned w.e.f 20th May, 2023)	03208327	Non-Executive - Independent Director	20/05/2023
8.	Mr. Satish Kumar (resigned w.e.f 20th May, 2023)	07104899	Non-Executive - Independent Director	20/05/2023

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.

Thanking you,

For Pragnya Pradhan & Associates
Sd/-
Pragnya Parimita Pradhan
(Company Secretary)
Membership No: 32778
CP No: 12030
UDIN: A032778F000972189
Peer Review No.: 1564/2021

Place: New Delhi
Date: 14-08-2024

CEO/CFO certificate pursuant to part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors,
DEE Development Engineers Limited
Unit 1, Prithla-Tatarpur Road, Village Tatarpur,
Palwal, Faridabad, Palwal, Haryana, India- 121102

We, Krishan Lalit Bansal, Chairman and Managing Director and Sameer Agarwal, Chief Financial Officer, of DEE Development Engineers Limited, hereby certify that:

a) We have reviewed financial statements and the cash flow statement for the financial year ended March 31, 2023 and that to the best of our knowledge and belief:

   i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

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

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

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems pertaining to financial reporting. We have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

d) We have indicated to the auditors and the Audit committee:

   i) significant changes in internal control over financial reporting during the year;

   ii) there are no significant changes in accounting policies during the year;

   iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-
Krishan Lalit Bansal
Chairman & Managing Director
DIN: 01125121

Sd/-
Sameer Agarwal
Chief Financial Officer

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

(In terms of Regulation 34(3) and Schedule V (E) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
DEE Development Engineers Limited
Unit 1, Prithla-Tatarpur Road, Village Tatarpur,
Palwal, Faridabad, Palwal, Haryana, India- 121102

We have examined the compliance of conditions of Corporate Governance by **DEE Development Engineers Limited** ("the Company"), for the purpose of certifying of the Corporate Governance under Regulation 17 to 27, clauses (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as on closing of financial year March 31, 2024, since the Company was an unlisted company during the financial year 2023-24 and the said Listing Regulations were not applicable to the Company. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of Corporate Governance as on close of the financial year ended March 31, 2024. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, as on the close of the financial year ended March 31, 2024, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and paragraphs C, D and E of Schedule V of the Listing Regulations, as applicable.

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

For Pragnya Pradhan & Associates
Practicing Company Secretaries

Sd/-
Pragnya Parimita Pradhan
(Proprietor)
ACS 32778 / CP No. 12030
UDIN: A032778F000972365
Peer Review No: 1564/2021

Date: August 14, 2024
Place: New Delhi

The above Corporate Governance Report was adopted by the Board of Directors at its meeting held on 14th August, 2024

“Annexure-4”

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST March 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 and Regulation 24A of SEBI (Listing Obligations and Disclosure requirements), Regulations, 2015, as amended]

To,
The Members,
DEE Development Engineers Limited
Unit 1, Prithla-Tatarpur Road, Village Tatarpur,
Palwal, Faridabad, Palwal, Haryana, India- 121102

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/S DEE Development Engineers Limited CIN: L74140HR1988PLC030225 (hereinafter called ‘the Company’). Secretarial Audit was conducted in a manner that provided me reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit I hereby report that in my opinion ,the Company has, during the audit period covering the financial year ended on 31st March 2024 (‘the Audit period’) , complied with the statutory provisions listed here under and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on the 31st March 2024, according to the provisions of:

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

ii. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under (not applicable to the Company during the Audit period);

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

iv. Foreign Exchange Management Act,1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

v. The following Regulations and Guidelines prescribed under the Securities and Exchange

   Board of India Act, 1992 (‘SEBI Act’) (not applicable to the Company during the Audit period) since the Company was not a listed entity: -

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations,2018;

   (d) The Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021;

   (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

   (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

   (h) The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018; and

   (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

vi) We have relied on the representations made by the Company and its officers for systems and mechanism formed by the Company for Compliance of various applicable Laws.

We have not examined compliance with applicable financial laws like Direct and Indirect Tax Laws, since the same have been subject to review by statutory financial audit and tax audit.

We have examined compliances of the Secretarial Standards issued by the Institute of Company Secretaries of India. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all directors to schedule the Board Meetings, and agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions of the Board Meetings were carried through by majority and it was informed that there were no dissenting views of the members and hence not captured and recorded as part of the minutes.

We further report that

On review of compliance mechanism established by the Company we are of the opinion 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.

As informed, the Company has responded appropriately to notices received from various statutory/ regulatory authorities including initiating actions for corrective measures, wherever found necessary.

We further report that

- The members of the Company had passed an Ordinary Resolution to increase its Authorised Share Capital from ` 25,00,00,000/- (Rupees Twenty Five Crores only) divided into 1,87,50,000 equity shares of ` 10/- (Rupees Ten only) each aggregating to ` 18,75,00,000/- (Rupees Eighteen Crores Seventy-Five Lakhs only) and 62,50,000 preference shares of ` 10/- (Rupees Ten Only) each aggregating to ` 6,25,00,000/- (Rupees Six Crores Twenty Five Lakhs only) each to ` 75,00,00,000/- (Rupees Seventy Five Crores only) divided into 6,87,50,000 equity shares of ` 10/- (Rupees Ten only) each aggregating to ` 68,75,00,000/- (Rupees Sixty Eight Crores Seventy-five Lakhs only) and 62,50,000 preference shares of ` 10/- (Rupees Ten Only) each aggregating to ` 6,25,00,000/- (Rupees Six Crores Twenty Five Lakhs only) at its Extra-ordinary General Meeting held on 27.07.2023.
- The Company had issued 4,24,31,312 number Bonus shares to the existing Shareholders of the Company by a Resolution passed by the members of the Company at an Extra-ordinary General Meeting held on 07.09.2023.
- The Company had offered 1,60,14,938 number of equity shares, with face value of ` 10 each, through a fresh issue, and 45,82,000 number of equity shares, with face value of ` 10 each, through an offer for sale and was listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), on 26th June, 2024.

For Pragnya Pradhan & Associates
Company Secretaries

Sd/-
(Pragnya Parimita Pradhan)
ACS No. 32778 C P No.: 12030
UDIN: A032778F000972332
PR No: 1564/2021

Place: New Delhi
Date : 14-08-2024

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

"Annexure A"

To
The Members,
DEE Development Engineers Limited
Unit 1, Prithla-Tatarpur Road, Village Tatarpur,
Palwal, Faridabad, Palwal, Haryana, India- 121102

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

(1) Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

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

(3) We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

(4) Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

(5) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

(6) The Secretarial Audit report is neither as assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Pragnya Pradhan & Associates
Company Secretaries

Sd/-
(Pragnya Parimita Pradhan)
ACS No. 32778 C P No.: 12030
UDIN: A032778F000972332
PR No: 1564/2021

Place: New Delhi
Date : 14-08-2024

DEE piping systems

"Annexure – 5 "

Annual Report on CSR Activities

1. Brief outline on CSR policy of the company

DDEL Company has constituted a Corporate Social Responsibility (**"CSR"**) Committee in compliance with the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility) Rules, 2014 notified by Central Government and amendments thereto and formulated a CSR policy to govern such initiatives. The CSR activities undertaken by the Company include

(i) education of the girl child including contribution to the "*Beti Bachao - Beti Padhao*" scheme of the government of India, reimbursement of education fees and scholarships for girl students of families which are below the poverty line;

(ii) providing financial assistance during natural calamities such as floods, earthquakes, and tsunamis in India and in neighboring countries; and

(iii) contributions towards initiatives like "*Swachh Bharat - Swastha Bharat*" scheme of the government of India which is aimed towards enhancing the cleanliness and upliftment of rural areas.

2. Composition of CSR Committee as on 31st March, 2024

Sr. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR and Sustainability Committee held during the year	Number of meetings of CSR and Sustainability Committee attended during the year
1.	Mr. Krishan Lalit Bansal	Chairperson - Chairman and Managing Director	1	1
2.	Mrs. Shilpi Barar	Member - Independent Director	1	1
3.	Mrs Ashima Bansal	Member - Whole-time Director	1	1

3. Provide the web-link(s) where composition of the CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company:

3.1 CSR Committee & CSR Policy: www.deepiping.com

3.2 CSR Projects: https://www.deepiping.com/corporate-social-responsibility.php

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report):

Not Applicable

5. CSR obligation for the financial year (FY 2023-24)

(a) Average net profits of the Company as per Section 135(5) : ` 2059.02 Lacs

(b) Two percent of the average net profits of the Company as per Section 135(5) : ` 41.18 Lacs

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

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

(e) Total CSR obligation for the financial year [(b)+(c)-(d)] : ` 41.18 Lacs

6. CSR amount spent or unspent for the Financial Year (FY 2023-24)

a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) is ` 41.18 Lacs.

b) Amount spent in Administrative Overheads is Nil.

c) Amount spent on Impact Assessment is Nil.

d) Total amount spent for the Financial Year [(a)+(b) +(c)] is ` 41.18 Lacs.

e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in `)	Amount Unspent (in `)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
41.18 Lacs	NIL				

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

Sr. No.	Particular	Amount (` in Lacs)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	41.18
(ii)	Total amount spent for the Financial Year	41.26
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	0.08
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	0.08

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6	7		8
Sr. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in `)	Balance Amount in Unspent CSR Account under sub-section(6) of section 135 (in `)	Amount Spent in the Financial Year (in `)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section(5) of section 135, if any	Amount remaining to be spent in succeeding Financial Years (in `)		Deficiency, if any
						Amount (in `)	Date of Transfer	
1	FY-20-21	Not Applicable						
2	FY-21-22							
3	FY-22-23							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes ☐ **No** ☑

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

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

Sr. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
Not Applicable							

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

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

By Order of the Board
For DEE Development Engineers Limited

Sd/-
Krishan Lalit Bansal
Chairman & Managing Director
and Chairman of CSR committee

Date: August 14, 2024
Place: Village Tatarpur, Palwal

Management Discussion and Analysis Report

Industry Structure and Developments

The global process piping industry continues to demonstrate robust growth driven by the increasing demand for infrastructure development across key sectors such as oil and gas, power, chemicals, and other process industries. Within this framework, DEE Development Engineers Limited holds a prominent position as a leading provider of comprehensive piping solutions. The industry is characterized by rapid technological advancements and a growing emphasis on sustainability, which has led to an increased focus on high-efficiency and environmentally friendly solutions. As industries shift towards more complex and specialized piping systems, DEE Development Engineers Limited leverages its extensive technical expertise and over three decades of experience to address these evolving needs. The company's strategic investments in cutting-edge manufacturing technologies and a diversified product portfolio enable it to cater to the most demanding requirements of its global clientele, ensuring sustained growth and competitiveness in the industry. The Indian market, in particular, presents significant opportunities as the government's push towards infrastructure development and industrial expansion continues unabated, further solidifying DEE Development Engineers Limited's leadership in the process piping domain.

As a leading company providing products and solutions for a broad spectrum of industries, DEE Development Engineers Limited is in a favourable position to participate in India's growth story.

Strengths

Leading player in an industry with significant barriers to entry

We are an engineering company providing specialized process piping solutions for industries such as oil and gas, power (including nuclear), process industries and chemicals through engineering, procurement and manufacturing services. As part of our specialized process piping solutions, we also manufacture and supply piping products such as high-pressure piping systems, piping spools, high frequency induction pipe bends, Longitudinally Submerged Arc Welding pipes, industrial pipe fittings, pressure vessels, industrial stacks, modular skids and accessories including boiler superheater coils, de-super heaters and other customized manufactured components. Our leadership position can be attributed to factors such as our long-standing relationship with certain of our global customers, business experience, domain expertise and consistent quality of our products. We believe that such leadership position offers us competitive advantages such as product pricing, reduced costs due to economies of scale, our ability to scale our business, customer loyalty and increasing our client base.

Largest player in process piping solutions in India, in terms of installed capacity, providing specialized process piping solutions with strategically located state-of-the-art Manufacturing Facilities

Our Company currently is ranked as one of the leading process pipe solution providers in the world, in terms of technical capability to address complex process piping requirement arising from multiple industrial segments. At present, we are the largest player in process piping solutions in India, in terms of installed capacity. We have seven strategically located Manufacturing Facilities at Palwal in Haryana, Anjar in Gujarat, Barmer in Rajasthan. Numaligarh in Assam and Bangkok in Thailand, with three Manufacturing Facilities located at Palwal, Haryana. Our Barmer Satellite Facility is a dedicated facility set up to cater to the piping and erection requirements of the HPCL Rajasthan Refinery Limited. Our wholly owned subsidiary, DFIPL operates our Anjar Heavy Fabrication Facility. Our seven Manufacturing Facilities and the Anjar Heavy Fabrication Facility together span an area of approximately 436,967.87 square meters.

Our Manufacturing Facilities are equipped with modern equipment and systems which includes fully automated robotic welding systems, in-house non-destructive examination facilities such as radiography test, magnetic particle test, ultrasonic test, liquid penetrant test, visual test, semi-automatic shot blasting machines and separate fabrication shops for stainless steel and a clean room/ dust free manufacturing facility. Our engineering processes are technologically advanced which allow us to offer our customers latest products and advanced manufacturing processes. We have a history of setting up advanced equipment and technology, as well as carrying out improved processes before other players in the market. We are continuously looking to adopt newer technologies to improve and increase productivity, efficiency and economies of scale at our Manufacturing Facilities.

Our Chennai Engineering Facility is focused on engineering of specialized process piping solutions, improving our existing production processes, expanding capabilities and improving the quality of our existing products and engineering, coupled with material and cost efficiency. We believe quality is a key differentiator in our business. We have made efforts to adopt uniform manufacturing standards with robust controls across all our facilities. Our manufacturing infrastructure is complemented by our stringent quality and safety standards and processes which are evidenced by our multiple ISO certifications, and has also been certified to design, manufacture, inspect and test piping systems and for manufacture and supply of forged, seamless and welded fittings as per the Pressure Equipment Directive norms, it is also certified to manufacture and assemble power boilers, fabricate and assemble pressure piping and manufacture pressure vessels as per American Society of Mechanical Engineers Code Stamp Piping.

Long standing customer relationships with a strong order book

We have, through the three and a half decades of business operations, established long-term relationships with customers across industries we cater to. We believe that our ability to address the various and stringent client requirements over long periods enables us to obtain additional business from existing clients as well as new clients in an industry marked by high entry barriers. We have a balanced mix of domestic and overseas customers including certain Fortune 500 companies in India and various multinational corporations. Our customers include global companies such as JGC Corporation, Nooter Eriksen, MAN Energy Solutions SE, Mitsubishi Heavy Industries and John Cockerill S.A, and Indian companies such as Reliance Industries Limited, Thermax Babcock & Wilcox Energy Solutions Limited India, HPCL–Mittal Energy Limited, Toshiba JSW Power Systems Private Limited, UOP India Private Limited, Doosan Power Systems India Private Limited and Andritz Technologies Private Limited. One of the entry barriers to the industry in which we operate is the lead time required to build confidence and relationships with our customers.

We believe our customer relationships are led primarily by our ability to develop processes, meet stringent quality and technical specifications and manufacture customers' products in a timely and cost-effective manner. As a result, we have a history of high customer retention and have been manufacturing products for certain customers for over a decade. Set forth below are the details of our customers with whom we have long standing relationships:

Customer	Country	Number of years of association
Reliance Industries Limited	India	12
Mitsubishi Heavy Industries	Japan	12
Toshiba JSW Power Systems Private Limited	India	10
Nooter Eriksen	United States of America	10
MAN Energy Solutions SE	Germany	11
John Cockerill S.A	Belgium	10
UOP India Private Limited	India	8

Wide range of specialized product offerings and services making us a comprehensive solution provider for our diversified customers spread across geographies and sectors

As an integrated manufacturing partner providing 'design-led-manufacturing' solutions to our customers, we provide designs, engineering solutions, manufacturing and testing to ensure that our customers' products meet robust standards in reliability, safety and performance.

We believe that our diversified product portfolio which includes piping spools, induction pipe bends, industrial pipe fittings, pressure vessels, modular piping (skids and modules), industrial stacks, wind turbine towers and pilot plants allows for limited dependence on individual products and addresses different business cycles across industries where our products are used.

Strong focus on automation and process excellence with an experienced engineering team to drive operational efficiencies

Our Manufacturing Facilities have a good mix of automation and manual processes with automated equipment such as fully automated robotic welding systems, automatic GMAW welding system, fully CNC heat treatment furnaces (gas and electric), semi-automatic shot blasting and painting machines and in-house non-destructive examination facilities. Our automation capabilities enable us to combine operations and eliminate multiple operators in the production process in order to increase productivity, while controlling costs and maintaining consistent product quality. Further, our Manufacturing Facilities are adequately supported by sophisticated infrastructure and processes including induction heating method, in-house non-destructive examination facilities such as radiography test, magnetic particle test, ultrasonic test, liquid penetrant test, visual test, pneumatic test and hydro test. We believe that the company has sophisticated processes for welding such as no backing gas process. We also possess highly sophisticated non-destructive examination tools such as phased array ultrasonic testing, digital radiography, safe radiography and spectrometers for chemical analysis.

Opportunities

DEE Development Engineers Limited is strategically positioned to leverage several emerging opportunities within the global process piping industry. The continued expansion of infrastructure projects, particularly in fast-growing emerging markets, presents a significant growth potential. The increasing demand for specialized, high-performance piping systems in critical sectors such as oil and gas, power, and chemicals aligns with DEE's core competencies. The company's expertise in handling complex metals and delivering customized solutions enables it to meet the evolving needs of these industries. Additionally, the global shift towards sustainability and environmentally friendly practices offers DEE an opportunity to innovate and provide eco-conscious piping solutions, further enhancing its competitive edge in the market. As governments and industries prioritize sustainable infrastructure, DEE is well-placed to capitalize on this trend by expanding its product offerings and capturing new market segments.

Increase in FDI inflow, mainly in the manufacturing sector. Due to stringent emission regulations in Power, Oil & Gas, Chemical, Steel and Cement Industries, the emission control equipment segment continues to see good demand. The Government's continued support to the Medium, Small, and Micro Enterprise (MSME) sectors provides subcontracting support for parts and services for the main sectors.

Threats

Despite the promising opportunities, DEE Development Engineers Limited faces several challenges that could impact its growth and operational efficiency. Volatility in raw material prices, particularly for key inputs like steel and specialized alloys, poses a risk to the company's profit margins and cost structures. The process piping industry is also subject to rigorous regulatory and compliance standards, which can lead to increased operational costs, potential project delays, and the need for continuous investment in compliance measures. Moreover, the global economic landscape remains uncertain, with potential disruptions from geopolitical tensions, trade wars, and supply chain bottlenecks that could affect DEE's international operations. Additionally, the competitive nature of the industry, with new entrants and technological advancements, could pressure the company to constantly innovate and adapt. To navigate these threats, DEE must continue to invest in risk management strategies, maintain a focus on operational efficiency, and forge strategic partnerships to ensure its resilience and sustained growth in a challenging environment.

Volatility in commodity and crude oil prices due to global turmoil, the Russia-Ukraine war,

The Russia-Ukraine escalation led to energy price shock, with the European economies being impacted the most owing to their high dependency on natural gas flowing from Russia. However, the Eurozone has shown remarkable resilience in overcoming this shock, partly due to fiscal support measure as well as strategic adjustments in sourcing energy. The European central bank deployed budgetary support to households and firms in CY 2022 – to the tune of 1.3% of the region's GDP – to tide over the energy cost hike. Moreover, governments across the region took quick steps to increase gas flow from non-Russian pipelines. These measures, together with a mild winter in the region which saw a lower than anticipated demand for natural gas helped the region to display a high level of resiliency.

The Russia-Ukraine War, which was triggered by the 2022 Russian invasion of Ukraine, had a profound and far-reaching impact on global gas prices. As one of the major producers and exporters of oil and natural gas, Russia's actions significantly disrupted energy markets worldwide. The ensuing economic sanctions and 21 geopolitical tensions further exacerbated the situation, leading to significant fluctuations in gas prices and greatly affecting economies, industries, and consumers around the globe.

and high inflation can increase input costs, impact profitability, and dampen export markets.

Cheaper Chinese imports, due to their overcapacity & slowing growth, are a threat to domestic manufacturing. Higher transportation costs for exports, mainly due to geopolitical tensions and disruption in maritime trade routes, could fluctuate and impact manufacturing output.

Segment wise performance

On the basis of nature of businesses, the Group has three reportable segments, as follows:

The piping segment which is mainly engaged in manufacturing of pre-fabricated engineering products, pipe fittings, piping systems.

The power segment, which is engaged in biomass-based power generation

The Heavy fabrication segment, which is engaged in Wind mill tower Manufacturing

No operating segments have been aggregated to form the above reportable operating segments.

The Executive Management Committee monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements.

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

(Amount in INR Lacs)

Sr. No.	Particulars	Year ended 31 March 2024	Year ended 31 March 2023
1.*	**Segment revenue**		
	a) Piping division	68,598.98	52,912.33
	b) Power division	8,243.10	7,403.65
	c) Heavy fabrication	3,602.11	1,817.88
	Total	**80,444.19**	**62,133.86**
	Less: Inter segment revenue	1,568.27	2,584.34
	Revenue from operations	**78,875.92**	**59,549.52**

* Based on Consolidated figures.

Growth Outlook

Amidst the difficult and uncertain external economic environment, the Indian government has delivered a balanced Union Budget which focuses on achieving an inclusive and sustainable growth while adhering to the fiscal glide path. Notwithstanding the external risk, there is a sustained momentum in economic activity supported by domestic drivers.

Capacity utilization in the manufacturing sector has surpassed its long period average. Thus, the stance taken by the government to not only emphasize on the top-down approach to growth i.e focusing on substantial capital outlay, but also to place focus on the bottom of the pyramid by trying to unleash the potential of the primary sector in the Union Budget should support India's growth momentum in 2023.

- India's National Green Hydrogen Mission is aimed at developing green hydrogen production capacity of at least 5 MMT (Million Metric Tonne) annually with an associated renewable energy capacity addition of about 125 GW in the country. Over ` 8 trillion in total investments is envisaged for this initiative. The government has approved an outlay of ` 19,744 crore from FY 2023-24 to FY 202930 to make India a global hub for production, usage and export of green hydrogen and its derivatives.
- Companies have so far announced plans for 48 renewable hydrogen projects in India that could produce a combined 3.5mn t/yr. If these announced projects are completed by 2030, they could provide 70% of India's target to establish 5mn t/yr of renewable hydrogen capacity by 2030. India's oil & gas PSUs (public sector organizations), such as Hindustan Petroleum Corporation Ltd, are targeting to build a combined green hydrogen generation capacity of 38,000 tonnes per annum by the next financial year which would require setting up a combined electrolyzer capacity of 279 MW by 2024-25. Companies have also expressed interest in setting set up electrolyser manufacturing facilities and have announced plans for 19 factories so far.
- The government is planning consultation to create five large renewable hydrogen hubs that could be collectively worth USD 5 billion by 2030 through public-private partnerships. To reduce the transportation costs for making the project more financially viable, the production and consumption will have to be located closely.
- With such initiatives related to players announcing plans for alternate energy, this would lead to further capex and open up more opportunities for the process piping players

DEE Development Engineers Limited remains optimistic about its future prospects, driven by the sustained demand for advanced process piping solutions across key industries such as oil and gas, power, and chemicals. The company's commitment to innovation, coupled with its extensive technical expertise and diversified product portfolio, positions it well to capitalize on emerging opportunities in both domestic and international markets. As the global economy gradually recovers and infrastructure development projects gain momentum, DEE is poised to benefit from the growing need for high-quality, customized piping systems. The company's focus on sustainability and its ability to adapt to evolving industry trends will further enhance its competitive advantage. While challenges such as raw material price volatility and regulatory complexities persist, DEE's robust risk management practices and strategic investments in technology and capacity expansion provide a solid foundation for sustained growth. Overall, DEE Development Engineers Limited is well-equipped to navigate the dynamic market environment and continue its trajectory of steady, long-term growth.

Risks and concerns

DEE Development Engineers Limited operates in a dynamic industry environment that presents several risks and concerns which could impact its operational and financial performance. One of the primary risks is the volatility in raw material prices, especially for steel and other specialized metals, which can lead to increased production costs and pressure on profit margins. Additionally, the company faces risks related to stringent regulatory and compliance requirements in the global markets it serves. Non-compliance or delays in meeting these standards could result in penalties, project delays, or reputational damage. The global nature of DEE's operations also exposes it to geopolitical risks, including trade restrictions, tariffs, and economic sanctions, which could disrupt supply chains and affect market access. Furthermore, the increasing competition within the process piping industry, coupled with rapid technological advancements, requires continuous investment in innovation and capacity to maintain a competitive edge. Lastly, macroeconomic factors such as currency fluctuations, interest rate changes, and global economic slowdowns could adversely affect demand for DEE's products and services. To mitigate these risks, the company remains focused on strengthening its risk management strategies, enhancing operational efficiencies, and maintaining financial prudence.

Internal Control Systems and Their adequacy

DEE Development Engineers Limited has established a robust internal control system designed to ensure the efficiency and effectiveness of its operations, the reliability of financial reporting, and compliance with applicable laws and regulations. The company's internal control framework is aligned with industry best practices and is regularly reviewed and updated to address emerging risks and challenges. These controls encompass a range of financial and operational processes, including the safeguarding of assets, accurate and timely recording of transactions, and adherence to policies and procedures.

The internal control system is supported by a well-structured internal audit function that operates independently and reports directly to the Audit Committee. Regular audits are conducted to assess the adequacy and effectiveness of the controls in place, identify areas for improvement, and ensure that any identified risks are promptly mitigated. The Audit Committee, comprising independent directors, provides oversight and ensures that the internal control system remains robust and responsive to the company's evolving needs.

Overall, DEE Development Engineers Limited's internal control systems are considered adequate and effective in maintaining operational integrity, ensuring accurate financial reporting, and safeguarding the interests of stakeholders. Continuous efforts are made to enhance these controls to adapt to changing business environments and regulatory requirements.

Financial Performance with respect to operational performance

Total Income

Total income increased by 31.34% from ` 61,431.97 lakhs in Fiscal 2023 to ` 80,684.81 lakhs in Fiscal 2024 primarily due to operations at manufacturing facilities running at a higher capacity as compared to Fiscal 2023, additions of new facilities, better order book during Fiscal 2024 and writing back of excess liabilities pertaining to one of our customers pursuant to a settlement agreement.

Revenue from operations

Revenue from operations increased by 32.45% from ` 59,549.52 lakhs in Fiscal 2023 to ` 78,875.92 lakhs in Fiscal 2024 primarily due to increase in sale of finished goods from ` 28,361.86 lakhs in Fiscal 2023 to ` 43,473.30 lakhs in Fiscal 2024, increase in job work from ` 22,298.66 lakhs in Fiscal 2023 to ` 26,002.74 lakhs in Fiscal 2024 and increase in sale of electricity from ` 7,375.92 lakhs in Fiscal 2023 to ` 8,189.52 lakhs in Fiscal 2024.

Other income

Other income decreased by 3.91% from ` 1,882.45 lakhs in Fiscal 2023 to ` 1,808.89 lakhs in Fiscal 2024 primarily due to decrease in gain on foreign exchange (net) from ` 471.02 lakhs in Fiscal 2023 to ` 450.87 lakhs in Fiscal 2024, decrease in profit in sale of property, plant and equipment (net) from ` 197.97 lakhs in Fiscal 2023 to ` 3.03 lakhs in Fiscal 2024 and decrease in Miscellaneous income from ` 333.23 lakhs in Fiscal 2023 to ` 189.91 lakhs in Fiscal 2024. This was partially offset by a increase in amortization of deferred revenue from ` 215.03 lakhs in Fiscal 2023 to ` 321.27 lakhs in Fiscal 2024 and increase in interest income of bank from ` 153.12 lakhs in Fiscal 2023 to ` 252.34 lakhs in Fiscal 2024 and increase in Insurance claim received from ` 3.83 lakhs in Fiscal 2023 to ` 78.73 lakhs in Fiscal 2024

Expenses

Total expenses increased by 29.87% from ` 59,394.77 lakhs in Fiscal 2023 to ` 77,133.62 lakhs in Fiscal 2024 primarily due to an increase in the cost of raw materials consumed, increase in employee benefits expense and an increase in depreciation and amortization expenses.

Cost of raw materials consumed

Cost of materials consumed increased by 46.95% from ` 22,609.99 Lakhs in Fiscal 2023 to ` 33,225.60 lakhs in Fiscal 2024 primarily due to purchase of additional raw material.

Purchases of traded goods

Purchases of traded goods decreased by 99.40% from ` 288.98 lakhs in Fiscal 2023 to ` 1.73 lakhs in Fiscal 2024 primarily due to decrease in dealing in items of traded goods.

Change in inventories of finished goods, traded goods and work in progress

Inventories of finished goods, traded goods and work-in-progress increased by 50.34% from (` 3,876.74) lakhs in Fiscal 2023 to (` 5,828.15) lakhs in Fiscal 2024 primarily due to increase in the quantum of job work undertaken by the Company in Fiscal 2024 as compared to Fiscal 2023.

Employee benefits expense

Employee benefits expenses increased by 24.44% from ` 11,094.68 lakhs in Fiscal 2023 to ` 13,806.60 lakhs in Fiscal 2024 majorly due to increase in salaries, wages and bonus from ` 10,463.89 lakhs in Fiscal 2023 to ` 12,725.62 lakhs in Fiscal 2024 and due to expenses of employee stock option scheme of ` 266.24 lakhs in Fiscal 2024.

Finance costs

Finance costs increased by 33.83% from ` 2,990.22 lakhs in Fiscal 2023 to ` 4,001.91 lakhs in Fiscal 2024 primarily due to increase in interest expense on working capital loans ` 2,149.46 lakhs in Fiscal 2023 to ` 3,205.49 lakhs in Fiscal 2024.

Depreciation and amortisation expense

Depreciation and amortisation expenses increased by 19.46% from ` 3,772.72 lakhs in Fiscal 2023 to ` 4,506.79 lakhs in Fiscal 2024 primarily due to increase in depreciation on tangible assets from ` 3,524.35 lakhs in Fiscal 2023 to ` 4,010.09 lakhs in Fiscal 2024, and an increase in depreciation on right of use assets from ` 158.28 lakhs in Fiscal 2023 to ` 390.87 lakhs in Fiscal 2024, which is due to the addition of building and plant and machinery in our new facilities.

Other expenses

Other expenses increased by 21.78% from 22,514.92 lakhs in Fiscal 2023 to ` 27,419.14 lakhs in Fiscal 2024 primarily due to an increase in consumption of stores and spare parts from ` 5,323.30 lakhs in Fiscal 2023 to ` 7,195.56 lakhs in Fiscal 2024, an increase in fabrication and job charges from ` 5,212.51 lakhs in Fiscal 2023 to ` 6,349.83 lakhs in Fiscal 2024, an increase in power, fuel and water charges from ` 1,572.59 lakhs in Fiscal 2023 to ` 2,043.50 lakhs in Fiscal 2024, an increase in Radiography & inspection from ` 869.48 lakhs in Fiscal 2023 to ` 1,118.46 lakhs in Fiscal 2024.

Profit before tax

Our profit before tax increased by 74.32% from ` 2,037.20 lakhs in Fiscal 2023 to ` 3,551.19 lakhs in Fiscal 2024 primarily due to increase in revenue from operations.

Tax Expense

Total tax expense (current and deferred) increased by 25.75% from ` 739.98 lakhs in Fiscal 2023 to ` 930.54 lakhs in Fiscal 2024 primarily due to increase in total income.

Profit for the year

Profit for the year increased by 102.02% from ` 1,297.22 lakhs in Fiscal 2023 to ` 2,620.65 lakhs in Fiscal 2024 primarily due to an increase in total income.

Material developments in Human Resources / Industrial Relations front, including number of people employed

As a Company, we focus on fostering a culture of transparency and meritocracy for our employees. We also emphasise driving excellence through optimal organisational structures, HR systems, processes, and policies. Our commitment to our human resources drives all our developmental initiatives. We also empower our employees and workers to reach their full potential, challenging them to exceed their expectations. We aim to create a work environment and experience where individual skills and contributions are valued.

In the current financial year, the senior leadership team's prime focus was connecting with employees. The employees gained insight into the Company's vision and future growth plans through regular drills and seminars. They also had an opportunity to share their suggestions and feedback directly.

We strongly emphasise the employees' career growth within the organisation. The employees wholeheartedly participated in this endeavour and utilised it to fulfil their career aspirations. The process has strengthened our culture of meritocracy and enhanced cross-functional collaboration.

Motivation and retention of frontline sales and manufacturing teams is paramount to the Company. Various employee groups have conducted multiple dipstick surveys and focus group discussions. Multiple engagement initiatives have been undertaken based on these discussions and market benchmarking. The Company continues to promote a strong performance-driven culture through continual evaluation and an aggressive reward policy for performance differentiation. The Company has framed an Employee Stock Option Scheme (ESOP) with rules and regulations as an incentive to employees to increase productivity at all levels. The Industrial Relations in the Company's Units located at Palwal as well as in the Work Sites during the year under review was cordial.

Financial Ratio

Dee Development Engineers Limited

S. No.	Ratios	Method for Calculation	Year 2023-24	Year 2022-23	Percentage Variance	Reason for Variation for changes over 25%
1	Debtors' turnover ratio	Revenue from operations/Average Trade Receivables	4.30	3.65	17.76%	NA
2	Inventory Turnover ratio	Sale of Products/ Average Inventory	1.26	1.09	16.23%	NA
3	Interest coverage Ratio	Profit Before interest and tax/ interest cost	1.89	1.68	12.26%	NA
4	Current Ratio	Current Assets/Current Liabilities	1.12	1.25	-10.66%	NA
5	Debt Equity Ratio	Total Debts/Total Equity	0.97	0.83	16.74%	NA
6	Operating Profit Margin	Profit Before interest and tax/ Total Income	0.09	0.08	14.39%	NA
7	Net Profit Margin	Profit After Tax/ Revenue From Operations	3.32%	2.18%	52.52%	Due to Revenue Growth & Operational Efficiency
8	Return on Net Worth	Profit After Tax/ Net Worth	5.94%	3.14%	89.30%	Due to Revenue Growth & Operational Efficiency

Note: "Net worth" means the aggregate value of the paid-up equity share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account after deducting the aggregate value of the accumulated losses. Net worth represents equity attributable to equity holders of the parent and does not include amount attributable to non- controlling interests.

Business Responsibility and Sustainability Report ('BRSR')

Section A:
General Disclosure

I. Details of the listed entity

1.	**Corporate Identity Number (CIN): of the Listed Entity**	L74140HR1988PLC030225
2	Name of the Listed Entity	DEE Development Engineers Limited
3	Year of incorporation	1988
4	Registered office address	Unit 1, Prithla-Tatarpur Road, Village Tatarpur, Palwal, Faridabad, Haryana-121 102, India
5	Corporate address	Unit 1, Prithla-Tatarpur Road, Village Tatarpur, Palwal, Faridabad, Haryana-121 102, India
6	E-mail	secretarial@deepiping.com
7	Telephone	+91 1275 248345
8	Website	www.deepiping.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 ('BSE') and National Stock Exchange of India Limited ('NSE')
11	Paid-up Capital	` 5303.91 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	Mr. Ranjan Kumar Sarangi Company Secretary and Compliance Officer ranjank.sarangi@deepiping.com +91 1275 248345
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).	Consolidated Basis

II. Products/services

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

Sr. No.	Description of Main Activity	Description of Business Activity	% Turnover of the Entity
1	Manufacturing	Metal and metal products	93.65%
2	Electricity, gas, steam and air condition supply	Electric power generation, transmission and distribution	6.35%

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

Sr. No.	Product/ Service	NIC Code	% of Total Turnover Contributed
1	Pre-fabrication of Pipes and Pipe fittings	3419	93.65%
2	Electricity	3603	6.35%

III. Operations:

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

Location	Number of plants	Number of offices	Total
National	9	2	11
International	1	1	2

17. Markets Served by the Entity:

a) Number of Locations:

Location	Number
National (No. of States)	All states and union territories in India
International (No. of Countries)	DEE Piping has a presence across 45 countries internationally -
	Algeria, Australia, Bangladesh, Belgium, Brazil, Canada, Chile, China, Columbia, Denmark, Dominican Republic, Egypt, England, France, Germany, Hong Kong, Indonesia, Iraq, Israel, Italy, Japan, Malaysia, Mexico, Netherlands, Nigeria, Panama, Philippines, Poland, Qatar, Russia, Saudi Arabia, Scotland, Singapore, South Africa, South Korea, Vietnam, Switzerland, Taiwan, Thailand, Turkey, Turkmenistan, UAE, UK, USA, Uzbekistan

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

The contribution of exports as a percentage of DEE Development Engineers' consolidated turnover is 30.63%.

c. A brief on types of customers

The Company provides specialised process piping solutions to industries such as oil and gas, power, chemicals, and other process industries.

