

PAOS INDUSTRIES LTD.

CIN:L24100PB1990PLC049032

Registered Office: Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120 (Pb)

15.06.2024

To

**Corporate Relationship Department
BSE Limited
Floor 25, Feroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001
Phone:022-22721233-34**

Scripts Code: 530291 ISIN: INE791C01012

Sub:- Annual Report and AGM Notice as per regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find attached herewith the Annual Report of the Company for F.Y. 2023-2024 to be approved in the 34th Annual General Meeting (AGM) of the Company scheduled to be held on Tuesday, 09th July, 2024 at 10:00 a.m. at registered office of the company situated at Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120 (Pb).

In compliance with relevant circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Notice convening the AGM and the Annual Report of the Company for the financial year 2023-2024 is also being sent through electronic mode to all the members of the Company whose e-mail addresses are registered with the Company/Company's RTA or Depository Participant(s) and other permitted mode to those whose e-mail address are not registered.

The Notice of 34th AGM, Annual Report for FY 2023-2024 will also be made available on the website of the Company at www.paosindustries.in

**Thanking You,
Yours Faithfully,**

For PAOS Industries Ltd

**Daljeet Singh
Company Secretary & Compliance Officer**

Ph:+91-161-522-0000 Email: paosindustriesltd@gmail.com, rajagromills@gmail.com

Website: www.paosindustries.in

PAOS INDUSTRIES LIMITED

34TH Annual Report

2023-2024

PAOS INDUSTRIES LIMITED Annual Report 2024

REGISTERED OFFICE: VILLAGE PAWA, G.T. ROAD, NEAR CIVIL AIRPORT, LUDHIANA-141120
(PB) CIN: L24100PB1990PLC049032 Email: paosindustriesltd@gmail.com, rajagromills@gmail.com,
[Website:www.paosindustries.in](http://www.paosindustries.in)

BOARD OF DIRECTORS:

Sh. Sanjeev Bansal : Managing Director
Smt. Rama Bansal : Non- Executive Director
Smt. Meenu Uppal : Non-Executive Independent Director
Sh. Jatin Duggal : Non-Executive Independent Director

COMPANY SECRETARY

Smt. Ruchika Gulati
*Sh. Daljeet Singh appointed as Company Secretary w.e.f. 20.04.2024

CHIEF FINANCIAL OFFICER

Sh. Rupinder Singh

STATUTORY AUDITORS

M/s Rakshit Khosla & Associates;
Chartered Accountants
Ludhiana (Pb)

BANKERS

HDFC Bank
Feroze Gandhi Market,
Ludhiana - (Pb.)

REGISTRAR & SHARE TRANSFER AGENT

M/s Link Intime India Private Limited
(Formerly Intime Spectrum Registry Limited)
Noble Heights, First Floor, Plot No.NH-2, C-1 Block,
LSC, Near Savitri Market, Janakpuri, New Delhi-110 058
Ph. 011-49411000, E-mail: delhi@linkintime.co.in

34TH ANNUAL GENERAL MEETING	CONTENTS	Page No.
Day: Tuesday	Notice	1
Date: 09th July, 2024	Directors' Report	14
Time: 10.00 a.m.	Corporate Governance Report	36
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NOTICE

NOTICE is hereby given that the **34th Annual General Meeting** of the Members of **PAOS INDUSTRIES LIMITED** will be held on **Tuesday, the 09th day of July, 2024 at 10.00 a.m.** at the Registered Office of the Company at **Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120 (Pb)** for transacting the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 together with the reports of Board of Directors and Auditors thereon.
2. To appoint Sh. Sanjeev Bansal (00057485) as a Director who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESSES:

3. **Re-appointment of Sh. Sanjeev Bansal (DIN 00057485) as Managing Director.**

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

RESOLVED UNANIMOUSLY THAT pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules framed under the Act (including any statutory modifications or re-enactment thereof for the time being in force), as may be necessary, if any, the approval of Company be and is hereby accorded to the re-appointment of Sh. Sanjeev Bansal (DIN:00057485) as Managing Director of the Company at a remuneration within the limits as prescribed in Section 197 read with Schedule V of the Companies Act, 2013 for a period of five years with effect from 15.09.2024, on the terms and conditions including remuneration as approved by the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby further authorized to subsequently alter, amend, vary the terms and conditions of said re-appointment and/or remuneration in such manner as the Board in its discretion deem fit and as may be acceptable to Sh. Sanjeev Bansal, provided such alterations are within the limits specified in Schedule V to the Companies Act, 2013 for the time being in force or any statutory modifications or re-enactment and/or the rules or regulations promulgated there-under without again referring the same to the General Meeting.

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby further authorized to do all such acts, deeds, matters and things as in its absolute discretion as it may consider necessary, proper or expedient in the interest of the company.

4. **Approval of Related Party Transaction for purchase or acquire of undertaking from M/s National Soap Mills (being the related party within the meaning of the Act read with Listing Regulations), on slump sale basis.**

To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT after receiving the recommendation of audit committee pursuant to Section 177 of Companies Act, 2013 (herein after referred to as the “Act”) read with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “Listing Regulations”) and pursuant to Section 188 and other applicable provisions, if any of the Act and relevant Rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), in terms of Regulation 23 of Listing Regulations, and other applicable provisions of the Listing Regulations, as amended from time to time, enabling provisions of the Memorandum and Articles of Association of the Company, all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (which term shall be deemed to include any Committee thereof or Director(s) or Official(s) of the Company for the time being authorized by the Board to exercise the powers conferred on the Board by this Resolution) for purchase or acquire of undertaking from M/s National Soap Mills (being the related party within the meaning of the Act read with Listing Regulations), on slump sale basis situated at Village Pawa, G.T.

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Road, Near Civil Airport, Ludhiana-141120 for such consideration and terms & conditions as detailed in the Explanatory Statement.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to:

- (i) finalize the terms and conditions for the Agreement to be entered and to settle and finalize all issues that may arise in this regard, without further referring to the Members of the Company, including without limitation, finalizing and executing necessary agreements, deeds of assignment and such other documents as may be necessary or expedient in its own discretion and in the best interest of the Company,
- (ii) execute all such deeds, matters and things as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto and to do and perform or cause to be done all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto, including delegation of all or any of the powers herein conferred by this resolution, to any Director(s), or to any Committee of Directors or any other Officer(s)/Authorised Representative(s) of the Company, or to engage any advisor, consultant, agent or intermediary, as may be deemed necessary to give effect to this Resolution."

5. To issue unsecured unlisted redeemable non-convertible debentures of the company on private placement basis.

To consider and if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 42, 71, 102, 114 and other applicable provisions of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 ("the Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable guidelines as well as provisions of Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to issue Unsecured, Unlisted Redeemable 8% Non-Convertible Debentures ("NCD") for an aggregate **amount not exceeding of Rs.20.00 Crores (Rupees Twenty Crores Only)** on private placement basis in such form, manner, within such period, and upon such terms and conditions as may be decided by the Board of Directors of the Company (which term shall be deemed to include any Committee thereof or Director(s) or Official(s) of the Company for the time being authorized by the Board to exercise the powers conferred on the Board by this Resolution) in its absolute discretion as may deem fit and proper.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to:

- (i) finalize the detailed terms and conditions of the issue, size of issue, tenor of issue, interest payment frequency, redemption dates, coupon rate, redemption premium, etc with regard in relation to the NCD;
- (ii) execute all such deeds, matters and things as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto and to do and perform or cause to be done all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto, including delegation of all or any of the powers herein conferred by this resolution, to any Director(s), or to any Committee of Directors or any other Officer(s) / Authorised Representative(s) of the Company, or to engage any advisor, consultant, agent or intermediary, as may be deemed necessary to give effect to this Resolution."