IV. Employees

18. Details as at the end of Financial Year:

a) Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (c)	Percentage (C/A)
	EMPLOYEES					
1.	Permanent (D)	1061	1024	96.5%	37	3.5%
2.	Other than Permanent (E)	34	34	100%	0	0%
3.	Total employees (D + E)	1095	1058	96.6%	37	3.4%

S. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (c)	Percentage (C/A)
	WORKERS					
4.	Permanent (F)	0	0	0	0	0
5.	Other than Permanent (G)	2946	2915	98.9%	31	1.1%
6.	Total workers (F + G)	2946	2915	98.9%	31	1.1%

b) **Differently abled Employees and workers:**

S. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (C)	Percentage (C/A)
	DIFFERENTLY ABLED EMPLOYEES					
1.	Permanent (D)	3	3	100%	0	0
2.	Other than Permanent (E)	0	0	0%	0	0
3.	Total differently abled employees (D + E)	3	3	100%	0	0
	DIFFERENTLY ABLED WORKERS					
4.	Permanent (F)	0	0	0	0	0
5.	Other than permanent (G)	3	3	100%	0	0
6.	Total differently abled workers (F + G)	3	3	100%	0	0

19. Participation/Inclusion/Representation of women

	Total (A)	Number and percentage of female	
		No. (B)	% (B / A)
Board of Directors	6	3	50%
Key Management Personnel	5	2	40%

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

	FY 2023-24 (Turnover rate in current FY)			FY 2022-23 (Turnover rate in previous FY)			FY 2021-22 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	18.3%	2.3%	20.6%	11.8%	1.5%	13.3%	10.1%	2.2%	12.3%
Permanent Workers	Not Applicable								

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

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

S. No.	Name of the holding / subsidiary/associate companies/joint ventures (A)	Indicate whether holding/Subsidiary/ Associate/Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Malwa Power Private Limited	Subsidiary	100	Yes
2	DEE Fabricom India Private Limited	Subsidiary	100	No
3	Atul Krishan Bansal Foundation	Subsidiary	100	No
4	DEE Piping Systems (Thailand) Co., Ltd.	Subsidiary	100	No

VI. CSR Details

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

Yes

(ii) Turnover (in `) - 50,269.61 Lacs

(iii) Net worth (in `) - 47,525.50 Lacs

VII. Transparency and Disclosures Compliances

23. 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 weblink for grievance redress policy)	FY 2023-24 Current Financial Year			FY 2022-23 Previous Financial Year		
		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	Nil	Nil	-	Nil	Nil	-
Investors (other than shareholders)	Yes	Nil	Nil	-	Nil	Nil	-
Shareholders	Yes	Nil	Nil	-	Nil	Nil	-
Employees and workers	Yes	Nil	Nil	-	Nil	Nil	-
Customers	Yes	17	0	None pending at the end of the Financial Year	16	0	None pending at the end of the Financial Year
Value Chain Partners	Yes	Nil	Nil	-	Nil	Nil	-
Other (please specify)	Yes	Nil	Nil	-	Nil	Nil	-

24. 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:

Sr. 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)
1	Climate change impact	Risk	Climate change can disrupt manufacturing and supply chains, leading to operational inefficiencies and higher costs.	The Company has reduced over 191,067 tons of CO2 emissions through biomass power plants, aligning with global climate change mitigation efforts. We aim to continue operating and enhancing our efforts towards climate change adaptation and mitigation.	Negative
2	Regulatory compliance	Risk	Increasing environmental regulations can lead to higher operational costs and potential penalties.	Increased attention towards cost-effective and environment-friendly solutions to decarbonise our operations and reduce our impact while meeting all necessary compliance and regulations.	Negative
3	Technological advancements in manufacturing	Opportunity	Innovation in manufacturing technologies can lead to more efficient processes, cost reductions, and a competitive advantage.	-	Positive
4	Water stewardship	Risk & Opportunity	Effective management of water resources is critical to operational efficiency, environmental sustainability, and regulatory compliance.	Implement water-saving technologies, recycling, and sustainable water management	Positive
5	Occupational health & safety	Risk	Ensuring the safety of employees is crucial to avoid accidents, legal liabilities, and operational disruptions.	Implement comprehensive safety protocols and conduct regular training	Negative
6	Sustainble supply chain management	Risk & Opportunity	A sustainable supply chain is vital for maintaining product quality and reputation but requires careful management of suppliers and their practices.	Engage with suppliers on sustainability practices and conduct regular assessments	Positive

Sr. 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)
7	Waste management and recycling	Risk	Improper waste management can result in environmental harm and increased costs due to penalties and disposal fees.	Implement effective waste reduction, recycling, and disposal strategies	Negative
8	Community engagement and development	Opportunity	Positive relationships with local communities can enhance the company's social license to operate and lead to long-term operational stability. We undertake our CSR initiatives through the Atul Krishan Bansal (AKB) Foundation.	-	Positive
9	Diversity, equity and inclusion (DEI)	Opportunity	Positive relationships with local communities can enhance the company's social license to operate and lead to long-term operational stability.	-	Positive
10	Cybersecurity and data privacy	Risk	Increasing reliance on digital systems necessitates robust cybersecurity measures to prevent data breaches, financial losses, and reputational damage.	Invest in advanced cybersecurity infrastructure and a robust security audit	Negative
11	Talent Management, Attraction and Retention	Opportunity	Attracting and retaining top talent is critical for maintaining a competitive edge, driving innovation, and ensuring business continuity.	-	Positive

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

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

Principle 1: Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent, and accountable

Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe

Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders

Principle 5: Businesses should respect and promote human rights

Principle 6: Businesses should respect and make efforts to protect and restore the environment

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Principle 8: Businesses should promote inclusive growth and equitable development

Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner

Disclosure Question	1 A. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	1 B. Has the policy been approved by the Board? (Yes/No)	1 C. Web Link of the Policies, if available
Policy and Management Processes			
P1	Y	Y	• Code of Conduct for Board Members and Senior Management Personnel • Code of Conduct for Independent Directors • Whistleblower Policy • Code of Business Conduct & Ethics for Employees
P2	Y	Y	• CSR Policy
P3	Y	Y	• Code of Business Conduct & Ethics for Employees • Quality / Environment / Health & Safety Policy • PoSH Policy
P4	Y	Y	• Code of Conduct for Board Members and Senior Management Personnel • Code of Conduct for Independent Directors • CSR Policy • Board Diversity Policy • Code of Business Conduct and Ethics for Employees
P5	Y	Y	• Code of Business Conduct and Ethics for Employees • PoSH Policy
P6	Y	Y	• Quality / Environment / Health & Safety Policy • CSR Policy
P7	Y	Y	• Code of Business Conduct and Ethics for Employees
P8	Y	Y	• CSR Policy • Board Diversity Policy • Code of Business Conduct and Ethics for Employees
P9	Y	Y	• Code of Business Conduct and Ethics for Employees • CSR Policy

Disclosure Question	2. Whether the entity has translated the policy into procedures. (Yes/No)	3. Do the enlisted policies extend to your value chain partners (Yes/No)	4. Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.
Policy and Management Processes			
P1	Y	The company's Code of Conduct extends to its vendors and suppliers.	• ISO 9001:2015 (Quality Management Systems) • ISO 3834-2:2007 (Quality requirements for fusion welding of metallic materials) • ISO/IEC 17025:2017 (General requirements for the competence of testing and calibration laboratories)
P2	Y		• ISO 14001:2015 (Environmental Management Systems) • ISO 45001:2018 (Occupational Health and Safety Management Systems) • CSA Standard 47.1 (Fusion welding of steel company certification) • ABSA • ASME
P3	Y		• ISO 45001:2018 (Occupational Health and Safety Management Systems)
P4	Y		• The company engages with community members through community development programs carried out via the Atul Krishan Bansal Foundation • The company conducted a board-approved Social Audit via an independent third party auditor for FY 22-23 where the company's engagement with its communities was also assessed.
P5	Y		• ISO 45001:2018 (Occupational Health and Safety Management Systems)
P6	Y		• ISO 14001:2015 (Environmental Management Systems) • ISO 45001:2018 (Occupational Health and Safety Management Systems) • ISO 9001:2015 (Quality Management Systems)

Disclosure Question	2. Whether the entity has translated the policy into procedures. (Yes/No)	3. Do the enlisted policies extend to your value chain partners (Yes/No)	4. Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.
P7	Y		The company does not have a code/ certification/standard in line with Principle 7 as it maintains a policy of non-contribution to political parties or candidates at the national, state or local level in India and abroad.
P8	Y		The company does not have a code/ certification/standard in line with Principle 8. However, as an advocate of inclusive growth and sustainable development, the company has the following policies: 1. CSR Policy 2. Quality / Environment / Health & Safety Policy
P9	Y		• ISO 9001:2015 (Quality Management Systems) • ISO 3834-2:2007 (Quality requirements for fusion welding of metallic materials) • ISO/IEC 17025:2017 (General requirements for the competence of testing and calibration laboratories) • CSA Standard 47.1 (Fusion welding of steel company certification) • ABSA • ASME PP • ASME S • ASME U • ASME U2 • PED Fitting Certificate • National Board Certification

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	DEE Development Engineers Ltd. recognizes the growing importance of ESG practices within the global landscape. While the company does not currently have fixed, publicly defined targets for ESG initiatives, it actively implements practices that align with national and international ESG reporting frameworks. This commitment is evident in its biomass-based power generation project in Punjab, India. Consisting of two power plants, this project has been assessed and recognised by the UNFCCC for its contribution to reducing greenhouse gas emissions and fostering social and economic well-being within local communities. The company prioritises strong corporate governance practices that benefit its employees. While the company formally embarked on its dedicated ESG journey in FY 23, its existing practices and commitment to sustainability suggest a strong foundation for achieving concrete targets in the coming years.								
6. Performance of the entity against the specific commitments, goals and targets along with reasons in case the same are not met.	Recognizing the ongoing value of its current initiatives, the company remains firmly committed to its continuation and future growth. The company understands the importance of setting clear goals and objectives and is therefore actively engaged in a collaborative process to define specific, achievable targets within the ESG framework. Through open and comprehensive consultations with stakeholders, the company will determine measurable objectives that align with both its internal ambitions and external expectations. This commitment to targeted action underscores the company's dedication to responsible growth and continuous improvement, ensuring its journey aligns with the evolving ESG landscape and benefits the company and the wider community.								
Governance, leadership and oversight									
7. Statement by the director responsible for the business responsibility report, highlighting ESG-related challenges, targets and achievements *(listed entity has flexibility regarding the placement of this disclosure)*	At DEE Piping, our commitment to sustainability is integral to our business philosophy. As a leading provider of specialised process piping solutions, we understand the profound impact our operations can have on the environment, society, and the communities in which we operate. Our approach to Environmental, Social, and Governance (ESG) responsibilities is driven by a deep sense of duty to conduct our business in a manner that is both responsible and forward-looking. We have made significant strides in reducing our environmental footprint through innovative practices. Our two biomass power generation plants in Abohar and Muktsar, Punjab, exemplify our dedication to sustainable energy. These facilities, operated by our wholly owned subsidiary, MPPL, have enabled us to reduce more than 191,067 tons of CO2 emissions by utilizing renewable resources like paddy straw, cotton stalks, wheat stalks, and mustard straw. This commitment to green power production not only aligns with our sustainability goals but also positions us as a leader in the transition to cleaner energy in the manufacturing sector. Employee health and safety are paramount at the Company. We have implemented robust health and safety protocols across all our operations, fostering a culture of vigilance and care. Our ongoing efforts to create a safe working environment reflect our belief that the well-being of our employees is foundational to our success.								

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
	Furthermore, our corporate social responsibility (CSR) initiatives, conducted through the Atul Krishan Bansal (AKB) Foundation, emphasize our commitment to making a positive social impact. We actively engage in community development projects, focusing on areas such as education, healthcare, and livelihood enhancement. These initiatives are not just an extension of our business; they are a core part of our identity, reinforcing our belief in the power of business to drive meaningful change. Through our continued focus on sustainability, employee welfare, and community development, the Company is committed to contributing positively to the environment and society, ensuring that our growth is responsible, inclusive, and sustainable.								
8. Details of the highest authority responsible for implementing and overseeing the Business Responsibility policy (ies).	Our Chairman & Managing Director, Mr. Krishan Lalit Bansal is responsible for the implementation and oversight of our business responsibility and sustainability policies.								
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 company has a Board-level CSR Committee responsible for decision-making on sustainability-related issues. This aligns with the company's commitment to ESG practices and its proactive approach to addressing environmental, social, and governance factors.								

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether the review was undertaken by Director/ Committee of the Board / Any other Committee								
	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Committee of the Board								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Committee of the Board								
Subject for Review	**Frequency (Annually / Half yearly / Quarterly / Any other - please specify)**								
Performance against above policies and follow up action	Annually								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Annually								
11. Has the entity carried out an independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide the name of the agency.	The Company has a rigorous internal audit process in place to assess the effectiveness of our key policies and procedures. These audits are conducted by independent external audit firms on a regular basis. Additionally, we engage with external experts for specific policy areas as required. This multi-layered approach ensures that our policies are aligned with industry best practices and are implemented effectively across the organisation.								

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

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

PRINCIPLE 1: Businesses should conduct and govern themselves with integrity and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

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

Segment	Total number of training and awareness programs held	Topics/ Principles covered under training and its impact	% of persons in a respective category covered by the awareness programs
Board of Directors	5	• Ethics and integrity in business operations • Corporate governance principles • Risk management strategies	100%
Key Managerial Personnel (KMPs)	5	• Advanced corporate governance • Compliance and legal obligations • Ethical leadership and decision-making • Stakeholder engagement	100%
Employees other than BoD and KMPs	20	• Professional development • Communication & interpersonal skills • Health & well-being • Workplace safety • Customer service • Skill enhancement	100%
Workers	35	• Health & safety • Training & development • Skill development	100%

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 based on materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

		Monetary			
	NGRBC Principle	**Name of the regulatory/ enforcement agencies/ judicial institutions**	**Amount (in INR)**	**Brief of the case**	**Has an appeal been preferred (Yes / No)**
Penalty/Fine	None	-	-	-	-
Settlement	None	-	-	-	-
Compounding Fee	None	-	-	-	-
		Non-Monetary			
Imprisonment	None	-	-	-	
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.

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
Not applicable	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.

   Yes, the company has a robust anti-bribery policy that prohibits any unethical or corrupt business conduct and extends to all our employees, agents, intermediaries, consultants, subcontractors, and suppliers. We have adopted a zero tolerance approach towards breach of any provisions of this policy.

   Link - https://www.deepiping.com/document/investor/Anti_Bribery_Policy.pdf

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

	FY 2023-24	FY 2022-23
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

6. Details of complaints with regard to conflicts 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	0	-	0	-
Number of complaints received in relation to issues of conflict of interest of the KMPs	0	-	0	-

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

Leadership Indicators

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

Total number of awareness programs held	Topics/principles covered under the training	% of value chain partners covered (by value of business done with such partners) under the awareness programs
Nil	Nil	Nil

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

   Our board of directors and senior management team adhere to a dedicated Code of Conduct for Board Members and Senior Management Personnel that promotes ethical decision-making and transparency. Within the Code, clear guidelines on conflict of interest are outlined. These guidelines require all directors and senior managers to disclose any external business interests that could potentially conflict with their personal or the company's best interests. This proactive approach ensures that all decisions are made with integrity and objectivity.

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 products and processes to total R&D and capex investments made by the entity, respectively.

	FY 2023-24	FY 2022-23	Details of improvements in environmental and social impacts
R&D	Nil	Nil	-
Capex	Nil	Nil	

   Note: The Company prioritises sustainable innovation that enhances product competitiveness and value. We strategically invest in R&D and capex, but currently, we aren't tracking these specific percentages linked to these aspects. This is an area we're actively evaluating for future implementation.

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

   The Company is in the process of developing procedures for sustainable sourcing as part of its purchases.

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

   Not applicable.

3. Describe the processes in place to safely reclaim your products for reusing, recycling, and disposal at the end of life for:

   The Company specialises in providing custom-tailored process piping solutions for various industries. Our products are durable, with a long lifecycle often exceeding 25 years. While this extended lifespan minimizes end-of-life concerns, we maintain a steadfast commitment to responsible product stewardship. Our ongoing efforts focus on developing efficient processes for the reclamation, reuse, recycling, or safe disposal of our products at their end of life, aligning with environmental best practices.

4. Whether Extended Producer Responsibility (EPR) applies 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.

   The Company is primarily engaged in the manufacturing of process piping solutions for critical applications across various industries. Our product range does not include any plastic, electrical, or electronic components or products. As such, the Extended Producer Responsibility (EPR) regulations under the Plastic Waste Management Rules 2016 and E-waste Management Rules 2022 are not applicable to our business operations.

Leadership Indicators

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for the manufacturing industry) or its services (for the service industry)? If yes, provide details in the following format.

   The Company has not conducted a Life Cycle Assessment (LCA) for its products in FY 2023-24.

NIC Code	Name of Product/ Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective/ Assessment was conducted	Whether conducted by an independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
Not applicable					

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

Name of Product / Service	Description of risk / concern	Action Taken
Not applicable		

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

   Not applicable

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

	FY 2023-24			FY 2022-23		
	Reused	Recycled	Safely Disposed	Reused	Recycled	Safely Disposed
Plastics (including packaging)	Not applicable					
E-Waste						
Hazardous Waste						
Other Waste						

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

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in the respective category
Not applicable	

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)
Permanent employees											
Male	1024	1024	100%	1024	100%	92*	8.99%	924**	90.23%	N/A	N/A
Female	37	37	100%	37	100%	37	100%	18	48.64%	N/A	N/A
Total	1061	1061	100%	1061	100%	129	12.60%	942**	88.78%	N/A	N/A
Other than permanent employees											
Male	34	34	100%	34	100%	N/A	N/A	N/A	N/A	N/A	N/A
Female	0	0	0%	0	0%	N/A	N/A	N/A	N/A	N/A	N/A
Total	34	34	100%	34	100%	N/A	N/A	N/A	N/A	N/A	N/A

*Covered under ESIC where the employee gets all maternity benefits from ESIC.

**DEE Piping Systems Thailand is excluded from this number as they are compliant with relevant regulations as per law.

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)
Permanent workers											
Male	0	-	-	-	-	-	-	-	-	-	-
Female	0	-	-	-	-	-	-	-	-	-	-
Total	0	-	-	-	-	-	-	-	-	-	-
Other than permanent workers											
Male	2915	2915	100%	2915	100%	0	0	0	0	0	0
Female	31	31	100%	31	100%	0	0	0	0	0	0
Total	2946	2946	100%	2946	100%	0	0	0	0	0	0

2. Details of retirement benefits for the Current FY and Previous FY

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 (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	100%	Y	100%	100%	Y
Gratuity	100%	N/A	Y	100%	N/A	Y
ESI	100%	100%	Y	100%	100%	Y
Leave encashment	100%	N/A	Y	100%	N/A	Y
Superannuation	0	0	-	0	0	-
NPS	0	0	-	0	0	-

*DEE Piping Systems Thailand is excluded from the above table as the employees and workers are covered under social security measures as per Thai regulations.

3. Accessibility of workplaces

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

Yes

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

The Company is committed to equal opportunity in the workplace. Your Company Code of Conduct explicitly prohibits discrimination against employees or applicants for employment based on disability, race, colour, religion, sex, ethnicity, age, marital status, veteran status, or any other characteristic protected by law, ensuring fair treatment and opportunity throughout the employment lifecycle.

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	100%	100%	-	-
Female	100%	0%	-	-
Total	**100%**	**96.3%**	**-**	**-**

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

	(Yes / No)	If yes, give details of the mechanism in brief
Permanent workers	Yes	The Company has established a comprehensive mechanism to receive and address grievances through its Whistle Blower Policy and Fair Practice Policy. The Whistle Blower Policy, in accordance with the SEBI Listing Regulations and the Companies Act 2013, provides a structured process for employees and directors to report unethical behaviour, violations of the company's code of conduct, and other concerns. Complaints can be submitted confidentially to the Company Secretary & Compliance Officer, who forwards them to the Chairman of the Audit Committee for investigation. The policy ensures protection against victimisation for whistleblowers, maintaining confidentiality throughout the process. The Fair Practice Policy supports this framework by encouraging employees to report concerns without fear of retaliation, ensuring a safe and ethical workplace.
Other than permanent workers	Yes	
Permanent employees	Yes	
Other than permanent employees	Yes	

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

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Total employees / workers in respective category(A)	No. of employees/ workers in respective category, who are part of associations(s) or Union (B)	% (B/A)	Total employees/ workers in respective category (C)	No. of employees / workers in respective category, who are part of associations(s) or Union (D)	% (C/D)
Total Permanent Employees						
Male	1024	Nil	-	972	Nil	-
Female	37	Nil	-	31	Nil	-
Total Permanent Workers						
Male	Nil	Nil	-	Nil	Nil	-
Female	Nil	Nil	-	Nil	Nil	-

8. Details of training given to employees and workers:

Category	FY 2023-24 (Current financial year)					FY 2022-23 (Previous financial year)				
		On Health and safety measures		On Skill upgradation			On Health and safety measures		On Skill upgradation	
	Total (A)	No. (B)	% (B/ A)	No. (C)	% (C /A)	Total (D)	No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	1024	327	31.9%	204	19.9%	972	205	21%	199	20.4%
Female	37	14	37.8%	8	21.6%	31	6	19.3%	7	22.5%
Total	**1061**	**341**	**32.1%**	**212**	**19.9%**	**1003**	**156**	**21%**	**206**	**20.5%**
Workers										
Male	2915	700	24%	650	21.8%	3264	550	16.8%	568	17.4%
Female	31	10	32%	10	32%	38	17	44.7%	15	39.4%
Total	**2946**	**710**	**24.1%**	**660**	**22.4%**	**3302**	**567**	**17.1%**	**583**	**17.6%**

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

Category	FY 2023-24 (Current financial year)			FY 2022-23 (Previous financial year)		
	Total (A)	No. (B)	% (B/ A)	Total (C)	No.(D)	% (D / C)
Employees						
Male	1024	1024	100%	972	972	100%
Female	37	37	100%	31	31	100%
Total	**1061**	**1061**	**100%**	**1003**	**1003**	**100%**
Workers						
Male	2915	2915	100%	3264	3264	100%
Female	31	31	100%	38	38	100%
Total	**2946**	**2946**	**100%**	**3302**	**3302**	**100%**

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, what is the coverage of such a system?

Yes, the Company has implemented a comprehensive occupational health and safety management system with almost all our facilities certified with ISO 45001 standards. The coverage includes ensuring safe and healthy working conditions, eliminating hazards, and minimising risks, injuries, and ill-health among all personnel under the company's control.

The Company also has a dedicated Environmental / Occupational Health and Safety (OHS) policy, which helps ensure the safety and well-being of our employees.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The Company systematically identifies work-related hazards and assesses risks through routine safety audits, risk assessments, and the involvement of its dedicated environment, health, and safety (EHS) team. We conduct regular performance reviews, safety audits, and mock drills and provide appropriate personal protective equipment (PPE) and training to our employees to manage both routine and non-routine risks effectively.

c. Whether you have processes for workers to report work-related hazards and to remove themselves from such risks.

The Company has established processes for workers to report work-related hazards. The Environmental / Occupational Health and Safety policy ensures employees can report hazards and unsafe conditions without fear of retaliation. Employees are encouraged to share their concerns, and the company provides mechanisms for direct communication with the EHS team and management to address and mitigate these hazards promptly.

d. Do the employees/ workers of the entity have access to non-occupational medical and healthcare services?

Yes, employees and workers at the Company have access to non-occupational medical and healthcare services. The company conducts regular medical checkups and implements safety measures to promote its workforce's overall health and well-being, ensuring a safe and healthy environment.

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	0
	Workers	0	0
Total recordable work-related injuries	Employees	0	0
	Workers	1	0
No. of fatalities	Employees	0	0
	Workers	0	0
High-consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

The Company has implemented comprehensive measures to ensure a safe and healthy workplace for its employees. Our integrated management system, certified with ISO 45001 standards, includes policies and practices designed to eliminate hazards and minimise risks, injuries, and ill health. We conduct regular safety audits, risk assessments, and mock drills to identify and mitigate work-related hazards. A dedicated environment, health, and safety (EHS) team oversees adherence to safety norms and ensures continuous improvement through performance reviews and setting quantified objectives.

Employees are provided with appropriate personal protective equipment (PPE) and receive regular safety and risk management training. The company encourages employees to report any unsafe conditions without fear of retaliation, and these reports are addressed promptly by the EHS team. Additionally, the Company offers regular medical checkups and access to healthcare services to promote overall well-being. The Company's commitment to legal compliance and the protection of health and safety is further demonstrated through adherence to various environmental and occupational health and safety laws and regulations in India and other jurisdictions where they operate.

13. No. of complaints made on the following by employees and workers.

Category	FY 2023-24 (Current financial year)			FY 2022-23 (Previous financial year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working conditions	0	0	-	0	0	-
Health and safety	0	0	-	0	0	-

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%*
Working conditions	100%*

* We have only included manufacturing facilities while reporting this figure

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.

    An incident occurred due to unsafe material stacking during mechanical material handling on the shop floor. In response, we have implemented several corrective actions to enhance safety. We updated the layout to improve material handling processes and introduced various types of stands and racks to accommodate different sizes of pipes and spools securely. Additionally, we conducted multiple on-the-job training sessions focused on safe material handling practices. These measures are designed to address the identified risks and improve overall safety on the shop floor.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).

    a. Employees - Yes

    b. Workers - Yes

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

    Ans. Value chain partners are paid only after the verification of deposit of statutory dues related to contractual labour employed by the contractor.

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

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

    No

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	-
Working conditions	

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

    Not applicable

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 process for identifying key stakeholder groups at the Company involves a comprehensive materiality assessment, which considers both internal and external perspectives. We engage with various stakeholders, including employees, customers, suppliers, local communities, and regulatory bodies, to understand their expectations and concerns. This assessment is conducted through surveys, interviews, and feedback sessions. By analyzing the feedback and considering the relevance and impact of different groups on our business, we identify and prioritize the key stakeholders whose interests are most aligned with our operations and sustainability goals.

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 & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/Half yearly/ Quarterly/ others- please specify)	Purpose and scope of engagement, including key topics and concerns raised during such engagement
Investors and shareholders	No	Email, Newspaper, Website	Quarterly	Update on financial performance and strategic initiatives. Address concerns related to returns on investment and corporate governance.
Employees	No	Email, Notice Board, Community Meetings, Website	Regularly	Discuss health and safety, job satisfaction, and career development. Address concerns related to working conditions and training needs.
Customers	No	Email, Website	Regularly	Review product performance, gather feedback on service quality, and discuss customization needs and satisfaction.
Suppliers	No	Email	Regularly	Evaluate supply chain efficiency, discuss quality standards, and address any issues related to delivery or compliance.
Local communities	Yes	Community Meetings	Regularly	Address community concerns, provide updates on CSR activities, and discuss environmental and social impacts of operations.

Leadership Indicators

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

   Consultation between stakeholders and the Board is facilitated through structured feedback mechanisms. Stakeholder feedback is collected through surveys, meetings, and formal communications, which are then summarized and presented to the Board during scheduled review sessions. For certain topics, consultations may be delegated to specialized committees or departments, which compile findings on stakeholder concerns and recommendations. These processes are overseen and reviewed by the Board to ensure that stakeholder inputs are integrated into strategic decisions and policies.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

   Yes

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.

   Not applicable

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.

   Human rights forms is a key aspect of your Company's policies. We are currently in the process of conducting human rights training our employees.

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

Category	FY 2023-24 (Current financial year)					FY 2022-23 (Previous financial year)				
		Equal to Minimum Wage		More than Minimum Wage			Equal to Minimum Wage		More than Minimum Wage	
	Total (A)	No. (B)	% (B/ A)	No. (C)	% (C /A)	Total (D)	No. (E)	% (E/D)	No. (F)	% (F/D)
				Employees						
Permanent										
Male	1024	0	0	1024	100%	972	0	0	972	100%
Female	37	0	0	37	100%	31	0	0	31	100%
Other than permanent										
Male	34	0	0	34	100%	53	0	0	53	100%
Female	0	0	0	0	100%	1	0	0	1	100%
				Workers						
Permanent										
Male	0	-								
Female	0									
Other than permanent										
Male	2915	531	18.2%	2384	81.8%	3264	594	18.19%	2670	81.79%
Female	31	0	0	31	100%	38	0	0	38	100%

3. Details of remuneration/salary/wages, in the following format:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	3	4,00,000	3	42,00,000
Key Managerial Personnel (KMP)	3	44,58,420	2	62,79,807

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)

   The company has a stakeholder relationship committee which is responsible for overseeing any matters concerning human rights of the company's employees and workers.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

   The Company has established robust internal mechanisms to address grievances related to human rights issues. Our whistleblower policy and vigil mechanism provide avenues for employees and stakeholders to report any concerns or complaints regarding human rights violations. These mechanisms ensure confidentiality and protection for those who raise concerns.

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

Category	FY 2023-24 (Current financial year)			FY 2022-23 (Previous financial year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	0	-	-	0	-	-
Discrimination at workplace	0	-	-	0	-	-
Child Labour	0	-	-	0	-	-
Forced Labour/ Involuntary Labour	0	-	-	0	-	-
Wages	0	-	-	0	-	-
Other human rights related issues	0	-	-	0	-	-

7. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

   The Company has established comprehensive mechanisms to prevent adverse consequences for complainants in cases of discrimination and harassment. The Company's Whistle Blower Policy and Code of Conduct ensures that employees can report unethical behaviour and wrong practices without fear of retaliation or intimidation.

   The Whistle Blower Policy allows employees to report incidents of discrimination, harassment, or non-compliance to the Code of Conduct in a confidential manner. Our policies contain provisions to maintain strict confidentiality regarding the identity of the whistle-blower.

8. Do human rights requirements form part of your business agreements and contracts?

   Yes, since all our customers are niche customers working at the national and international level, contracts with them generally include adherence to human rights requirements.

9. Assessments for the year:

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

10. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.

    No corrective actions recommended or significant risks identified during internal assessments and third-party audit conducted.

Leadership Indicators

1. Details of a business process being modified / introduced because of addressing human rights grievances/complaints.

   We have not encountered any concern requiring a change in our business processes because of addressing human rights grievances or complaints.

2. Details of the scope and coverage of any human rights due diligence conducted.

   While we have not yet conducted formal human rights due diligence, we are committed to embedding human rights principles as a core aspect of our operations.

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

   Yes, the premises and offices of DEE Development Engineers Limited are accessible to differently-abled visitors, in compliance with the requirements of the Rights of Persons with Disabilities Act, 2016. The company has made provisions such as ramps, lifts, and other necessary aids to ensure that differently-abled persons can access their facilities without any hindrance. These measures demonstrate the company's commitment to inclusivity and adherence to legal standards for accessibility.

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual harassment	We are currently in the process of integrating provisions to ensure that our value chain partners comply with standards related to sexual harassment, workplace discrimination, child labor, forced or involuntary labor, fair wages, and other relevant issues.
Discrimination at the workplace	
Child labour	
Forced/involuntary labour	
Wages	
Others - please specify	

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

   Not applicable

Principle 6: Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

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

Parameter	Unit	FY 2023-24	FY 2022-23
Total electricity consumption (A)	GJ	29,879	27,941
Total fuel consumption (B)	GJ	23,414	19,096
Energy consumption through other sources(C)	-	-	-
Total energy consumption (A+B+C)	GJ	53,293	47,037
Energy intensity per rupee of turnover (Total energy consumption / turnover in rupees)	GJ per million INR	6.60	7.89

   Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

   No, independent assessment/ evaluation/assurance has been carried out.

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N). If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

   No, none of our sites / facilities have been identified as Designated Consumers (DCs) under the Performance, Achieve and Trade (pat) Scheme of the GOI.

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

Parameter	Unit	FY 2023-24	FY 2022-23
Water withdrawal by source in kilolitres			
(i) Surface water	kilolitres	0	0
(ii) Groundwater	kilolitres	0	0
(iii) Third party water	kilolitres	18,081	16,229
(iv) Seawater / Desalinated water	kilolitres	0	0
(v) Others	kilolitres	0	0
Total volume of water withdrawal (in kilolitres) (i+ii+iii+iv+v)	kilolitres	18,081	16,229
Total volume of water consumption (in kilolitres)	kilolitres	11,480	11,250
Water intensity per rupee of turnover (Water consumed / turnover)	Kilolitre per million INR	1.42	1.88

   Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

   No, independent assessment/ evaluation/assurance has been carried out.

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

   No, we do not have a Zero Liquid Discharge mechanism. However, we re-utilise water used in our operations to ensure minimum wastage and maximum reuse.

5. Provide details of greenhouse gas emissions (Scope 1 and scope 2 emissions) by the entity, in the following format:

Parameter	Unit	FY 2023-24	FY 2022-23
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	tCO2e	1,494.53	1,287.56
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	tCO2e	5,043.76	4,716.70
Total Scope 1 and Scope 2 emissions per rupee of turnover	tCO2e / INR million	0.81	0.79

   Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N). If yes, name of the external agency.

   No, independent assessment/ evaluation/assurance has been carried out.

6. Does the entity have any project related to reducing Greenhouse Gas emissions? If yes, then provide details.

   Yes, the Company has projects related to reducing Greenhouse Gas (GHG) emissions. The company operates two biomass power generation plants located in Abohar and Muktsar, Punjab, with an annual contracted capacity of 8 MW and 6 MW, respectively. These plants generate electricity using biomass such as paddy straw, cotton stalks, wheat stalks, and mustard straw and supply it to various consumers connected to the regional grid. The primary goal of this project is to utilise the surplus biomass available in the region for effective electricity generation, thus reducing GHG emissions that would have occurred from fossil fuel-based power generation. By focusing on environmental sustainability, the Company has successfully reduced more than 191,067 tCO2e emissions by producing green power.

   The biomass-based project contributes to sustainable development in several ways:

   1. Social Well-being: By purchasing crop residue from local farmers, the project provides an additional source of income, thereby enhancing the purchasing power of the local population. The project also creates employment opportunities by preferentially hiring local workers during the construction and operation phases. It is expected to employ 70-80 people directly and 2,000-2,500 people indirectly in transportation activities. Improved connectivity to nearby locations due to the project leads to overall regional development.
   2. Economic Well-being: The project creates business opportunities for local stakeholders, such as suppliers, manufacturers, and contractors. It helps bridge the demand-supply gap in the power-deficient regional grid, reducing transmission losses and ensuring reliable power supply. This encourages industrial growth in the area, contributing to regional prosperity.
   3. Environmental Well-being: The project reduces GHG emissions that would have been generated from fossil fuel-based power plants. By utilising renewable biomass, the project promotes environmental sustainability and conserves finite, nonrenewable resources like coal and gas.
   4. Technological Well-being: The plant employs a modern, energy-efficient, and environmentally safe steam turbo generator and boiler capable of firing multiple fuels. This technology strengthens the grid, increases energy availability, and improves the quality of power in nearby rural areas, thereby addressing local energy demands and promoting technological advancement.

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

Parameter	Unit	FY 2023-24	FY 2022-23
Total waste generated (in metric tonnes)			
Plastic waste (A)	metric tonnes	0	0
E-waste (B)	metric tonnes	0.14	2.29
Bio-medical waste (C)	metric tonnes	-	-
Construction and demolition waste (D)	metric tonnes	-	-
Battery waste (E)	metric tonnes	0	0
Radioactive waste (F)	metric tonnes	-	-
Other hazardous waste. Please specify if any (G)	metric tonnes	1.94	0.83
Other non-hazardous waste. Please specify if any (H) (Break-up by composition i.e. by materials relevant to the sector)	metric tonnes	0	0
Total (A + B + C + D + E + F + G + H)	**metric tonnes**	**2.08**	**3.12**
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)			
Category of waste			
(i) Recycled	metric tonnes	0	0
(ii) Re-used	metric tonnes	0	0
(iii) Other recovery operations	metric tonnes	0	0
Total	**0**	**0**	
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)			
Category of waste			
(i) Incineration	metric tonnes	-	-
(ii) Landfilling	metric tonnes	-	-
(iii) Other disposal operations	metric tonnes	-	-
Total	**metric tonnes**	**-**	**-**

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N). If yes, name of the external agency.

No, independent assessment/ evaluation/assurance has been carried out.

8. 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.

The Company has adopted a robust waste management strategy to address various types of waste, including solid waste, e-waste, and hazardous waste such as used oil, oily cotton rags, empty chemical tins, and Effluent Treatment Plant (ETP) sludge. The company ensures proper storage of these wastes in designated areas and regularly disposes of them through government-approved authorized recyclers. Detailed records of waste generation and disposal are maintained to ensure compliance with environmental standards.

In addition, the Company has implemented a strict No Asbestos Policy. This policy prohibits the use of asbestos-containing materials across all company operations and is prominently displayed at the main gates. All stakeholders, including visitors, are required to adhere to this policy. These measures are part of the Company's broader commitment to reducing the environmental impact of its operations and promoting sustainable practices.

9. 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 are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any
Not applicable			

10. 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 (Y/N)	Results communicated in public domain (Y/N)	Relevant Web link
Not applicable					

11. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

    Yes, the Company complies with all applicable environmental laws, regulations, and guidelines in India, including the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, and the Environment Protection Act and its rules. The company adheres to regulations governing air emissions, wastewater discharge, and the handling, storage, and disposal of hazardous substances and waste. Our operations are conducted in accordance with the consent to operate conditions issued by the Central and State Pollution Control Boards. Additionally, our dedicated Environment, Health, and Safety representatives at each site ensure the implementation of our environmental management system, coordinating all environmental activities, advising management on environmental matters, and liaising with regulatory authorities to maintain compliance and safeguard environmental standards.

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
1	Section 43 and 44 of the Water (Prevention and Control Pollution) Act, 1974	Samples collected from the outlet of the sewage treatment plant at Palwal Plant - II were found to have exceeded the prescribed limits as notified by the HSPCB and the limits granted under the consent to operate issued to the Palwal Facility.	The matter is currently pending. No fines / penalties / action taken by the HSPCB.	We have requested HSPCB for revisiting and resampling the outlet of the sewage treatment plant. We have also submitted the documents requested by the HSPCB.

Leadership Indicators

1. Provide break-up of the total energy consumed from renewable and non-renewable sources, in the following format:

Parameter	Unit	FY 2023-24	FY 2022-23
From renewable sources			
Total electricity consumption (A)	GJ	0	0
Total fuel consumption (B)	GJ	0	0
Energy consumption through other sources (C)	GJ	0	0
Total energy consumed from renewable sources (A + B + C)	GJ	0	0
From non-renewable sources			
Total electricity consumption (D)	GJ	29,879	27,941
Total fuel consumption (E)	GJ	23,414	19,096
Energy consumption through other sources (F)	GJ	-	-
Total energy consumed from non-renewable sources(D+E+F)	GJ	53,293	47,037

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No, independent assessment/ evaluation/assurance has been carried out.

2. Provide the following details related to water discharged:

Parameter	Unit	FY 2023-24	FY 2022-23
Water discharge by destination and level of treatment (in kilolitres)			
(i) To Surface water	KL	0	0
(ii) To Groundwater	KL	0	0
(iii) To Seawater	KL	0	0
(iv) Sent to third parties	KL	0	0
(v) Others	KL	6,601.92	4,979,45
- No treatment	KL	0	0
- With treatment - please specify level of treatment	KL	6,601.92	4,979.45
Total water discharged (in kilolitres)	KL	6,601.92	4,979.45

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N). If yes, name of the external agency.

No, independent assessment/ evaluation/assurance has been carried out.

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

Water withdrawal, consumption and discharge in areas of water stress	
(i) Name of the area	No water utilised by the Company is withdrawn, consumed or discharged in areas of water stress.
(ii) Nature of operations	

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No, independent assessment/ evaluation/assurance has been carried out.

4. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

   Not applicable

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

S. No.	Initiative Undertaken	Details of the initiative	Outcome of the initiative
1	STP ETP system	Implemented advanced wastewater treatment systems to reduce pollution and conserve water resources.	Significant reduction in effluent discharge, ensuring compliance with environmental regulations.
2	Dual-Fuel DG Sets	Installed DG sets capable of operating on both PNG and diesel, promoting cleaner fuel usage.	Reduced carbon footprint and operational costs due to the efficient use of cleaner fuel.
3	Electric furnances	Adopted electric furnaces for heating and melting processes, replacing traditional fossil fuel-based methods.	Enhanced energy efficiency, reduced carbon emissions, and improved production quality.
4	Retrofitting of DDEL Power Division Chimneys	Retrofitting chimneys in the power division with advanced emission control technology to reduce particulate matter emissions.	Lowered emissions, contributing to improved air quality and reduced environmental impact.

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

   Yes, the Company has a business continuity and disaster management plan in place. The plan details various protocols and procedures for handling different emergencies including fire, earthquake, industrial accidents, gas leakage, chemical spills, food poisoning, and STP/ETP breakdown.

   - Emergency Response Team: The plan outlines the roles and responsibilities of various teams involved in emergency response, including the Emergency Response Team (ERT), Quick Response Team (QRT), and Security.
   - Communication Procedures: The plan details clear communication procedures for reporting emergencies and keeping relevant personnel informed.
   - Evacuation Procedures: The plan outlines a process for safe evacuation of personnel during emergencies.
   - Fire Safety Measures: The plan details specific measures to be taken in case of a fire, including fire extinguisher use, fire alarm activation, and procedures for shutting off electrical supply.
   - Other Emergencies: The plan also covers protocols for handling other emergencies such as gas leaks, chemical spills, and industrial accidents.

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

   None

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

   The Company is affiliated to 3 chambers/ associations as listed below.

   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	PHDCCI	National
2	Palwal Industrial Association	State
3	Faridabad Industrial Association	State

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

   The Company does not have any adverse order related to anti-competitive conduct against it.

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

Leadership Indicators

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

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others - please specify)	Web link, if available
	-	-	-	-	-

DEE piping systems

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
The Company conducted a third-party social integrity audit of its entire operations for FY 23-24. The audit focused on social parameters and stakeholders' views and attitudes towards internal and external stakeholders. The audit covered the Company's operations across various geographical locations and evaluated them on parameters such as efficiency, effectiveness, and stakeholder participation. This detailed assessment resulted in the Company receiving a Diamond Rating with an overall score of 93 out of 100, reflecting its strong commitment to social and moral obligations towards stakeholders.	NA	NA	Yes	No	NA

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

   Not applicable. No rehabilitation and resettlement were undertaken by the entity during this reporting period.

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	Amount paid to PAFs in the FY (in INR)
-	-	-	-	-	-	-

3. Describe the mechanisms to receive and redress grievances of the community.

   Not applicable

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	-	-
Sourced directly from within the district and neighbouring districts	-	-

Note: This metric is currently under evaluation and will be reported in a subsequent reporting period.

Leadership Indicators

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

   Not applicable. No negative social impacts were identified in the social integrity audit.

Details of negative social impact identified	Corrective action taken
-	-

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

   None of the CSR projects undertaken by the Company are located in the list of Aspirational Districts of India as notified by the Niti Aayog.

S. No.	State	Aspirational District	Amount Spent (in INR)
-	-	-	-

3. A. Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)

   The Company occupies a unique position in the process piping industry. A majority of the Company's procurement is of industrial origin and procured in bulk. The Company does not have a preferential procurement policy for purchasing from suppliers comprising marginalised/vulnerable groups.

   B. From which marginalized /vulnerable groups do you procure?

   Not applicable.

   C. What percentage of total procurement (by value) does it constitute?

   Not applicable.

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

   Not applicable. The Company does not currently own or have acquired any intellectual properties in the current financial year that are based on traditional knowledge.

S. No.	Intellectual property based on traditional knowledge	Owned/acquired (Yes/No)	Benefit shared (Yes/No)	Basis of calculating benefit share
-	-	-	-	-

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

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

DEE piping systems

6. Details of beneficiaries of CSR projects:

S. No.	CSR Project	No. of persons benefitted from project	% of beneficiaries from vulnerable and marginalized groups
1	Education of the girl child, including contributions to the "Beti Bachao - Beti Padhao" scheme, reimbursement of education fees, and scholarships for girl students of families below the poverty line	190	100%
2	Electrification and repair work of lcoal communities in the Prithla-Tatarpur.	2,500	100%
3	Contributions towards initiatives like the "Swachh Bharat - Swastha Bharat" scheme for enhancing cleanliness and upliftment of rural areas	2,000	100%

Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicator

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

   We have established multiple channels for receiving consumer complaints and feedback, including email, our website, and customer service helplines. Each submission is reviewed promptly, and appropriate actions are taken to address and resolve concerns effectively.

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

	As a percentage to total turnover
Environmental and social parameters relevant to the product	Not applicable as the Company is involved in manufacturing specialised process piping solutions for industrial use.
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	0	-	-	0	-	-
Advertising	0	-	-	0	-	-
Cyber-security	0	-	-	0	-	-
Delivery of essential services	0	-	-	0	-	-
Restrictive trade practices	0	-	-	0	-	-
Unfair trade practices	0	-	-	0	-	-
Other	0	-	-	0	-	-

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

	Number	**Reasons for recall**
Voluntary recalls	0	0
Forced recalls	0	0

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.

   No

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 as there were no instances during the reporting period.

Leadership Indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

   Detailed information regarding all our products is available on our website: https://www.deepiping.com

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

   Due steps are taken by the company to inform and educate consumers about safe and responsible usage of our products, including via manuals, labelling, and appropriate signage.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

   While the Company does not deal directly with essential services, we have established mechanisms to inform consumers of any potential disruption or discontinuation. In such cases, information can be disseminated through our website, mass media platforms, social media platforms, distribution networks, sales representatives, and e-mails.

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

   Not applicable as the company operates in a B2B model.

5. Provide the following information relating to data breaches:

   a. Number of instances of data breaches along-with impact

      There were no data breaches during the reporting year.

   b. Percentage of data breaches involving personally identifiable information of customers

      Not applicable as there were no data breaches during the reporting year.

Independent Auditor's Report

To the Members of DEE Development Engineers Limited

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of DEE Development Engineers Limited ("the Company"), which comprise the Balance sheet as at March 31 2024, the Statement of Profit and Loss, including the statement of Other Comprehensive Loss, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone Ind AS financial statements , including a summary of 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 Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its profit including other comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the standalone Ind AS financial statements and our 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 Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

Responsibilities of Management for the standalone Ind AS financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive loss, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 standalone Ind AS 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 Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the standalone Ind AS financial statements

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, 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;

    (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 matters stated in the paragraph (vi) below on reporting under Rule 11(g) and that the backup of the books of account and other books and papers maintained in electronic mode has not been maintained on servers physically located in India on daily basis as explained in note 44 to the standalone Ind AS financial statements.

(c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive loss, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

(d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

(g) In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph (b) above on reporting under Section 143(3)(b) and paragraph (i)(vi) below on reporting under Rule 11(g).

(i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 32(B) to the standalone Ind AS financial statements;

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

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

   b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

   c) Based on such 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 (a) and (b) contain any material misstatement.

   v. No dividend has been declared or paid during the year by the Company.

   vi. The Company has migrated to one accounting software (i.e. Dynamics 365 Business Central) from another accounting software (i.e. Navision) during the year. The audit trail feature in respect of the Navision software was not enabled, as described in note 43 to the financial statements. Further, the Company is in the process of establishing necessary controls and documentations regarding audit trail for Dynamics 365 Business Central, as described in aforesaid note. Consequently, we are unable to comment on audit trail feature of the Navision and Dynamics 365 Business Central of the accounting software as prescribed under Rule 11(g) of The Companies (Audit and Auditors) Rules, 2014.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership Number: 096333
UDIN: 24096333BKELEL9688

Place of Signature: Gurugram
Date: July 16, 2024

ANNEXURE '1' REFERRED TO IN PARAGRAPH UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE

Re: DEE Development Engineers Limited ("the Company")

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

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

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

(b) Property, Plant and Equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.