6. To Enter Lease Agreement with Related Party Namely National Soap Mills.

To consider and, if thought fit, to pass the following resolution as special resolution:

RESOLVED THAT pursuant to the provisions of section 188 of the Companies Act, 2013 (as amended or re-enacted from time to time) and other applicable provisions of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules 2014 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and subject other necessary approvals, consents, permissions and sanctions, required, if any, in this regard from any appropriate authority / regulatory authority and subject to such terms, conditions, amendments or modifications as may be required or suggested by these authorities, the consent and approval of the members of the company be and is hereby accorded to the Board of Directors to enter into a lease contract(s)/ arrangement (s)/ agreement(s) with National Soap Mills, a related party within the meaning of the aforesaid law on such terms and conditions as may be mutually agreed upon and deem fit by the Board of Directors of the Company for taking on lease the land and building/property situated at **Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120** owned and possessed by National Soap Mills provided however that contract(s)/

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transaction(s) to be carried out at any future date(s) shall at all times be on arm's length basis and in the ordinary course of the business.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to settle lease rental(s), terms of lease and license, any question, difficulty or doubt that may arise with regard to giving effect to the above Resolution; sign and execute necessary documents and papers on an on going basis and to do and perform all such acts, deeds and things as may be necessary or in its absolute discretion deem necessary, proper, desirable and to finalize any documents and writings in this regard.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any one or more Directors of the Company or any other officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this Resolution.”

“RESOLVED FURTHER THAT pursuant to the provisions of section 189 of the Companies Act, 2013 (as amended or reenacted from time to time) read with Rule 16 of the Companies (Meeting of Board and its Powers) Rules 2014, Sh. Sanjeev Bansal, Managing Director and company secretary of the Company be and are hereby severally authorized to do the necessary entries in the Register of contracts or arrangements in which directors are interested and authenticate them.”

**By Order of Board
For PAOS Industries Limited
Sd/-
(Sanjeev Bansal)
Managing Director
DIN- 00057485
662/2, Premjit Road, Gurdev
Nagar, Ludhiana-141001**

Date: 23-05-2024

Place: Ludhiana

NOTES:

- (i)** A member entitled to attend and vote at the annual general meeting (the “MEETING”) is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the company. The instrument appointing the proxy should, however, be deposited at the registered office of the company not less than forty-eight hours before the commencement of the meeting. The blank proxy form is enclosed.
- (ii)** A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- (iii)** During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members 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.
- (iv)** Statement pursuant to section 102 of the Companies Act, 2013 (the ‘Act’) forms part of this Notice.
- (v)** Brief details of the directors, who are seeking appointment/re-appointment, are annexed hereto as per requirements of regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) and as per provisions of the Act.
- (vi)** SEBI has mandated that any service request from members holding securities in physical mode shall be entertained only upon registration of the PAN, KYC details and nomination. The folios wherein any one of the said document/details are not updated on or after 1st October 2023 shall be frozen by the RTA. Further, such member will not be eligible to receive dividend in physical mode. Members are requested to furnish the details in the prescribed form to RTA. Forms can be downloaded from the website of the Company at www.paosindustries.in