(c) The title deeds of immovable properties (other than properties where the Company is the lessee, and the lease agreements are duly executed in favour of the lessee) disclosed in note 3 to the standalone Ind AS financial statements are held in the name of the Company. These immovable properties are pledged with the banks and their title deeds are not available with the Company. The same has been independently confirmed by the banks.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2024.

(e) There are no proceedings initiated or are 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 has been physically verified by the management during the year except for inventories lying with third parties. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedures for such verification is appropriate. Inventories lying with third parties have been confirmed by them as at March 31, 2024 and no discrepancies were noticed. No discrepancies of 10% or more in aggregate for each class of inventory were noted on physical verification of inventories.

(ii) (b) As disclosed in note 11B to the standalone Ind AS financial statements, the Company has been sanctioned working capital limits in excess of ` five crores in aggregate from banks during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements, the quarterly returns/ statements filed by the Company with such banks are not in agreement with the unaudited books of account of the Company and the details are as follows:

(Amount in lacs)

Quarter ended	Value per books of account (A)	Value per quarterly return/statement (B)	Discrepancy (A-B)
Inventories			
- June 30, 2023	24,899.43	23,663.92	1235.51
- September 30, 2023	32,437.31	31,256.01	1,181.30
- December 31, 2023	36,463.88	32,214.97	4,248.91
- March 31, 2024	34,079.15	29,575.48	4,503.68
Trade Receivables			
- June 30, 2023	13,679.55	13,721.54	(41.99)
- September 30, 2023	15,341.52	14,105.92	1,235.60
- December 31, 2023	14,049.64	14,519.96	(470.32)
- March 31, 2024	15,282.07	16,917.95	(1,635.88)

The Company do not have sanctioned working capital limits in excess of ` five crores in aggregate from financial institutions during the year on the basis of security of current assets of the Company.

(iii) (a) During the year the Company has provided loans, advances in the nature of loans, stood guarantee and provided security to companies as follows:

(` in Lacs)

	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount granted/ provided during the year				
- Subsidiaries	3,278.00	-	483.00	-
Balance outstanding as at balance sheet date in respect of above cases				
- Subsidiaries	6,029.22	-	8,691.48	-

During the year the Company has not provided loans, advances in the nature of loans, stood guarantee and provided security to Limited Liability Partnerships, firms or any other parties.

(b) During the year, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees to companies are not prejudicial to the Company's interest. During the year the Company has not made investments, provided guarantees and given security to Limited Liability Partnerships, firms or any other parties.

(c) The Company has granted loans during the year to companies where the schedule of repayment of principal and payment of interest has been stipulated and the repayment or receipts are regular. The Company has not granted loans and/ or advances in the nature of loans to firms, Limited Liability Partnerships or any other parties.

(d) There are no amounts of loans and advances in the nature of loans granted to companies. firms, limited liability partnerships or any other parties which are overdue for more than ninety days.

(e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

(iv) Loans, investments, guarantees and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable have been complied with by the Company.

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacture of prefabricated pipings and fittings, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) (a) Undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) The dues of goods and services tax, income-tax, service tax, duty of custom, duty of excise have not been deposited on account of any dispute, are as follows:

Name of the Statute	Nature of Dues	Amount involved	Amount paid under protest	Period to which amount relates	Forum where dispute is pending
The Central Excise Act, 1944	Wrong availment of exemption and notification of excise duty for clearance of goods	32.86	Nil	FY 2002-03	Punjab and Haryana High Court, Chandigarh
The Finance Act, 1994	Service Tax liability on reimbursement of expenses	6.50	Nil	2014-15	CESTAT, Chandigarh
Goods and Service Tax Act, 2017	Demand GST payables on various items	307.25	Nil	2017-18	Joint Commissioner, Appeal
Goods and Service Tax Act, 2017	GST payables	24.14	Nil	2018-19	Assistant Commissioner, GST
Custom Act, 1962	Custom duty	1,120.00	Nil	FY 2016-17 and FY 2017-18	Commissioner of Custom, Adjudication
Custom Act, 1962	Custom duty	72.40	Nil	FY 2020-21	Assistant Commissioner of custom (Audit)
Income Tax Act, 1961	Tax including interest on disallowance of expenses and transfer pricing adjustments	185.10	Nil	FY 2016-17	ITAT, Delhi
Income Tax Act, 1961	Disallowance of expenses and deduction claimed	18.45	Nil	FY 2019-20	CIT, Appeals

There are no dues of provident fund, employees' state insurance, sales-tax, value added tax, cess, and other statutory dues which have not been deposited on account of any dispute.

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) Term loans were applied for the purpose for which the loans were obtained.

(d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. The Company does not have any associate or joint venture.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) No fraud by the Company or no fraud on the Company has been noticed or reported during the year.

(b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of 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) (a) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a) of the Order is not applicable to the Company.

(b) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(b) of the Order is not applicable to the Company.

(c) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(c) of the Order is not applicable to the Company.

(xiii) Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.

(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

(d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

(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 and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios disclosed in note 41 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 25(b) to the financial statements.

(b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 25(b) to the financial statements.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership Number: 096333
UDIN: 24096333BKELEL9688

Place of Signature: Gurugram
Date: July 16, 2024

ANNEXURE '2' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE IND AS FINANCIAL STATEMENTS OF DEE DEVELOPMENT ENGINEERS LIMTED

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

We have audited the internal financial controls with reference to standalone Ind AS financial statements of DEE Development Engineers Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone Ind AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone Ind AS financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these standalone Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone Ind AS financial statements included obtaining an understanding of internal financial controls with reference to these standalone Ind AS 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 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 these standalone Ind AS financial statements.

Meaning of Internal Financial Controls With Reference to these Standalone Financial Statements

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

Inherent Limitations of Internal Financial Controls With Reference to Standalone Ind AS Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone Ind AS financial statements and such internal financial controls with reference to standalone Ind AS financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership Number: 096333
UDIN: 24096333BKELEL9688

Place of Signature: Gurugram
Date: July 16, 2024

Standalone Balance Sheet

as at 31 March 2024

(Amount in INR lacs)

Particulars	Notes	As at 31 March 2024	As at 31 March 2023
ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	26,893.64	23,640.70
(b) Capital work-in-progress	3	6,374.38	258.81
(c) Intangible assets	4	343.29	259.40
(d) Right of use assets	38	1,907.58	850.16
(e) Financial assets			
(i) Investments	5	6,838.00	6,820.12
(ii) Loans	6(B)	8,241.48	8,400.99
(iii) Other financial assets	6(E)	2,449.60	2,100.08
(f) Other non-current assets	7	1,370.09	957.62
Total non-current assets		**54,418.06**	**43,287.88**
Current assets			
(a) Inventories	8	34,079.15	24,899.47
(b) Financial assets			
(i) Trade receivables	6(A)	15,282.07	13,679.56
(ii) Cash and cash equivalents	6(C)	43.43	42.78
(iii) Bank balances other than (ii) above	6(D)	3,187.25	3,080.01
(iv) Loans	6(B)	450.00	71.00
(v) Other financial assets	6(E)	1,804.14	699.14
(c) Other current assets	7	5,449.99	4,998.59
Total current assets		**60,296.03**	**47,470.55**
Total assets		**1,14,714.09**	**90,758.43**
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	9	5,303.91	1,060.78
(b) Other equity	10	44,265.29	46,364.73
Total equity		**49,569.20**	**47,425.51**
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	11(A)	5,582.91	2,240.13
(ii) Lease liabilities	13	1,607.84	713.82
(b) Deferred tax liabilities (net)	17(C)	1,723.31	1,822.83
(c) Other non-current liabilities	16	261.72	209.09
Total non-current liabilities		**9,175.78**	**4,985.87**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	11(B)	30,486.56	24,568.12
(ii) Lease liabilities	13	394.92	192.84
(iii) Trade payables			
- total outstanding due of micro enterprises and small enterprises	18	1,037.48	411.30
- total outstanding dues of creditors other than micro enterprises and small enterprises	18	19,351.16	10,846.72
(iv) Other financial liabilities	12	494.31	755.83
(b) Provision	14	440.72	229.66
(c) Other current liabilities	16	3,630.93	1,050.81
(d) Liabilities for current tax (net)	15	133.03	291.77
Total current liabilities		**55,969.11**	**38,347.05**
Total equity and liabilities		**1,14,714.09**	**90,758.43**
Summary of material accounting policies	2		

The accompanying notes are an integral part of the standalone financial statements

As per our report of even date
For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership No: 096333

Place : Gurugram
Date : July 16, 2024

For and on behalf of the Board of Directors of
DEE Development Engineers Limited

K.L. Bansal
Chairman and Managing Director
DIN No. 01125121

Ashima Bansal
Director
DIN No. 01928449

Ranjan Sarangi
Company Secretary
FCS-8604

Sameer Agarwal
Chief Financial Officer

Place : Palwal
Date : July 16, 2024

DEE piping systems

Standalone Statement of Profit and Loss

For the year ended 31 March 2024

(Amount in INR lacs)

	Particulars	Notes	For the year ended 31 March 2024	For the year ended 31 March 2023
I	**Income**			
	Revenue from operations	19	64,446.33	50,269.61
	Other income	20	2,101.04	2,280.05
	Total Income (I)		**66,547.37**	**52,549.66**
	RM Consumption		39.62%	36.92%
II	**Expenses**			
	Cost of raw materials consumed	21	30,074.89	21,503.46
	Purchases of traded goods		1.73	288.98
	Changes in inventories of finished goods, traded goods and work in progress	22	(4,542.02)	(3,231.18)
	Employee benefit expenses	23	10,039.54	8,165.99
	Finance costs	26	3,392.19	2,433.87
	Depreciation and amortization expense	24	3,105.74	2,422.25
	Other expenses	25	21,864.88	18,411.53
	Total expense (II)		**63,936.95**	**49,994.90**
III	**Profit before tax (I-II)**		**2,610.42**	**2,554.76**
IV	**Tax expense:**			
	(1) Current tax		693.00	791.58
	(2) Deferred tax (credit)		(64.41)	(95.36)
	Total tax expense (IV)		**628.59**	**696.22**
V	**Profit for the year (III-IV)**		**1,981.83**	**1,858.54**
VI	**Other comprehensive income/(loss)**	27		
	Items that will not be reclassified to profit or loss in subsequent years:			
	Re-measurement gain/(loss) on defined benefit plans		(139.47)	(87.61)
	Income tax effect		35.10	22.05
	Other comprehensive income/(loss) for the year, net of tax (VI)		**(104.37)**	**(65.56)**
VII	**Total comprehensive income for the year, net of tax (V+VI)**		**1,877.46**	**1,792.98**
	Earnings per equity share [nominal value of shares INR 10 each (Previous year INR 10 each)] :	28		
	- Basic earnings per share		3.74	3.50
	- Diluted earnings per share		3.72	3.50

Summary of material accounting policies 2

The accompanying notes are an integral part of the standalone financial statements

As per our report of even date
For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

For and on behalf of the Board of Directors of
DEE Development Engineers Limited

per Rajeev Sawhney
Partner
Membership No: 096333

K.L. Bansal
Chairman and Managing Director
DIN No. 01125121

Ashima Bansal
Director
DIN No. 01928449

Ranjan Sarangi
Company Secretary
FCS-8604

Sameer Agarwal
Chief Financial Officer

Place : Gurugram
Date : July 16, 2024

Place : Palwal
Date : July 16, 2024

Standalone Statement of changes in equity

For the year ended 31 March 2024

A. Equity share capital:

(Amount in INR lacs)

Particulars	Equity Shares	
	No. in lacs	INR lacs
For the year ended 31 March 2024		
Equity shares of INR 10 each issued, subscribed and fully paid		
At 1 April 2023	**106.08**	**1,060.78**
Changes in equity share capital due to prior period errors	**-**	**-**
Restated balance as at 1 April 2023	**106.08**	**1,060.78**
Issue of bonus shares [refer note 9 (C)]	424.31	4,243.13
At 31 March 2024	**530.39**	**5,303.91**
For the year ended 31 March 2023		
Equity shares of INR 10 each issued, subscribed and fully paid		
At 1 April 2022	106.08	1,060.78
Changes in equity share capital due to prior period errors	-	-
Restated balance as at 1 April 2022	**106.08**	**1,060.78**
Increase/ decrease in share capital	-	-
At 31 March 2023	**106.08**	**1,060.78**

B. Other equity

Particulars	Reserves and Surplus					Total
	Securities Premium	General reserve	Capital Redemption Reserve	Employee Stock Option Outstanding Reserve	Retained earnings	
Balance as at 1 April 2023	16,730.93	4,077.22	508.49	**-**	25,048.09	46,364.73
Changes in accounting policies or prior period errors	-	-	-	-	-	-
Restated balance as at 1 April 2023	**16,730.93**	**4,077.22**	**508.49**	**-**	**25,048.09**	**46,364.73**
Add/ (less):						
Profit For the year	**-**	**-**	**-**	**-**	1,981.83	1,981.83
Other comprehensive income for the year	**-**	**-**	**-**	-	(104.37)	(104.37)
Utilisation for issue of bonus shares [refer note 9 (C)]	**(4,243.13)**					(4,243.13)
Add: Share based payment expense for year [refer note 42)	**-**	**-**	**-**	266.23	-	266.23
Balance as at 31 March 2024	**12,487.80**	**4,077.22**	**508.49**	**266.23**	**26,925.55**	**44,265.29**
Balance as at 1 April 2022	**16,730.93**	**4,077.22**	**508.49**	**-**	**23,255.11**	**44,571.75**
Changes in accounting policies or prior period errors	**-**	**-**	**-**	**-**	**-**	**-**
Restated balance as at 1 April 2022	**16,730.93**	**4,077.22**	**508.49**	**-**	**23,255.11**	**44,571.75**
Add/ (less):						
Profit for the year	-	-	-	**-**	1,858.54	1,858.54
Other comprehensive income for the year	-	-	-	**-**	(65.56)	(65.56)
Balance as at 31 March 2023	**16,730.93**	**4,077.22**	**508.49**	**-**	**25,048.09**	**46,364.73**

Summary of material accounting policies 2

The accompanying notes are an integral part of the standalone financial statements

As per our report of even date
For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership No: 096333

Place : Gurugram
Date : July 16, 2024

For and on behalf of the Board of Directors of
DEE Development Engineers Limited

K.L. Bansal
Chairman and Managing Director
DIN No. 01125121

Ashima Bansal
Director
DIN No. 01928449

Ranjan Sarangi
Company Secretary
FCS-8604

Sameer Agarwal
Chief Financial Officer

Place : Palwal
Date : July 16, 2024

DEE piping systems

Standalone Statement of Cash Flows

For the year ended 31 March 2024

(Amount in INR lacs)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
A. Operating activities		
Profit before tax	**2,610.42**	**2,554.76**
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expense	3,105.74	2,422.25
(Profit)/ loss on sale/ discard of property, plant and equipment (net)	(3.03)	(171.02)
Finance income	(920.86)	(771.79)
Liabilities no longer required written back	(375.89)	(362.06)
Unrealized gain on foreign exchange (net)	(194.38)	(780.97)
Amortization of deferred revenue obligation	(321.27)	(16.55)
Finance costs	3,392.19	2,433.87
Provision for contingencies	82.15	-
Sundry balances written off	17.97	140.45
Unwinding of amortised cost instruments	(5.90)	-
Employee stock option scheme	248.36	-
Operating profit before working capital changes	**7,635.50**	**5,448.94**
Working capital adjustments:		
(Increase) in trade receivables	(1,160.00)	(550.60)
(Increase) in inventories	(9,179.68)	(3,818.12)
(Increase)/ decrease in financial assets	352.62	(1,288.24)
Decrease in other assets	(449.66)	(686.72)
Increase in trade payables	9,157.87	2,862.02
Increase/(decrease) in provisions	(10.57)	42.90
Increase in financial liabilities	409.67	433.74
Increase in other liabilities	2,467.69	109.33
Cash generated from operations	**9,223.44**	**2,553.25**
Income tax paid (net of refund)	(820.27)	(498.42)
Net cash flows from operating activities A.	**8,403.17**	**2,054.83**
B. Investing activities		
Purchase of property, plant and equipment, capital work in progress and intangible assets	(12,994.45)	(5,186.26)
Proceeds from sale of property, plant and equipment	52.26	243.82
Loans given to related party	(483.00)	(1,037.09)
Loan repayment from related party	364.00	369.25
Investments in bank deposits	(2,959.34)	(2,634.78)
Proceeds from redemption/ maturity of bank deposits original maturity more than 3 months	1,629.79	2,246.25
Investment in wholly owned subsidiary company		
Interest received	341.94	771.79
Net cash flows used in investing activities B.	**(14,048.80)**	**(5,227.02)**

Standalone Statement of Cash Flows

For the year ended 31 March 2024

(Amount in INR lacs)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
C. Financing activities		
Proceeds from long-term borrowings	5,831.97	1,657.21
Repayment of long-term borrowings	(1,491.63)	(973.12)
Proceeds from short term borrowings (net)	4,920.88	4,999.89
Interest paid	(3,149.53)	(2,321.22)
Principle repayment of lease liabilities	(312.67)	(100.35)
Interest paid on lease liabilities	(152.74)	(65.19)
Net cash flows from/(used in) financing activities C.	**5,646.28**	**3,197.22**
Net increase/ (decrease) in cash and cash equivalents (A + B + C)	**0.65**	**25.03**
Cash and cash equivalents at the beginning of the year	**42.78**	**17.75**
Cash and cash equivalents at year end (refer note 6(C))	**43.43**	**42.78**

Components of cash and cash equivalents :

Particulars	As at 31 March 2024	As at 31 March 2023
Cash and cash equivalents		
Cash on hand	6.06	5.84
Balance with banks	37.37	36.94
Total	**43.43**	**42.78**

Refer Note 6D for Change in liabilities arising from financing activities and for non-cash financing and investing activities

Summary of material accounting policies 2

The accompanying notes are an integral part of the standalone financial statements

As per our report of even date
For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership No: 096333

Place : Gurugram
Date : July 16, 2024

For and on behalf of the Board of Directors of
DEE Development Engineers Limited

K.L. Bansal
Chairman and Managing Director
DIN No. 01125121

Ashima Bansal
Director
DIN No. 01928449

Ranjan Sarangi
Company Secretary
FCS-8604

Sameer Agarwal
Chief Financial Officer

Place : Palwal
Date : July 16, 2024

Notes to the standalone financial statements

For the year ended 31 March 2024

1. Corporate Information

DEE Development Engineers Limited ("the Company") is a public limited company domiciled in India and has its registered office at Unit 1, Prithla-Tatarpur Road, Village Tatarpur, Dist. Palwal, Haryana- 121102, India and incorporated under the provisions of the Companies Act. Subsequent to the year end, its shares are listed on two recognised stock exchanges in India. The Company is mainly engaged in manufacturing of Pre-fabricated Engineering Products, Pipe Fittings, Piping Systems and Biomass based Power Generation. It has manufacturing facilities at Tatarpur (Haryana), Barmer (Rajasthan) and Power Generation Plant at Abohar (Punjab). The financial statements were approved for issue in accordance with a resolution of the directors on July 16, 2024.

2. Material Accounting Policies

a. Basis of preparation

The Ind AS financial statements of the Company have been prepared in accordance with Indian Accounting standards (Ind AS) notified under Companies (Indian Accounting standards) Rules, 2015 (as amended from time to time) presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), and other provision of the act.

The financial statements of the Company have been prepared on a historical cost basis, except for the following assets and liabilities:

(i) Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments),

(ii) Defined benefit plan- plan assets measured at fair value and

(iii) Derivative financial instruments.

The financial statements are presented in INR and all values are rounded to the nearest lacs (INR 00,000), except when otherwise stated. Certain amounts that are required to be disclosed and do not appear due to rounding off are expressed as 0.00.

b. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, reported balances of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between actual result and estimates are recognised in the period in which the results are known/materialise.

c. Operating cycles

Based on the time involved between the acquisition of assets for processing and their realization in cash and cash equivalents, the group has identified twelve months as its operating cycle for determining current and non-current classification of assets and liabilities in the balance sheet.

d. Foreign currencies

The Company's financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency.

Transaction and balances

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. 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).

e. Revenue from operations

Revenue from conatract with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer.

The Company collects Goods and service tax (GST) on behalf of the government and therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue.

The specific recognition criteria described below must also be met before revenue is recognised.

Sale of Goods

Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer, generally on delivery of the goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

In determining the transaction price for the sale of goods, the Company considers the effects of variable consideration, the existence of significant financing components, noncash consideration, and consideration payable to the customer (if any).

(i) Variable consideration

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

Rendering of Services

a) Revenue from erection service is recognised as per the contractual terms and as and when services are rendered.

b) Revenue from job work is recognised at the point in time when control of the goods is transferred to the customer, generally on delivery of the goods.

Interest Income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Sale of Electricity

Revenue from sales of electricity is billed on the basis of recording of supply of electricity through installed meters. Revenue from sales of electricity is accounted for on the basis of billing to customers based on billing cycles followed by the Company.

f. Contract balances

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (p) Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

g. Government Grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as an income in equal amounts over the expected useful life of the related asset.

When the Company receives grant for non-monetary assets, the asset and the grant are recorded at fair value amounts and released to Profit or Loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

h. Taxation

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax includes Minimum Alternate Tax (MAT) and recognises MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period i.e. the period for which MAT credit is allowed to be carried forward. The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have any convincing evidence that it will pay normal tax during the specified period.

For operations carried out under tax holiday period (80IA benefit of Income Tax Act, 1961), deferred tax asset or liabilities if any, have been established for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday period ends.

i. Property, Plant and Equipment

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. All the property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The Company, based on technical assessment made by technical expert and management estimate, depreciates plant and machineries over estimated useful lives of 10 to 25 years which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

In case of other assets, depreciation has been provided on straight line method on the economic useful life prescribed by Schedule II to the Companies Act'2013. Depreciation on addition to or on disposal of Fixed Asset is calculated on pro rata basis. Addition, to Fixed Assets costing less than or equal to ` 5,000 are depreciated fully in the year of purchase.

An item of property, plant and equipment and any significant part initially recognised 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.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

j. Investment property

Since there is no change in the functional currency, the Company has elected to continue with the carrying value of its investment property as recognised in its Indian GAAP financial statements as deemed cost at the transition date, viz., 1 April 2016.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit or loss as incurred.

The Company, based on technical assessment made by technical expert and management estimate, depreciates the building over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

K Expenditure on new projects , substantial expansion and during construction period

Expenditure directly relating to construction activity is capitalised. Indirect expenditure incurred during construction period is capitalised as part of the indirect construction cost to the extent to which the expenditure is indirectly related to construction or is incidental thereto. Other indirect expenditure incurred during the construction period, which is not related to the construction activity nor is incidental thereto is charged to the Statement of Profit & Loss. Income earned during construction period is deducted from the total of the indirect expenditure.

All direct capital expenditure on expansion is capitalised. As regards indirect expenditure on expansion, only that portion is capitalised which represents the marginal increase in such expenditure involved as a result of capital expansion. Both direct and indirect expenditure are capitalised only if they increase the value of the asset beyond its originally assessed standard of performance.

Expenditure during construction/ installation period is included under capital work-in-progress and the same is allocated to respective Fixed Assets on the completion of its construction.

j. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

Amortisation of the finite intangible assets is allocated on systematic basis over the best estimate of their useful life and accordingly softwares are amortised on straight line basis over the period of six years or license period which ever is lower.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised. The Company has no intangible assets with an indefinite life.

k. Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

l. Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(a) Right-of-use asset

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Particulars	Useful life (years) As per Management
Leasehold Land	5-10
Computer and data processing equipment	4
Plant and machinery	5

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (2.n) Impairment of non-financial assets.

(b) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

(c) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

m. Inventories

Inventories are valued as follows:-

Raw materials, Stores, Spares, Packing materials and Traded Goods	Lower of cost and net realizable value. However, materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated, are expected to be sold at or above cost. Cost is determined on weighted average cost basis. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.
Finished goods	Lower of cost and net realizable value. Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on weighted average cost basis.
Work in Progress	Work in Progress is valued at the lower of actual cost incurred or net realizable value. Cost includes direct materials, labour and proportionate overheads. Cost is determined on weighted average cost basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

n. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are 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. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

o. Provisions

A provision is recognised when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. If the effect of time value of money is material, provisions are discounted using a pre-tax rate that reflects when appropriate, the risks specific to the liability.

p. Retirement and other employee benefits

(i) Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

(ii) Gratuity is a defined benefit plan and provision is being made on the basis of actuarial valuation carried out by an independent actuary at the year end using projected unit credit method, and is contributed to the Gratuity fund managed by the Life Insurance Corporation of India.

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

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Compensated Absences

Accumulated leave which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to statement of Profit and Loss in the period in which they occur. The Company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

q. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

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 on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of Profit and Loss.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. 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 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 statement of Profit and Loss.

Derecognition

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 under a 'pass-through' arrangement; 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.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets. 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 ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that 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.

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.

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. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual termsECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the statement of Profit and Loss.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, trade and other payables. All financial liabilities are recognised 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, loans and borrowings including cash credit and financial guarantee contracts.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through 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 or loss.

r. Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

s. Fair Value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's management determines the policies and procedures for recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. The management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

t. Contingent liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases, where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.Provisions and contingent liabilities are reviewed at each balance sheet date.

u. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Board of Directors identified as chief operating decision-maker (CODM). The CODM is responsible for allocating resources and assessing performance of the operating segments. Segments are organised based on type of services delivered or provided. Segment revenue arising from third party customers is reported on the same basis as revenue in the standalone Ind AS financial statements. Segment results represent profits before unallocated corporate expenses and taxes. "Unallocated Corporate Expenses" include expenses that relate to costs attributable to the Company as a whole and are not attributable to segments.

v. Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above as they are considered an integral part of the Company's cash management.

w. Earnings per share

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

Diluted earnings per share when applicable are calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders by the weighted average number of equity shares which would be issued on the conversion of all the dilutive potential equity shares into equity shares. Dilutive potential equity shares when applicable are deemed converted as of the beginning of the period, unless they have been issued at a later date.

x. Employees (including senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. Further details are given in Note 42

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the statement of profit and loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the grant date fair value of the unmodified award, provided the original vesting terms of the award are met. An additional expense, measured as at the date of modification, is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

2.1 New and amended Standard adopted by the Company

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31 March 2023 to amend the following Ind AS which are effective for annual periods beginning on or after 1 April 2023. The Company applied for the first-time these amendments.

(i) Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates. The amendments had no impact on the Company's standalone financial statements.

(ii) Disclosure of Accounting Policies - Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the Company's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Company's financial statements.

(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases.

The Company previously recognised for deferred tax on leases on a net basis. As a result of these amendments, the Company has recognised a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. Since, these balances qualify for offset as per the requirements of paragraph 74 of Ind AS 12,there is no impact in the balance sheet. There was also no impact on the opening retained earnings as at 1 April 2022.

Apart from these, consequential amendments and editorials have been made to other Ind AS like Ind AS 101, Ind AS 102, Ind AS 103, Ind AS 107, Ind AS 109, Ind AS 115 and Ind AS 34.

2.2 Standards issued but not yet effective

There are no standards that are notified and not yet effective as on the date.

Notes to the standalone financial statements

For the year ended 31 March 2024

(Amount in INR Lacs)

3 Property, plant and equipment

Particulars	Freehold land	Buildings	Furniture & fittings	Plant & machinery	Electrical installations and equipment	Office equipment	Motor vehicles	Computers and data processing equipment	Ropeway Structure	Roads	Moulds & dies	Hydraulic works and pipelines	Total	Capital work-in-progress
Gross block														
As at 01 April 2022	2,598.15	8,330.90	705.98	16,890.58	885.44	140.51	692.78	740.32	37.39	125.28	702.94	157.94	**32,008.21**	426.48
Additions	433.72	1,140.24	133.21	2,545.67	142.58	106.35	222.50	180.65	-	60.84	-	-	**4,965.76**	1,219.87
Disposal/transfer	-	(57.75)	(13.05)	(1.26)	-	(18.71)	(47.56)	(68.84)	-	-	-	-	**(207.17)**	(1,387.54)
As at 31 March 2023	**3,031.87**	**9,413.39**	**826.14**	**19,434.99**	**1,028.02**	**228.15**	**867.72**	**852.13**	**37.39**	**186.12**	**702.94**	**157.94**	**36,766.80**	**258.81**
Additions	275.62	2,436.05	113.94	2,669.48	56.40	58.74	248.11	94.34	-	-	-	-	**5,952.68**	10,089.35
Disposal/transfer	-	-	-	(44.37)	(4.05)	-	(47.48)	(0.57)	-	-	-	-	**(96.47)**	(3,973.78)
As at 31 March 2024	**3,307.49**	**11,849.44**	**940.08**	**22,060.10**	**1,080.37**	**286.89**	**1,068.35**	**945.90**	**37.39**	**186.12**	**702.94**	**157.94**	**42,623.01**	**6,374.38**
Accumulated depreciation														
As at 01 April 2022	-	1,896.53	383.16	6,660.92	595.04	107.48	393.03	497.33	15.50	81.34	343.32	79.73	**11,053.38**	-
Charge for the year (refer note 24)	-	348.87	75.07	1,394.82	79.13	13.01	82.08	122.96	2.66	13.58	66.33	13.04	**2,211.55**	-
Disposal	-	(7.54)	(10.73)	(1.09)	-	(17.34)	(39.01)	(63.12)	-	-	-	-	**(138.83)**	-
As at 31 March 2023	**-**	**2,237.86**	**447.50**	**8,054.65**	**674.17**	**103.15**	**436.10**	**557.17**	**18.16**	**94.92**	**409.65**	**92.77**	**13,126.10**	**-**
Charge For the year (refer note 24)	-	623.23	76.33	1,506.18	74.37	34.04	101.62	135.70	2.67	25.18	61.01	10.19	**2,650.52**	-
Disposal	-	-	-	(7.83)	(2.77)	(0.09)	(36.28)	(0.28)	-	-	-	-	**(47.25)**	-
As at 31 March 2024	**-**	**2,861.09**	**523.83**	**9,553.00**	**745.77**	**137.10**	**501.44**	**692.59**	**20.83**	**120.10**	**470.66**	**102.96**	**15,729.37**	**-**
Net Block:														
As at 31 March 2023	**3,031.87**	**7,175.53**	**378.64**	**11,380.34**	**353.85**	**125.00**	**431.62**	**294.96**	**19.23**	**91.20**	**293.29**	**65.17**	**23,640.70**	**258.81**
As at 31 March 2024	**3,307.49**	**8,988.35**	**416.25**	**12,507.10**	**334.60**	**149.79**	**566.91**	**253.31**	**16.56**	**66.02**	**232.28**	**54.98**	**26,893.64**	**6,374.38**

(Amount in INR Lacs)

Notes:

i) On transition to Ind AS (i.e. 1 April 2015), the Company has elected to continue with the carrying value of all property, plant and equipment measured as per previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

ii) Capital work-in-progress

Capital work-in progress is comprised of expenditure on buildings under construction in respect of factory buildings and capital expenditure on plant and machinery.

iii) Property plant and equipment pledged as security

Refer note 11(A) and 11(B) for information on property, plant and equipment pledged as security for borrowings by the Company.

iv) Contractual obligations

Refer note 32(A) for disclosure of contractual commitments for the acquisition of property, plant and equipment.

v) Capitalised borrowing cost

Borrowing cost capitalised in case of Property, plant and equipment under construction for the year ended 31 March 2024 of ` 205.66 lacs (31 March 2023: ` Nil). The rate used to determine the amount of borrowing costs eligible for capitalisation was 9.69 %, 9.75 % and 9.50% (31 March 2023: Nil) which is the effective interest rate of the specific borrowing.

vi) Assets held in the name of the Company

The title deeds of all immovable properties (i.e. land and building) are held in the name of the Company as at 31 March 2024 and 31 March 2023.

vii) Capital work in progress (CWIP) Ageing Schedule

As at 31 March 2024 *(Amount in INR Lacs)*

	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#	6,374.38	-	-	-	**6,374.38**
Projects temporarily suspended	-	-	-	-	**-**
Total	6,374.38	-	-	-	**6,374.38**

As at 31 March 2023 *(Amount in INR Lacs)*

	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#	258.81	-	-	-	258.81
Projects temporarily suspended	-	-	-	-	**-**
Total	**258.81**	**-**	-	-	**258.81**

There are no projects where activity has been suspended. Also there are no projects as on the reporting date where completion is overdue or which has exceeded cost as compared to its original plan.

(Amount in INR Lacs)

viii) Pre-operative expenses

During the year, the Company has capitalised the following pre-operative expenses directly relatable to the cost of property, plant and equipment under development, being expenses related to projects. Consequently, expenses disclosed under the respective notes are net of amounts capitalised by the Company.

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Employee benefits expense	273.73	-
Other expenses including, rates and taxes, electricity, and other pre-operative expenses	120.56	-
	394.29	**-**

4 Intangible assets

Particulars	Software	Total
Gross block		
As at 1 April 2022	**658.04**	**658.04**
Additions	169.26	169.26
Disposal	(52.00)	(52.00)
As at 31 March 2023	**775.30**	**775.30**
Additions	187.76	187.76
Disposal	-	-
As at 31 March 2024	**963.06**	**963.06**
Accumulated Amortisation		
As at 1 April 2022	**474.96**	**474.96**
Charge for the year (refer note 24)	88.47	88.47
Disposal	(47.53)	(47.53)
As at 31 March 2023	**515.90**	**515.90**
Charge for the year (refer note 24)	103.87	103.87
Disposal	-	-
As at 31 March 2024	**619.77**	**619.77**
Net Block:		
As at 31 March 2023	**259.40**	**259.40**
As at 31 March 2024	**343.29**	**343.29**

Note to the Intangible assets:

On transition to Ind AS (i.e. 1 April 2015), the Company has elected to continue with the carrying value of all intangible assets measured as per previous GAAP and use that carrying value as the deemed cost of intangible assets.

(Amount in INR Lacs)

5 Investments

Particulars	Non current	
	As at 31 March 2024	As at 31 March 2023
Investments at cost:		
Unquoted:		
Investment in equity shares of subsidiary companies		
a. In Malwa Power Private Limited ^	915.68	897.80
- 122,09,680 (31 March 2023: 122,09,680) equity shares of INR 10/- each fully paid up		
b. In Dee Fabricom India Private Limited	900.00	900.00
- 90,00,000 (31 March 2023: 90,00,000) equity shares of INR 10/- each fully paid up		
c. In Dee Piping Systems Thailand Co. Limited #	5,021.32	5,021.32
- 4,96,63,300 (31 March 2023: 496,63,300) equity shares of THB 5/- each THB fully paid up		
d. In Atul Krishan Bansal Foundation*	1.00	1.00
- 10,000 (31 March 2023: 10,000) equity shares of INR 10/- each fully paid up		
Total investments	**6,838.00**	**6,820.12**
Aggregate amount of unquoted investment	**6,838.00**	**6,820.12**

^ includes deemed investment of ` 17.88 lacs (March 31, 2023: Nil) on account of employee stock options granted to the employees of Malwa Power Pvt. Ltd., subsidiary company which has been considered as deemed investment by the Company in its subsidiary company.

The Company has made strategic investment in its subsidiary "Dee Piping Systems Thailand Co., Ltd" to have wider market spread and overall growth of group. The subsidiary company is in initial stage of its operation and therefore it is incurring losses, which are envisaged. Based on the future business plans and financial projections as approved by the Board of Directors, the subsidiary company will be profitable in future years. The Company has assessed the recoverability of its investments (including loans and interest thereon) considering discounted cash flow method and has concluded that there is no impairment of its investments.

* The Company has made investment in its wholly owned subsidiary, which is a non profit making company formed under the provisions of section 8 of the Companies Act, 2013.

6 Financial assets

(A) Trade receivables

Carried at amortised cost

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Trade receivables	15282.07	13679.56
Break-up for security details		
Unsecured, considered good unless stated otherwise		
Trade receivables	15,086.02	13,150.49
Trade receivables from related parties (refer note 31(C))	196.05	529.07
Total (A)	15,282.07	13,679.56

(Amount in INR Lacs)

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Trade receivables- credit impaired	-	-
Less : Impairment allowance	-	-
Total (B)	-	-
Total receivables (A)+(B)	**15,282.07**	**13,679.56**
Movement in impairment allowance (allowance for bad and doubtful debts)		
Opening Balance	-	-
Add- Charge for the year	-	-
Less- Utilisation for the year	-	-
Closing balance	-	-

- No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies, respectively in which any director is a partner, a director or a member other than those disclosed in note 31.
- For terms and conditions relating to related party receivables, refer note 31
- Trade receivables are non-interest bearing and are generally on terms of 30 to 180 days.
- The Company has derecognised trade receivables amounting ` 5,213.63 lacs (March 31, 2023: ` 6,894.88 lacs) as it had transferred the contractual right andsubstantially transferred all risks and rewards of ownership of these receivables and there is no significant continuing involvement

Trade receivables Ageing Schedule

As at 31 March 2024

Particulars	Outstanding for following periods from due date of payment						Total
	Current but not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed							
- Considered good	10,321.02	4,458.29	371.32	103.59	16.49	11.36	**15,282.07**
- Significant increase in credit risk	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-
Disputed							
- Considered good	-	-	-	-	-	-	-
- Significant increase in credit risk	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-
TOTAL	**10,321.02**	**4,458.29**	**371.32**	**103.59**	**16.49**	**11.36**	**15,282.07**

(Amount in INR Lacs)

As at 31 March 2023

Particulars	Outstanding for following periods from due date of payment						Total
	Current but not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed							
- Considered good	11,306.84	1,947.00	305.11	55.71	21.64	3.26	13,639.56
- Significant increase in credit risk	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-
Disputed							
- Considered good	-	-	-	-	-	40.00	40.00
- Significant increase in credit risk	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-
TOTAL	**11,306.84**	**1,947.00**	**305.11**	**55.71**	**21.64**	**43.26**	**13,679.56**

(B) Loans

(Unsecured, considered good unless stated otherwise)

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Financial assets carried at amortised cost:				
Inter corporate loan to the related parties (refer note 31(C))	8,241.48	8,400.99	450.00	71.00
Total loans	**8,241.48**	**8,400.99**	**450.00**	**71.00**

i) Details related to loan or advances in the nature of loans granted to promoters, directors, KMP's and related parties that are repayable on demand or without specifying any terms or period of repayment

Type of Borrower	As at 31 March 2024		As at 31 March 2023	
	Amount of loan or advance in the nature of loan outstanding	% of total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	% of total Loans and Advances in the nature of loans
Loan to Promoters	-	-	-	-
Loan to Directors	-	-	-	-
Loan to KMPs	-	-	-	-
Loan to Related parties	8,691.48	**100%**	8,472.00	**100%**
Total	**8,691.48**	**100%**	**8,472.00**	**100%**

i) The Company has not granted loans during the current year and previous year to the related parties, where the schedule of repayment of principal and payment of interest has not been stipulated.

ii) Loans are non derivative financial assets which generate a fixed or variable interest income for the Company and are measure at amortised cost. The carrying value may be affected by changes in the credit risk of the counterparties.

(Amount in INR Lacs)

(C) Cash and cash equivalents

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Cash on hand	6.06	5.84
Balances with banks		
On current accounts	17.29	21.31
On EEFC accounts	0.02	-
On cash credit accounts	20.06	15.63
Total cash and cash equivalents	**43.43**	**42.78**

(D) Other bank balances other than cash and cash equivalents

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Bank deposits with		
' Fixed deposit with original maturity for more than three month but upto 1 year*	3,187.25	3,080.01
Total other bank balances	**3,187.25**	**3,080.01**

* Deposits given as margin money against non fund based facilities (letter of credit, buyer's credit, bank guarantee) and collateral security

As at 31 March 2024, the Company has ` 1386.93 lacs (31 March 2023: ` 1,896.00 lacs) of undrawn borrowing facilities from various banks.

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

Changes in liabilities arising from financing activities

This section sets out an analysis of changes in liabilities arising from financing activities for each of the years presented:

Particulars	Lease liabilities (a)	Borrowings (b)	Total (c=a+b)
As at 1 April 2022	272.66	21,124.28	21,396.94
Cash flows	(100.35)	5,683.98	5,583.63
Addition	732.84	-	732.84
Foreign exchange adjustments	-	(0.81)	(0.81)
Interest expenses including borrowing charges	65.19	2,368.68	2,433.87
Interest paid	(65.19)	(2,321.22)	(2,386.41)
Other non-cash movement	-	-	
Transaction cost adjustment	1.51	(46.66)	(45.15)
As at 31 March 2023	**906.66**	**26,808.25**	**27,714.91**

(Amount in INR Lacs)

Particulars	Lease liabilities (a)	Borrowings (b)	Total (c=a+b)
As at 1 April 2023	906.66	26,808.25	27,714.91
Cash flows	(312.67)	10,752.85	10,440.18
Addition	1,408.77	(1,491.63)	(82.86)
Foreign exchange adjustments	-	52.65	52.65
Interest expenses including borrowing charges	152.74	3,186.80	3,339.54
Interest paid	(152.74)	(3,149.53)	(3,302.27)
Transaction cost adjustment	-	(89.92)	(89.92)
As at 31 March 2024	**2,002.76**	**36,069.47**	**38,072.24**

Non-cash financing and investing activities	As at 31 March 2024	As at 31 March 2023
Acquisation of Right of Use assets	1,408.77	732.87
	1408.77	**732.87**

(E) Other financial assets

(Unsecured considered good unless stated otherwise)

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Financial assets classified at amortised cost:				
Bank deposits with remaining maturity beyond 12 months*	321.31	555.77	1,456.77	-
Term deposits with original maturity less than 12 months*	-	-	-	-
Interest receivable (refer note 31(C) for related party balances)	1,914.63	1,457.15	133.42	11.97
Expense recoverable from shareholder #	-	-	192.68	-
Security deposits	213.66	87.16	17.99	37.48
Recoverable from customers**	-	-	-	649.69
Financial assets classified at fair value through profit or loss:				
Foreign exchange forward contracts (refer note below)	-	-	3.28	-
Total other financial assets	**2,449.60**	**2,100.08**	**1,804.14**	**699.14**

* Deposits given as margin money against non fund based facilities (letter of credit, buyer's credit, bank guarantee) and collateral security

** Recoverable from customer towards freight and other charges reimbursement

Note:

Derivative instruments at fair value through profit or loss reflect the positive change in fair value of those foreign exchange forward contracts that are not designated in hedge relationships, but are, nevertheless, intended to reduce the level of foreign currency risk for expected sales and purchases.

Expense recoverable from shareholder of ` 192.68 lacs (March 31, 2023: Nil) incurred by the Company is towards proposed Initial Public Offering (IPO) of the equity shares held by the selling shareholder. As per the offer agreement

(Amount in INR Lacs)

with the selling shareholders, these expenses are recoverable in proportion to the shares that are expected to be offered to the public in the offering.

Breakup of financial assets carried at amortised cost

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Trade receivables (refer note 6(A))	-	-	15,282.07	13,679.56
Loans (refer note 6(B))	8,241.48	8,400.99	450.00	71.00
Cash and cash equivalents (refer note 6(C))	-	-	43.43	42.78
Other bank balances (refer note 6(D))	-	-	3,187.25	3,080.01
Other financial assets (refer note 6(E))	2,449.60	2,100.08	1,804.14	699.14
	10,691.08	**10,501.07**	**20,766.89**	**17,572.49**

7 Other assets

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Unsecured considered good unless otherwise stated				
Capital advances	1,309.13	845.48	-	-
Prepaid expenses*	60.96	112.14	1,235.25	338.33
Income tax recoverable	-	-	-	31.47
Advance to suppliers	-	-	794.51	505.30
Export entitlement receivable	-	-	5.19	19.95
Advance to employees	-	-	18.00	24.30
Balance with government authorities	-	-	3,397.04	4,079.24
Total other assets	**1,370.09**	**957.62**	**5,449.99**	**4,998.59**

* includes IPO expense of ` 816.68 lacs as at March 31, 2024 (March 31, 2023: Nil) carried forward as prepaid expenses pertaining to Company' share and the aforesaid amount will be adjusted with securities premium at the time of issue of shares in accordance with requirement of Section 52 of the Companies Act, 2013.

8 Inventories

(Valued at lower of cost and net realizable value)

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Raw materials (In transit of INR 1,844.64 lacs (31 March 2023: INR: 191.83 lacs))	17,784.71	13,108.88
Finished goods (In transit of INR 526.09 lacs (31 March 2023: INR: 412.55 lacs))	1,069.28	1,297.66
Traded goods	33.33	31.60
Work in progress	12,696.78	7,928.11
Stores and spares	2,100.68	2,053.57
Packing materials	394.37	479.65
Total inventories	**34,079.15**	**24,899.47**

(Amount in INR Lacs)

9 Equity share capital

(A) Authorised share capital:

Particulars	Equity shares		Compulsorily convertible preference shares	
	No. in lacs	INR lacs	No. in lacs	INR lacs
As at 1 April 2022	187.50	1,875.00	62.50	625.00
Increase/ (decrease) during the year	-	-	-	-
As at 31 March 2023	187.50	1,875.00	62.50	625.00
Increase/ (decrease) during the year*	500.00	5,000.00	-	-
As at 31 March 2024	**687.50**	**6,875.00**	**62.50**	**625.00**

* During the year ended March 31, 2024 , the authorized equity share capital is increased from ` 187.50 lacs equity shares of ` 10 each amounting to ` 1,875 lacs to ` 687.5 lacs equity shares of ` 10 each amounting to ` 6,875 lacs which was duly approved by the Board of directors at their meeting held on July 27, 2023, and by the shareholders of the Company by means of an ordinary resolution dated July 27, 2023.

(B) i) Terms/ rights attached to equity shares:

The Company has only one class of equity shares having par value of ` 10 per share. Each shareholder is entitled to one vote per share. The dividend except interim dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the equity shareholders will be entitled to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

ii) Terms/ rights attached to preference shares

Each convertible preference share has a par value of ` 10 per share and is convertible at the option of the shareholders into Equity shares of the Company. The preference shares rank ahead of the equity shares in the event of a liquidation. The Company has not issued the preference share capital.

(C) Issued and paid up equity share capital

Particulars	No. in lacs	INR lacs
Equity shares of INR 10 each issued, subscribed and fully paid		
As at 01 April 2022	106.08	1,060.78
Increase/ (decrease) during the year (refer note 10)	-	-
As at 31 March 2023	**106.08**	**1,060.78**
Issue of Bonus shares #	424.31	4,243.13
As at 31 March 2024	**530.39**	**5,303.91**

The Board of Directors at its meeting held on 7 September 2023, approved the bonus issue of four new equity share for every one share held on record date which was approved by the shareholders by means of a special resolution dated 7 September 2023. Through a Board resolution dated 7 September 2023, the Company has allotted 42,431,312 equity shares of ` 10 each as bonus shares to the existing equity shareholders of the Company.

(D) Details of shareholders holding more than 5% shares in the Company

Particulars	As at 31 March 2024		As at 31 March 2023	
	No. in lacs	% of holding	No. in lacs	% of holding
Mr. K. L. Bansal	396.39	74.74%	79.28	74.74%
DDE Piping Component Pvt. Ltd.	75.32	14.20%	15.07	14.20%
Mrs. Ashima Bansal	44.00	8.30%	8.80	8.30%

(Amount in INR Lacs)

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

(E) During the five years immediately preceding 31 March 2024 ('the year'), the Company have not issued any bonus shares, buy-back of shares except given below. Further, no shares have been issued for consideration other than cash.

i) Issue of bonus shares

	As at 31 March 2024		As at 31 March 2023		As at 31 March 2022		As at 31 March 2021		As at 31 March 2020		As at 31 March 2019	
	No of shares (in lacs)	Ratio	No of shares (in lacs)	Ratio	No of shares (in lacs)	Ratio	No of shares (in lacs)	Ratio	No of shares (in lacs)	Ratio	No of shares (in lacs)	Ratio
Bonus issue	424.31	4:1	-	-	-	-	-	-	-	-	-	-

ii) Buyback of shares

During the year ended March 31, 2022, the Company has concluded the buyback of 5,084,891 equity shares of face value of ` 10/- each at a price of ` 99 per equity share ("Buyback") for an aggregate amount of ` 5,034.04 lacs, as approved earlier by the Board of Directors on May 07, 2021 and approval of shareholders through special resolution passed in extra ordinary general Meeting dated May 08, 2021.

iii) Share reserved for issue under options

For details of share reserved for issue under the share based payments plan of the Company, please refer note 42

(F) Promoter shareholding :

Details of shares held by promoters

As at 31 March 2024

	Promoter Name	No. of shares at the beginning of the year	% of Total Shares	Change during the year#	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of INR 10 each fully paid	**Promoter**						
	Mr. K. L. Bansal	79,27,837	74.74%	3,17,11,348	3,96,39,185	74.74%	400%
	DDE Piping Component pvt Ltd	15,06,555	14.20%	60,25,720	75,32,275	14.20%	400%
	Mrs. Ashima Bansal	8,79,980	8.30%	35,19,920	43,99,900	8.30%	400%
	Promoter Group						
	Mrs. Shikha Bansal	2,93,426	2.77%	11,73,704	14,67,130	2.77%	400%
	Dee Group Trust	-	0.00%	500	500	0.00%	100%
	Mrs. Shruti Aggarwal	10	0.00%	40	50	0.00%	400%
Total		**1,06,07,808**	**100.0%**	**4,24,31,232**	**5,30,39,040**	**100.00%**	**400%**

The Board of Directors at its meeting held on September 7, 2023, had approved the bonus issue of four new equity share for every one share held on record date which was approved by the shareholders by means of a special resolution dated September 7, 2023. Through a Board resolution dated September 7, 2023, the Company has allotted 42,431,312 equity shares of ` 10 each as bonus shares to the existing equity shareholders of the Company.

(Amount in INR Lacs)

As at 31 March 2023

	Promoter Name	No. of shares at the beginning of the year	% of Total Shares	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of INR 10 each fully paid	**Promoter**						
	Mr. K. L. Bansal	79,27,837	74.74%	-	79,27,837	74.74%	-
	DDE Piping Component pvt Ltd	15,06,555	14.20%	-	15,06,555	14.20%	-
	Mrs. Ashima Bansal	8,79,990	8.30%	(10)	8,79,980	8.30%	-
	Promoter Group						
	Mr. Atul Krishan Bansal	2,93,326	2.77%	(2,93,326)	-	0.00%	-100%
	Mrs. Shikha Bansal	100	0.00%	2,93,326	2,93,426	2.77%	293326%
	Mrs. Shruti Aggarwal	10	0.00%	-	10	0.00%	-
Total		**1,06,07,818**	**100.00%**	**(10)**	**1,06,07,808**	**100.00%**	**0.00%**

10 Other equity

Particulars	As at 31 March 2024	As at 31 March 2023
(A) Securities premium		
Opening balance	16,730.93	16,730.93
Utilised on issue of bonus shares [refer note 9 (C)]	(4,243.13)	-
Closing balance	**12,487.80**	**16,730.93**
(B) General reserve		
Opening balance	4,077.22	4,077.22
Increase/ (decrease) during the year	-	-
Closing balance	**4,077.22**	**4,077.22**
(C) Capital Redemption Reserve		
Opening balance	508.49	508.49
Increase/ (decrease) during the year	-	-
Closing balance	**508.49**	**508.49**
(D) Employee Stock Option Outstanding Reserve		
Opening balance	-	-
Add: Share based payment expense for the year (refer note 42)	266.23	-
Less: Transferred to securities premium on exercise of stock options	-	-
Closing balance	**266.23**	-
(E) Retained earnings		
Opening balance	25,048.09	23,255.11
Add: Profit for the year	1,981.83	1,858.54
Other comprehensive income/ (loss) for the year*	(104.37)	(65.56)
Closing balance	**26,925.55**	**25,048.09**
Total reserves	**44,265.29**	**46,364.73**

* The disaggregation of changes in OCI by each type of reserves in equity is disclosed in note 27.

(Amount in INR Lacs)

Nature and purpose of reserves :

Securities premium

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

General reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid-up capital of the Company for that year, then the total dividend distribution is less than the total distributable results for that year. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

Capital redemption reserve

The Capital redemption reserve has been created in accordance with provision of the Companies Act, 2013 with respect to buy back of equity shares from the market during the previous year.

Retained earnings

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

Employee stock option outstanding reserve

Employee stock option outstanding reserve is used to record the fair value of equity-settled share based payment transactions with employees.

11 Borrowings

(A) Non-current borrowings

Particulars	Non-current portion		Current maturities	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Term Loan				
Secured				
a. From Banks (refer note (a) and (b) below)	5,380.59	2,057.22	1,842.48	850.18
b. Vehicle Loan from Banks (refer note (c) below)	202.32	182.91	90.78	56.67
c. From Non-Banking Financial Company (refer note (a) below)	-	-	160.00	-
Un - Secured				
d. From Non-Banking Financial Company	-	-	163.08	-
	5,582.91	2,240.13	2,256.34	906.85
Less: current maturities of long term borrowings disclosed under current borrowings - refer note 11(B)	-	-	(2,256.34)	(906.85)
Total non-current borrowings	**5,582.91**	**2,240.13**	**-**	**-**

(Amount in INR Lacs)

Repayment Schedule of long term borrowing : non-current portion

Particulars	Tenure	As at 31 March 2024		As at 31 March 2023	
		Outstanding amount	Remaining repayment Instalments	Outstanding amount	Remaining repayment Instalments
(i) **1 YR MCLR of 7.25% + Business Strategy Spread ('BSS') of 0.30% +Credit Risk premium('CRP') of 0.40% presently effectively 7.95% p.a**. (31 March 2023 : 1 YR MCLR of 7.25% + Business Strategy Spread ('BSS') of 0.30% +Credit Risk premium ('CRP') of 0.40% presently effectively 7.95% p.a. [refer note a] **Repayable in 20 equal quarterly installment starting from July 2019**	June 2024	-		45.00	1 equal quarterly instalments
(ii) **3 Month TB + 2.96% presently effectively 9.60% p.a**. (31 March 2023: 3 Month TB + 2.96% presently effectively 9.53% p.a. [refer note b] **Repayable in 20 equal quarterly installments staring from Oct 2022**	April, 2028	1,723.74	10 - 13 equal quarterly instalments	1,049.93	14 equal quarterly instalments
(iii) **1 Year MCLR + 1%, presently 8.25% effectively with monthly rest** (31 March 2023: 1 Year MCLR + 1%, = 8.25% effectively with monthly rest) [refer note a] **Repayable in 48 equally monthly installments starting from Nov 2022**	October, 2026	589.79	19 equal monthly instalments	962.29	31 equal monthly instalments
(iv) **Repo Rate (6.50%) + Spread (3.25%) p.a. presently effectively 9.75% p.a.** payable at monthly rests (refer note a) **Repayable in 54 monthly installments starting from May 24**	Oct, 2028	1,976.32	43 equal monthly instalments	-	
(iv) **9.50% p.a. i.e. ROI equal to LTLR less 9.80% Repayable in 54 equal monthly instalments staring from February 2024**	July, 2028	1,090.74	40 equal monthly instalments	-	-
(v) **8.85% to 10.00% p.a** , (31 March 2023: 8.35% to 10.15%.) [Refer Note c]**Repayable in monthly installments starting from December 2021**	May, 2028	202.32	8-38 equal monthly instalments	182.91	19-48 equal monthly instalments
		5,582.91		**2,240.13**	

i) **Security clauses**

a) Term loan of ` 7,383.07 lacs (31 March 2023: ` 2,907.40 lacs) is secured by way of i) first pari-passu charge on the fixed assets and current assets of the Piping Unit of the Company ii) exclusive charges on the current assets of the 8 MW power plant, of the Company iii) first pari-passu charges on the Land & Building situated at plant No-1 and 2, Tatarpur Road, District. Palwal iv) first pari-passu charge on the property situated at Jatola Road, Tatarpur Industrial Area Maidapur, Tehsil & Distt. Palwal measuring 1,770.00 sq. Yards, v) first pari-passu charge on the fixed deposit of ` 350 lacs. vi) second pari-passu charge on the basis of equitable mortgage over residential house situated at 1255, sector 14 Faridabad, ownership in the name of Mr. Krishan Lalit Bansal [(Chairman and Managing Director) (area 500 Sq. yards)], vii) first pari-passu charges basis on net block of the 8 MW power unit at Gaddadhob, Tehsil - Abohar, Distt - Firozpur, Punjab viii) first pari-passu charge on the property situated at Unit 11, Unit 12 and Unit 13, First Floor, Block No: II SIDCO Electronic Complex, Thiru VI Ka Industrial Estate, Gundy, Chennai, measuring 5,231.07 Sq. ft. in the name of the Company. ix) Pari-passu charge with other Term Lender for the new unit on the project asset funded out of Term Loan by way of hypothecation on entire plant and machineries and MFA of that unit. x) Pari-passu charge by way of Equitable Mortgage of factory land and building at the proposed plant measuring 9 Acres (approx) situated at REVENUE Survey No. 28 P/1, Village - Lakhapar, State Highway Satapar Lakhapar Road, Taluka Anjaar, Dist Kutch, Gujarat, with other Term Lender of the new unit xi) Pari-passu charge by way of Equitable Mortgage

(Amount in INR Lacs)

of factory land, building and sheds at the proposed plant on land measuring of 34 Acres 28 Guntha (approx) situated at revenue survey No. 576/1, 567/2, 568/1, 579/Paiki 3, 579/Paiki 2, 578, 577/Paiki 1, with other Term Lender of the new unit.

b) Further, term loan are secured by Irrevocable and unconditional, joint and several personal guarantee of the promoters and corporate guarantee of DDE Piping Components Private Limited.

c) **Vehicle loan**

Term loan of ` 293.10 lacs (31 March 2023: ` 239.58 lacs) is secured by way of charges on vehicle owned by the Company against which such loan is obtained.

ii) **Loan Covenants:**

Term loan contain certain debt covenants relating to security cover, debt-equity ratio the Company has satisfied all debt covenants prescribed in the terms of term loan.

iii) The Company has not defaulted on any loans payable.

iv) All term loans availed by the Company have been utilised for the purpose for which they have been obtained.

(B) Current borrowings

Particulars	As at 31 March 2024	As at 31 March 2023
Secured		
a) Loans repayable on demands from banks (refer note a, c and d below)		
(i) Cash credit	7,293.07	6,000.13
(ii) Working capital demand loan	16,690.00	14,240.00
b) Buyer's credit from banks (refer note a, c and d below)	3,895.22	3,421.14
c) Current maturities of long-term debts (refer note 11(A))	2,093.26	906.85
Unsecured		
i) From Non-Banking Financial Company (refer note (b) below)	351.93	-
ii) Current maturities of long-term debts (refer note 11(A))	163.08	-
Total	**30,486.56**	**24,568.12**

Notes:

i) Security clauses

a) The rate of interest for loan taken from banks is ranging from 4.36 % p.a. to 12.15% p.a. (31 March, 2023 - 6.50 % p.a. to 10.45% p.a.)

b) The rate of interest for loan taken from Non Banking Financial Company is ranging from 11.75 % p.a. to 15.00% p.a. (31 March 2023: Nil).

c) Cash credit facilities, Working Capital Demand Loan, Buyer credit and Export Packing Credit of INR 27878.29 lacs (31 March 2023: INR 23,661.27 lacs) is secured by way of i) first pari-passu charge on the fixed assets and current assets of the Piping Unit of the Company ii) exclusive charges on the current assets of the 8 MW power plant, of the Company iii) first pari-passu charges on the Land & Building situated at plant No-1 and 2, Tatarpur Road, District. Palwal iv) first pari-passu charge on the property situated at Jatola Road, Tatarpur Industrial Area Maidapur, Tehsil & Distt. Palwal measuring 1,770.00 sq. Yards, v) first pari-passu charge on the fixed deposit of INR 350 lacs, vi) second pari-passu charge on the basis of equitable mortgage over residential house situated at 1255, sector 14 Faridabad, ownership in the name of Mr. Krishan Lalit Bansal [(Chairman and Managing Director) (area 500 Sq yards)], vii) first pari-passu charges basis on net block of the 8 MW power unit at Gaddadhob, Tehsil - Abohar, Distt - Firozpur, Punjab viii) first pari-passu charge on the property situated at Unit 11 and Unit 12, First Floor, Block No: II SIDCO Electronic Complex, Thiru VI Ka Industrial Estate, Gundy, Chennai, measuring 2,053 sq. ft. in the name of the Company.

d) Further, Cash credit, WCDL and Buyer Credit are secured by Irrevocable and unconditional, joint and several personal guarantee of the promoters and corporate guarantee of DDE Piping Components Private Limited.

(Amount in INR Lacs)

ii) **Detail of quarterly statement/ returns of current assets filed by the Company with banks and reconciliation with the books of accounts**

31 March 2024

Quarter ended	Name of the Bank	Amount as per books (A)	Amount as reported in the quarterly return/ statement(B)	Amount of difference (A-B)	Reason for material discrepancies
Inventory					The quarterly statements filed with banks within stipulated time, were provisional, based on the unaudited books of account which did not include the adjustments recorded by the Company at the time of preparation/finalization of financial statements as at and for the year end.
June-2023		24,899.43	23,663.92	1,235.51	
September-2023		32,437.31	31,256.01	1,181.30	
December-2023		36,463.88	32,214.97	4,248.91	
March-2024*	Bank	34,079.15	29,575.48	4,503.67	
'Trade receivable	of India				
June-2023		13,679.55	13,721.54	(41.99)	
September-2023		15,341.52	14,105.92	1,235.60	
December-2023		14,049.64	14,519.96	(470.32)	
March-2024*		15,282.07	16,917.95	(1,635.88)	

* The Statement submitted for quarter ended March 2024 is based on amount as on March 29, 2024 in accordance with timeline for submission with Bank. However, amount in column B is based on statement as on March 29, 2024 adjusted up to March 31, 2024.

31 March 2023

Quarter ended	Name of the Bank	Amount as per books (A)	Amount as reported in the quarterly return/ statement(B)	Amount of difference (A-B)	Reason for material discrepancies
Inventory					The quarterly statements filed with banks within stipulated time, were provisional, based on the unaudited books of account which did not include the adjustments recorded by the Company at the time of preparation/finalization of financial statements as at and for the year end.
June-2022		19,933.51	19,181.19	752.32	
September-2022		19,950.19	18,651.69	1,298.50	
December-2022		23,930.35	23,036.50	893.85	
March-2023*	Bank	24,259.70	24,458.29	(198.59)	
'Trade receivable	of India				
June-2022		11,140.85	11,116.89	23.96	
September-2022		13,237.07	12,785.67	451.40	
December-2022		12,643.32	12,694.35	(51.03)	
March-2023*		13,679.56	13,113.06	566.50	

* The Statement submitted for quarter ended March 2023 is based on amount as on March 29, 2023 in accordance with timeline for submission with Bank. However, amount in column B is based on statement as on March 29, 2023 adjusted up to March 31, 2023.

(Amount in INR Lacs)

Breakup of Financial liabilities carried at amortised cost

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Non-current borrowings including current maturities (Refer note 11(A))	5,582.91	2,240.13	2,256.34	906.85
Lease liabilities (refer note 13)	1,607.84	713.82	394.92	192.84
Current borrowings (refer note 11(B))	-	-	28,230.22	23,661.27
Trade payable (refer note 18)	-	-	20,388.64	11,258.02
Other financial liabilities (refer note 12)	-	-	494.31	585.42
Total	**7,190.75**	**2,953.95**	**51,764.43**	**36,604.40**

12 Other financial liabilities

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Financial liabilities at fair value through profit or loss:				
Foreign exchange forward contracts	-	-	-	170.41
Financial liabilities classified at amortised cost:				
Creditors for capital goods	**-**	**-**	122.53	397.31
Interest accrued and not due on borrowings	-	-	159.56	69.64
Others payable**	-	-	212.22	118.47
Total other financial liabilities	**-**	**-**	**494.31**	**755.83**

Foreign exchange forward contracts

While the Company entered into other foreign exchange forward contracts with the intention of reducing the foreign exchange risk of expected sales and purchases, these other contracts are not designated in hedge relationships and are measured at fair value through profit or loss.

** liability for customer claim

13 Lease Liabilities

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Lease Liabilities (refer note 38)	1,607.84	713.82	394.92	192.84
Total lease liabilities	**1,607.84**	**713.82**	**394.92**	**192.84**

(Amount in INR Lacs)

14 Provisions

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Provision for employee benefits				
Provisions for gratuity (refer note 30)	-	-	104.39	58.17
Provisions for compensated absences	-	-	254.18	171.49
Others				
Provision for Litigation {refer point a}			82.15	-
Total	**-**	**-**	**440.72**	**229.66**

a The Provision for contingencies is recognised with respect to estimated cost for meeting unascertained liabilities against anticipated demand or penalty in relation to ongoing litigation under goods and service tax department and custom authorities. The table below given information about the movement in provision for contingencies:

Particulars	As at 31 March 2024	As at 31 March 2023
At the beginning of the year	-	-
Created during the year	82.15	-
Paid/adjusted during the year	-	-
At the end of the year	**82.15**	**-**

15 Liabilities for current tax (net)

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Provision for current tax (Net of advance tax and TDS receivable)	133.03	291.77
Total liabilities for current tax	**133.03**	**291.77**

16 Other liabilities

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Statutory dues	-	-	211.10	144.43
Deferred revenue	261.72	209.09	112.43	-
Contract liabilities- Advance received from customers (refer note 19)	-	-	3,307.40	906.38
Total other liabilities	**261.72**	**209.09**	**3,630.93**	**1,050.81**

(Amount in INR Lacs)

17 Income tax

(A) The major components of income tax expense For the year ended 31 March 2024 and year ended 31 March 2023 are:

Statement of profit and loss:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
a) Profit and loss section		
Current income tax:		
- Current income tax charge	693.00	791.58
Deferred tax:		
- Relating to origination and reversal of temporary differences	(64.41)	(95.36)
Income tax expense reported in the statement of profit or loss	**628.59**	**696.22**
b) Other comprehensive Income section		
Re-measurement gain/(loss) on defined benefit plans	35.10	22.05
Income tax charged to other comprehensive income	**35.10**	**22.05**

(B) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate For the year ended 31 March 2024 and 31 March 2023:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Accounting profit before tax	2,610.42	2,554.76
At India's statutory income tax rate of 25.168% (31 March 2023: 25.168%)	656.99	642.99
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Adjustment of tax related to earlier years	(44.78)	(3.41)
Tax impact of expenses not deductible under Income-tax Act, 1961	16.38	18.63
Others		38.01
Income tax expense	**628.59**	**696.22**
Income tax expense reported in the statement of profit and loss	**628.59**	**696.22**

(C) Movement in deferred tax balances

As at March 31, 2024

	As at 31 March 2023	Recognised in statement of profit and loss	Recognized in OCI	As at 31 March 2024
Provision for employee benefits	57.80	(2.66)	35.10	90.24
Lease liabilities	213.97	266.13	-	480.10
Deferred tax assets (A)	**271.77**	**263.47**	**35.10**	**570.34**
Property, plant and equipment and other intangible assets - depreciation, impairment and amortisation	(1,909.30)	73.21	-	(1,836.09)
Right of use assets	(228.19)	(275.87)	-	(504.06)
Others	42.89	3.61	-	46.50
Deferred tax liabilities (B)	**(2,094.60)**	**(199.05)**	**-**	**(2,293.65)**
Net deferred tax (liabilities) (A - B)	**(1,822.83)**	**64.42**	**35.10**	**(1,723.31)**

(Amount in INR Lacs)

As at March 31, 2023

	As at 31 March 2022	Recognised in statement of profit and loss	Recognized in OCI	As at 31 March 2023
Provision for employee benefits	47.00	(11.25)	22.05	57.80
Lease liabilities	60.28	153.69	-	213.97
Deferred tax assets (A)	**107.28**	**142.44**	**22.05**	**271.77**
Property, plant and equipment and other intangible assets - depreciation, impairment and amortisation	(1,964.89)	55.60	-	(1,909.30)
Right of use assets	(69.00)	(159.19)	-	(228.19)
Others	(13.63)	56.52	-	42.89
Deferred tax liabilities (B)	**(2,047.52)**	**(47.08)**	**-**	**(2,094.60)**
Net deferred tax (liabilities) (A - B)	**(1,940.24)**	**95.36**	**22.05**	**(1,822.83)**

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.

18 Trade Payables

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Trade payables		
- total outstanding dues of micro enterprises and small enterprises #	1,037.48	411.30
- total outstanding dues of creditors other than micro enterprises and small enterprises *	19,351.16	10,846.72
Total trade payables	**20,388.64**	**11,258.02**

Trade Payable Ageing Schedule

As at 31 March 2024	Outstanding for following periods from due date of payment					Total
	Not Due (including unbilled)	Less than 1 year	1-2 years	2-3 years	More than 3 years	
		INR lacs	INR lacs	INR lacs	INR lacs	INR lacs
Total outstanding dues of micro enterprises and small enterprises	1,037.48	-	-	-	-	1,037.48
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,684.59	16,579.81	53.81	-	32.95	19,351.16
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
TOTAL	**3,722.07**	**16,579.81**	**53.81**	**-**	**32.95**	**20,388.64**

(Amount in INR Lacs)

As at 31 March 2023	Outstanding for following periods from due date of payment					
	Not Due (including unbilled)	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
		INR lacs	INR lacs	INR lacs	INR lacs	INR lacs
Total outstanding dues of micro enterprises and small enterprises	-	411.30	-	-	-	411.30
Total outstanding dues of creditors other than micro enterprises and small enterprises	472.90	10368.40	5.42	-	-	10,846.72
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
TOTAL	**472.90**	**10,779.70**	**5.42**	-	-	**11,258.02**

Terms and conditions of the above financial liabilities:

- Trade payables are non-interest bearing and are normally settled on 0 to 75 days terms.
- For terms and conditions relating to related party payables, refer to note 31(E).
- For explanations on the Company's credit risk management processes, refer to note 36.

Particulars	As at 31 March 2024	As at 31 March 2023
*** Includes following :**		
- Acceptances ^	7,915.08	4,130.08
- For payable to related parties, refer to note 31(C)	64.93	55.19

^ Acceptances includes transactions where Company bank issues a letter of credit guaranteeing payment to seller's bank. Seller ships goods, presents documents complying with LC terms to receive payment from buyer's bank, ensuring secure domestic / international transactions on due date. while the Company records the liability until settling with the bank usually within 90 days. Also includes arrangements where suppliers of goods and services are initially paid by the banks, while Company continues to recognize the liability till settlement with the banks, which are normally effected within a period of 89 days to 120 days.

 # Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

Particulars	As at 31 March 2024	As at 31 March 2023
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	1,037.48	411.30
Principal amount due to micro and small enterprises	1,037.48	411.30
Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under the MSMED Act 2006.	-	-

(Amount in INR Lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-

19 Revenue from operations

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from contract with customers		
Sale of products:		
Sale of finished goods	42,300.32	29,551.33
Sale of traded goods	-	444.79
Sale of electricity	4,175.59	3,976.32
Sale of service:		
Job work	17,130.05	15,350.52
Erection and Design services	199.18	193.90
Other Operating Income:		
Sale of Scrap	624.26	713.05
Export Incentive	16.93	39.70
Total revenue from operations	**64,446.33**	**50,269.61**
Within India	39,147.73	27,462.57
Outside India	25,298.60	22,807.04
Total revenue from operations	**64,446.33**	**50,269.61**
Timing of revenue recognition		
Revenue recognition over a period of time	199.18	193.90
Revenue recognition at a point of time	64,247.15	50,075.71
Total revenue from operations	**64,446.33**	**50,269.61**

Contract Balances

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables from contracts under Ind AS 115 (refer note 6(A))	15,282.07	13,679.56
Contract Assets	-	-
Contract liabilities		
Advance from customers (refer note 16)	3,307.40	906.38

Contract liabilities include amount received from customers as per the terms of sales order to deliver goods. Once the goods are completed and control is transferred to customers the same is adjusted accordingly.

(Amount in INR Lacs)

Significant changes in the contract assets and the contract liabilities balances during the year ended 31 March 2024 and year ended 31 March 2023 are as follows:

Particulars	As at 31 March 2024	As at 31 March 2023
Movement of contract liability		
Amounts included in contract liabilities at the beginning of the year	906.38	934.77
Performance obligations satisfied during the year	(906.38)	(934.77)
Amount received/ adjusted against contract liability during the year	3,307.40	906.38
Amounts included in contract liabilities at the end of the year	**3,307.40**	**906.38**

Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue as per contracted price	64,836.09	50,269.61
Adjustments		
Sales return	(389.76)	-
Total revenue from operations	**64,446.33**	**50,269.61**

Performance obligation

Information about the Company's performance obligations for material contracts are summarised below:

The performance obligation of the Company in case of sale of products is satisfied once the goods are transported as per terms of order and control is transferred to the customers.

The customer makes the payment for contracted price as per terms stipulated under customers purchase order.

Information about the Company's performance obligations for electricity supply contract are summarised below:

The performance obligation of the Company in case of sale of electricity is based on supply of electricity through installed meters. Revenue from sales of electricity is accounted for on the basis of billing to customer based on billing cycles followed by the Company.

The customer makes the payment for electricity supplied during the billing cycle at contracted price as per terms stipulated under agreement.

Information about the Company's performance obligations for erection and design services contracts are summarised below:

The performance obligation is satisfied over-time and payment is generally due upon completion of erection and design services of the customer. In some contracts, short-term advances are required before the erection and design services is provided.

There is no remaining performance obligation for the year ended 31 March 2024 and 31 March 2023.

(Amount in INR Lacs)

20 Other income

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest income		
- from Bank	247.50	149.63
- from loan to related parties (refer note 31)	673.36	622.16
Gain on foreign exchange (net)	450.87	676.44
Profit on sale of property, plant and equipment (net)	3.03	171.02
Rental income	6.75	10.00
Amortization of deferred revenue	321.27	215.03
Liabilities no longer required written back*	375.89	362.06
Unwinding of amortised cost instruments	5.90	-
Miscellaneous income	16.47	73.71
Total other income	**2,101.04**	**2,280.05**

* During the year, the Company has written back excess liabilities pertaining to one of its customer pursuant to settlement agreement reached with the customer.

21 Cost of raw materials consumed

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Inventory at the beginning of the year	13,108.88	13,068.89
Add: Purchase during the year	34,750.72	21,543.45
	47,859.60	34,612.34
Less: Inventory at the end of the year	17,784.71	13,108.88
Cost of raw materials consumed	**30,074.89**	**21,503.46**

22 Changes in inventories of finished goods, traded goods and work in progress

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening stock		
- Work-in-progress	7,928.11	4,250.04
- Finished goods	1,297.66	1,746.01
- Traded goods	31.60	30.14
Less: Closing stock		
- Work-in-progress	12,696.78	7,928.11
- Finished goods	1,069.28	1,297.66
- Traded goods	33.33	31.60
Total change in inventories of finished goods, traded goods and work in progress	**(4,542.02)**	**(3,231.18)**

(Amount in INR Lacs)

23 Employee benefit expenses

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Salaries, wages and bonus	9,154.42	7,674.94
Contribution to provident and other funds	230.51	188.40
Gratuity expense (refer note 30)	122.32	90.27
Employee stock option scheme	248.36	-
Staff welfare expenses	283.93	212.38
Total employee benefit expenses	**10,039.54**	**8,165.99**

24 Depreciation and amortization expense

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation on tangible assets (refer note 3)	2,650.52	2,211.55
Amortisation of intangible assets (refer note 4)	103.87	88.47
Depreciation on right of use assets (refer note 38)	351.35	122.23
Total depreciation and amortization expense	**3,105.74**	**2,422.25**

25 Other expenses

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Consumption of stores and spare parts	5,399.85	3,728.05
Packing material consumed	1,617.93	1,568.90
Fabrication and job charges	5,362.81	4,431.70
Repair and maintenance:		
- Buildings	40.01	62.29
- Plant and machinery	548.60	389.58
- Other	73.26	76.80
Office and factory maintenance	67.67	69.76
Rent	330.15	192.13
Equipment hire charges	310.72	460.88
Rates and taxes	160.07	171.29
Insurance	128.67	171.99
Power, fuel and water charges	1,615.61	1,249.05
Radiography and inspection	862.62	597.47
Auditor's remuneration (refer note 25 (a) below)	30.27	27.84
Selling commission and other selling expenses	627.09	573.67
Freight and forwarding (net of recovery)	973.62	1,122.20
Claims and deductions	153.24	247.06
Legal and professional	801.57	948.66
Travelling & Conveyance	925.34	737.85
Bank charges	629.91	434.77
Provision for contingencies	82.15	-

(Amount in INR Lacs)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Sundry balances written off	17.97	140.45
Donation	3.27	0.93
Security and servicing charges	308.04	262.58
CSR expenses (refer note 25 (b) below)	41.26	50.69
Directors 'sitting fees	11.50	5.00
Miscellaneous	741.68	689.94
Total other expenses	**21,864.88**	**18,411.53**

25 (a) Payment to auditors:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
As auditor:		
- Statutory audit fee	30.00	25.00
In other capacity:		
- Other services (certification fees)	-	1.00
- Reimbursement of expenses	0.27	1.84
Total	**30.27**	**27.84**

The above excludes fees paid/payable to auditors on account of initial public offering of equity shares as these expenses will be recovered by the company partly from the selling shareholders.

25 (b) Details of Corporate social responsibility expenditure:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(a) Amount required to be spent by the Company during the year	41.26	50.69
(b) Amount approved by the Board to be spent during the year	41.26	50.69

	In Cash	Yet to be paid in cash	Total
(c) Amount spent during the year ended March 31, 2024			
(i) Construction/ acquisition of any asset	-	-	-
(ii) On purpose other than (i) above	41.26	-	41.26
(d) Amount spent during the year ended March 31, 2023			
(i) Construction/ acquisition of any asset	-	-	-
(ii) On purpose other than (i) above	50.69	-	50.69
(e) Details of related party transactions			
(i) Contribution to Atul Krishan Bansal foundation		39.89	42.20
(ii) Contribution to other than related party		1.37	8.49

(Amount in INR Lacs)

(f) Details related to spent/ unspent obligations

Note for Ongoing Projects and others	For the year ended 31 March 2024	
	In case of Section 135(6) (Ongoing Project)	In case of Section 135(5) (Other than Ongoing Project)
Opening balance		
With Company	-	-
Amount deposited in Specified Fund of Sch. VII within 6 months	-	-
Amount required to be spent during the year	-	41.26
Amount spent during the year		
From Company's bank A/c	-	(41.26)
Closing Balance	-	
With Company	-	-
	-	-

Note for Ongoing Projects and others	For the year ended 31 March 2023	
	In case of Section 135(6) (Ongoing Project)	In case of Section 135(5) (Other than Ongoing Project)
Opening balance		
With Company	-	-
Amount deposited in Specified Fund of Sch. VII within 6 months	-	-
Amount required to be spent during the year	-	50.69
Amount spent during the year		
From Company's bank A/c	-	(50.69)
Closing Balance	-	-
With Company	-	-

26 Finance costs

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest expense		
- on term loans	247.26	222.57
- on others	2,807.49	1,956.71
Interest on lease liabilities (refer note 38)	152.74	65.19
Other borrowing cost	132.05	107.22
Exchange difference regarded as an adjustment to borrowing cost	52.65	82.18
Total finance costs	**3,392.19**	**2,433.87**

(Amount in INR Lacs)

27 Components of Other Comprehensive Income (OCI)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Retained Earnings		
Re-measurement gain/ (losses) on defined benefit plans	(139.47)	(87.61)
Less: Tax impact of above items	35.10	22.05
Total	**(104.37)**	**(65.56)**

28 Earnings per share (EPS)

Basic EPS amounts is calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts is calculated by dividing the profit attributable to equity shareholders of the Company by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into equity shares.

On 7 September 2023, Company has issued 42,431,312 equity shares of ` 10 each as bonus shares in ratio of 4:1 to the existing equity shareholders. This has been approved by Board and Shareholders on 7 September 2023. Impact of the same has been considered in the calculation of Basic and Diluted EPS For the year ended 31 March 2023 and accordingly the Basic and Diluted EPS have been retrospectively adjusted.

Calculation of EPS after giving effect of bonus issue:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit attributable to equity holders of the Company	1,981.83	1,858.54
Weighted average number of Equity shares for basic and diluted EPS	5,30,39,140	5,30,39,140
Effects of dilutions:		
Share options	2,03,258	-
Weighted average number of equity shares adjusted for the effects of dilution	5,32,42,398	5,30,39,140
Earnings per share*		
- Basic earnings per share	3.74	3.50
- Diluted earnings per share	3.72	3.50
- Face Value per share	10.00	10.00

* There have been no transaction involving equity shares or potential equity shares between the reporting date and the date of authorisation of these financial statements.

29 Significant accounting judgements, estimates and assumptions

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

Judgements

In the process of applying the company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Classification of leases –

The Company enters into leasing arrangements for various assets. The classication of the leasing arrangement as a ûnance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

Determining the lease term of contracts with renewal and termination options (Company as lessee)-

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The Company has several lease contracts that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a signicant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate e.g. construction of signicant leasehold improvements or signicant customisation to the leased asset).

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Valuation of Investment in subsidiaries

Investments in subsidiaries are carried at cost. At each balance sheet date, the management assesses the indicators of impairment of such investments. This requires assessment of several external and internal factor including capitalisation rate, key assumption used in discounted cash flow models (such as revenue growth, unit price and discount rates) or sales comparison method which may affect the carrying value of investments in subsidiaries.

- **Impairment of non-financial assets**

  Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

- **Taxes**

  Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

- **Defined benefit plans (gratuity)**

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

  The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds with term that correspond with the expected term of the defined benefit obligation.

(Amount in INR Lacs)

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about gratuity are given in Note 30

- **Fair value measurement of financial instruments**

  When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer note 34 for further disclosures.

- **Useful Lives of Property Plant and Equipment**

  The Company, based on technical assessment made by technical expert and management estimate, depreciates plant and machineries of piping division over estimated useful lives of 10 to 25 years which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

30 Gratuity and other post-employment benefit plans

A. Defined benefit plans - general description

The Company has a defined gratuity benefit plan. Every employee who completes service of five years or more gets a gratuity of 15 days salary (last drawn salary) for each completed year of service. The obligation towards gratuity is being measured using projected credit line method. The Company has funded its gratuity liability.

The following tables summaries the components of net benefit expense recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the balance sheet for the plan (based on actuarial valuation):

Amount recognised in statement of profit and loss

Net employee benefit expense recognized in the employee cost:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Service cost	118.04	83.50
Net interest cost	4.28	6.77
Expenses recognised in the statement of profit and loss	**122.32**	**90.27**

Amount recognised in other comprehensive income

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Net actuarial (gain)/ loss recognised in the period	139.47	87.61
Expenses/(income) recognised in the other comprehensive income	**139.47**	**87.61**

Balance sheet

Benefit asset/ liability

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Present value of defined obligation at the end of the period	1,002.63	775.15
Less : Fair value of the plan assets at the end of the period	898.24	716.98
Net present value of defined benefit obligation	**104.39**	**58.17**

(Amount in INR Lacs)

Changes in the present value of the defined benefit obligation are as follows:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening defined benefit obligation	775.15	620.25
Service cost	118.04	83.50
Interest cost	57.05	44.53
Benefits paid	(90.17)	(43.03)
Actuarial (gain)/ loss on obligation	142.56	69.90
Closing defined benefit obligation	**1,002.63**	**775.15**

Changes in the fair value of plan assets are as follows:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening fair value of plan assets	716.98	525.88
Expected return on plan assets	52.77	37.76
Actuarial gain/(loss)	3.09	(17.71)
Contribution by the employer	215.57	214.08
Benefits paid	(90.17)	(43.03)
Closing fair value of plan assets	**898.24**	**716.98**

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
The scheme is funded through a trust and funds are managed by Life Insurance Corporation of India	100%	100%

B. The principal actuarial assumptions used in determining gratuity are as follows:

(a) Economic assumptions

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Discount rate	7.22%	7.36%
Average salary escalation rate	8.00%	7.00%
Attrition at ages	Withdrawal rate %	Withdrawal rate %
Up to 30 years	3.00	3.00
From 31 to 44 years	2.00	2.00
Above 44 years	1.00	1.00

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. The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

(Amount in INR Lacs)

C. Demographic assumptions

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Retirement age	58 years	58 years
Mortality table	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)

D. A quantitative sensitivity analysis for significant assumption is as shown below:

Assumptions	Sensitivity Level	Impact on defined benefit obligation
Discount rate:		
31 March 2024	Increase of 0.50%	(60.29)
	Decrease of 0.50%	66.06
31 March 2023	Increase of 0.50%	(43.34)
	Decrease of 0.50%	47.44
Future salary:		
31 March 2024	Increase of 0.50%	61.80
	Decrease of 0.50%	(58.31)
31 March 2023	Increase of 0.50%	47.20
	Decrease of 0.50%	(43.67)

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. Sensitivities due to mortality & withdrawals are not material & hence impact of change due to these not disclosed.

E. The following payments are expected contributions to the defined benefit plan in future years:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Within the next 12 months (next annual reporting period)	90.77	93.68
Between 2 and 5 years	105.40	82.17
Beyond 5 years	806.46	599.30
Total expected payments	**1,002.63**	**775.15**

The average duration of the defined benefit plan obligation at the end of the reporting period is 18.18 years (31 March 2023: 18.15 years)

31 Related party transactions

(A) Names of related parties and related party relationship

Nature of relationship	Name of related parties
(i) Subsidiary Companies:	Malwa Power Private Limited Dee Piping Systems (Thailand) Co. Ltd. Dee Fabricom India Private Limited Atul Krishan Bansal Foundation
(iii) Key management personnel:	Mr. K.L. Bansal (Chairman and Managing Director) Mrs. Ashima Bansal (Whole-time Director) Mrs. Shikha Bansal (Whole-time Director) Mr. Gaurav Narang (Chief Financial Officer upto 03-03-2023)

(Amount in INR Lacs)

	Mr. Sameer Agarwal (Chief Financial Officer w.e.f. 04-03-2023) Mr. Ranjan Sarangi (Company secretary)
(iv) Relative of key management personnel	Mrs. Shruti Aggarwal (daughter of Mr. K. L. Bansal) Mrs. Madhubala (Sister of Mr. K.L. Bansal) Mrs. Charu Agarwal (spouse of Mr. Sameer Agarwal)
(v) Independent Director	Mr. Ajay Kumar Marchanda (upto 20.04.2023) Mr. Satish Kumar (upto 20.04.2023) Mr. Ashwani Kumar Prabhakar (w.e.f. 12.07.2023) Mr. Bhisham Kumar Gupta (w.e.f. 12.07.2023) Mrs. Shilpi Barar (w.e.f. 12.07.2023)

(B) The following table provides the total amount of transactions that have been entered into with related parties for the relevant period:

(i) with subsidiary company

Name of related party	For the year ended 31 March 2024	For the year ended 31 March 2023
(a) Malwa Power Pvt. Ltd.		
Sales of product	2.82	2.54
Interest Income	4.25	5.64
Interest expenses	10.87	12.45
Loan Given	483.00	321.00
Repayment of loan given	364.00	369.25
Loan taken	1,025.00	1,150.00
Repayment of loan taken	1,025.00	1,150.00
Corporate Guarantee given to a Bank for loan taken	1,149.00	1,253.00
Deemed Investment	17.88	-
(b) Dee Piping Systems (Thailand) Co. Ltd.		
Sales of product	656.18	1,339.32
Sales of property, plant and equipment	0.21	0.18
Interest income	543.11	500.23
Purchase of traded goods	-	1,019.36
Loan given	-	619.06
Corporate guarantee/SBLC accepted	-	8,221.69
(c) Dee Fabricom India Pvt. Ltd.		
Sales of product	785.05	2.18
Purchase of Electricity	63.32	-
Purchase of traded goods	-	22.58
Purchase of Consumable	5.72	-
Job charges	124.22	198.37
Rent paid	12.00	12.00
Interest income	126.00	116.29
Loan given		97.04
Corporate Guarantee given to a Bank for loan taken	2,129.00	2,442.80
(d) Atul Krishan Bansal Foundation		
Contribution towards CSR Expenditure	39.89	42.20

(Amount in INR Lacs)

(ii) With Key management personnel and their relatives:

Name	Nature of transaction	For the year ended 31 March 2024	For the year ended 31 March 2023
Short-term employee benefits			
Mr. K. L. Bansal	Remuneration	186.60	186.60
Mrs. Ashima Bansal	Remuneration	83.99	82.09
Mrs. Shikha Bansal	Remuneration	42.40	106.44
Mrs. Shruti Aggarwal	Remuneration	66.83	66.45
Mr. Gaurav Narang	Remuneration	-	41.91
Mr. Ranjan Sarangi	Remuneration	18.61	16.24
Mr. Sameer Agarwal	Remuneration	42.00	3.16
Mrs. Charu Agarwal	Remuneration	34.05	2.22
Loans			
Mr. K. L. Bansal	Loan Received	3,375.00	1,249.65
Mr. K. L. Bansal	Loan Repayment	(3,375.00)	(1,249.65)
Mrs. Ashima Bansal	Loan Received	-	30.00
Mrs. Ashima Bansal	Loan Repayment	-	(30.00)
Mrs. Shikha Bansal	Loan Received	200.00	-
Mrs. Shikha Bansal	Loan Repayment	(200.00)	-
Others			
Mr. K. L. Bansal	Rent Payment	0.25	0.60
Mr. Ajay Kumar Marchanda	Sitting fees	-	2.50
Mr. Satish Kumar	Sitting fees	-	2.50
Mr. Ashwani Kumar Prabhakar	Sitting fees	2.50	-
Mr. Bhisham Kumar Gupta	Sitting fees	5.00	-
Mrs. Shilpi Barar	Sitting fees	4.00	-

During the year, the Company has taken loan from NBFC on the basis of part security provided by one of the relative of director Mrs Madhubala.

(C) Following are the balances outstanding as at year end:

Name of related party	For the year ended 31 March 2024	For the year ended 31 March 2023
(i) With wholly owned subsidiary companies		
(a) Malwa Power Pvt. Ltd.		
Loans given	190.00	71.00
Corporate guarantee	758.73	771.07
(b) Dee Piping Systems (Thailand) Co. Ltd.		
Loans given	7,241.48	7,140.99
Interest receivable	1,914.63	1,352.48
Corporate guarantee	4,320.39	4,200.68
Trade receivable	196.05	529.07

(Amount in INR Lacs)

Name of related party	For the year ended 31 March 2024	For the year ended 31 March 2023
(c) Dee Fabricom India Pvt. Ltd.		
Loans given	1,260.00	1,260.00
Interest receivable	113.40	104.67
Corporate guarantee	950.10	1,949.35
Advance given	-	85.51
(ii) With Key management personnel and their relatives:		
Account payable:		
Mr. K.L. Bansal	26.88	22.27
Mrs. Ashima Bansal	6.75	4.41
Mrs. Shikha Bansal	9.64	10.42
Mrs. Shruti Aggarwal	6.83	3.52
Mr. Gaurav Narang	-	3.06
Mr. Ranjan Sarangi	2.44	1.33
Mr. Sameer Agarwal	7.21	6.35
Mrs. Charu Agarwal	5.18	3.83

Apart from above, Mr. K.L. Bansal, Mrs. Ashima Bansal and Mrs. Madhubala have given personal guarantees as a collateral for securing borrowings from the banks / NBFC.

In the opinion of the Board of directors, the current assets, investments, loan and advances have the value at which they are stated in the balance sheet, if realised in the ordinary course of business and provisions for all known liabilities have been adequately made in the accounts.

(D) Compensation of key management personnel of the Company

Name of related party	For the year ended 31 March 2024	For the year ended 31 March 2023
Short-term employee benefits	474.48	505.11
Post-employment gratuity and medical benefits	5.49	5.22
Total compensation paid to key management personnel	479.96	510.33

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel.

(E) Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year ended 31 March 2024 and year-end 31 March 2023 are unsecured and interest free. For the year ended 31 March 2024, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (31 March 2023: Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

(F) Disclosure required under Sec 186(4) of the Companies Act 2013

Included in loan and advance are certain inter corporate deposits the particulars of which are disclosed below as required by Sec 186 (4) of Companies Act 2013:

(Amount in INR Lacs)

Name of the party	Rate of Interest	Due Date	31 March, 2024	31 March, 2023
Malwa Power Pvt. Ltd.				
- Unsecured loan	10% per annum	30 September 2024	190.00	71.00
- Investment made	Not Applicable	Not Applicable	915.68	897.80
Dee Fabricom India Pvt. Ltd.				
- Investment made	Not Applicable	Not Applicable	900.00	900.00
- Unsecured loan	10% per annum	31 December 2025	1,000.00	1,260.00
- Unsecured loan	10% per annum	31 July 2024	260.00	-
Dee Piping Systems (Thailand) Co. Ltd				
- Investment made	Not Applicable	Not Applicable	5,021.32	5,021.32
- Unsecured loan	7.50% per annum(31 March 2023: 7.00% per annum)	25 June 2025	7,241.48	7,140.99
Atul Krishan Bansal Foundation				
- Investment made	Not Applicable	Not Applicable	1.00	1.00

32 Commitments and Contingencies

A. Commitments

Capital Commitments

Particulars	As at 31 March 2024	As at 31 March 2023
Movement of contract liability		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances paid INR 1,309.13 lacs) (31 March 2023: INR 845.48 lacs)	5,001.34	1,263.47

For lease commitments, refer note 38

B. Contingent liabilities

Contingent Liabilities not provided for in respect of:

Particulars	As at 31 March 2024	As at 31 March 2023
a) Claims against the company not acknowledged as debt		
- Demand by Income Tax Department *	207.09	199.91
- Demand by Excise / GST Authorities **	345.18	39.35
- Demand by Custom Authorities (refer note e & g below)	-	-
b) Custom duty liability which may arise if obligations for exports are not fulfilled	423.57	17.95
c) Export obligation on account of duty free import^	4,871.11	206.43

*The Income Tax Authorities have raised demands on account of disallowances of certain expenditures pertaining to different assessment years. The Company is contesting these demands, which are pending at various appellate levels. Based on the advice from independent tax experts and the development on the appeals, the management is confident that additional tax so demanded with reference to these cases will not be sustained on completion of the appellate proceedings and accordingly, pending the decision by the appellate authorities, no provision has been considered in the financial statements. Further, the income tax authorities have issued notices for initiation of penalty proceedings in respect of various assessment years, which has been appropriately responded by the Company and there is no further demands raised by the income tax authorities.

(Amount in INR Lacs)

**The Excise/ GST Authorities have raised demands on account of non payment of excise duty on certain goods. The Company is contesting these demands, which are pending at various appellate levels. Based on the advice from independent experts and the development on the appeals, the management is confident that the demands raised by Excise/GST Authorities is not tenable and accordingly no provision has been considered in the financial statements.

^The Company is of the view that it will be able to fulfil its underlying export obligations amounting to INR 4,871.11 lacs for the year ended March 31, 2024. Accordingly, no adjustment is required in the financial statements

d) The Company is currently involved in a legal dispute with Hyundai Merchant Marine India Private Limited (HMMIPL) relating to the import of raw materials in earlier years. The Company has raised claims of INR 127.89 lacs against HMMIPL and in response, HMMIPL has lodged counterclaims amounting to INR 178.49 lacs. Currently in ongoing litigation, the Company is confident in its legal position based on evaluations and advice, and believes that there will be no outflow of the company's economic resources and accordingly no provision has been considered in the financial statements.

e) The Company had received a Demand notice from the Commissioner of Customs demanding payment of customs duty of INR 815.09 lacs and imposed penalty of INR 305.00 lacs. This demand was made due to alleged non-compliance with pre-import and physical export conditions related to raw materials imported in previous years. The Company has evaluated the demand raised by the authorities and has identified a potential exposure of ` 18.42 lacs where the pre-import conditions were not complied with and accordingly liability for this amount has been considered in the financial statements. Based on the advice from independent experts, the management is confident that the demands raised by Custom Authorities is not tenable and the Company is in the process of filing an appeal before the higher authorities.

f) On May 19, 2023, the Enforcement Directorate issued a notice in accordance with FEMA regulations, requesting specific information related to the Company's operations and financial transactions. The Company duly furnished the required information to the relevant authority on August 25, 2023, ensuring compliance with FEMA regulations.

g) The Customs Authorities have issued a demand for antidumping duty regarding imports of seamless carbon steel pipes in earlier years. The notice requires payment of the necessary antidumping duty amounting to ` 72.43 lacs. Based on expert advice, the Company has made provision of ` 38.15 lacs for potential exposure, and the remaining demanded duty balance of ` 34.28 lacs is not payable as the goods were imported under an advance authorization.

C. Guarantees

The Company has given corporate guarantee for loans taken by subsidiary companies, to the extent loan amount outstanding as on balance sheet date. The carrying amounts of the related financial guarantee contracts were ` 6,029.22 lacs at 31 March 2024 and ` 6,921.10 lacs at 31 March 2023 respectively.

33 Segment information

On the basis of nature of businesses, the company has two reportable segments, as follows:

- The piping segment which is mainly engaged in manufacturing of pre-fabricated engineering products, pipe fittings, piping systems.
- The power segment, which is engaged in biomass based power generation

No operating segments have been aggregated to form the above reportable operating segments.

The Executive Management Committee monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the standalone financial statements.

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

(Amount in INR Lacs)

A. Segment Disclosures

S.No.	Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
I	**Segment revenue**		
	a) Piping division	60,266.94	46,285.35
	b) Power division	4,210.59	3,991.19
	Total	**64,477.53**	**50,276.54**
	Less: Inter segment revenue	31.20	6.93
	Revenue from operations	**64,446.33**	**50,269.61**
II	**Segment results (Profit/(loss) before interest and tax)**		
	a) Piping division	4,821.59	4,216.85
	b) Power division	791.08	592.24
	c) Unallocated	(530.92)	(592.25)
	Operating profit before interest and tax	**5081.75**	**4,216.84**
	Less: Interest Expense	3392.19	2,433.87
	Add: Interest Income	920.86	771.79
	Profit before tax	**2,610.42**	**2,554.76**
	Less: Tax expense	628.59	696.22
	Profit after tax	**1,981.83**	**1,858.54**
III	**Segment assets**		
	a) Piping division	90,808.44	70,388.90
	b) Power division	5,342.62	5,046.26
	c) Unallocated	18,563.03	15,323.27
	Total assets	**1,14,714.09**	**90,758.43**
IV	**Segment liabilities**		
	a) Piping division	60,994.06	39,105.19
	b) Power division	2,171.58	2,041.83
	c) Unallocated	1,979.25	2,185.90
	Total liabilities	**65,144.89**	**43,332.92**
V	**Capital Expenditure**		
	a) Piping division	13,488.76	5,509.48
	b) Power division	176.02	358.41
	Total capital expenditure	**13,664.78**	**5,867.89**

b. Reconciliation of assets

Particulars	As at 31 March 2024	As at 31 March 2023
Segment operating assets	96,151.06	75,435.16
Investments	6,838.00	6,820.12
Income Tax recoverable	-	31.47
Loans & Interest receivable	10,719.51	8,471.68
Prepaid expenses- IPO related	1,005.52	-
Total assets	**1,14,714.09**	**90,758.43**

(Amount in INR Lacs)

c. Reconciliation of liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Segment operating liabilities	63,165.64	41,147.02
Deferred tax liabilities (net)	1,723.31	1,822.83
Provision for income tax (net)	133.03	291.77
Trade payable	122.91	71.30
Total liabilities	**65,144.89**	**43,332.92**

Geographic information

a) Revenue from external customers

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
India	39,147.73	27,462.57
Outside India	25,298.60	22,807.04
Total revenue as per standalone statement of profit and loss	**64,446.33**	**50,269.61**

The revenue information above is based on the locations of the customers.

b) **Trade Receivable**

Particulars	As at 31 March 2024	As at 31 March 2023
India	8,852.19	9,147.29
Outside India	6,429.88	4,532.27
Total	**15,282.07**	**13,679.56**

All operating assets other than Trade Receivables and non operating assets are located in India.

List of major customer whose revenue more than 10% of total entity revenue

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
JGC Fluor BC LNG Joint Venture	**-**	8,221.65
% of Revenue	-	**16.36%**
JGC Corporation	9,556.73	**-**
% of Revenue	**14.83%**	-
Larsen & Turbo Limited	5,324.60	6,180.80
% of Revenue	**8.26%**	**12.30%**

(Amount in INR Lacs)

34 Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	Carrying value		Fair value	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
(A) Financial assets				
Non-current				
Investments	6,838.00	6,820.12	6,838.00	6,820.12
Security deposits	213.66	87.16	213.66	87.16
Inter corporate loan to a related party	8,241.48	8,400.99	8,241.48	8,400.99
Interest receivables	1,914.63	1,457.15	1,914.63	1,457.15
Bank deposits	321.31	555.77	321.31	555.77
Current				
Trade receivables*	15,282.07	13,679.56	15,282.07	13,679.56
Cash and cash equivalents*	43.43	42.78	43.43	42.78
Other bank balances*	3,187.25	3,080.01	3,187.25	3,080.01
Security deposits*	17.99	37.48	17.99	37.48
Inter corporate loan to a related party*	450.00	71.00	450.00	71.00
Recoverable from customers*	-	649.69	-	649.69
Interest receivable*	133.42	11.97	133.42	11.97
Expense recoverable from shareholder *	192.68	-	192.68	-
Bank deposits	1,456.77	-	1,456.77	-
Foreign exchange forward contracts*	3.28	-	3.28	-
Total financial assets	**38,295.97**	**34,893.68**	**38,295.96**	**34,893.68**
(B) Financial liabilities				
Non-current				
Borrowings	5,582.91	2,240.13	5,582.91	2,240.13
Lease liabilities	1,607.84	713.82	1,607.84	713.82
Current				
Borrowings*	30,486.56	24,568.12	30,486.56	24,568.12
Trade payables*	20,388.64	11,258.02	20,388.64	11,258.02
Lease liabilities	394.92	192.84	394.92	192.84
Other financial liabilities*	494.31	585.42	494.31	585.42
Foreign exchange forward contracts*	-	170.41	-	170.41
Total financial liabilities	**58,955.18**	**39,728.76**	**58,955.18**	**39,728.76**

Note:-

* The management assessed that fair value of trade receivables, cash and cash equivalents, security deposits, inter corporate loan to related party, other short-term financial assets, short-term borrowings, trade payables and other short-term financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

(Amount in INR Lacs)

The following methods and assumptions were used to estimate the fair values:

a. Term deposits- The fair value of term deposits is equal to carrying value since they are carrying market interest rates as per the banks.

b. Foreign exchange forward contracts- Foreign exchange forward contracts are valued using valuation techniques, which employs the use of market observable inputs. The most frequently applied valuation techniques include forward pricing.

c. Non-current borrowings - The fair value of non-current borrowings is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. The carrying value and fair value of the borrowings has been considered the same since the existing interest rate approximates its fair value.

d. Others- For other financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

35 Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are:

(a) recognised and measured at fair value and

(b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

A. Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at 31 March 2024:

Particulars	Fair value measurement using			
	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs(Level 3)
Financial assets measured at amortised cost				
Security deposits	213.66	-	-	213.66
Inter corporate loan to a related party	8,241.48	-	-	8,241.48
Interest receivables	1,914.63	-	-	1,914.63
Bank deposits	321.31	-	-	321.31
Financial assets measured at fair value through profit or loss:				
Foreign exchange forward contracts	3.28	-	3.28	-
Financial liabilities measured at amortised cost				
Non-current borrowings	5,582.91	-	-	5,582.91
Non current lease liabilities	1,607.84	-	-	1,607.84

There have been no transfers between Level 1 and Level 2 during the year.

(Amount in INR Lacs)

B. Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at 31 March 2023:

Particulars	Fair value measurement using			
	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs(Level 3)
Financial assets measured at amortised cost				
Security deposits	87.16	-	-	87.16
Inter corporate loan to a related party	8,400.99	-	-	8,400.99
Interest receivables	1,457.15	-	-	1,457.15
Bank deposits	555.77	-	-	555.77
Financial liabilities measured at amortised cost				
Non-current borrowings	2,240.13	-	-	2,240.13
Non current lease liabilities	713.82	-	-	713.82
Financial liabilities measured at fair value through profit or loss:				
Foreign exchange forward contracts	170.41	-	170.41	-

There have been no transfers between Level 1 and Level 2 during the year.

36 Financial risk management objectives and policies

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include security deposits given, loan to related party, employee advances, trade and other receivables, cash and cash equivalents and other assets.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises interest rate risk and currency risk. Financial instruments affected by market risk include borrowings and foreign exchange forward contracts.

The sensitivity analysis in the following sections relate to the position as at 31 March 2024 and 31 March 2023.

The sensitivity analysis has been prepared on the basis that the amount of net debt, the ratio of floating to fixed interest rates of the debt and the proportion of financial instruments in foreign currencies are all constant in place at 31 March 2024.

The analysis exclude the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations and provisions.

The following assumptions have been made in calculating the sensitivity analysis:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March 2024 and 31 March 2023.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's obligations with floating interest rates.

(Amount in INR Lacs)

The Company is exposed to interest rate risk because Company borrows funds at floating interest rates. These exposures are reviewed by appropriate levels of management. The Company regularly monitors the market rate of interest to mitigate the risk exposure. The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Increase/(decrease) in interest rate(%)	Effect on profit before tax
31 March 2024		
INR loans	+0.50%	107.57
	-0.50%	(107.57)
31 March 2023		
INR loans	+0.50%	92.59
	-0.50%	(92.59)

The assumed movement in interest rates for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

The Company manages its foreign currency risk by purchasing foreign currency forward contracts for purchase transactions that are expected to occur within a maximum 12-month forecasted period. The following tables demonstrate the unhedged foreign currency exposure and sensitivity to a reasonably possible change in foreign exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities are as follows:

Particulars	Currency	31 March 2024		Impact on prot before tax	
		Foreign Currency	Indian Rupees	5% Increase	5% Decrease
Trade payables	USD	2.61	217.43	(10.87)	10.87
Loan to Subsidiary	USD	86.86	7,241.48	362.07	(362.07)
Buyers Credit from banks	EURO	3.60	324.77	(16.24)	16.24
	USD	36.54	3,046.08	(152.30)	152.30
Trade receivables	USD	28.75	2,396.79	119.84	(119.84)
	EURO	12.51	1,128.20	56.41	(56.41)
Interest Receivable	USD	22.96	1,914.63	95.73	(95.73)
Balance with Banks	USD	0.00	0.02	-	-
Cash on hand	THB	0.03	0.06	-	-
	USD	0.00	0.05	-	-
	EURO	0.03	2.41	0.12	(0.12)
	GBP	0.00	0.21	0.01	(0.01)

(Amount in INR Lacs)

Particulars	Currency	31 March 2023		Impact on prot before tax	
		Foreign Currency	Indian Rupees	5% Increase	5% Decrease
Trade payables	USD	0.87	71.14	(3.56)	3.56
	EGP	0.04	3.92	(0.20)	0.20
	CHF	0.08	6.78	(0.34)	0.34
Loan to Subsidiary	USD	86.86	7,140.99	357.05	(357.05)
Buyers Credit from banks	EURO	1.59	142.11	(7.11)	7.11
	USD	35.23	2,896.73	(144.84)	144.84
Trade receivables	USD	35.48	2,916.65	145.83	(145.83)
Interest Receivable	USD	16.45	1,352.48	67.62	(67.62)
	USD	0.00	0.02	-	-
Cash on hand	THB	0.05	0.13	0.01	(0.01)
	USD	0.00	0.35	0.02	(0.02)
	YEN	0.19	0.12	0.01	(0.01)
	GBP	0.00	0.20	0.01	(0.01)

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities including trade receivables, deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables

Trade receivables do not have any significant potential credit risk for the Company as the business of the Company is majorly cash based. An impairment analysis is performed by the management at each reporting date on an individual basis for major clients.

Financial instruments and cash deposits

Credit risk from balances with banks is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the key management personnel on an annual basis and may be updated throughout the year. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March 2024 and 31 March 2023 is the carrying amounts as illustrated in note 6(C).

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic or other conditions. Concentrations indicate the relative sensitivity of the company's performance to developments affecting a particular industry. In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly.

Liquidity risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of cash credits and bank loans. Approximately 29% of the Company's long-term borrowings will mature in less than one year from/ as at at 31 March 2024 (31 March 2023: 28%) based on the carrying value of borrowings reflected in the financial statements. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders.

(Amount in INR Lacs)

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

	<12 months INR lacs	1 to 5 years INR lacs	> 5 years INR lacs	Total INR lacs
As at 31 March 2024				
Non-current borrowings	-	6,443.87	-	6,443.87
Current borrowings	31,164.00	-		31,164.00
Trade payables	20,388.64	-	-	20,388.64
Lease liabilities	571.18	1,621.21	358.46	2,550.85
Other financial liabilities	494.31	-	-	494.31
	52,618.13	**8,065.08**	**358.46**	**61,041.67**
As at 31 March 2023				
Non-current borrowings	-	2,716.88	-	2,716.88
Current borrowings	24,884.96	-	-	24,884.96
Trade payables	11,258.02	-	-	11,258.02
Lease liabilities	225.06	655.12	347.38	1,227.56
Other financial liabilities	585.42	-	-	585.42
Foreign exchange forward contracts	170.41			170.41
	37,123.87	**3,372.00**	**347.38**	**40,843.25**

37 Capital management

For the purpose of the Company's capital management, capital includes issued equity share capital and all other equity reserves attributable to the shareholders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings less cash and cash equivalents.

The Company's gearing ratio is as follows:

Particulars	As at 31 March 2024	As at 31 March 2023
Borrowings including current maturities and interest accrued	36,229.03	26,877.89
Less: cash and cash equivalents	(43.43)	(42.78)
Net debt* (A)	**36,185.60**	**26,835.11**
Total equity	49,569.20	47,425.51
Total capital (B)	**49,569.20**	**47,425.51**
Total capital and net debt (C) = (A) + (B)	**85,754.79**	**74,260.62**
Gearing ratio (A)/(C) (%)	**42.20%**	**36.14%**

* Excluding lease liabilities

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowings in the current year.

(Amount in INR Lacs)

No changes were made in the objectives, policies or processes for managing capital during the year ended 31 March 2024 and 31 March 2023.

38 Company as a lessee

i) The Company's leased assets primarily consists of lease for factory lands, computers, data processing equipment and plant and machinery having lease term of 5-10 years.

The Company recorded the lease liability at the present value of the remaining lease payments discounted at the incremental borrowing rate as on the date of transition and has measured right of use asset at an amount equal to lease liability adjusted for previously recognised prepaid or accrued lease payments. Further, lease arrangements where the Company is lessor, lease rentals are recognized on straight line basis over the non-cancellable period.

The Company's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Company is restricted from assigning and subleasing the leased assets.

The Company also has certain leases of machinery with lease terms of 12 months or less and leases of office equipment with low value. The Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

ii) Set-out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

	Factory Land	Computer and data processing equipment	Plant & Machinery	Total
As at 1 April 2022	170.01	44.46	25.05	239.52
Additions	436.65	-	296.22	732.87
Deletion	-	-	-	-
Depreciation expense (refer note 24)	78.46	19.76	24.01	122.23
As at 31 March 2023	**528.20**	**24.70**	**297.26**	**850.16**
Additions	184.26	359.18	865.33	1,408.77
Deletion	-	-	-	-
Depreciation expense (refer note 24)	116.45	66.95	167.95	351.35
As at 31 March 2024	**596.01**	**316.93**	**994.64**	**1,907.58**

iii) Set-out below are the carrying amounts of lease liabilities (included under financial liabilities) and the movements during the year:

	Factory Land	Computer and data processing equipment	Plant & Machinery	Total
As at 1 April 2022	**200.48**	**48.48**	**25.19**	**274.15**
Current	**34.51**	**19.12**	**6.10**	**59.73**
Non- current	165.97	29.36	19.09	214.42
Additions	436.65	-	296.19	732.84
Accretion of interest (refer note 26)	49.60	3.71	11.90	65.21
Payments	90.47	23.86	51.21	165.54
Disposal	-	-	-	-

(Amount in INR Lacs)

	Factory Land	Computer and data processing equipment	Plant & Machinery	Total
As at March 31, 2023	**596.26**	**28.33**	**282.07**	**906.66**
Current	**103.20**	**16.78**	**72.86**	**192.84**
Non- current	**493.06**	**11.55**	**209.21**	**713.82**
Additions	223.28	354.17	831.33	1,408.77
Accretion of interest (refer note 26)	60.51	18.45	73.78	152.74
Payments	182.47	79.63	203.31	465.41
Disposal	-	-	-	-
As at March 31, 2024	**697.58**	**321.32**	**983.87**	**2,002.76**
Current	**105.10**	**87.81**	**202.01**	**394.92**
Non- current	**592.48**	**233.51**	**781.86**	**1,607.84**

iv) The maturity analysis of contractual undiscounted cash flow-: -

As at March 31, 2024

	Less than 1 year	1 to 5 years	More than 5 year
Factory Land	166.29	443.95	358.46
Computer and data processing equipment	115.54	264.49	-
Plant & Machinery	289.35	912.77	-
	571.18	**1621.21**	**358.46**

As at March 31, 2023

	Less than 1 year	1 to 5 years	More than 5 year
Factory Land	138.36	440.60	347.38
Computer and data processing equipment	23.86	5.96	-
Plant & Machinery	62.84	208.56	-
	225.06	**655.12**	**347.38**

v) The following are the amounts recognised in the Statement of Profit and Loss:

	31 March 2024	31 March 2023
Depreciation expense of right-of-use assets (refer note 24)	351.35	122.23
Interest expense on lease liabilities (refer note 26)	152.74	65.20
Expense relating to short-term leases (included in other expenses) (refer note 25)	330.15	192.13
Interest Income	(5.90)	**-**
Total amount recognised in Statement of Profit and Loss	**828.34**	**379.56**

(Amount in INR Lacs)

vi) Impact on statement of cash flows (increase/(decrease)):

	31 March 2024	31 March 2023
Operating lease payments*	465.41	165.56
Net cash flows used in operating activities	**465.41**	**165.56**
Payment of principal portion of lease liabilities	312.66	100.36
Payment of interest portion of lease liabilities	152.74	65.20
Net cash flows used in financing activities	**465.41**	**165.56**

* Composed of different line items in the indirect reconciliation of operating cash flows.

39 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. Certain sections of the Code came into effect on 3 May 2023. However, the final rules/interpretation have not yet been issued. Based on a preliminary assessment, the entity believes the impact of the change will not be significant.

40 Other statutory information:

(i) The Company do not have any Benami Property, where any proceeding has been initiated or pending against the company for holding any Benami Property.

(ii) The Company do not have any transactions with companies struck off.

(iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

(v) The Company have not advanced or loaned or invested funds to any other person(s) or entity (ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:

  (a) Directly or indirectly lend or invest in other person or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

  (b) Provide any guarantee, security, or the like to or on behalf of the Ultimate Beneficiaries.

(vi) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the group shall:

  (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or

  (b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

(vii) The Company 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 period in the tax assessment under the income tax Act,1961 (Such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(viii) The Company has not been declared as wilful defaulter.

(ix) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

(Amount in INR Lacs)

41 Accounting ratios

i) Ratio comparability between 31 March 2024 and 31 March 2023

Particulars	Numerator	Denominator	March 31, 2024	March 31, 2023	% Change	Reason for variance more than 25%
Current Ratios (in times)	Current assets	Current liabilities	1.08	1.24	(13.0%)	Not applicable
Debt- Equity Ratio (in times)	Total debt excluding lease liabilities	Shareholder equity	0.73	0.57	28.7%	Increase on account of higher debt in current year as compared to previous year.
Debt Service Coverage ratio (in times)	Earning for Debt Service= Net Profit before taxes + Non-cash operating expenses like depreciation and other amortizations +Interest + other adjustments like loss on sale of Fixed assets	Debt service = Interest & Lease Payments + Principal Repayments	1.75	2.18	(19.6%)	Not applicable
Return on Equity ratio (%)	Net profit after tax	Average Shareholder's Equi y	4.09%	3.99%	2.3%	Not applicable
Inventory Turnover ratio (in times)	Cost of goods sold	Average inventory	0.87	0.81	7.3%	Not applicable
Trade Receivable Turnover Ratio (in times)	Revenue from operations	Average trade receivable	4.45	3.80	17.1%	Not applicable
Trade Payable Turnover Ratio (in times)	Net Purchases	Average trade payables	2.20	2.82	(22.0%)	Increase in Trade payable in current year as compared to previous year.
Net Capital Turnover Ratio (in times)	Revenue from operations	Average working capital	9.58	4.88	96.5%	Increase in revenue in current year as compared to previous year.
Net Profit ratio (%)	Net Profit after Tax	Revenue from operations	3.08%	3.70%	(16.8%)	Not applicable
Return on Capital Employed (%)	Earning before interest and taxes (EBIT)	Capital Employed	7.35%	6.91%	6.4%	Not applicable
Return on Investment (%) #	Interest (Finance Income)	Investment	NA	NA	-	

The Company do not have investment except wholly owned subsidiaries which are stated as cost as per Ind AS 27 'Separate Financial Statements'.

42 Employee Share Based Payment

Employee Stock Option Scheme "ESOP-2023" (herein referred as DEE Development Engineers Limited ESOP-2023) was approved by our Board of Directors in their meeting held on 22nd September, 2023 and by our shareholders in their meeting dated 23rd September 2023 respectively. Under ESOP-2023, Nomination and Remuneration Committee is authorised to grant 3,88,920 options to eligible employees of the Company in one or more tranches. Options granted under ESOP-2023 shall not vest earlier than a minimum vesting period of one year and not later than a maximum vesting period of three years from date of grant. The exercise period in respect of vested options shall be subject to maximum period of four years commencing from the date of vesting. The options granted under ESOP-2023 carry no rights to dividends and no voting rights till the date of exercise.

The fair value of the share options is estimated at the grant date using Black- Scholes Model, taking into account the terms and conditions upon which the share options were granted.

The Company has recognised an expense of INR 248.36 lacs (March 31, 2023 : INR Nil) on grant of INR 3.89 lacs ESOP granted during the period in accordance with Ind AS 102 "Share Based Payments". The carrying amount of ESOP reserve as at 31 March 2024 is INR 266.23 lacs including INR 17.88 lacs issued to the employees of subsidiary Company (March 31, 2023: Nil).

(Amount in INR Lacs)

The exercise price of the share options is ` 10 per equity share. There are no cash settlement alternatives for employees. As at the year end, details and movements of the outstanding options are as follows:

(a) Scheme Name ESOP-2023

Particulars	As at 31 March 2024 (No in lacs)	Weighted average exercise price per share option (INR)	As at 31 March 2023	Weighted average exercise price per share option (INR)
Options outstanding at the beginning of the period/year	-	-	-	-
Options granted during the period/year	3.89	10	-	-
Options forfeited during the period/year	-	-	-	-
Options expired/lapsed during the period/year	-	-	-	-
Options exercised during the period/year	-	-	-	-
Options outstanding at the end of the period/year	3.89	10	-	-

No options expired during the periods covered in the above tables.

Share options outstanding at the end of the period have the following expiry date and exercise prices

Grant date	Vesting date	Date of Expiry	Exercise price (INR)	Share options March 31, 2024 (No in Lacs)*	Share options March 31, 2023
27-09-2023	26-09-2024	4 years from	10.00	0.83	-
27-09-2023	26-09-2025	the date of	10.00	1.67	-
27-09-2023	26-09-2026	vesting date	10.00	1.67	-
				4.17	

*including share option issued to the employees of Subsidiary Company of ` 0.28 lacs.

(b) For options outstanding at the end of the year:

	31 March 2024	31 March 2023
Exercise price range	10	-
Weighted average remaining contractual life (in years)	3	-

(Amount in INR Lacs)

(c) Fair value of options granted:

The fair value of each option is estimated on the date of grant based on the following assumptions:

	ESOP-2023 31 March 2024	ESOP-2023 31 March 2023
Market Price (Rupees)	NA	NA
Dividend yield (%)	0%	NA
Expected life (years)	4.5 - 5.5 Years	NA
Risk free interest rate (%)	6.94% - 6.97%	NA
Volatility (%)	30.06% - 28.34%	NA
Exercise Price (Rupees)	10	NA
Vesting period	3	NA
Fair value of shares on date of grant	240.78	NA
Fair value of options	233.47	NA

The expected life of the share options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The volatility is based on annualised standard deviation of the continuously compounded rates of return based on the peer companies and competitive stocks over a period of time. The Company has determined the market price on grant date based on latest equity valuation report available with the Company preceding the grant date.

43. The Company has migrated from one accounting software (i.e. Dynamics 365 Business Central) from another accounting software (i.e. Navision) during the year. The audit trail feature in respect of the Navision was not enabled. The Company is in the process of establishing necessary controls and documentations regarding audit trail in respect of Dynamics 365 Business Central.

44. The Company have its server physically located in India, however, the backup of the books of account and other books and papers are not maintained in electronic mode on servers physically located in India on daily basis. The management is taking necessary steps to ensure that there is a backup server in India and process for daily back is defined as required under the applicable statute.

As per our report of even date
For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership No: 096333

Place : Gurugram
Date : July 16, 2024

For and on behalf of the Board of Directors of
DEE Development Engineers Limited

K.L. Bansal
Chairman and Managing Director
DIN No. 01125121

Ashima Bansal
Director
DIN No. 01928449

Ranjan Sarangi
Company Secretary
FCS-8604

Sameer Agarwal
Chief Financial Officer

Place : Palwal
Date : July 16, 2024

Independent Auditor's Report

To the Members of DEE Development Engineers Limited

Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying Consolidated Ind AS Financial Statements of DEE Development Engineers Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31 2024, the consolidated Statement of Profit and Loss, including other comprehensive loss, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the Consolidated Ind AS Financial Statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Ind AS Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid Consolidated Ind AS Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at March 31, 2024, their consolidated profit including other comprehensive loss, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

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

Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises annual report, but does not include the consolidated Ind AS financial statements and our 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 consolidated Ind As financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

Responsibilities of Management for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated Ind AS financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive loss, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective companies and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Ind AS 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 Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated Ind AS financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of their respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of their respective companies.

Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Ind AS 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 Ind AS 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 Ind AS 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 Holding 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 management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Ind AS Financial Statements, including the disclosures, and whether the Consolidated Ind AS Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the Consolidated Ind AS 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 Ind AS Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Ind AS Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Ind AS 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.

Other Matter

(a) We did not audit the financial statements and other financial information, in respect of 3 subsidiaries, whose financial statements include total assets of ` 23,683.29 lacs as at March 31, 2024, and total revenues of ` 15,979.28 lacs and net cash inflows of ` 70.44 lacs for the year ended on that date. These financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the Consolidated Ind AS Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of such other auditors.

Our opinion above on the Consolidated Ind AS Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiary companies, incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure 1" a statement on the matters specified in paragraph 3(xxi) of the Order.

2. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

   (a) We/the other auditors whose report we have relied upon 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 Ind AS Financial Statements;

   (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors except for the matters stated in the paragraph 2(i)(vi) below on reporting under Rule 11(g) and that with respect to Holding Company and certain subsidiaries as disclosed in note 43 to the Consolidated Ind AS Financial Statements, the backup of the books of account and other books and papers maintained in electronic mode has not been maintained on servers physically located in India on daily basis as disclosed in note 43 to the Consolidated Ind AS Financial Statements.

   (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Loss, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the Consolidated Ind AS Financial Statements;

   (d) In our opinion, the aforesaid Consolidated Ind AS Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2024 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under

Section 139 of the Act, of its subsidiary companies, none of the directors of the Group's companies, incorporated in India, is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls with reference to Consolidated Ind AS Financial Statements of the Holding Company and its subsidiary companies, incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

(g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Holding Company, its subsidiaries, incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph (b) above on reporting under Section 143(3)(b) and paragraph 2(i)(vi) below on reporting under Rule 11(g)

(i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, as noted in the 'Other matter' paragraph:

i. The Consolidated Ind AS Financial Statements disclose the impact of pending litigations on its consolidated financial position of the Group, in its Consolidated Ind AS Financial Statements – Refer Note 31(B) to the Consolidated Ind AS Financial Statements;

ii. The Group, did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2024;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiaries, incorporated in India during the year ended March 31, 2024.

iv. The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries, to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of its knowledge and belief, no funds have been received by the respective Holding Company or any of such subsidiaries from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) 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 subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.

v. No dividend has been declared or paid during the year by the Holding Company, its subsidiaries companies, incorporated in India.

vi. Based on our examination which included test checks and that performed by the respective auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, the Holding Company did not have a feature of recording audit trail (edit log) facility as disclosed in note 42 to the Consolidated Ind AS Financial Statements. Consequently, we are unable to comment on audit trail feature of as prescribed under Rule 11(g) of The Companies (Audit and Auditors) Rules, 2014.

Further, with respect to two subsidiaries which are companies incorporated in India and whose financial statements have been audited under the Act, except for the instances disclosed in note 42 to the Consolidated Ind AS Financial Statements, the subsidiaries have used accounting softwares for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same were operating throughout the year for all relevant transactions recorded in the softwares. Further, respective auditors of above referred subsidiaries did not come across any instance of audit trail feature being tampered with respect to the accounting softwares.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership Number: 096333
UDIN: 24096333BKELEK4978

Place of Signature: Gurugram
Date: July 16, 2024

ANNEXURE '1' REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE

Re: DEE Development Engineers Limited ("the Company")

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, and based on the consideration of report of the respective auditors of the subsidiary companies incorporated in India, we state that:

(xxi) Qualifications or adverse remarks by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated Ind AS financial statements are:

S. No.	Name	CIN	Holding Co./ Subsidiary	Clause Number of the CARO report which is qualified or is adverse
1	DEE Development Engineers Limited	L74140HR1988PLC030225	Holding	Clause ii(b), Clause vii(a)
2	Malwa Power Private Limited	U40107HR2002PTC067195	Subsidiary	Clause ii(b)

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership Number: 096333
UDIN: 24096333BKELEK4978

Place of Signature: Gurugram
Date: July 16, 2024

ANNEXURE '2' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS OF DEE DEVELOPMENT ENGINEERS LIMTED

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

In conjunction with our audit of the consolidated Ind AS financial statements of DEE Development Engineers Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2024, we have audited the internal financial controls with reference to consolidated Ind AS financial statements of the Holding Company and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the companies included in the Group, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to consolidated Ind AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated Ind AS financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated Ind AS financial statements included obtaining an understanding of internal financial controls with reference to consolidated Ind AS 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 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 in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated Ind AS financial statements.

Meaning of Internal Financial Controls With Reference to Consolidated Ind AS Financial Statements

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

Inherent Limitations of Internal Financial Controls With Reference to Consolidated Ind AS Financial Statements

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

Opinion

In our opinion, the Group, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls with reference to consolidated Ind AS financial statements and such internal financial controls with reference to consolidated Ind AS financial statements were operating effectively as at March 31,2024, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated Ind AS financial statements of the Holding Company, in so far as it relates to two subsidiaries, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiaries incorporated in India.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership Number: 096333
UDIN: 24096333BKELEK4978

Place of Signature: Gurugram
Date: July 16, 2024

Consolidated Balance Sheet

as at 31 March 2024

(Amount in INR lacs)

Particulars	Notes	As at 31 March 2024	As at 31 March 2023
ASSETS			
Non-current assets			
Property, plant and equipment	3	38,732.14	36,475.55
Capital work-in-progress	3	6,569.62	349.14
Goodwill	3(A)	271.18	271.18
Other intangible assets	3(A)	346.87	265.05
Right of use assets	39	2,093.94	1,040.85
Financial assets			
(i) Investments	4	1.00	1.00
(ii) Other financial assets	5(D)	606.82	738.48
Deferred tax assets (net)	15(C)	162.32	319.73
Other non-current assets	6	1,370.09	965.61
Total non-current assets		**50,153.98**	**40,426.59**
Current assets			
Inventories	7	40,003.74	28,918.17
Financial assets			
(i) Trade receivables	5(A)	19,415.14	17,278.25
(iii) Cash and cash equivalents	5(B)	252.92	181.84
(iv) Bank balances other than (ii) above	5(C)	3,265.29	3,097.57
(v) Other financial assets	5(D)	1,691.74	809.52
Other current assets	6	6,133.16	5,913.95
Total current assets		**70,761.99**	**56,199.30**
Total assets		**1,20,915.97**	**96,625.89**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	8	5,303.91	1,060.78
Other equity	9	39,807.87	41,303.50
Total equity		**45,111.78**	**42,364.28**
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	10(A)	8,461.65	6,181.91
(ii) Lease liabilities	11A	1,770.99	881.68
Deferred tax liabilities (net)	15(C)	1,875.13	1,970.56
Provisions	12	11.50	14.82
Other non current liabilities	14	261.72	209.09
Total non-current liabilities		**12,380.99**	**9,258.06**
Current liabilities			
Financial liabilities			
(i) Borrowings	10(B)	35,373.46	29,080.26
(ii) Lease liabilities	11A	440.07	231.97
(iii) Trade payables			
(a) Total outstanding dues of micro enterprises and small enterprises	16	1,050.11	434.12
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	16	21,488.99	12,773.45
(iv) Other financial liabilities	11	740.04	816.24
Provisions	12	496.11	248.30
Other current liabilities	14	3,689.54	1,123.15
Liabilities for current tax (net)	13	144.88	296.06
Total current liabilities		**63,423.20**	**45,003.55**
Total equity and liabilities		**1,20,915.97**	**96,625.89**

Summary of material accounting policies 2

The accompanying notes are an integral part of these consolidated financial statements

As per our report of even date
For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership No: 096333

Place : Gurugram
Date : July 16, 2024

For and on behalf of the Board of Directors of
DEE Development Engineers Limited

K.L. Bansal
Chairman and Managing Director
DIN No. 01125121

Ashima Bansal
Director
DIN No. 01928449

Ranjan Sarangi
Company Secretary
FCS-8604

Sameer Agarwal
Chief Financial Officer

Place : Palwal
Date : July 16, 2024

DEE piping systems

Consolidated Statement of Profit and Loss

For the year ended 31 March 2024

(Amount in INR lacs)

Particulars	Notes	For the year ended 31 March 2024	For the year ended 31 March 2023
I Income			
Revenue from operation	17	78,875.92	59,549.52
Other income	18	1,808.89	1,882.45
Total Income (I)		**80,684.81**	**61,431.97**
II Expenses			
Cost of raw materials consumed	19	33,225.60	22,609.99
Purchases of traded goods		1.73	288.98
Changes in inventories of finished goods, stock in trade and work in progress	20	(5,828.15)	(3,876.74)
Employee benefit expenses	21	13,806.60	11,094.68
Finance costs	24	4,001.91	2,990.22
Depreciation and amortization expense	22	4,506.79	3,772.72
Other expenses	23	27,419.14	22,514.92
Total expenses (II)		**77,133.62**	**59,394.77**
III Profit before tax (I-II)		**3,551.19**	**2,037.20**
IV Tax expense:	15		
(1) Current tax		832.40	849.10
(2) Deferred tax (credit)		98.14	(109.12)
Total tax expense (IV)		**930.54**	**739.98**
V Profit for the year (III-IV)		**2,620.65**	**1,297.22**
VI Other comprehensive income/(loss)	25		
Items that will not be reclassified to profit or loss in subsequent periods:			
Re-measurement gain/ (loss) on defined benefit plans		(142.90)	(86.28)
Income tax effect		36.15	21.75
Items that will be reclassified to statement of profit or loss:			
Exchange differences on translation of foreign operations	9(F)	(32.64)	(66.56)
Other comprehensive income/(loss) for the year, net of tax (VI)		**(139.39)**	**(131.09)**
VII Total comprehensive income for the year, net of tax (V+ VI)		**2,481.26**	**1,166.13**
Earnings per equity share [nominal value of shares INR 10 each (Previous year INR 10 each)]	26		
- Basic earnings per share		4.94	2.45
- Diluted earnings per share		4.92	2.45

Summary of material accounting policies 2

The accompanying notes are an integral part of these consolidated financial statements

As per our report of even date
For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

For and on behalf of the Board of Directors of
DEE Development Engineers Limited

per Rajeev Sawhney
Partner
Membership No: 096333

K.L. Bansal
Chairman and Managing Director
DIN No. 01125121

Ashima Bansal
Director
DIN No. 01928449

Ranjan Sarangi
Company Secretary
FCS-8604

Sameer Agarwal
Chief Financial Officer

Place : Gurugram
Date : July 16, 2024

Place : Palwal
Date : July 16, 2024

Consolidated Statement of changes in equity

For the year ended 31 March 2024

A. Equity share capital:

(Amount in INR lacs)

Particulars	Equity Shares	
	No. in lacs	INR lacs
For the year ended 31 March 2024		
Equity shares of INR 10 each issued, subscribed and fully paid		
At 1 April 2023	106.08	1,060.77
Changes in equity share capital due to prior period errors	-	-
Restated balance as at 1 April 2023	**106.08**	**1,060.77**
Issue of bonus shares [refer note 8 (C)]	424.31	4,243.13
At 31 March 2024	**530.39**	**5303.90**
For the year ended 31 March 2023		
Equity shares of INR 10 each issued, subscribed and fully paid		
At 1 April 2022	106.08	1,060.77
Changes in equity share capital due to prior period errors	-	-
Restated balance as at 1 April 2022	**106.08**	**1,060.77**
Increase/ decrease in share capital	-	-
At 31 March 2023	**106.08**	**1060.77**

B. Other equity

Particulars	Reserves and Surplus					Other Comprehensive Income	Total
	Securities Premium	General reserve	Capital Redemption Reserve	Retained earnings	Employee Stock Option Outstanding Reserve	Foreign Currency Translation Reserve	
Balance as at 01 April 2023	**16,730.93**	**4,077.22**	**508.49**	**19,500.67**	**-**	**486.19**	**41,303.50**
Changes in accounting policies or prior period errors	-	-	-	-	-	-	-
Restated balance as at 01 April 2023	**16,730.93**	**4,077.22**	**508.49**	**19,500.67**	**-**	**486.19**	**41,303.50**
Add/ (less):							
Profit for the year	-	-	-	2,620.65	-	-	2,620.65
Other comprehensive income/ (loss) for the year	-	-	-	(106.75)	-		(106.75)
Utilisation for issue of bonus shares [refer note 8 (C)]	(4,243.13)						(4,243.13)
Add: Share based payment expense for the the year (refer note 38)	-	-	-	-	266.24	-	266.24
Exchange difference on translation of foreign operations	-	-	-	-	-	(32.64)	(32.64)
Balance as at the 31 March 2024	**12,487.80**	**4,077.22**	**508.49**	**22,014.57**	**266.24**	**453.55**	**39,807.87**
Balance as at 01 April 2022	**16,730.93**	**4,077.22**	**508.49**	**18,267.98**	**-**	**552.75**	**40,137.37**
Changes in accounting policies or prior period errors	-	-	-	-	-	-	-
Restated balance as at 01 April 2022	**16,730.93**	**4,077.22**	**508.49**	**18,267.98**	-	**552.75**	**40,137.37**
Add/ (less):							
Profit for the year	-	-	-	1,297.22	-	-	1,297.22
Other comprehensive income/ (loss) for the year	-	-	-	(64.53)	-	-	(64.53)
Exchange difference on translation of foreign operations	-	-	-	-	-	(66.56)	(66.56)
Balance as at the 31 March 2023	**16,730.93**	**4,077.22**	**508.49**	**19,500.67**	**-**	**486.19**	**41,303.50**

Summary of material accounting policies

The accompanying notes are an integral part of these consolidated financial statements

As per our report of even date
For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership No: 096333

Place : Gurugram
Date : July 16, 2024

For and on behalf of the Board of Directors of
DEE Development Engineers Limited

K.L. Bansal
Chairman and Managing Director
DIN No. 01125121

Ashima Bansal
Director
DIN No. 01928449

Ranjan Sarangi
Company Secretary

FCS-8604

Sameer Agarwal
Chief Financial Officer

Place : Palwal
Date : July 16, 2024

Consolidated Statement of Cash Flows

For the year ended 31 March 2024

(Amount in INR lacs)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
A. Operating activities		
Profit before tax	3,551.19	2,037.20
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expense	4,506.79	3,772.72
Loss/ (profit) on sale /discard of property, plant and equipment (net)	6.03	(197.97)
Finance income	(252.34)	(153.12)
Liabilities no longer required written back	(375.89)	(362.06)
Unrealized loss on foreign exchange (net)	(32.64)	(642.09)
Provision of Constingencies	82.15	-
Amortization of deferred revenue	(321.27)	(16.55)
Finance costs	4,001.91	2,990.22
Sundry balances written off	17.97	140.45
Unwinding of amortised cost instruments	(5.90)	-
Employee stock option scheme	266.24	-
Operating profit before working capital changes	**11,444.24**	**7,568.80**
Working capital adjustments:		
(Increase) in trade receivables	(1,761.00)	(2,128.84)
(Increase) in inventories	(11,085.57)	(4,714.92)
Decrease/ (increase) in financial assets	486.16	(1,409.52)
(Increase) in other assets	(220.04)	(880.61)
Increase in trade payables	9,331.55	3,346.23
Increase in provisions	19.44	44.04
Increase in financial liabilities	86.92	417.36
Increase/(decrease) in other liabilities	2,940.28	(258.14)
Cash generated from operations	**11,241.98**	**1,984.40**
Income tax paid (net of refund)	(949.55)	(590.51)
Net cash flows from operating activities A.	**10,292.43**	**1,393.89**
B. Investing activities		
Purchase of property, plant and equipment, capital work in progress and intangible assets	(13,447.97)	(5,864.52)
Proceeds from sale of property, plant and equipment	52.35	282.30
Investments in bank deposits	(3,019.83)	(2,643.34)
Proceeds from redemption/ maturity of bank deposits more than 3 months	1,629.79	2,246.25
Interest received	243.83	782.08
Net cash flows used in investing activities B.	**(14,541.83)**	**(5,197.23)**

Consolidated Statement of Cash Flows

For the year ended 31 March 2024

(Amount in INR lacs)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
C. Financing activities		
Proceeds from long term borrowings	6,054.94	9,260.84
Repayment of long term borrowings	(2,867.65)	(7,103.19)
Proceeds from short term borrowings (net)	5,385.64	5,512.24
Interest paid	(3,732.93)	(3,507.91)
Principle repayment of lease liabilities	(346.55)	(125.40)
Interest paid on lease liabilities	(172.97)	(85.25)
Net cash flows from/ (used in) financing activities C.	**4,320.48**	**3,951.33**
Net increase/ (decrease) in cash and cash equivalents (A + B + C)	**71.08**	**147.99**
Cash and cash equivalents at the beginning of the year	181.84	33.85
Cash and cash equivalents at year end (refer note 5(B))	**252.92**	**181.84**

Components of cash and cash equivalents :

Particulars	As at 31 March 2024	As at 31 March 2023
Cash and cash equivalents (refer note 5 (B)):		
Cash on hand	7.56	8.30
Balance with banks	245.36	173.54
	252.92	**181.84**

Refer note 5C for Change in liabilities arising from financing activities and for non-cash financing and investing activities.

Summary of material accounting policies 2

The accompanying notes are an integral part of these consolidated financial statements

As per our report of even date
For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership No: 096333

Place : Gurugram
Date : July 16, 2024

For and on behalf of the Board of Directors of
DEE Development Engineers Limited

K.L. Bansal
Chairman and Managing Director
DIN No. 01125121

Ashima Bansal
Director
DIN No. 01928449

Ranjan Sarangi
Company Secretary
FCS-8604

Sameer Agarwal
Chief Financial Officer

Place : Palwal
Date : July 16, 2024

Notes to the consolidated financial statements

For the year ended 31 March 2024

1. Corporate Information

DEE Development Engineers Limited ("the DEE" or Holding Company" or the "Parent Company") is a public limited company domiciled in India and has its registered office at Unit 1, Prithla-Tatarpur Road, Village Tatarpur, Dist. Palwal, Haryana- 121102, India (CIN - U74140HR1988PLC030225).

The Holding Company and its subsidiaries (collectively referred as the "Group) are principally engaged in manufacturing of Pre-fabricated Engineering Products, Pipe Fittings, Piping Systems and Biomass based Power Generation. The Group has manufacturing facilities at Tatarpur (Haryana), Barmer (Rajasthan), , Gandhidham (Gujrat), Thailand and Power Generation plant at Abohar (Punjab), Muktasar (Punjab).

The consolidated financial statements was approved for issue in accordance with a resolution of the Board on July 16th, 2024.

2. Material Accounting Policies

a. Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by ministry of corporate affairs under section 133 of Companies Act 2013 (Act) raed with under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the consolidated financial statements.

The financial statements of the group have been prepared on a historical cost basis, except for the following assets and liabilities:

(i) Certain financial assets and liabilities measured at fair value.

(ii) Defined benefit plan- plan assets measured at fair value.

(iii) Derivative financial instruments

The consolidated financial statements are presented in INR and all values are rounded to the nearest lacs (INR 00,000), except when otherwise stated. Certain amounts that are required to be disclosed and do not appear due to rounding off are expressed as 0.00.

b. Basis of consolidation

The consolidated financial statements comprise the financial statements of the holding Co. and its subsidiaries as at March 31, 2024 and 31 March 2023. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent group, i.e., year ended on March 31.

Consolidation procedures are:

Subsidiaries

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

(c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities

c. Goodwill

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquire are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

d. Use of Estimates

The preparation of consolidated financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, reported balances of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Examples of such estimates include provisions for doubtful debts and advances, future obligations under employee retirement benefit plans, useful lives of fixed assets, contingencies, etc. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between actual result and estimates are recognised in the period in which the results are known/ materialise.

e. Operating cycle

Based on the time involved between the acquisition of assets for processing and their realization in cash and cash equivalents, the group has identified twelve months as its operating cycle for determining current and non-current classification of assets and liabilities in the balance sheet.

f. Foreign currencies

The Group financial statements are presented in INR, which is also the Group's functional currency. Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). For each entity the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. For the purpose of consolidation into the financial statement of ultimate parent Group, these financial statements are presented in INR, being the functional and presentation currency of ultimate parent Group. The Group uses the direct method of consolidation and on disposal of a foreign operation the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

On consolidation, the assets and liabilities of foreign operations are translated into INR at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at exchange rates prevailing at the dates of the transactions. For practical reasons, the group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions. The exchange differences arising on translation for consolidation are recognised in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognised in profit or loss.

Transaction and balances

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Group uses an average rate if the average approximates the actual rate at the date of the transaction. The exchange differences arising on translation for consolidation are recognised in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognised in profit or loss.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss in the period in which they arise with the exception of exchange differences on gain or loss arising on translation of non-monetary items measured at fair value which 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 recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

g. Revenue from operations

Revenue from contract with customers

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The Group has concluded that it is the principal in all of its revenue arrangements because it typically controls the goods or services before transferring them to the customer.

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

The Group collects Goods and service tax (GST) on behalf of the government and therefore, these are not economic benefits flowing to the Group. Hence, they are excluded from revenue.

The specific recognition criteria described below must also be met before revenue is recognised.

Sale of Goods

Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer, generally on delivery of the goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

In determining the transaction price for the sale of goods, the Group considers the effects of variable consideration, the existence of significant financing consideration, the existence of significant financing components, non cash consideration, and consideration payable to the customer (if any).

(i) Variable consideration

If the consideration in a contract includes a variable amount, the Group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

Rendering of Services

a) Revenue from erection service is recognised as per the contractual terms and as and when services are rendered.

b) Revenue from job work is recognised at the point in time when control of the goods is transferred to the customer, generally on delivery of the goods.

Interest Income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Rental income arising from operating leases on investment properties is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature.

Sale of Electricity

Revenue from sales of electricity is billed on the basis of recording of supply of electricity through installed meters. Revenue from sales of electricity is accounted for on the basis of billing to customers based on billing cycles followed by the group.

h. Contract balances

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Trade receivables

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (w) Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract

i. Government Grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

j. Taxation

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax includes Minimum Alternate Tax (MAT) and recognises MAT credit available as an asset only to the extent that there is convincing evidence that the Group will pay normal income tax during the specified period i.e. the period for which MAT credit is allowed to be carried forward. The Group reviews the “MAT credit entitlement” asset at each reporting date and writes down the asset to the extent the Group does not have any convincing evidence that it will pay normal tax during the specified period.

For operations carried out under tax holiday period (80IA benefit of Income Tax Act, 1961), deferred tax asset or liabilities if any, have been established for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday period ends.

k. Property, Plant and Equipment

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. All the property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The group, based on technical assessment made by technical expert and management estimate, depreciates plant and machineries of piping division over estimated useful lives of 15 to 25 years which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

In case of other assets, depreciation has been provided on straight line method on the economic useful life prescribed by Schedule II to the Companies Act' 2013. Depreciation on addition to or on disposal of Fixed Asset is calculated on pro rata basis. Addition, to Fixed Assets costing less than or equal to ` 5,000 are depreciated fully in the year of purchase.

An item of property, plant and equipment and any significant part initially recognised 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.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

l. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

Amortisation of intangible assets is allocated on systematic basis over the best estimate of their useful life and accordingly software's are amortised on straight line basis over the period of six years or license period which ever is lower.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised. The Group has no intangible assets with an indefinite life.

Expenditure during construction/installation period is included under capital work-in-progress and the same is allocated to respective Fixed Assets on the completion of its construction.

m. Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

n. Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(a) Right-of-use asset

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Particulars	Useful life (years) As per Management
Leasehold Land	5-10
Computer and data processing equipment	4
Plant & Machinery	5

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (2.n) Impairment of non-financial assets.

(b) Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including insubstance fixed payments) less any lease incentives receivable,variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

(c) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

o. Inventories

Inventories are valued at the lower of cost and net realisable value.

Raw materials, Stores, Spares, Other Materials and Traded Goods	Lower of cost and net realizable value. However, materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated, are expected to be sold at or above cost. Cost is determined on weighted average cost basis. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.
Finished goods	Lower of cost and net realizable value. Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on weighted average cost basis. Cost of finished goods includes excise duty, wherever applicable.
Work in Progress	Work in Progress is valued at the lower of actual cost incurred or net realizable value. Net realisable value is determined after deducting estimated cost expected to be incurred for completion of work. Cost includes direct materials, labour and proportionate overheads. Cost is determined on weighted average cost basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

p. Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are 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. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

q. Provisions

A provision is recognised when Group has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. If the effect of time value of money is material, provisions are discounted using a pre-tax rate that reflects when appropriate, the risks specific to the liability.

r. Retirement and Other Employee Benefits

(i) Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

(ii) Gratuity is a defined benefit plan and provision is being made on the basis of actuarial valuation carried out by an independent actuary at the year end using projected unit credit method, and is contributed to the Gratuity fund managed by the Life Insurance Corporation of India. Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the consolidated statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Compensated Absences

Accumulated leave which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to statement of Profit and Loss in the period in which they occur. The Group presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

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 on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Group has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. 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 OCI. There is no recycling of the amounts from OCI to statement of profit and loss, 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 statement of profit and loss.

Derecognition

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 under a 'pass-through' arrangement; and either (a) the Group has 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.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets. 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 ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that 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.

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.

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. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the Group is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual termsECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the Profit and Loss.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, trade and other payables. All financial liabilities are recognised 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, loans and borrowings including cash credit and financial guarantee contracts.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Group has not designated any financial liability as at fair value through 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 or loss.

s. Derivative financial instruments

The Group uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

t. Fair Value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's management determines the policies and procedures for recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Group's accounting policies. The management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

u. Contingent liability

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

Provisions and contingent liabilities are reviewed at each balance sheet date.

v. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Board of Directors identified as chief operating decision-maker (CODM). The CODM is responsible for allocating resources and assessing performance of the operating segments. Segments are organised based on type of services delivered or provided. Segment revenue arising from third party customers is reported on the same basis as revenue in the group Ind AS financial statements. Segment results represent profits before unallocated corporate expenses and taxes. "Unallocated Corporate Expenses" include expenses that relate to costs attributable to the Group as a whole and are not attributable to segments.

w. Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above as they are considered an integral part of the Group's cash management.

x. Dividend Distributions

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

y. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss (after Tax) for the year attributable to equity shareholders of holding Co. by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share are calculated by dividing the net profit or loss (after Tax) for the year attributable to equity shareholders of holding Co. by the weighted average number of equity shares which would be issued on the conversion of all the dilutive potential equity shares into equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date.

z. Share-based payments

Employees (including senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. Further details are given in Note 41

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the statement of profit and loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the grant date fair value of the unmodified award, provided the original vesting terms of the award are met. An additional expense, measured as at the date of modification, is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

2.1 New and amended Standard adopted by the Group

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31 March 2023 to amend the following Ind AS which are effective for annual periods beginning on or after 1 April 2023. The Group applied for the first-time these amendments.

(i) Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates. The amendments do not have any impact on the Group's financial statements.

(ii) Disclosure of Accounting Policies - Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures. The amendments have had an impact on the Group's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Group's financial statements

(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

The Group previously recognised for deferred tax on leases on a net basis. As a result of these amendments, the Group has recognised a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. Since, these balances qualify for offset as per the requirements of paragraph 74 of Ind AS 12,there is no impact in the balance sheet. There was also no impact on the opening retained earnings as at 1 April 2022.

Apart from these, consequential amendments and editorials have been made to other Ind AS like Ind AS 101, Ind AS 102, Ind AS 103, Ind AS 107, Ind AS 109, Ind AS 115 and Ind AS 34.

2.2 Standards issued but not yet effective

No New standards have been notified year ended March 31, 2024

Notes to the consolidated financial statements

For the year ended 31 March 2024

(Amount in INR Lacs)

3 Property, plant and equipment

Particulars	Freehold land	Buildings	Furniture & fittings	Plant & machinery	Electrical installations and equipment	Office equipment	Motor vehicles	Computers and data processing team	Ropeway Structure	Roads	Moulds & dies	Hydraulic works and pipelines	Total	Capital work-in-progress
Gross block														
As at 01 April 2022	**3,991.30**	**15,904.88**	**792.70**	**25,204.69**	**1,074.97**	**281.08**	**1,083.34**	**936.46**	**37.39**	**125.28**	**702.94**	**157.94**	**50,292.97**	**426.48**
Additions	433.72	1,141.56	141.03	2,696.63	142.58	110.21	223.38	196.02	-	60.84	-	-	5,145.97	1,310.20
Foreign exchange impact	66.75	321.58	2.08	222.59	2.67	7.39	19.23	9.61	-	-	-	-	651.90	-
Disposal	-	- 57.75	- 13.05	- 93.42	-	- 18.71	- 54.06	- 68.84	-	-	-	-	- 305.83	- 1,387.54
As at 31 March 2023	**4,491.77**	**17,310.27**	**922.76**	**28,030.49**	**1,220.22**	**379.97**	**1,271.89**	**1,073.25**	**37.39**	**186.12**	**702.94**	**157.94**	**55,785.01**	**349.14**
Additions	275.61	2,436.08	125.00	3,325.04	56.40	67.09	276.39	108.90	-	-	-	-	6,670.51	10,132.06
Foreign exchange impact	- 55.70	- 268.40	- 1.97	- 188.94	- 2.22	- 6.33	- 16.02	- 8.16	-	-	-	-	- 547.74	-
Disposal	-	-	-	- 61.32	- 4.05	-	- 47.47	- 0.57	-	-	-	-	- 113.41	- 3,911.58
As at 31 March 2024	**4,711.68**	**19,477.95**	**1,045.79**	**31,105.27**	**1,270.35**	**440.73**	**1,484.79**	**1,173.42**	**37.39**	**186.12**	**702.94**	**157.94**	**61,794.37**	**6,569.62**
Accumulated depreciation														
As at 01 April 2022	-	**3,590.94**	**421.49**	**9,196.82**	**658.69**	**207.23**	**496.20**	**662.52**	**15.50**	**81.33**	**343.33**	**79.74**	**15,753.79**	-
Charge for the year (refer note 22)	-	823.37	86.95	2,115.71	101.95	38.03	120.94	141.79	2.66	13.58	66.33	13.04	3,524.35	-
Foreign exchange impact	-	89.75	1.81	100.57	2.37	6.62	6.70	8.90	-	-	-	-	216.72	-
Disposal	-	- 7.54	- 10.73	- 46.18	-	- 17.28	- 40.59	- 63.08	-	-	-	-	- 185.40	-
As at 31 March 2023	-	**4,496.52**	**499.52**	**11,366.92**	**763.01**	**234.60**	**583.25**	**750.13**	**18.16**	**94.91**	**409.66**	**92.78**	**19,309.46**	-
Charge for the year (refer note 22)	-	1,108.34	83.62	2,265.97	90.83	44.22	165.07	153.01	2.67	25.17	61.01	10.18	4,010.09	-
Foreign exchange impact	-	- 83.51	- 1.57	- 94.69	- 2.08	- 5.80	- 7.03	- 7.62	-	-	-	-	- 202.30	-
Disposal	-	-	-	- 15.72	- 2.76	- 0.08	- 36.18	- 0.28	-	-	-	-	- 55.02	-
As at 31 March 2024	-	**5,521.35**	**581.57**	**13,522.48**	**849.00**	**272.94**	**705.11**	**895.24**	**20.83**	**120.08**	**470.67**	**102.96**	**23,062.23**	-
Net Block:														
As at 31 March 2023	**4,491.77**	**12,813.75**	**423.24**	**16,663.57**	**457.21**	**145.37**	**688.64**	**323.12**	**19.23**	**91.21**	**293.28**	**65.16**	**36,475.55**	**349.14**
As at 31 March 2024	**4,711.68**	**13,956.60**	**464.22**	**17,582.79**	**421.35**	**167.79**	**779.68**	**278.18**	**16.56**	**66.04**	**232.27**	**54.98**	**38,732.14**	**6,569.62**

Notes:

i) On transition to Ind AS (i.e. 1 April 2015), the Group has elected to continue with the carrying value of all property, plant and equipment measured as per previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

ii) **Capital work-in-progress**

Capital work-in progress is comprised of expenditure on buildings under construction in respect of factory buildings and capital expenditure on plant and machinery.

iii) **Property plant and equipment pledged as security**

Refer note 10(A) and 10(B) for information on property, plant and equipment pledged as security for borrowings by the Group.

iv) **Contractual obligations**

Refer note 31(A) for disclosure of contractual commitments for the acquisition of property, plant and equipment.

v) **Capitalised borrowing cost**

Borrowing cost capitalised in case of Property, plant and equipment under construction for the year ended 31 March 2024 of Rs 214.02 lacs (31 March 2023: Rs Nil). The rate used to determine the amount of borrowing costs eligible for capitalisation was 9.69 % , 9.75 %, 9.50% and 10.01% (31 March 2023: Nil) which is the effective interest rate of the specific borrowing.

vi) **Assets held in the name of the Group**

The title deeds of all immovable properties (i.e.land and building) are held in the name of the Group as at 31 March 2024 and 31 March 2023 and are pledged with the banks against loan taken by the group.

vii) **Capital work in progress (CWIP) Ageing Schedule**

As at 31 March 2024 *(Amount in INR Lacs)*

	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#	6,489.68	79.94	-	-	**6,569.62**
Projects temporarily suspended	-	-	-	-	**-**
Total	**6,489.68**	**79.94**	**-**	**-**	**6,569.62**

As at 31 March 2023 *(Amount in INR Lacs)*

	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#	349.14	-	-	-	**349.14**
Projects temporarily suspended	-	-	-	-	**-**
Total	**349.14**	**-**	**-**	**-**	**349.14**

There are no projects where activity has been suspended. Also there are no projects as on the reporting date where completion is overdue or which has exceeded cost as compared to its original plan.

viii) **Pre-operative expenses**

During the period, the Group has capitalised the following pre-operative expenses directly relatable to the cost of property, plant and equipment under development, being expenses related to projects. Consequently, expenses disclosed under the respective notes are net of amounts capitalised by the Group.

(Amount in INR Lacs)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Employee benefits expense	273.73	-
Other expenses including, rates and taxes, electricity, and other pre-operative expenses	120.56	-
	394.29	**-**

3. (A) Intangible assets

Particulars	Goodwill*	Other intangible assets- Software	Total
Gross Block			
As at 1 April 2022	**271.18**	**738.42**	**1,009.60**
Additions	-	173.90	173.90
Foreign exchange impact	-	4.51	4.51
Disposal	-	- 52.00	- 52.00
As at 31 March 2023	**271.18**	**864.83**	**1,136.01**
Additions	-	187.74	187.74
Foreign exchange impact	-	- 3.77	- 3.77
Disposal	-	-	-
As at 31 March 2024	**271.18**	**1,048.80**	**1,319.98**
Accumulated Amortisation			
As at 1 April 2022	**-**	**552.84**	**552.84**
Charge for the year (refer note 22)	-	90.09	90.09
Foreign exchange impact	-	4.38	4.38
Disposal	-	- 47.53	- 47.53
As at 31 March 2023	**-**	**599.78**	**599.78**
Charge for the year (refer note 22)	-	105.83	105.83
Foreign exchange impact	-	- 3.68	- 3.68
Disposal	-	-	-
As at 31 March 2024	**-**	**701.93**	**701.93**
Net Block:			
As at 31 March 2023	**271.18**	**265.05**	**536.23**
As at 31 March 2024	**271.18**	**346.87**	**618.05**

Note to the intangible assets:

On transition to Ind AS (i.e. 1 April 2015), the Group has elected to continue with the carrying value of all intangible assets measured as per previous GAAP and use that carrying value as the deemed cost of intangible assets.

* Goodwill arising out of consolidation

Impairment testing of goodwill

Goodwill is tested for impairment at least annually in accordance with the Group's procedure for determining the recoverable value of such assets. The recoverable value was determined using value-in-use (VIU). The VIU is determined as the discounted value of future cash flows by using cash flow projections approved by the senior management for the next five years and is based on internal forecasts, considering the current economic conditions, growth rates and anticipated future economic conditions.

(Amount in INR Lacs)

Appropriate terminal growth rates of 2% (31 March 2023 - 2%) and discount rate of 14.13% (31 March 2023 - 13.68%) are used to forecasted cash flows where the rates are consistent with forecasts included in industry reports and reflects the specific risks relating to the segment in which Company operate. Based on the above, no impairment was identified as of 31 March 2024 and 31 March 2023 as the recoverable value of the segment exceeded the carrying values.

The management believes that any possible changes in the key assumptions would not cause the carrying amount to exceed the recoverable amount of cash generating unit.

Key assumptions used for value in use calculations:

The calculation of value in use is most sensitive to the following assumptions: -

Gross margins – Gross margins are based on average values achieved in the three years preceding the beginning of the budget period. These are increased over the budget period for anticipated efficiency improvements.

Discount rates - Discount rates represent the current market assessment of the risks specific to each CGU, taking into consideration the time value of money and individual risks of the underlying assets that have not been incorporated in the cash flow estimates. The discount rate calculation is based on the specific circumstances of the Group and its operating segments and is derived from its cost of equity. The cost of equity is derived from the expected return on investment by the Group's investors. Segment-specific risk is incorporated by applying individual beta factors. The beta factors are evaluated annually based on publicly available market data. Adjustments to the discount rate are made to factor in the specific amount and risk premium.

4 Investments

Particulars	Non current	
	As at 31 March 2024	As at 31 March 2023
Investments at cost:		
Unquoted		
Investment in foundation		
Atul Krishan Bansal Foundation *	1.00	1.00
- 10,000 (31 March 2023: 10,000) equity shares of INR 10/- each fully paid up		
Total Investment	1.00	1.00
Aggregate amount of unquoted investment	1.00	1.00

* The Holding Company has made investment in its wholly owned subsidiary, which is incorprated under Section 8 of Companies Act 2013 with the objective of carrying out charitable and non-profit activities. The Holding Company is not having control on the activities of the subsidiary company and is not entitled for any variable returns for subsidiary company and thus any surplus or profit generated by the subsidiary company is not for the purpose of distribution among the members. Accordingly, the same has not be considered for consolidation.

5 Financial assets

(A) Trade receivables

Carried at amortised cost

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Unsecured, considered good		
Trade receivables	19,415.14	17,278.25
Total trade receivables (A+B)	**19,415.14**	**17,278.25**

(Amount in INR Lacs)

- No trade or other receivable are due from directors or other officers of the Group either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member .
- No trade receivables are due from related party.
- Trade receivables are non-interest bearing and are generally on terms of 30 to 180 days.
- The Company has derecognised trade receivables amounting INR 5,213.63 lacs (March 31, 2023: INR 6,894.88 lacs) as it had transferred the contractual right andsubstantially transferred all risks and rewards of ownership of these receivables and there is no significant continuing involvement

Trade receivables Ageing Schedule

As at 31 March 2024

Particulars	Current but not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed							
- Considered good	11,722.15	7,177.79	378.15	107.86	17.83	11.36	19,415.14
- Significant increase in credit risk	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-
Disputed	-						
- Considered good	-	-	-	-	-	-	-
- Significant increase in credit risk	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-
TOTAL	**11,722.15**	**7,177.79**	**378.15**	**107.86**	**17.83**	**11.36**	**19,415.14**

As at 31 March 2023

Particulars	Current but not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed							
- Considered good	11,814.35	4,542.74	797.16	57.75	22.99	3.26	17,238.25
- Significant increase in credit risk	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-
Disputed							
- Considered good	-	-	-	-	-	40.00	40.00
- Significant increase in credit risk	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-
TOTAL	**11,814.35**	**4,542.74**	**797.16**	**57.75**	**22.99**	**43.26**	**17,278.25**

(Amount in INR Lacs)

(B) Cash and cash equivalents

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Cash on hand	7.56	8.30
Balances with banks		
On current accounts	18.11	157.91
On EEFC accounts	0.02	-
On cash credit accounts	227.23	15.63
Total cash and cash equivalents	**252.92**	**181.84**

(C) Other bank balances other than cash and cash equivalents

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Bank deposits with		
Fixed deposit with original maturity for more than three month but upto 1 year*	3,265.29	3,097.57
Total other bank balances	**3,265.29**	**3,097.57**

* Deposits given as margin money against non fund based facilities (letter of credit, buyer's credit, bank guarantee) and collateral security.

As at 31 March 2024, the Group has available INR 1,415.48 lacs (31 March 2023: INR 1,973.40 lacs) of undrawn borrowing facilities from various banks.

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates.

Changes in liabilities arising from financing activities

This section sets out an analysis of changes in liabilities arising from financing activities for each of the years presented.

Particulars	Lease liabilities (a)	Borrowings (b)	Total (c=a+b)
As at 1 April 2022	503.17	28,535.92	29,039.09
Cash flows	(125.40)	(7,103.19)	(7,228.59)
Additions	884.23	14,773.07	15,657.30
Deletions	(148.35)	-	(148.35)
Foreign exchange adjustments	-	82.18	82.18
Interest expenses	85.25	2,822.78	2,908.03
Interest paid	(85.25)	(3,507.91)	(3,593.16)
Transaction cost adjustment	(0.00)	(340.68)	(340.68)
As at 31 March 2023	**1,113.65**	**35,262.17**	**36,375.82**

(Amount in INR Lacs)

Particulars	Lease liabilities (a)	Borrowings (b)	Total (c=a+b)
As at 1 April 2023	1,113.65	35,262.17	36,375.82
Cash flows	(346.55)	(2,867.65)	(3,214.20)
Additions	1,443.96	11,440.58	12,884.54
Deletions	-	-	-
Foreign exchange adjustments	-	52.65	52.65
Interest expenses	172.97	3,776.29	3,949.26
Interest paid	(172.97)	(3,732.93)	(3,905.90)
Transaction cost adjustment	-	(96.00)	(96.00)
As at 31 March 2024	**2,211.06**	**43,835.11**	**46,046.17**

(D) Other financial assets

(Unsecured considered good unless otherwise stated)

Particulars	Non Current		Current	
	As at 31 March 2024	**As at 31 March 2023**	**As at 31 March 2024**	**As at 31 March 2023**
Financial assets classified at amortised cost:				
Bank deposits with remaining maturity beyond 12 months *	321.31	555.77	1,456.77	-
Interest receivable	-	-	20.80	12.29
Expense recoverable from shareholder #			192.68	-
Security deposits	285.51	182.71	18.21	37.78
Recoverable from customers**	-	-	-	759.45
Financial assets classified at fair value through profit or loss:				
Foreign exchange forward contracts (refer note below)	-	-	3.28	-
Total	**606.82**	**738.48**	**1,691.74**	**809.52**

* Deposits given as margin money against non fund based facilities (letter of credit, buyer's credit, bank guarantee) and collateral security.

** Recoverable from customer towards freight and other charges reimbursement

Note:

Derivative instruments at fair value through profit or loss reflect the positive change in fair value of those foreign exchange forward contracts that are not designated in hedge relationships, but are, nevertheless, intended to reduce the level of foreign currency risk for expected sales and purchases.

Expense recoverable from shareholder of Rs 192.68 lacs (March 31, 2023: Nil) incurred by the Holding Company is towards proposed Initial Public Offering (IPO) of the equity shares held by the selling shareholder. As per the offer agreement with the selling shareholders, these expenses are recoverable in proportion to the shares that are expected to be offered to the public in the offering.

(Amount in INR Lacs)

Breakup of financial assets carried at amortised cost

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Trade receivables (refer note 5(A))	-	-	19,415.14	17,278.25
Cash and cash equivalents (refer note 5(B))	-	-	252.92	181.84
Other bank balances (refer note 5(C))			3,265.29	3,097.57
Other financial assets (refer note 5(D))	606.82	738.48	1,688.46	809.52
	606.82	**738.48**	**24,621.81**	**21,367.18**

6 Other assets

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Unsecured considered good unless otherwise stated				
Capital advances	1,309.13	853.47	-	-
Prepaid expenses*	60.96	112.14	1,438.41	666.24
Income tax recoverable	-	-	94.70	128.74
Advance to suppliers	-	-	836.98	515.09
Export entitlement receivable	-	-	5.19	19.95
Advance to employees	-	-	17.94	44.67
Balance with government authorities	-	-	3,739.94	4,539.26
Total other assets	**1,370.09**	**965.61**	**6,133.16**	**5,913.95**

* includes IPO expense of Rs 816.68 lacs as at March 31, 2024 (March 31, 2023: Nil) carried forward as prepaid expenses pertaining to Company' share and the aforesaid amount will be adjusted with securities premium at the time of issue of shares in accordance with requirement of Section 52 of the Companies Act, 2013.

7 Inventories

(Valued at lower of cost and net realizable value)

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Raw materials (In transit of INR 1912.92 lacs (31 March 2023: INR: 344.96 lacs))	18,973.28	14,820.55
Finished goods (In transit of INR 526.09 lacs(31 March 2023: INR: 412.55 lacs))	1,144.39	1,598.77
Traded goods	33.33	31.60
Work in progress	15,595.26	9,314.46
Stores and spares	3,733.74	2,650.22
Packing materials	523.74	502.57
Total inventories	**40,003.74**	**28,918.17**

(Amount in INR Lacs)

8 Equity share capital

(A) Authorised share capital:

Particulars	Equity shares		Compulsorily convertible preference shares	
	No. in lacs	INR lacs	No. in lacs	INR lacs
As at 01 Arpil 2022	**187.50**	**1,875.00**	**62.50**	**625.00**
Increase/ (decrease) during the year	-	-	-	-
As at 31 March 2023	**187.50**	**1,875.00**	**62.50**	**625.00**
Increase/ (decrease) during the Year*	500.00	5,000.00	-	-
As at 31 March 2024	**687.50**	**6,875.00**	**62.50**	**625.00**

* During the Year ended March 31,2024, the authorized equity share capital is increased from ` 187.5 lacs equity shares of ` 10 each amounting to ` 1,875 lacs to 687.5 lacs equity shares of ` 10 each amounting to ` 6,875 lacs which was duly approved by the Board of directors at their meeting held on July 27, 2023, and by the shareholders of the Holding Company by means of an ordinary resolution dated July 27, 2023.

(B) i) Terms/ rights attached to equity shares:

The Group has only one class of equity shares having par value of ` 10 per share. Each shareholder is entitled to one vote per share. The dividend except interim dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Holding Company, the equity shareholders will be entitled to receive the remaining assets of the Holding Company after distribution of all preferential amounts, in proportion to their shareholding.

ii) Terms/ rights attached to preference shares

Each convertible preference share has a par value of ` 10 per share and is convertible at the option of the shareholders into equity shares of the Group. The preference shares rank ahead of the equity shares in the event of a liquidation. The Holding Company has not issued the preference share capital.

(C) Issued and paid up equity share capital

Particulars	No. in lacs	INR lacs
Equity shares of INR 10 each issued, subscribed and fully paid:		
As at 01 April 2022	106.08	1,060.78
Increase/ (decrease) during the year	-	
As at 31 March 2023	**106.08**	**1,060.78**
Increase/ (decrease) during the year#	424.31	4,243.13
As at 31 March 2024	**530.39**	**5,303.91**

The Board of Directors at its meeting held on September 7, 2023, approved the bonus issue of four new equity share for every one share held on record date which was approved by the shareholders by means of a special resolution dated September 7, 2023. Through a Board resolution dated September 7, 2023, the Holding Company has allotted 42,431,312 equity shares of ` 10 each as bonus shares to the existing equity shareholders of the Group.

(D) Details of shareholders holding more than 5% shares in the Group:

Particulars	As at 31 March 2024		As at 31 March 2023	
	No. in lacs	% of holding	No. in lacs	% of holding
Mr. Krishan Lalit Bansal	396.39	74.74%	79.28	74.74%
DDE Piping Component Pvt. Ltd.	75.32	14.20%	15.07	14.20%
Mrs. Ashima Bansal	44.00	8.30%	8.80	8.30%

(Amount in INR Lacs)

As per records of the Group, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(E) During the five years immediately preceding 31 March 2024, the Holding Company have not issued any bonus shares, buy-back of shares except given below. Further, no shares have been issued for consideration other than cash.

i) Issue of bonus shares

No of shares (in lacs)

	Ratio	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022	As at 31 March 2021	As at 31 March 2020	As at 31 March 2019
Bonus shares	4:1	424.31	-	-	-	-	-

ii) Buyback of shares

- During the year ended March 31, 2022, the Group has concluded the buyback of 5,084,891 equity shares of face value of INR 10/- each at a price of INR 99 per equity share ("Buyback") for an aggregate amount of INR 503.40 millions, as approved earlier by the Board of Directors on May 07, 2021 and approval of shareholders through special resolution passed in extra ordinary general Meeting dated May 08, 2021.

iii) Share reserved for issue under options

For details of share reserved for issue under the share based payments plan of the Company, please refer note 38

(F) Promoter shareholding:

Details of shares held by promoters

As at 31 March 2024

Promoter Name	No. of shares at the beginning of the year	% of Total Shares	Change during the year#	No. of shares at the end of the period	% of Total Shares	% change during the period
Equity shares of INR 10 each fully paid						
Promoter						
Mr. Krishan Lalit Bansal	79,27,837	74.73%	3,17,11,348	3,96,39,185	74.73%	400.00%
DDE Piping Component P Ltd.	15,06,555	14.20%	60,25,720	75,32,275	14.20%	399.97%
Mrs. Ashima Bansal	8,79,980	8.30%	35,19,920	43,99,900	8.30%	400.00%
Promoter Group						
Mr. Shikha Bansal	2,93,426	2.77%	11,73,704	14,67,130	2.77%	400.00%
Dee Group Trust	-	0.00%	500	500	0.00%	100.00%
Mrs. Shruti Aggarwal	10	0.00%	40	50	0.00%	400.00%
Total	**1,06,07,808**	**100.00%**	**4,24,31,232**	**5,30,39,040**	**100.00%**	**2099.97%**

The Board of Directors at its meeting held on September 7, 2023, approved the bonus issue of four new equity share for every one share held on record date which was approved by the shareholders by means of a special resolution dated September 7, 2023. Through a Board resolution dated September 7, 2023, the Holding Company has allotted 42,431,312 equity shares of ` 10 each as bonus shares to the existing equity shareholders of the Holding Company.

(Amount in INR Lacs)

As at 31 March 2023

Promoter Name	No. of shares at the beginning of the year	% of Total Shares	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of INR 10 each fully paid						
Promoter						
Mr. Krishan Lalit Bansal	79,27,837	74.73%	-	79,27,837	74.73%	-
DDE Piping Component P Ltd.	15,06,555	14.20%	-	15,06,555	14.20%	-
Mrs. Ashima Bansal	8,79,990	8.30%	(10)	8,79,980	8.30%	-0.001%
Promoter Group						
Mr. Atul Krishan Bansal	2,93,326	2.77%	(2,93,326)	-	-	-100%
Mrs. Shikha Bansal	100	0.00%	2,93,326	2,93,426	2.77%	293326%
Mrs. Shruti Aggarwal	10	0.00%	-	10	0.0001%	-
Total	**1,06,07,818**	**100.00%**	**(10)**	**1,06,07,808**	**100.00%**	**-0.0001%**

9 Other equity

Particulars	As at 31 March 2024	As at 31 March 2023
(A) Securities premium		
Opening balance	16,730.93	16,730.93
Utilised on issue of bonus shares [refer note 8 (C)]	(4,243.13)	-
Closing balance	**12,487.80**	**16,730.93**
(B) General reserve		
Opening balance	4,077.22	4,077.22
Increase/(decrease) during the year	-	-
Closing balance	**4,077.22**	**4,077.22**
(C) Capital Redemption Reserve		
Opening balance	508.49	-
Increase/ (decrease) during the year#	-	508.49
Closing balance	**508.49**	**508.49**
(D) Employee Stock Option Outstanding Reserve	.	
Opening balance	-	-
Add: Share based payment expense for the year	266.24	-
Less: Transferred to securities premium on exercise of stock options	-	-
Closing balance	**266.24**	**-**
(E) Retained earnings		
Opening balance	19,500.67	18,267.98
Add: Profit for the year	2,620.65	1,297.22
Add : transfer from Other Comprehensive Income*	(106.75)	(64.53)
Closing balance	**22,014.57**	**19,500.67**

(Amount in INR Lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
(F) Foreign currency translation reserve		
Opening balance	486.19	552.75
Add : Changes during the year	(32.64)	(66.56)
Closing balance	**453.55**	**486.19**
Total reserves	**39,807.87**	**41,303.50**

* The disaggregation of changes in OCI by each type of reserves in equity is disclosed in note 25.

Nature and purpose of reserves :

Securities premium reserve

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

General reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid-up capital of the Holding Company for that year, then the total dividend distribution is less than the total distributable results for that year. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

Capital redemption reserve

The Capital redemption reserve has been created in accordance with provision of the Companies Act, 2013 with respect to buy back of equity shares from the market during the previous year.

Foreign currency translation reserve

Exchange differences arising on translation of the foreign operations are recognised in other comprehensive income as described in accounting policy and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed-off.

Retained earnings

Retained earnings are the profits/(loss) that the Group has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

Employee stock option outstanding reserve

Employee stock option outstanding reserve is used to record the fair value of equity-settled share based payment transactions with employees.

Breakup of Financial liabilities carried at amortised cost

Particulars	Non-current portion		Current maturities	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Non-current borrowings (Refer note 10(A))	8,461.65	6,181.91	-	-
Lease liabilities (refer note 11A)	1,770.99	881.68	440.07	231.97
Current borrowings (refer note 10(B))	-	-	35,373.46	29,080.26
Trade payable (refer note 16)	-	-	22,539.10	13,207.57
Other financial liabilities (refer note 11)	-	-	740.04	645.83
Total	**10,232.64**	**7,063.59**	**59,092.67**	**43,165.63**

(Amount in INR Lacs)

10 Borrowings

(A) Non-current borrowings

Particulars	Non-current portion		Current maturities	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Secured				
Term Loan				
a. From Banks [refer note (i) to (vii)]	7,209.29	5,196.56	3,105.23	2,142.73
b. Vehicle Loan from Banks [refer note (viii) to (ix)]	292.19	249.29	172.66	100.53
c. From Non-Banking Financial Company (refer note (a) below)	-	-	160.00	-
Unsecured				
a. From Directors (refer note (xiii) below)	500.00	325.00	110.00	305.35
b. From relative of directors (refer (xi)	335.72	328.84	-	
c. From Non-Banking Financial Company (refer x below)	124.45	-	223.81	-
d. Other loans (refer (xii))	-	82.22	-	205.53
	8,461.65	6,181.91	**3,771.70**	2,754.14
Less: current maturities of long term debts disclosed under 'short term borrowings' (refer note 10(B))	-	-	(3,771.70)	(2,754.14)
Total non-current borrowings	**8,461.65**	**6,181.91**	**-**	**-**

Repayment schedule of non-current borrowing :

Particulars	Tenure	As at 31 March 2024		As at 31 March 2023	
		Outstanding amount	Remaining repayment Instalments	Outstanding amount	Remaining repayment Instalments
Secured					
(i) 1 YR MCLR of 7.25% + Business Strategy Spread ('BSS') of 0.30% +Credit Risk premium ('CRP') of 0.40% presently effectively 7.95% p.a. (31 March 2023 : 1 YR MCLR of 7.25% + Business Strategy Spread ('BSS') of 0.30% +Credit Risk premium ('CRP') of 0.40% presently effectively 7.95% p.a. [refer note a] Repayable in 20 equal quarterly installment starting from July 2019	June 2024	-	Nil	45.00	1 equal quarterly instalments
(ii) 3 Month TB + 2.96% presently effectively 9.60% p.a. (31 March 2023: 3 Month TB + 2.96% presently effectively 9.53% p.a. [refer note b] Repayable in 20 equal quarterly installments staring from Oct 2022	April, 2028	1,723.74	10 - 13 equal quarterly nstalments	1,049.93	14 equal quarterly instalments
(iii) Repo Rate (6.50%) + Spread (3.25%) p.a. presently effectively 9.75% p.a. payable at monthly rests (refer note a) Repayable in monthly installments starting from May 24	Oct, 2028	1,976.32	43 equal monthly instalments	-	-

(Amount in INR Lacs)

Particulars	Tenure	As at 31 March 2024		As at 31 March 2023	
		Outstanding amount	Remaining repayment Instalments	Outstanding amount	Remaining repayment Instalments
Secured					
(iv) 1 Year MCLR + 1%, presently 8.25% effectively with monthly rest (31 March 2023: 1 Year MCLR + 1%, = 8.25% effectively with monthly rest) (refer note a) Repayable in 48 equal monthly installments starting from November 2022	October, 2026	589.79	19 equal monthly instalments	962.29	31 equal monthly instalments
(v) 9.50% p.a. i.e. ROI equal to LTLR less 9.80% Repayable in 54 equal monthly instalments staring from February 2024	July, 2028	1,090.74	40 equal monthly instalments	-	-
(vi) Presently 7.5% p.a to 10.35% p.a. (31 March 2023: 7.5% p.a to 10.35%) p.a. (refer note b) Repayable in 83 equal monthly installments starting from April 2021	November, 2027	70.86	6-35 Equal monthly instalments	159.45	2-36 Equal monthly instalments
(vii) Presently MLR- 0.25% p.a., (31 March 2023: 3M LIBOR plus .25% p.a. refer note d) Repayable in 60 equal monthly installments starting from March 2023	February 2028	1,528.78	35 Equal monthly instalments	2,029.78	47 Equal monthly instalments
(viii) Presently 8% to 8.6% (31 March 2023: 8% to 8.60%) (refer note c) Repayable in 16 equal quarterly installments from Oct 2021 and 48 Monthly installment from October 2022	September, 2026	120.81	1 equal quarterly instalments and 18 Monthly installments	794.54	‘ 5 equal quarterly instalments and 30 Monthly instalments
(ix) Repo rate+3.60% presently 9.25% (31 March 2023: ‘Repo rate+3.60% presently 10.10%) (refer note c) Repayable in 36 equal monthly installments starting from June 2022	May,2025	108.25	2 equal monthly instalments	155.56	14 equal monthly instalments
(x) Presently 8.85% to 10.00%, (31 March 2023: 8.35% to 10.15% p.a.) (Refer Note f) Repayable in monthly installments starting from December 2021	May, 2028	205.11	8-38 equal monthly instalments	188.43	19-48 equal monthly instalments
(xi) Presently 4.18% to 6.52% - p.a., (31 March 2023: 4.18% to 6.52%) p.a. refer note f) Repayable in monthly installments starting from June 2019	July, 2026	87.08	16 equal monthly instalments	60.87	5- 16 equal monthly instalments
Unsecured					
(xii) Presently 8% - p.a., (31 March 2023: 8%) p.a.	June 2025	335.72	Annually	328.84	Annually
(xiii) ‘Presently 14% - p.a., (31 March 2023: 14%) p.a.	December 2024	-	Annually	82.22	Annually
(xiv) ‘Presently 12% - p.a. Repayable in monthly installments starting from January 2024	December 2026	124.45	21 equal monthly instalments	-	
(xv) Interest free loans from directors	June 2025	500.00	Annually	325.00	Annually
		8,461.65		**6,181.91**	

(Amount in INR Lacs)

i) Security clauses

a) Term loan of ` 7,539.21 lacs (31 March 2023: ` 3,173.04 lacs) is secured by way of

i) first pari-passu charge on the fixed assets and current assets of the Piping Unit of the Company ii) exclusive charges on the current assets of the 8 MW power plant, of the Company iii) first pari-passu charges on the Land & Building situated at plant No-1 and 2, Tatarpur Road, District. Palwal iv) first pari-passu charge on the property situated at Jatola Road, Tatarpur Industrial Area Maidapur, Tehsil & Distt. Palwal measuring 1,770.00 sq. Yards, v) first pari-passu charge on the fixed deposit of ` 350 lacs. vi) second pari-passu charge on the basis of equitable mortgage over residential house situated at 1255, sector 14 Faridabad, ownership in the name of Mr. Krishan Lalit Bansal [(Chairman and Managing Director) (area 500 Sq. yards)], vii) first pari-passu charges basis on net block of the 8 MW power unit at Gaddadhob, Tehsil - Abohar, Distt - Firozpur, Punjab viii) first pari-passu charge on the property situated at Unit 11, Unit 12 and Unit 13, First Floor, Block No: II SIDCO Electronic Complex, Thiru VI Ka Industrial Estate, Gundy, Chennai, measuring 5,231.07 Sq. ft. in the name of the Company. ix) Pari-passu charge with other Term Lender for the new unit on the project asset funded out of Term Loan by way of hypothecation on entire plant and machineries and MFA of that unit. x) Pari-passu charge by way of Equitable Mortgage of factory land and building at the proposed plant measuring 9 Acres (approx) situated at REVENUE Survey No. 28 P/1, Village - Lakhapar, State Highway Satapar Lakhapar Road, Taluka Anjaar, Dist Kutch, Gujarat, with other Term Lender of the new unit xi) Pari-passu charge by way of Equitable Mortgage of factory land, building and sheds at the proposed plant on land measuring of 34 Acres 28 Guntha (approx) situated at revenue survey No. 576/1, 567/2, 568/1, 579/Paiki 3, 579/Paiki 2, 578, 577/Paiki 1, with other Term Lender of the new unit.

ii) First pari passu charge on all the current assets of Piping unit and Power unit, both present and future along with book-debts, bills, outstanding monies and receivables, all the fixed assets of power unit, Immovable property of 1770 Sq. Yard situated at Jatola Road, Tatarpur Industrial area, Maidapur of Piping unit, all the fixed assets situated at Chennai, Fixed deposit of ` 350 lacs and exclusive charge on fixed deposit of ` 15 lacs in favour of Bank of India. Further, there is Second pari passu charge on all the movable fixed assets, both present and future, of piping unit (excluding assets given against first pari passu charge) and Residential house of Promoter situated at 1255, sector 14, Faridabad, Guaranteed Emergency Credit Loan (GECL) is secured by second charge of all the primary/collateral security available for existing facility.

b) Term loan of INR 950.10 lacs (31 March 2023: INR 1,671.14 lacs) is secured by way of exclusive charge all existing and future movable fixed assets situated at Anjar, Gujarat.

c) Term loan outstanding for INR 1,985.21 (31 March 2023: INR 2,495.11) is secured by way of i) exclusive charge on land and building situated at Chachoengsao Thailand of the Group, ii) exclusive charges in fixed assets including plant and machinery of the Group.

d) Further, term loan are secured by Irrevocable and unconditional, joint and several personal guarantee of the promoters.

e) Vehicle loan of INR 464.85 lacs (31 March 2023: INR 349.82 lacs) is secured by way of charges on vehicle owned by the Group against which such loan is obtained.

f) **Loan Covenants:**

Term loan contain certain debt covenants relating to security cover, debt-equity ratio the Group has satisfied all debt covenants prescribed in the terms of term loan.

g The group has not defaulted on any loans payable.

h) All term loans availed by the group have been utilised for the purpose for which they have been obtained.

(Amount in INR Lacs)

(B) Current borrowings

Particulars	As at 31 March 2024	As at 31 March 2023
Secured		
a) Loans repayable on demands from banks (refer note a and c below)		
(i) Cash credit	10,312.44	8,664.98
(ii) Working capital demand loan	16,690.00	14,240.00
b) Buyer's credit from banks (refer note a and c below)	3,895.22	3,421.14
c) Current maturities of long-term debts [refer note 10(A)]	3,437.88	2,448.79
Unsecured		
(i) From Non-Banking Financial Company (refer note (b) below)	351.93	-
ii) Current maturities of long-term debts (refer note 10(A))	223.81	-
c) Loans repayable on demands from others		
i) Interest free loan from directors	462.18	305.35
Total	**35,373.46**	**29,080.26**

Notes:

a) The rate of interest on loan taken from banks is ranging from 4.36 % p.a. to 12.15% p.a. (March 31, 2023 - 6.50 % p.a. to 10.85% p.a.)

b) The rate of interest on loan taken from Non Banking Financial Company is ranging from 11.75% to 15% (31 March 2023: 10%-12%).

c) 1) Cash credit facilities, Working Capital Demand Loan, Buyer credit and Export Packing Credit of INR 27,878.29 lacs (31 March 2023: INR 23,661.27 lacs) is secured by way of i) Second pari-passu charge on the fixed assets and first pari passu charge on the current assets of the Piping Unit of the holding company ii) exclusive charges on the current assets of the 8 MW power plant, of the holding Company iii) Second pari-passu charges on the Land & Building situated at plant No-1 and 2, Tatarpur Road, District. Palwal iv) first pari-passu charge on the property situated at Jatola Road, Tatarpur Industrial Area Maidapur, Tehsil & Distt. Palwal measuring 1,770.00 sq. Yards, v) first pari-passu charge on the fixed deposit of INR 350 lacs and exclusive charge on the fixed deposit of INR 15 lacs to bank of india vi) First pari-passu charge on the basis of equitable mortgage over residential house situated at 1255, sector 14 Faridabad, ownership in the name of Mr. Krishan Lalit Bansal [(Chairman and Managing Director), vii) first pari-passu charges basis on net block of the 8 MW power unit at Gaddadhob, Tehsil - Abohar, Distt - Firozpur, Punjab viii) first pari-passu charge on the property situated at Unit 11 and Unit 12, First Floor, Block No: II SIDCO Electronic Complex, Thiru VI Ka Industrial Estate, Gundy, Chennai in the name of the holding Company.

2) 'Cash credit facilities and Working Capital Demand Loan of INR 3,019.37 lacs (31 March 2023: INR 2,664.85 lacs) is secured by way of first pari-passu charge on all the current assets i.e. present and future stock of raw material, work in progress, finished goods, store & spares, book debts etc. of respective wholly owned subsidiary namely Malwa Power Private Limited, DEE Fabricom India Private Limited and DEE Piping System (Thailand) Co. Ltd.

Further, Cash credit, WCDL and Buyers Credit are secured by irrevocable and unconditional, joint and several personal guarantee of the promoters and corporate guarantee of DDE Piping Components Private Limited.

d) **Detail of Quarterly statement/ returns of current assets filed by the Group with banks and reconciliation with the books of accounts**

(Amount in INR Lacs)

31 March 2024

Quarter ended	Name of the Bank	Amount as per books (A)	Amount as reported in the quarterly return/ statement(B)	Amount of difference (A-B)	Reason for material discrepancies
Inventory					The quarterly statements filed with banks within stipulated time, were provisional, based on the unaudited books of account which did not include the adjustments recorded by the Group at the time of preparation/finalization of financial statements as at and for the year end.
June-2023		25,884.77	24,662.64	1,222.13	
September-2023		33,048.73	31,856.06	1,192.67	
December-2023		37,947.34	33,734.54	4,212.80	
March-2024	Bank	35,199.36	30,620.95	4,578.41	
Trade Receivable	of India				
June-2023		14,734.72	14,708.40	26.32	
September-2023		16,455.32	15,042.54	1,412.78	
December-2023		15,082.35	15,493.54	(411.19)	
March-2024		16,274.54	17,899.11	(1,624.57)	

* The Statement submitted for quarter ended March 2024 is based on amount as on March 29, 2024 in accordance with timeline for submission with Bank. However, amount in column B is based on statement as on March 29, 2024 adjusted up to March 31, 2024.

31 March 2023

Quarter ended	Name of the Bank	Amount as per books (A)	Amount as reported in the quarterly return/ statement(B)	Amount of difference (A-B)	Reason for material discrepancies
Inventory					The quarterly statements filed with banks within stipulated time, were provisional, based on the unaudited books of account which did not include the adjustments recorded by the Group at the time of preparation/finalization of financial statements as at and for the period end.
June-2022		19,933.51	19,181.19	752.32	
September-2022		19,950.19	18,651.69	1,298.50	
December-2022		23,930.35	23,036.50	893.85	
March-2023*	Bank	24,259.70	24,458.29	(198.59)	
Trade Receivable	of India				
June-2022		11,140.85	11,116.89	23.96	
September-2022		13,237.07	12,785.67	451.40	
December-2022		12,643.32	12,694.35	(51.03)	
March-2023*		13,679.56	13,113.06	566.50	

* The Statement submitted for quarter ended March 2023 is based on amount as on March 29, 2023 in accordance with timeline for submission with Bank. However, amount in column B is based on statement as on March 29, 2023 adjusted up to March 31, 2023.

(Amount in INR Lacs)

11 Other financial liabilities

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Financial liabilities at fair value through profit or loss:		
Foreign exchange forward contracts	-	170.41
Financial liabilities carried at amortised cost:		
Creditors for capital goods	138.89	398.01
Interest accrued and not due on borrowings	223.21	127.20
Others payable**	377.94	120.62
Total other financial liabilities	**740.04**	**816.24**

Foreign exchange forward contracts

While the Group entered into other foreign exchange forward contracts with the intention of reducing the foreign exchange risk of expected sales and purchases, these other contracts are not designated in hedge relationships and are measured at fair value through profit or loss.

** liability for customer claim

11A Lease Liabilities

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Lease Liabilities (refer note 39)	1,770.99	881.68	440.07	231.97
Total lease liabilities	**1,770.99**	**881.68**	**440.07**	**231.97**

12 Provision

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Provision for employee benefits				
Provisions for gratuity (refer note 29)	11.50	8.99	141.40	76.43
Provision for compensated absences	-	5.83	272.56	171.87
Others				
Provision for Litigation {refer point a}	-	-	82.15	-
Total	**11.50**	**14.82**	**496.11**	**248.30**

(Amount in INR Lacs)

a The Provision for contingencies is recognised with respect to estimated cost for meeting unascertained liabilities against anticipated demand or penalty in relation to ongoing litigation under goods and service tax department and custom authorities. The table below given information about the movement in provision for contingencies:

Particulars	As at 31 March 2024	As at 31 March 2023
At the beginning of the year	-	-
Created during the year	82.15	-
Paid/adjusted during the year	-	-
At the end of the year	**82.15**	-

13 Liabilities for current tax (net)

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Provision for current tax (net of advance tax and TDS receivable)	144.88	296.06
Total liabilities for current tax (net)	**144.88**	**296.06**

14 Other liabilities

Particulars	Non Current		Current	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Statutory dues	-	-	268.60	210.58
Deferred revenue:				
Deferred revenue	261.72	209.09	112.43	-
Contract liabilities - Advance received from customers (refer note 17)	-	-	3,308.51	912.57
Total other liabilities	**261.72**	**209.09**	**3,689.54**	**1,123.15**

15 Income tax

(A) The major components of income tax expense For the year ended 31 March 2024 and year ended 31 March 2023 are:

Statement of profit and loss:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
a) Income tax expense reported in the profit or loss section		
Current income tax:		
- Current income tax charge	832.40	849.10
Deferred tax:		
- Relating to origination and reversal of temporary differences	98.14	(109.12)
Income tax expense reported in the profit or loss section	**930.54**	**739.98**
b) Other comprehensive income section		
Deferred tax related to items recognised in OCI during in the year:		
Re-measurement gain/(loss) on defined benefit plans	(36.15)	(21.75)
Income tax charged to other comprehensive income section	**(36.15)**	**(21.75)**

(Amount in INR Lacs)

(B) Reconciliation of tax expense and the accounting profit multiplied by holding company's rate for 31 March 2024 and 31 March 2023:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Accounting profit before tax	3,551.19	2,037.20
At India's statutory income tax rate of 25.168% (31 March: 2023 25.168%)	893.76	512.72
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Adjustments of tax related to earlier years	(47.19)	(3.41)
Tax impact of expenses not deductible under Income-tax Act, 1961	5.50	18.63
Impact on account of utilisation of carry forward/current year losses	(86.34)	291.76
Impact on account of difference in tax rate	(58.80)	(28.29)
Others	223.61	(51.43)
Income tax expense	**930.54**	**739.98**
Income tax expense reported in the statement of profit and loss	**930.54**	**739.98**

(C) Movement in deferred tax balances

As at March 31, 2024

Particulars	As at 31 March 2023	Recognised in statement of profit and loss	Recognized in OCI	As at 31 March 2024
(i) Deferred tax assets				
Unabsorbed business losses, depreciation and amortisation	452.94	(145.86)	-	307.08
Lease liabilities	48.00	(1.09)	-	46.91
Provision for employee benefits	0.30	4.90	(0.40)	4.80
Deferred tax assets (A)	**501.24**	**(142.05)**	**(0.40)**	**358.79**
Property, plant and equipment and other intangible assets - depreciation, impairment and amortisation	(129.41)	(14.64)	-	(144.05)
Right of use assets	(52.10)	(0.32)	-	(52.42)
Deferred tax liabilities (B)	**(181.51)**	**(14.96)**	-	**(196.47)**
Deferred tax assets (net) (C) = (A - B)	**319.73**	**(157.01)**	**(0.40)**	**162.32**
(ii) Deferred tax liabilities				
Provision for employee benefits	57.80	(4.11)	36.55	90.24
Lease liabilities	213.97	266.13	-	480.10
Expenditure allowed for tax purposes on payment basis	-	18.77	-	18.77
Deferred tax assets (D)	**271.77**	**280.79**	**36.55**	**589.11**
Right of use assets	(228.19)	(275.87)		(504.06)
Property, plant and equipment and other intangible assets - depreciation, impairment and amortisation	(2,412.14)	156.60	-	(2,255.54)

(Amount in INR Lacs)

Particulars	As at 31 March 2023	Recognised in statement of profit and loss	Recognized in OCI	As at 31 March 2024
Others	42.89	(15.17)	-	27.72
Deferred tax liabilities (E)	**(2,597.44)**	**(134.44)**	-	**(2,731.88)**
Subtotal (F) = (D - E)	**(2,325.67)**	**146.35**	**36.55**	**(2,142.77)**
Minimum alternate tax credit entitlement(G)	355.11	(87.47)	-	267.64
Net Deferred tax libaility - (H) = (F + G)	**(1,970.56)**	**58.88**	**36.55**	**(1,875.13)**
Net deferred tax assets/(liabilities) - (C+H)	**(1,650.83)**	**(98.14)**	**36.15**	**(1,712.81)**

As at March 31, 2023

	As at 31 March 2022	Recognised in statement of profit and loss	Recognized in OCI	As at 31 March 2023
(i) Deferred tax assets				
Unabsorbed business losses, depreciation and amortisation	390.68	62.26	-	452.94
Right of use assets	48.97	(0.97)	-	48.00
Provision for employee benefits	1.56	(1.26)	-	0.30
Deferred tax assets (A)	**441.21**	**60.03**	-	**501.24**
Lease liabilities	(57.64)	5.54		(52.10)
Property, plant and equipment and other intangible assets - depreciation, impairment and amortisation	(135.54)	6.13	-	(129.41)
Deferred tax liabilities (B)	**(193.18)**	**11.67**	-	**(181.51)**
Deferred tax assets (net) (C) = (A - B)	**248.03**	**71.70**	-	**319.73**
(ii) Deferred tax liabilities				
Unabsorbed business losses, depreciation and amortisation	45.10	(45.10)	-	-
Right of use assets	60.28	153.69		213.97
Provision for employee benefits	47.00	(10.95)	21.75	57.80
Others	0.90	(0.90)	-	-
Deferred tax assets (D)	**153.28**	**96.74**	**21.75**	**271.77**
Lease liabilities	(69.00)	(159.19)		(228.19)
Property, plant and equipment and other intangible assets - depreciation, impairment and amortisation	(2,430.01)	17.86	-	(2,412.15)
Others	(14.53)	57.42	-	42.89
Deferred tax liabilities (E)	**(2,513.54)**	**(83.91)**	-	**(2,597.45)**
Subtotal (F) = (D + E)	**(2,360.26)**	**12.84**	**21.75**	**(2,325.68)**
Minimum alternate tax credit entitlement(G)	330.53	24.58	-	355.11
Net Deferred tax libaility - (H) = (F + G)	**(2,029.73)**	**37.41**	**21.75**	**(1,970.56)**
Net deferred tax assets/(liabilities) - (C+H)	**(1,781.70)**	**109.11**	**21.75**	**(1,650.83)**

Indian wholly owned subsidiary has paid Minimum Alternate Tax (MAT) of INR 209.41 lacs (31 March 2023: of INR 355.11 lacs) that are available for offsetting for fifteen years against future taxable profits under Income Tax Act, 1961 of the companies. Majority of these MAT Credit will expire during AY 2033-34 to 2038-39.

(Amount in INR Lacs)

16 Trade Payables

Particulars	Current	
	As at 31 March 2024	As at 31 March 2023
Trade Payables		
- Total outstanding dues of micro enterprises and small enterprises #	1,050.11	434.12
- Total outstanding dues of creditors other than micro enterprises and small enterprises*	21,488.99	12,773.45
Total trade payables	**22,539.10**	**13,207.57**

Trade Payable Ageing Schedule

As at 31 March 2024	Outstanding for following periods from due date of payment					Total
	Not Due*	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises	1,037.48	12.63	-	-	-	1,050.11
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,722.74	18,544.59	188.71	-	32.95	21,488.99
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
TOTAL	**3,760.22**	**18,557.22**	**188.71**	**-**	**32.95**	**22,539.10**

***Including unbilled**

As at 31 March 2023	Outstanding for following periods from due date of payment					Total
	Not Due*	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises		434.12	-	-	-	434.12
Total outstanding dues of creditors other than micro enterprises and small enterprises	146.76	12,453.28	158.55	8.24	6.63	12,773.45
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
TOTAL	**146.76**	**12,887.39**	**158.55**	**8.24**	**6.63**	**13,207.57**

***Including unbilled**

Terms and conditions of the above financial liabilities:

- Trade payables are non-interest bearing and are normally settled on 0 to 75-day terms
- For terms and conditions relating to related party payables, refer to note 30
- For explanations on the Group’s credit risk management processes, refer to note 35

(Amount in INR Lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
*** Includes following :**		
Acceptances ^	7,995.82	3,505.16
For payable to related parties (refer note 30(C))	423.17	385.24

^ Acceptances includes transactions where Company bank issues a letter of credit guaranteeing payment to seller's bank. Seller ships goods, presents documents complying with LC terms to receive payment from buyer's bank, ensuring secure domestic / international transactions on due date. while the Company records the liability until settling with the bank usually within 90 days. Also includes arrangements where suppliers of goods and services are initially paid by the banks, while Group continues to recognize the liability till settlement with the banks, which are normally effected within a period of 89 days to 120 days.

 # Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

Particulars	As at 31 March 2024	As at 31 March 2023
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	1,050.11	434.12
Principal amount due to micro enterprises and small enterprises	1,050.11	434.12
Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period/year) but without adding the interest specified under the MSMED Act 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-

17 Revenue from operations

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from contracts with customers		
Sale of products:		
Sale of finished goods	43,473.30	28,361.86
Sale of traded goods	-	467.37
Sale of electricity	8,189.52	7,375.92
Sale of service:		
Job work	26,002.74	22,298.66
Erection and Design services	199.18	193.90

(Amount in INR Lacs)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Other Operating Income:	-	
Sale of Scrap	994.25	812.11
Export Incentive	16.93	39.70
Total revenue from opeartions	**78,875.92**	**59,549.52**
Within India	45,994.49	32,690.37
Outside India	32,881.43	26,859.15
Total revenue from opeartions	**78,875.92**	**59,549.52**
Timing of revenue recognition		
Revenue recognition over a period of time	199.18	193.90
Revenue recognition at a point of time	78,676.74	59,355.62
Total revenue from opeartions	**78,875.92**	**59,549.52**

Contract Balances

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Trade receivables from contracts under Ind AS 115 (refer note 5(A))	19,415.14	17,278.25
Contract liabilities		
Advance from customers (refer note 14)	3,308.51	912.57

Contract liabilities include amount received from customers as per the terms of sales order to deliver goods. Once the goods are completed and control is transferred to customers the same is adjusted accordingly.

Significant changes in the contract assets and the contract liabilities balances during the year ended 31 March 2024 and Year ended 31 March 2023 are as follows:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Movement of contract liability		
Amounts included in contract liabilities at the beginning of year	912.57	940.58
Performance obligations satisfied during the the year	(912.57)	(940.58)
Amount received/ adjusted against contract liability during the year	3,308.51	912.57
Amounts included in contract liabilities at the end of the year	**3,308.51**	**912.57**

Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue as per contracted price	79,265.68	59,549.52
Adjustments		
Sales return	(389.76)	-
Discount	-	-
Total revenue from operations	**78,875.92**	**59,549.52**

(Amount in INR Lacs)

Performance obligation

Information about the group performance obligations for material contracts are summarised below:

The performance obligation of the Group in case of sale of Products is satisfied once the goods are transported as per terms of order and control is transferred to the customers.

The customer makes the payment for contracted price as per terms stipulated under customers purchase order.

Information about the group performance obligations for electricity supply contract are summarised below:

The performance obligation of the group in case of sale of electricity is based on supply of electricity through installed meters. Revenue from sales of electricity is accounted for on the basis of billing to customers based on billing cycles followed by the Group.

The customer makes the payment for electricity supplied during the billing cycle at contracted price as per terms stipulated under agreement.

Information about the Group's performance obligations for erection and design services contracts are summarised below:

The performance obligation is satisfied over-time and payment is generally due upon completion of erection and design services of the customer. In some contracts, short-term advances are required before the erection and design services is provided.

There is no remaining performance obligation as on year ended 31 March 2024 and 31 March 2023.

18 Other income

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest income		
- from Bank	252.34	153.12
Gain on foreign exchange (net)	450.87	471.02
Profit in sale of property, plant and equipment (net)	3.03	197.97
Rent income	130.95	146.19
Amortization of deferred revenue	321.27	215.03
Insurance claim received	78.73	3.83
Liabilities no longer required written back*	375.89	362.06
Unwinding of amortised cost instruments	5.90	-
Miscellaneous income	189.91	333.23
Total other income	**1,808.89**	**1,882.45**

* During the year, the Group has written back excess liabilities pertaining to one of its customer pursuant to settlement agreement reached with the customer.

19 Cost of raw materials consumed

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Inventory at the beginning of the year	14,820.55	14,474.29
Add: Purchase during the year	37,378.33	22,956.25
	52,198.88	37,430.54
Less: Inventory at the end of the year	18,973.28	14,820.55
Cost of raw materials consumed	**33,225.60**	**22,609.99**

(Amount in INR Lacs)

20 Changes in inventories of finished goods, stock in trade and work in progress

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening stock		
- Work-in-progress	9,314.46	5,015.98
- Finished goods	1,598.77	1,999.39
- Traded goods	31.60	52.72
Less: Closing stock		
- Work-in-progress	15,595.26	9,314.46
- Finished goods	1,144.39	1,598.77
- Traded goods	33.33	31.60
Total change in inventories of finished goods, stock in trade and work in progress	**(5,828.15)**	**(3,876.74)**

21 Employee benefit expenses

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Salaries, wages and bonus	12,725.62	10,463.89
Contribution to provident and other funds	312.89	243.18
Gratuity expense (refer note 29)	139.37	105.10
Employee stock option scheme	266.24	-
Staff welfare expenses	362.48	282.51
Total employee benefit expenses	**13,806.60**	**11,094.68**

22 Depreciation and amortization expense

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation on tangible assets (refer note 3)	4,010.09	3,524.35
Amortisation of intangible assets (refer note 3(a))	105.83	90.09
Depreciation on right of use assets (refer note 39)	390.87	158.28
Total depreciation and amortization expense	**4,506.79**	**3,772.72**

23 Other expenses

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Consumption of stores and spare parts	7,195.56	5,323.30
Packing material consumed	1,681.35	1,616.78
Fabrication and job charges	6,349.83	5,212.51
Repair and maintenance:		
- Buildings	147.08	164.46
- Plant and machinery	784.52	653.60
- Other	100.97	97.40
Office & factory maintenance	79.59	82.64

(Amount in INR Lacs)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Rent	497.53	230.67
Equipment hire charges	310.72	556.93
Rates and taxes	191.73	207.83
Insurance	286.45	256.18
Power, fuel and water charges	2,043.50	1,572.59
Radiography & inspection	1,118.46	869.48
Auditor's remuneration (refer note 23(a))	57.87	38.06
Selling commission & other selling expenses	697.80	590.48
Freight & forwarding (net of recovery)	1,004.46	1,165.22
Claims and deductions	274.64	265.34
Legal and professional	878.77	1,032.94
Travelling and conveyance expense	981.21	796.81
Bank charges	667.19	445.08
Loss on foreign exchange (net)	605.06	-
Provision for contingencies	82.15	
Sundry balances written off	17.97	140.45
Loss on sale/ discard of property, plant and equipment (net)	9.06	-
Donation	3.32	0.98
Security and servicing charges	405.66	344.40
CSR expenses (refer note 23(b))	51.26	61.69
Directors' sitting fees	11.50	5.00
Miscellaneous	883.93	784.10
Total other expenses	**27,419.14**	**22,514.92**

23 (a) Payment to auditors:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
As auditor:		
- Statutory audit fee	46.16	35.13
In other capacity:		
- Other services (certification fees)	9.50	1.09
- Reimbursement of expenses	2.21	1.84
Total	**57.87**	**38.06**

The above excludes fees paid/payable to auditors on account of initial public offering of equity shares as these expenses will be recovered by the Group partly from the selling shareholders.

23 (b) Details of Corporate social responsibility expenditure:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(a) Gross amount required to be spent by the Group during the year	51.26	61.69
(b) Amount approved by the Board to be spent during the year	51.26	**61.69**

(Amount in INR Lacs)

	In Cash	Yet to be paid in cash	Total
(c) Amount spent during the year ended March 31, 2024			
(i) Construction/ acquisition of any asset	-	-	-
(ii) On purpose other than (i) above	51.26	-	51.26
(d) Amount spent during the year ended March 31, 2023			
(i) Construction/ acquisition of any asset	-	-	-
(ii) On purpose other than (i) above	61.69	-	61.69

(e) Details of related party transactions

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(i) Contribution to Atul Krishan Bansal foundation	49.89	53.20
(ii) Contribution to other than related party	1.37	8.49

(f) Details related to spent/ unspent obligations

Note for Ongoing Projects and others	For the year ended 31 March 2024	
	In case of Section 135(6) (Ongoing Project)	In case of Section 135(5) (Other than Ongoing Project)
Opening balance		
With Company	-	-
Amount deposited in Specified Fund of Sch. VII within 6 months	-	-
Amount required to be spent during the year	-	51.26
Amount spent during the year		
From Company's bank A/c	-	(51.26)
Closing Balance	-	-
With Company		

Note for Ongoing Projects and others	For the year ended 31 March 2023	
	In case of Section 135(6) (Ongoing Project)	In case of Section 135(5) (Other than Ongoing Project)
Opening balance		
With Company	-	-
Amount deposited in Specified Fund of Sch. VII within 6 months	-	-
Amount required to be spent during the year	-	61.69
Amount spent during the year		
From Company's bank A/c	-	(61.69)
Closing Balance	-	(0.00)
With Company		

(Amount in INR Lacs)

24 Finance costs

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest expense		
- on term loans	403.67	558.83
- on working capital loans	3,205.49	2,149.46
Interest on lease liabilities (refer note 39)	172.97	85.26
Other Borrowing cost	167.13	114.49
Exchange difference regarded as an adjustment to borrowing cost	52.65	82.18
Total	**4,001.91**	**2,990.22**

25 Components of other comprehensive income (OCI)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Foreign currency translation reserve		
Exchange differences on translation of foreign operations	(32.64)	(66.56)
Retained Earnings		
Re-measurement gains/ (loss) on defined benefit plans	(142.90)	(86.28)
Less: Tax impact of above items	36.15	21.75
Total	**(139.39)**	**(131.09)**

26 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent by the weighted average number of equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into equity shares.

Note: On 7 September 2023, the Holding Company has issued 42,431,312 equity shares of ` 10 each as bonus shares in ratio of 4:1 to the existing equity shareholders. This has been approved by Board and Shareholders on 7 September 2023. Impact of the same has been considered in the calculation of Basic and Diluted EPS for the year ended 31 March 2023 and accordingly the Basic and Diluted EPS have been retrospectively adjusted.

(Amount in INR Lacs)

The following reflects the income and share data used in the basic and diluted EPS computations:

Calculation of EPS after giving effect of bonus issue:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit attributable to equity holders of the parent company	2,620.65	1,297.22
Weighted average number of Equity shares for basic and diluted EPS	5,30,39,140	5,30,39,140
Effects of dilutions:		
Share options	2,03,258	-
Weighted average number of equity shares adjusted for the effects of dilution	5,32,42,398	5,30,39,140
Earnings per share (A/B)*		
- Basic earnings per share	4.94	2.45
- Diluted earnings per share	4.92	2.45
- Face Value per share	10.00	10.00

* There have been no transaction involving equity shares or potential equity shares between the reporting date and the date of authorisation of these financial statements.

27 Significant accounting judgements, estimates and assumptions

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

Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Classification of leases –

The Group enters into leasing arrangements for various assets. The classication of the leasing arrangement as a nance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

Determining the lease term of contracts with renewal and termination options (Group as lessee)-

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The Group has several lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a signicant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of signicant leasehold improvements or signicant customisation to the leased asset).

(Amount in INR Lacs)

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

- **Impairment of non-financial assets**

  Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

- **Taxes**

  Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

- **Defined benefit plans (gratuity)**

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

  The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds with term that correspond with the expected term of the defined benefit obligation.

  The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

  Further details about gratuity and long term compensated absences obligations are given in Note 29.

- **Fair value measurement of financial instruments**

  When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 33 for further disclosures.

- **Useful Life of Property Plant and Equipment**

  The Group, based on technical assessment made by technical expert and management estimate, depreciates plant and machineries of Group over estimated useful lives of 10 to 40 years which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

(Amount in INR Lacs)

28 Interest in subsidiaries

The financial statements of the Group include group information, wherever required, pertaining to the holding company DEE Development Engineers Limited:

Subsidiary companies

Name of the Subsidiary / Principal Activity	Method used to account for investments	Place of Incorporation and Place of Operation	Proportion of Ownership Interest and Voting power held by the Holding Company	
			31 March 2024	31 March 2023
Malwa Power Private Limited				
Power generation	At cost	India	100.00%	100.00%
Dee Fabricom India Private Limited				
Heavy Fabrication Unit	At cost	India	100.00%	100.00%
Dee Piping Systems (Thailand) Co. Ltd.				
Pre-fabrication of piping and piping packages	At cost	Thailand	100.00%	100.00%

All the investments in the subsidiary companies are 100% and there is no non controlling interest.

29 Gratuity

A. Defined benefit plans - general description

The Group has a defined gratuity benefit plan. Every employee who completes service of five years or more gets a gratuity of 15 days salary (last drawn salary) for each completed year of service. The obligation towards gratuity is being measured using projected credit line method. The Holding Company has funded its gratuity liability.

The following tables summaries the components of net benefit expense recognised in the Consolidated Statement of Profit and Loss and the funded status and amounts recognised in the balance sheet for the plan (based on actuarial valuation) :

Amount recognised in Consolidated Statement of Profit and Loss

Net employee benefit expense recognized in the employee cost:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Service cost	133.18	97.20
Net interest cost	6.19	7.90
Expenses recognised in the statement of profit and loss	**139.37**	**105.10**

Amount recognised in other comprehensive income

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Net actuarial loss/(gain) recognised in the year	142.90	86.28
Expenses recognised in the other comprehensive income	**142.90**	**86.28**

Balance sheet

Benefit asset/ (liability)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Present value of defined obligation at the end of the year	1,126.12	874.47
Less : Fair value of the plan assets at the end of the year	973.22	789.05
Net present value of defined benefit obligation	**(152.90)**	**(85.42)**

(Amount in INR Lacs)

Changes in the present value of the defined benefit obligation are as follows:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening defined benefit obligation	874.47	704.30
Service cost	133.18	97.20
Interest cost	64.36	50.54
Benefits paid	(91.25)	(45.41)
Actuarial (gain)/ loss on obligation	145.36	67.84
Closing defined benefit obligation	**1,126.12**	**874.47**

Changes in the fair value of plan assets are as follows:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening fair value of plan assets	789.05	594.73
Expected Return on plan Assets	58.17	42.64
Actuarial gain/(loss)	2.46	(18.37)
Contribution by the employer	214.79	215.52
Benefits paid	(91.25)	(45.47)
Closing fair value of plan assets	**973.22**	**789.05**

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
The scheme is funded through a trust and funds are managed by Life Insurance Corporation of India	100%	100%

B. The principal actuarial assumptions used in determining gratuity are as follows:

(a) Economic assumptions

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Discount rate	7.34%	7.36%
Average salary escalation rate	8.00%	5% - 7%
Attrition at ages	Withdrawal rate %	Withdrawal rate %
Up to 30 years	3.00	3.00
From 31 to 44 years	2.00	2.00
Above 44 years	1.00	1.00

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. The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

(Amount in INR Lacs)

C. Demographic assumptions

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Retirement age	58 years	58 years
Mortality table	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)

D. A quantitative sensitivity analysis for significant assumption as at 31 March is as shown below:

Assumptions	Sensitivity Level	Impact on defined benefit obligation
Discount rate:		
31 March 2024	Increase of 0.50%	(65.22)
	Decrease of 0.50%	71.42
31 March 2023	Increase of 0.50%	(47.48)
	Decrease of 0.50%	51.94
Future salary:		
31 March 2024	Increase of 0.50%	67.21
	Decrease of 0.50%	(63.34)
31 March 2023	Increase of 0.50%	51.75
	Decrease of 0.50%	(47.90)

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. Sensitivities due to mortality and withdrawals are not material and hence impact of change due to these not disclosed.

E. The following payments are expected contributions to the defined benefit plan in future years:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Within the next 12 months (next annual reporting period)	118.56	115.82
Between 2 and 5 years	127.12	100.33
Beyond 5 years	880.44	658.31
Total expected payments	**1,126.12**	**874.46**

The average duration of the defined benefit plan obligation at the end of the reporting period is 18.37 years (31 March 2023: 18.15 years)

30 Related party transactions

(A) Names of related parties and related party relationship

Nature of relationship	Name of related parties
(i) Subsidiary Companies:	Malwa Power Private Limited Dee Piping Systems (Thailand) Co. Ltd. Dee Fabricom India Private Limited Atul Krishan Bansal Foundation
(ii) Key management personnel:	Mr. Krishan Lalit Bansal (Chairman and Managing Director) Mrs. Ashima Bansal (Whole Time Director) Mrs. Shikha Bansal (Whole Time Director) Mr. Gaurav Narang (Chief Financial Officer upto 03-03-2023)

(Amount in INR Lacs)

	Mr. Krisanakorn Triwattanathongchai (Director in Dee Piping Systems (Thailand) Co. Ltd.) Mr. Sameer Agarwal (Chief Financial Officer) w.e.f. 04-03-2023 Mr. Ranjan Sarangi (Company secretary)
(iii) Relative of Key Management Personnel	Mrs. Shruti Agarwal (Daughter of Mr. K.L. Bansal) Mrs. Sunita Aggarwal (Sister of Mr. K.L. Bansal) Mrs. Madhubala (Sister of Mr. K.L. Bansal) Mr. Ravinder Aggarwal (Spouse of Mrs. Sunita Aggarwal) Mrs. Charu Agarwal (Spouse of Mr. Sameer Agarwal)
(iv) Independent Director of holding company	Mr. Ajay Kumar Marchanda (upto 20.04.2023) Mr. Satish Kumar (upto 20.04.2023) Mr. Ashwani Kumar Prabhakar (w.e.f. 12.07.2023) Mr. Bhisham Kumar Gupta (w.e.f. 12.07.2023) Mrs. Shilpi Barar (w.e.f. 12.07.2023)

(B) The following table provides total amount of transactions that have been entered into with related parties for the relevant year ended:

Name of related party		For the year ended 31 March 2024	For the year ended 31 March 2023
(i) subsidiary company			
(a) Atul Krishan Bansal Foundation			
Contribution towards CSR Expenditure		49.89	53.20
(ii) With Key management personnel and their relatives:			
Short-term employee benefits			
Mr. Krishan Lalit Bansal	Remuneration	270.60	270.60
Mrs. Ashima Bansal	Remuneration	83.99	82.09
Mrs. Shikha Bansal	Remuneration	165.63	154.31
Mrs. Shruti Aggarwal	Remuneration	66.83	66.45
Mr. Krisanakorn Triwattanathongchai	Remuneration	102.16	92.52
Mr. Gaurav Narang	Remuneration	24.00	64.10
Mr. Ranjan Sarangi	Remuneration	18.61	16.24
Mr. Sameer Agarwal	Remuneration	42.00	3.16
Mrs. Charu Agarwal	Remuneration	34.05	2.22
Loans			
Mr. Krishan Lalit Bansal	Loan received	3,660.00	1,839.65
Mr. Krishan Lalit Bansal	Repayment of Loan	(3,375.00)	(1,514.65)
Mrs. Shikha Bansal	Loan received	200.00	305.35
Mrs. Shikha Bansal	Repayment of Loan	(200.00)	-
Mrs. Sunita Aggarwal	Loan received	-	164.42
Mr. Ravinder Aggarwal	Loan received	-	164.42
Mrs. Ashima Bansal	Loan received	-	30.00
Mrs. Ashima Bansal	Repayment of Loan	-	(30.00)

(Amount in INR Lacs)

Name of related party		For the year ended 31 March 2024	For the year ended 31 March 2023
Others			
Mr. Krishan Lalit Bansal	Rent Payment	1.09	1.44
Mr. Ajay Kumar Marchanda	Sitting fees	-	2.50
Mr. Satish Kumar	Sitting fees	-	2.50
Mr. Ashwani Kumar Prabhakar	Sitting fees	2.50	-
Mr. Bhisham Kumar Gupta	Sitting fees	5.00	-
Mrs. Shilpi Barar	Sitting fees	4.00	-

During the year, the Group has taken loan from NBFC on the basis of part security provided by one of the relative of director Mrs Madhubala.

(C) Following are the balances outstanding as at year end

Name of related party	As at 31 March 2024	As at 31 March 2023
(i) With Key management personnel and their relatives:		
Account payable:		
Mr. Krishan Lalit Bansal	641.57	351.54
Mrs. Ashima Bansal	6.75	4.41
Mrs. Shikha Bansal	361.81	315.78
Mrs. Shruti Aggarwal	6.83	3.52
Mrs. Sunita Aggarwal	167.86	164.42
Mr. Ravinder Aggarwal	167.86	164.42
Mr. Sameer Agarwal	7.21	6.35
Mrs. Charu Agarwal	5.18	3.83
Mr. Gaurav Narang	1.38	-
Mr. Ranjan Sarangi	2.44	1.33

Apart from above, Mr. Krishan Lalit Bansal, Mrs. Ashima Bansal, Mrs. Madhubala, Mrs. Shikha Bansal and Mr. Krisanakorn Triwattanathongchai have given personal guarantees as a collateral for securing borrowings from the banks/NBFC

In the opinion of the Board of directors, the current assets, investments, loan and advances have the value at which they are stated in the balances sheet, if realised in the ordinary course of business and provisions for all known liabilities have been adequately made in the accounts.

(D) Compensation of key management personnel of the Group

Name of related party	For the year ended 31 March 2024	For the year ended 31 March 2023
Short-term employee benefits	807.88	751.69
Post-employment gratuity and medical benefits	5.49	13.26
Total compensation paid to key management personnel	**813.37**	**764.95**

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel.

DEE piping systems

(Amount in INR Lacs)

(E) Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year ended 31 March 2024 and year-end 31 March 2023 are unsecured and interest free.

For the year ended 31 March 2024, the Group has not recorded any impairment of receivables relating to amounts owed by related parties (31 March 2023: Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

31 Commitments and Contingencies

A. Commitments

Capital Commitments

Particulars	As at 31 March 2024	As at 31 March 2023
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances paid INR 1309.13 lacs) (31 March 2023: INR 853.47 lacs)	5,001.34	1279.05

For lease commitments, refer note 39

B. Contingent liabilities

Contingent Liabilities not provided for in respect of:

Particulars	As at 31 March 2024	As at 31 March 2023
a) Claims against the Group not acknowledged as debt		
- Demand by Income Tax Department *	262.58	199.91
- Demand by Excise / GST Authorities **	345.18	39.35
- Demand by Custom Authorities (refer note e & g below)	-	-
b) Custom duty liability which may arise if obligations for exports are not fulfilled***	423.57	17.95
c) Export obligation on account of duty free import ^	4,871.11	206.43

*The Income Tax Authorities have raised demands on account of disallowances of certain expenditures pertaining to different assessment years. The group is contesting these demands, which are pending at various appellate levels. Based on the advice from independent tax experts and the development on the appeals, the management is confident that additional tax so demanded with reference to these cases will not be sustained on completion of the appellate proceedings and accordingly, pending the decision by the appellate authorities, no provision has been considered in the financial statements. Further, the income tax authorities have issued notices for initiation of penalty proceedings in respect of various assessment years, which has been appropriately responded by the Holding Company and there is no further demands raised by the income tax authorities.

**The Excise/ GST Authorities have raised demands on account of non payment of excise duty on certain goods. The Group is contesting these demands, which are pending at various appellate levels. Based on the advice from independent experts and the development on the appeals, the management is confident that the demands raised by Excise Authorities is not tenable and accordingly no provision has been considered in the consolidated financial statements.

^ The Holding Company is of the view that it will be able to fulfil its underlying export obligations amounting to INR 4,871.11 lacs and INR 206.43 lacs for the year ended March 31, 2024 and March 31,2023 respectively. Accordingly, no adjustment is required in the consolidated financial statements

d) The Holding Company is currently involved in a legal dispute with Hyundai Merchant Marine India Private Limited (HMMIPL) relating to the import of raw materials in earlier years. The Holding Company has raised claims of INR 127.89 lacs against HMMIPL and in response, HMMIPL has lodged counterclaims amounting to INR 178.49 lacs. Currently in ongoing litigation, the Holding Company is confident in its legal position based on evaluations and

(Amount in INR Lacs)

advice, and believes that there will be no outflow of the group's economic resources and accordingly no provision has been considered in the consolidated financial statements.

e) The Holding Company had received a Demand notice from the Commissioner of Customs demanding payment of customs duty of INR 815.09 lacs and imposed penalty of INR 305.00 lacs. This demand was made due to alleged non-compliance with pre-import and physical export conditions related to raw materials imported in previous years. The Holding Company has evaluated the demand raised by the authorities and has identified a potential exposure of ` 18.42 lacs where the pre-import conditions were not complied with and accordingly liability for this amount has been considered in the financial statements. Based on the advice from independent experts, the management is confident that the demands raised by Custom Authorities is not tenable and the Holding company is in the process of filing an appeal before the higher authorities.

f) On May 19, 2023, the Enforcement Directorate issued a notice in accordance with FEMA regulations, requesting specific information related to the Holding Company's operations and financial transactions. The Holding Company duly furnished the required information to the relevant authority on August 25, 2023, ensuring compliance with FEMA regulations.

g) The Customs Authorities have issued a demand for antidumping duty regarding imports of seamless carbon steel pipes in earlier years. The notice requires payment of the necessary antidumping duty amounting to ` 72.43 lacs. Based on expert advice, the Holding Company has made provision of ` 38.15 lacs for potential exposure, and the remaining demanded duty balance of ` 34.28 lacs is not payable as the goods were imported under an advance authorization.

C. Guarantees

The Holding Company has corporate guarantee for loans taken by subsidiary companies, to the extent loan amount outstanding as on balance sheet date. The carrying amounts of the related financial guarantee contracts were INR 6,029.22 lacs at 31 March 2024 and INR 6,921.10 lacs at 31 March 2023 respectively.

32 Segment information

On the basis of nature of businesses, the Group has three reportable segments, as follows:

- The piping segment which is mainly engaged in manufacturing of pre-fabricated engineering products, pipe fittings, piping systems.
- The power segment, which is engaged in biomass based power generation
- The Heavy fabrication segment, which is engaged in Wind mill tower Manufacturing

No operating segments have been aggregated to form the above reportable operating segments.

The Executive Management Committee monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements.

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

A. Segment Disclosures

S.No.	Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
I	**Segment revenue**		
	a) Piping division	68,598.98	52,912.33
	b) Power division	8,243.10	7,403.65
	c) Heavy fabrication	3,602.11	1,817.88
	Total	**80,444.19**	**62,133.86**
	Less: Inter segment revenue	1,568.27	2,584.34
	Revenue from operations	**78,875.92**	**59,549.52**

(Amount in INR Lacs)

S.No.	Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
II	**Segment results (Profit/(loss) before interest and tax)**		
a)	Piping division	6,288.94	5,401.35
b)	Power division	1,574.81	1,012.17
c)	Heavy fabrication	940.75	(152.11)
d)	Unallocated	(1,503.74)	(1,387.11)
	Operating profit before interest and tax	**7,300.76**	**4,874.30**
	Less: Interest Expense	4,001.91	2,990.22
	Add: Interest Income	252.34	153.12
	Profit before tax	**3,551.19**	**2,037.20**
	Less: Tax expense	930.54	739.98
	Profit after tax	**2,620.65**	**1,297.22**
III	**Segment assets**		
a)	Piping division	1,05,005.05	83,328.63
b)	Power division	9,982.63	8,914.76
c)	Heavy fabrication	4,393.58	3,661.86
d)	Unallocated	1,534.71	720.64
	Total assets	**1,20,915.97**	**96,625.89**
IV	**Segment liabilities**		
a)	Piping division	67,228.56	43,628.58
b)	Power division	3,634.01	3,840.20
c)	Heavy fabrication	2,170.14	4,444.12
d)	Unallocated	2,771.48	2,348.71
	Total liabilities	**75,804.19**	**54,261.61**
V	**Capital Expenditure***		
a)	Piping division	17,357.00	6,238.32
b)	Power division	760.06	438.34
c)	Heavy fabrication	111.68	183.86
	Total capital expenditure	**18,228.74**	**6,860.52**

B. Reconciliations to amounts reflected in the financial statements

a. Reconciliation of profit

S.No. Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Segment Profit	**4,399.53**	**2,796.35**
Salaries, wages and bonus	(679.20)	(579.47)
Unallocable other expenses	(169.14)	(179.68)
Profit before tax	**3,551.19**	**2,037.20**

(Amount in INR Lacs)

b. Reconciliation of assets

Particulars	As at 31 March 2024	As at 31 March 2023
Segment operating assets	1,19,381.26	95,905.25
Non current investments	1.00	1.00
Income tax recoverable	94.69	128.73
Deferred tax assets	162.32	319.73
Goodwill	271.18	271.18
Prepaid expenses- IPO related	1,005.52	-
Total assets	**1,20,915.97**	**96,625.89**

c. Reconciliation of liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Segment operating liabilities	73,032.31	51,912.90
Deferred tax liabilities (net)	1,875.13	1,970.56
Provision for income tax (net)	144.88	296.06
Trade payable	751.87	82.09
Total liabilities	**75,804.19**	**54,261.61**

Geographic information

a) Revenue from external customers

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from operations		
India	45,994.49	32,690.37
Outside India	32,881.43	26,859.15
Total revenue as per consolidated statement of profit or loss	**78,875.92**	**59,549.52**

The revenue information above is based on the locations of the customers.

b) Non-current operating assets:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
In India	40,749.16	30,138.92
Outside India	6,993.41	7,991.67
Total	**47,742.56**	**38,130.59**

(Amount in INR Lacs)

c) **List of major customer whose revenue more than 10% of total entity revenue**

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
JGC Fluor BC LNG Joint Venture	-	8,221.65
% of Revenue	**-**	**13.81%**
Larsen & Turbo Limited	5,324.60	6,180.80
% of Revenue	**6.75%**	**10.38%**
Punjab State Electricity Board	8,189.52	7,375.92
% of Revenue	**10.38%**	**12.39%**
JGC Corporation	9,556.73	-
% of Revenue	**12.12%**	**-**

33 Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments, with carrying amounts that are reasonable approximations of fair values:

Particulars	Carrying value		Fair value	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
(A) Financial assets				
Non-current				
Investment	1.00	1.00	1.00	1.00
Security deposits	285.51	182.71	285.51	182.71
Bank deposits with original maturity beyond 12 months	321.31	555.77	321.31	555.77
Current				
Trade receivables*	19,415.14	17,278.25	19,415.14	17,278.25
Cash and cash equivalents*	252.92	181.84	252.92	181.84
Other bank balances*	3,265.29	3,097.57	3,265.29	3,097.57
Security deposits*	18.21	37.78	18.21	37.78
Interest receivable*	20.80	12.29	20.80	12.29
Foreign exchange forward contracts*	3.28	-	3.28	-
Recoverable from Customer*	-	759.45	-	759.45
Expense recoverable from shareholder	192.68	-	192.68	-
Bank deposits with remaining maturity beyond 12 months *	1,456.77	-	1,456.77	
Total financial assets	**25,232.91**	**22,106.66**	**25,232.91**	**22,106.66**
(B) Financial liabilities				
Non-current				
Borrowings	8,461.65	6,181.91	8,461.65	6,181.91
Lease liabilities	1,770.99	881.68	1,770.99	881.68

(Amount in INR Lacs)

Particulars	Carrying value		Fair value	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Current				
Borrowings*	35,373.46	29,080.26	35,373.46	29,080.26
Trade payables*	22,539.10	13,207.57	22,539.10	13,207.57
Lease liabilities	440.07	231.97	440.07	231.97
Other financial liabilities*	740.04	645.83	740.04	645.83
Foreign exchange forward contracts*	-	170.41	-	170.41
Total financial liabilities	**69,325.31**	**50,399.64**	**69,325.31**	**50,399.64**

Note:-

* The management assessed that fair value of trade receivables, cash and cash equivalents, security deposits, recoverable from customers, other short-term financial assets, short-term borrowings, trade payables and other short-term financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

a. Term deposits- The fair value of term deposits is equal to carrying value since they are carrying market interest rates as per the banks.

b. Foreign exchange forward contracts- Foreign exchange forward contracts are valued using valuation techniques, which employs the use of market observable inputs. The most frequently applied valuation techniques include forward pricing.

c. Non-current borrowings - The fair value of non-current borrowings is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. The carrying value and fair value of the borrowings has been considered the same since the existing interest rate approximates its fair value.

d. Others- For other financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

34 Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are

(a) recognised and measured at fair value and

(b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

(Amount in INR Lacs)

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities.

A. Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at 31 March 2024:

Particulars	Fair value measurement using			
	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs(Level 3)
Financial assets measured at amortised cost				
Security deposits	285.51	-	-	285.51
Bank deposits with original maturity beyond 12 months	321.31	-	-	321.31
Financial assets measured at fair value through profit or loss:				
Foreign exchange forward contract	3.28		3.28	-
Financial liabilities measured at amortised cost				
Non-current borrowings	8,461.65	-	-	8,461.65
Non current lease liabilities	1,770.99	-	-	1,770.99

There have been no transfers between Level 1 and Level 2 during the year.

B. Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at 31 March 2023:

Particulars	Fair value measurement using			
	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs(Level 3)
Financial assets measured at amortised cost				
Security deposits	182.71	-	-	182.71
Term deposit accounts with maturity beyond 12 months	555.77	-	-	555.77
Financial liabilities measured at amortised cost				
Non-current borrowings	6,181.91	-	-	6,181.91
Non current lease liabilities	881.68	-	-	881.68
Financial liabilities measured at fair value through profit or loss:				
Foreign exchange forward contract	170.41	-	170.41	-

There have been no transfers between Level 1 and Level 2 during the year.

35 Financial risk management objectives and policies

The Group's principal financial liabilities comprise borrowings and trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include security deposits given, loans to related party, employee advances, trade and other receivables, cash and cash equivalents and other assets.

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Group's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

(Amount in INR Lacs)

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include borrowings and foreign exchange forward contracts.

The sensitivity analysis in the following sections relate to the position as at 31 March 2024 and 31 March 2023.

The sensitivity analysis have been prepared on the basis that the amount of net debt, the ratio of floating to fixed interest rates of the debt and the proportion of financial instruments in foreign currencies are all constant in place at 31 March 2024.

The analysis exclude the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations and provisions.

The following assumption have been made in calculating the sensitivity analysis:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March 2024 and 31 March 2023.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates.

The Group is exposed to interest rate risk because Group borrows funds at both floating interest rates. These exposures are reviewed by appropriate levels of management. The Group regularly monitors the market rate of interest to mitigate the risk exposure. The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Increase/(decrease) in interest rate(%)	Effect on profit before tax
As at 31 March 2024		
(i) INR loans	+0.50%	130.21
	-0.50%	(130.21)
As at 31 March 2023		
(i) INR loans	+0.50%	114.59
	-0.50%	(114.59)

The assumed movement in interest rates for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency).

The Group manages its foreign currency risk by purchasing foreign currency forward contracts that are expected to occur within a maximum 12-month period of forecasted sales and purchases. The following tables demonstrate the unhedged foreign currency exposure and sensitivity to a reasonably possible change in foreign exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities are as follows:

(Amount in INR Lacs)

Particulars	Currency	31 March 2024		Impact on prot before tax	
		Foreign Currency	Indian Rupees	5% Increase	5% Decrease
Trade payables	USD	5.59	465.47	(23.27)	23.27
Loan to Subsidiary	USD	86.86	7,241.48	362.07	(362.07)
Buyers credit from banks	EURO	3.60	324.77	(16.24)	16.24
	USD	36.54	3,046.08	(152.30)	152.30
Trade receivables	USD	40.75	3,394.79	169.74	(169.74)
	EURO	12.51	1,128.20	56.41	(56.41)
Interest Receivable	USD	22.96	1,914.63	95.73	(95.73)
Balance with Banks	USD	0.0003	0.02	0.0012	(0.0012)
Cash in hand	THB	0.02564	0.06	0.00	(0.00)
	USD	0.001	0.05	0.00	(0.00)
	EURO	0.03	2.41	0.12	(0.12)
	GBP	0.002	0.21	0.01	(0.01)

Particulars	Currency	31 March 2023		Impact on prot before tax	
		Foreign Currency	Indian Rupees	5% Increase	5% Decrease
Trade payables	USD	9.54	784.14	(39.21)	39.21
	EURO	0.04	3.92	(0.20)	0.20
	CHF	0.08	6.78	(0.34)	0.34
Loan to Subsidiary	USD	86.86	7,140.99	357.05	(357.05)
Buyers credit from banks	EURO	1.59	142.11	(7.11)	7.11
	USD	35.23	2,896.73	(144.84)	144.84
Trade receivables	USD	51.32	4,219.27	210.96	(210.96)
Interest Receivable	USD	16.45	1,352.48	67.62	(67.62)
Balance with Banks	USD	0.0003	0.02	0.0010	(0.0010)
Cash in hand	THB	0.05	0.13	0.01	(0.01)
	USD	0.004	0.35	0.02	(0.02)
	YEN	0.19	0.12	0.01	(0.01)
	GBP	0.002	0.20	0.01	(0.01)

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities including trade receivables, deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables

Trade receivables do not have any significant potential credit risk for the Group as the business of the Group is majorly cash based. An impairment analysis is performed by the management at each reporting date on individual basis for major clients.

Financial instruments and cash deposits

Credit risk from balances with banks is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to

(Amount in INR Lacs)

each counterparty. Counterparty credit limits are reviewed by the Group's Board of Directors on an annual basis, and may be updated throughout the year. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Group's maximum exposure to credit risk for the components of the balance sheet at 31 March 2024 and 31 March 2023 is the carrying amounts as stated in Note 5.

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic or other conditions. Concentrations indicate the relative sensitivity of the Group's performance to developments affecting a particular industry. In order to avoid excessive concentrations of risk, the Group's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly.

Liquidity risk

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of cash credits and bank loans. Approximately 31 % of the Group's long term debt will mature in less than one year from / as at 31 March 2024 (31 March 2023: 27%) based on the carrying value of borrowings reflected in the financial statements. The Group assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Group has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments.

	<12 months INR lacs	1 to 5 years INR lacs	> 5 years INR lacs	Total INR lacs
As at 31 March 2024				
Non-current borrowings	-	9,485.81	-	9,485.81
Current borrowings	36,235.31	-	-	36,235.31
Trade payables	22,539.10	-	-	22,539.10
Lease liabilities	630.44	1,768.14	418.62	2,817.20
Other financial liabilities	740.04	-	-	740.04
Foreign exchange forward contract	-	-	-	-
	60,144.89	**11,253.95**	**418.62**	**71,817.46**
As at 31 March 2023				
Non-current borrowings	-	6,915.41	-	6,915.41
Current borrowings	29,667.67	-	-	29,667.67
Trade payables	13,207.57	-	-	13,207.57
Lease liabilities	274.10	800.51	428.93	1,503.54
Other financial liabilities	645.83	-	-	645.83
Foreign exchange forward contract	170.41			170.41
	43,965.58	**7,715.92**	**428.93**	**52,110.44**

36 Capital management

For the purpose of the Group's capital management, capital includes issued equity share capital and all other equity reserves attributable to the shareholders of the Group. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend

(Amount in INR Lacs)

payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

The Group's gearing ratio is as follows:

Particulars	As at 31 March 2024	As at 31 March 2023
Borrowings including current maturities and interest accrued	44,058.32	35,389.37
Less: Cash and cash equivalents	(252.92)	(181.84)
Net debt* (A)	**43,805.40**	**35,207.53**
Total equity	45,111.78	42,364.28
Equity (B)	**45,111.78**	**42,364.28**
Capital and net debt (C) = (A) + (B)	**88,917.18**	**77,571.81**
Gearing ratio (A) / (C) (%)	**49.27%**	**45.39%**

* Excluding lease liabilities

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowings in the current year

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2024 and 31 March 2023.

37. Statement of information regarding Group Companies:

Name of the entity in the Group	Period	Net Assets		Share in profit/(loss) after tax		Share in Other Comprehensive income/ (loss)		Share in Total Comprehensive income	
		As % of consolidated net assets	Amount (Rs in Lacs)	As % of consolidated profit or loss	Amount (Rs in Lacs)	As % of consolidated Comprehensive Income	Amount (Rs in Lacs)	As % of total comprehensive income	Amount (Rs in Lacs)
Parent									
DEE Development Engineers Limited	31 March 2024 31 March 2023	109.88 111.95	49,569.20 47,425.51	75.62 143.27	1,981.83 1,858.54	74.88 50.04	(104.37) (65.56)	75.67 153.75	1,877.46 1,792.98
Subsidiaries									
Indian									
Malwa Power Private Limited	31 March 2024 31 March 2023	6.23 5.31	2,810.67 2,247.59	20.94 16.77	548.75 217.58	2.53 0.69	(3.53) (0.98)	21.97 18.58	545.22 216.60
Dee Fabricom India Pvt. Ltd.	31 March 2024 31 March 2023	1.06 (0.04)	478.74 (17.06)	18.88 (15.12)	494.65 (196.16)	(0.83) (1.53)	1.15 2.00	19.98 (16.65)	495.80 (194.16)
Foreign									
DEE Piping System (Thailand) Co. Ltd.	31 March 2024 31 March 2023	(2.62) (1.69)	(1,181.04) (714.93)	(16.54) (43.66)	(433.48) (566.37)	23.42 50.80	(32.64) (66.55)	(18.79) (54.28)	(466.12) (632.92)
Less: Intercompany elimination and adjustments	31 March 2024 31 March 2023	(14.55) (15.52)	(6,565.79) (6,576.83)	1.10 (1.26)	28.90 (16.37)	- -	- -	1.16 (1.40)	28.90 (16.37)
March 31, 2024		**100.00**	**45,111.78**	**100.00**	**2,620.65**	**100.00**	**(139.39)**	**100.00**	**2,481.26**
March 31, 2023		**100.00**	**42,364.28**	**100.00**	**1,297.22**	**100.00**	**(131.09)**	**100.00**	**1,166.13**

(Amount in INR Lacs)

38 Employee Share Based Payment

Employee Stock Option Scheme "ESOP-2023" (herein referred as DEE Development Engineers Limited ESOP-2023) was approved by Board of Directors in their meeting held on 22 September, 2023 and by shareholders in their meeting dated 23 September, 2023 respectively. Under ESOP-2023, Nomination and Remuneration Committee is authorised to grant 4.16 lacs options to eligible employees in one or more tranches. Options granted under ESOP-2023 shall not vest earlier than a minimum vesting period of one year and not later than a maximum vesting period of Three years from date of grant. The exercise period in respect of vested options shall be subject to maximum period of Four years commencing from the date of vesting. The options granted under ESOP-2023 carry no rights to dividends and no voting rights till the date of exercise.

The fair value of the share options is estimated at the grant date using Black- Scholes Model, taking into account the terms and conditions upon which the share options were granted.

The Holding Company has recognised an expense of INR 266.24 lacs (31 March 2023 : INR Nil) on grant of ` 4.17 lacs ESOP granted during the period in accordance with Ind AS 102 "Share Based Payments". The carrying amount of Employee stock options outstanding reserve as at 31 March 2024 is INR 266.24 lacs (31 March 2023: INR Nil).

As at the end of the financial year, details and movements of the outstanding options are as follows:

(a) Scheme Name: ESOP-2023

Particulars	As at 31 March 2024 (No in lacs)	Weighted average exercise price per share option (INR)	As at 31 March 2023	Weighted average exercise price per share option (INR)
Options outstanding at the beginning of the year	-	-	-	-
Options granted during the year	4.17	10	-	-
Options forfeited during the year	-	-	-	-
Options expired/lapsed during the year	-	-	-	-
Options exercised during the year	-	-	-	-
Options outstanding at the end of the year	4.17	10	-	-

No options expired during the periods covered in the above tables.

Share options outstanding at the end of the period have the following expiry date and exercise prices

Grant date	Vesting date	Date of Expiry	Exercise price (INR)	Share options March 31, 2024 (No in Lacs)	Share options March 31, 2023
27-09-2023	26-09-2024	4 years from the date of vesting date	10.00	0.83	-
27-09-2023	26-09-2025	4 years from the date of vesting date	10.00	1.67	-
27-09-2023	26-09-2026	4 years from the date of vesting date	10.00	1.67	-

(b) For options outstanding at the end of the year:

	31 March 2024	31 March 2023
Exercise price range	10	-
Weighted average remaining contractual life (in years)	3	-

(Amount in INR Lacs)

(c) Fair value of options granted

The fair value of each option is estimated on the date of grant based on the following assumptions:

Particulars	**ESOP-2024** **31 March 2024**	**ESOP-2023** **31 March 2023**
Market Price (Rupees)	NA	NA
Dividend yield (%)	0%	NA
Expected life (years)	4.5 - 5.5 Years	NA
Risk free interest rate (%)	6.94% - 6.97%	NA
Volatility (%)	30.06% - 28.34%	NA
Exercise Price (Rupees)	10	NA
Vesting period	3	NA
Fair value of shares on date of grant	240.78	NA
Fair value of options	233.47	NA

The expected life of the share options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The volatility is based on annualised standard deviation of the continuously compounded rates of return based on the peer companies and competitive stocks over a period of time. The Holding Company has determined the market price on grant date based on latest equity valuation report available with the Holding Company preceding the grant date.

39 Group as a lessee

i) The Group's leased assets primarily consists of lease for factory lands, plant and Machinery, computers and data processing equipment having lease term of 5-10 years.

The Group recorded the lease liability at the present value of the remaining lease payments discounted at the incremental borrowing rate as on the date of transition and has measured right of use asset at an amount equal to lease liability adjusted for previously recognised prepaid or accrued lease payments. Further, lease arrangements where the Group is lessor, lease rentals are recognized on straight line basis over the non-cancellable period

The Group's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Group is restricted from assigning and subleasing the leased assets.

The Group also has certain leases of machinery with lease terms of 12 months or less and leases of office equipment with low value. The Group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

ii) Set-out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

	Factory Land	**Computer and data processing equipment**	**Plant & Machinery**	**Total**
Gross block				
As at 01 April 2022	**302.41**	**44.46**	**87.22**	**434.09**
Addition	588.02	-	296.21	884.23
Disposal	119.19	-	-	119.19
Depreciation expenses (refer note 22)	93.73	19.76	44.79	158.28
As at 31 March 2023	**677.51**	**24.70**	**338.64**	**1,040.85**
Addition	184.26	359.18	900.52	1443.96
Disposal	-	-	-	-
Depreciation expenses (refer note 22)	131.18	66.95	192.74	390.87
As at 31 March 2024	**730.59**	**316.93**	**1,046.42**	**2,093.94**

(Amount in INR Lacs)

iii) Set-out below are the carrying amounts of lease liabilities (included under other financial liabilities) and the movements during the year:

	Factory Land	Computer and data processing equipment	Plant & Machinery	Total
As at 01 April 2022	382.90	48.48	71.79	503.17
Additions	588.02	-	296.21	884.23
Accretion of interest (refer note 24)	62.65	3.71	18.89	85.25
Payments	134.55	23.86	52.24	210.65
Disposal	148.35	-	-	148.35
As at March 31, 2023	**750.67**	**28.33**	**334.65**	**1,113.65**
Current	**122.76**	**16.78**	**92.42**	**231.96**
Non- current	**627.91**	**11.55**	**242.23**	**881.69**
Additions	223.28	354.17	866.51	1,443.96
Accretion of interest (refer note 24)	73.86	18.45	80.66	172.97
Payments	205.50	79.63	234.39	519.52
Disposal	-	-	-	-
As at March 31, 2024	**842.31**	**321.32**	**1,047.43**	**2,211.06**
Current	**123.83**	**87.80**	**228.44**	**440.07**
Non- current	**718.48**	**233.52**	**818.99**	**1,770.99**

iv) The maturity analysis of contractual undiscounted cash flow-: -

As at March 31, 2024

	Less than 1 year	1 to 5 years	More than 5 year
Factory land	190.64	542.30	418.62
Computer and data processing equipment	115.54	264.49	-
Plant and machinery	324.26	961.35	-
	630.44	**1,768.14**	**418.62**

As at March 31, 2023

	Less than 1 year	1 to 5 years	More than 5 year
Factory land	161.39	541.92	428.93
Computer and data processing equipment	23.86	5.96	-
Plant and machinery	88.85	252.63	-
	274.10	**800.51**	**428.93**

(Amount in INR Lacs)

v) The following are the amounts recognised in the Statement of Profit and Loss:

	31 March 2024	31 March 2023
Depreciation expense of right-of-use assets (refer note 22)	390.87	158.28
Interest expense on lease liabilities (refer note 24)	172.97	85.26
Expense relating to short-term leases (included in other expenses) (refer note 23)	497.53	230.67
Interest Income	(5.90)	-
Total amount recognised in Statement of Profit and Loss	**1,055.47**	**474.21**

vi) Impact on statement of cash flows (increase/(decrease)):

	31 March 2024	31 March 2023
Operating lease payments*	519.52	210.66
Net cash flows used in operating activities	**519.52**	**210.66**
Payment of principal portion of lease liabilities	346.55	125.40
Payment of interest portion of lease liabilities	172.97	85.26
Net cash flows used in financing activities	**519.52**	**210.66**

* Composed of different line items in the indirect reconciliation of operating cash flows.

40 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. Certain sections of the Code came into effect on 3 May 2023. However, the final rules/interpretation have not yet been issued. Based on a preliminary assessment, the Group believes the impact of the change will not be significant.

41 Other statutory information:

(i) The Group do not have any Benami Property, where any proceeding has been initiated or pending against the group for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) The Group do not have any transactions with companies struck off under Section 248 of the Companies Act, 2013

(iii) The Group do not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(iv) The Group have not traded or invested in Crypto currency or Virtual Currency during the year.

(v) The Group have not advanced or loaned or invested funds to any other person(s) or entity (ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:

  (a) Directly or indirectly lend or invest in other person or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

  (b) Provide any guarantee, security, or the like to or on behalf of the Ultimate Beneficiaries.

(vi) The Group have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the group shall:

  (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or

  (b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

(vii) The Group have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessment under the income tax Act,1961 (Such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(Amount in INR Lacs)

(viii) The Group has not been declared as wilful defaulter by any bank or financial institution or Government or any Government authority or other lender, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

(ix) The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 from the date of their implementation

42 The Holding Company has migrated to one accounting software (i.e. Dynamics 365 Business Central) from another accounting software (i.e. Navision) during the year. The audit trail feature in respect of the Navision was not enabled. The Holding Company is in the process of establishing necessary controls and documentations regarding audit trail in respect of Dynamics 365 Business Central.

Further, in case of two subsidiaries which are companies incorporated in India and whose financial statements have been audited under the Act, accounting software used by them have a feature of recording audit trail (edit log) facility and the same were operating throughout the year for all relevant transactions recorded in the softwares, except that audit trail feature is not enabled at the database level. Further there was no instance of audit trail feature being tampered with respect to the accounting softwares used by two subsidiaries.

43 The Holding Company have its server physically located in India, however, the backup of the books of account and other books and papers are not maintained in electronic mode on servers physically located in India on daily basis. The management of the Holding Company is taking necessary steps to ensure that there is a backup server in India and process for daily back is defined as required under the applicable statute.

As per our report of even date
For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Rajeev Sawhney
Partner
Membership No: 096333

Place : Gurugram
Date : July 16, 2024

For and on behalf of the Board of Directors of
DEE Development Engineers Limited

K.L. Bansal
Chairman and Managing Director
DIN No. 01125121

Ashima Bansal
Director
DIN No. 01928449

Ranjan Sarangi
Company Secretary
FCS-8604

Sameer Agarwal
Chief Financial Officer

Place : Palwal
Date : July 16, 2024

Form No. -MGT-11

DEE Development Engineers Limited

(CIN: L74140HR1988PLC030225)

Regd. Office: Unit 1, Prithla-Tatarpur Road, Village Tatarpur Palwal Faridabad Haryana 121102

Telephone: 01275-248345

Website: : www.deepiping.com; **E-mail**: secretarial@deepiping.com

PROXY FORM

I/We..Resident of ....having email id...
having Folio No./Client ID..and DP ID..being a member/members of the above named Company hereby appoint...resident of ....as my/our proxy to vote for me/us on my/our behalf at the **35th Annual General Meeting** of the Company to be held at Registered office of the Company Unit 1, Prithla-Tatarpur Road, Village Tatarpur Palwal Faridabad Haryana 121102 on **Friday, 27th Day of September, 2024** at **01:00 P.M.** and at any adjournment thereof.

Signed this..............................day of..............................,2024

Signature of Shareholder……………………………………………

Signature of Proxy Holder(s)……………………………………………

Revenue Stamp of Re. 1

DEE Development Engineers Limited

(CIN: L74140HR1988PLC030225)

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Website: : www.deepiping.com; **E-mail**: secretarial@deepiping.com

ATTENDANCE SLIP

to be surrendered at the time of entry

Folio No. /Client ID : ....

No. of Shares : ....

Name of Member/Proxy : ....

I hereby record my presence at the **35th Annual General Meeting** of the Company on **Friday, September 27, 2024** at 11.30 am at Unit-1, Prithla-Tatarpur Road Village Tatarpur, Palwal, Faridabad, Haryana, 121102.

....

Member's/Proxy's Signature

Notes:

1. Members are requested to produce the above attendance slip, duly signed in accordance with their specimen signatures registered with the Company, for admission to the Meeting.
2. Members are informed that no duplicate attendance slips will be issued at the hall.

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to Notice of the 35th Annual General Meeting.
3. It is optional to indicate your preference(P) in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Please complete all details including your membership details in above box before submission. Blank/Incomplete Proxies shall be considered as invalid.
5. A person can act as a Proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such persons shall not act as a proxy for any other person or member.
6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
7. A Member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote on a poll instead of himself and such proxy need not be a member of the company.

piping systems

DEE Development Engineers Limited

(CIN: L74140HR1988PLC030225)
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