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- (vii) In terms of section 101 and 136 of the Act, read together with the rules made there-under, the listed companies may send the notice of annual general meeting and the annual report, including Financial Statements, Board Report, etc. by electronic mode. The Company is accordingly forwarding soft copies of the above referred documents to all those members, who have registered their e-mail addresses with their respective depository participants or with the share transfer agent of the Company. For members who have not registered their e-mail addresses, physical copies are sent in the permitted mode. Members may note that Annual Report 2023-24 and Notice along with proxy form and attendance slip will also be available on the Company's website www.paosindustries.in and website of the Stock Exchange, i.e. BSE Limited at www.bseindia.com.
- (viii) Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG Format) of its Board or governing body's Resolution/Authorization etc., authorizing its representative to attend the AGM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail through its registered e-mail address to rajeevbhambri@gmail.com.
- (ix) To receive communications through electronic means, including Annual Reports and Notices, members are requested to kindly register/ update their e-mail address with their respective depository participants, where shares are held in demat mode. Members are requested to register their e-mail id and support the green initiative efforts of the Company. Members are also requested to support our commitment to environmental protection by choosing to receive the Company's communication through e-mail going forward.
- (x) Securities Exchange Board of India has mandated that the listed companies shall henceforth issue the securities in dematerialised form only, while processing service requests such as issue of duplicate share certificates, transmission, transposition, etc. Accordingly, members who still hold share certificates in physical form are advised to dematerialise their holdings.
- (xi) The Company has been maintaining, inter alia, the following statutory registers at its registered office at Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120 (Pb) which are open for inspection by members in terms of the applicable provisions of the Act, from Monday to Friday from 10.00 a.m. to 12.30 p.m., except holidays:
- i) Register of Contracts or arrangements in which directors are interested under section 189 of the Act. The said Register shall also be produced at the commencement of the AGM of the Company and shall remain open and accessible during the continuance of the meeting to any person having the right to attend the meeting.
 - ii) Register of Directors and Key Managerial Personnel and their shareholding under section 170 of the Act. The said Register shall be kept open for inspection at the AGM of the Company and shall be made accessible to any person attending the AGM.
- (xii) Documents referred to in the Notice and the statement shall be open for inspection by the members at the registered office of the Company from Monday to Friday from 10.00 a.m. to 12.30 p.m., except holidays, up to the date of AGM.
- (xiii) Pursuant to section 72 of the Act read with SEBI Circular dated 3rd November 2021, clarification circular dated 14th December 2021 and circular dated 16th March 2023, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 or Form ISR-3 (Declaration to Opt-out). The form can be downloaded from the website of the Company at www.paosindustries.in
- (xiv) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ Link Intime India Pvt. Ltd.
- (xv) The register of members and the share transfer book of the company will remain closed from Wednesday, the 3rd July, 2024 to Tuesday, 09th July, 2024 (both days inclusive).
- (xvi) Members are requested to bring their copies of Annual Reports along with them, as copies of the report will not be distributed at the meeting.
- (xvii) Members/proxies are requested to bring their attendance slips sent herewith duly filled in for attending the meeting.

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- (xviii) Any queries regarding the Annual Accounts or otherwise must be sent to Registered Office of the Company at least 10 days before the date of meeting.
- (xix) M/s Rajeev Bhambri & Associates, Company Secretaries have been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner (including the ballot forms received from members who do not have access to the e-voting process). The scrutinizer shall upon the conclusion of General Meeting, unblock the votes in presence of at least two witnesses not in employment of the Company and make a report of the votes cast in favour or against, if any, forthwith to the Managing Director of the Company.
- (xx) The Results of the resolutions passed at the AGM of the Company will be declared within 48 working hours of the conclusion of AGM. The Results declared along with the Scrutinizer's report shall be placed on website of company, CDSL and will be communicated to the stock exchanges.
- (xxi) **Voting through Electronic Means:** Pursuant to the Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility to the Members a facility to exercise their right to vote at the 34th Annual General Meeting (AGM) by electronic means.
- (xxii) The Members whose name appears in the Register of Members of the Company as on **02nd July, 2024** may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting). The remote e-voting shall commence on **06th July, 2024 at 09:00 AM and ends on 08th July, 2024 at 05:00 PM**. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The e-voting module shall be disabled by CDSL for voting thereafter.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

- a. The voting period **begins on Saturday, 06-07-2024 at 9.00 a.m. and ends on Monday, 08-07-2024 at 5.00 p.m.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **02-07-2023** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- b. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- c. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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- d. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 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. 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 with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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

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	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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with 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. 1800225533
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

e. Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

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

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OR Date of Birth (DOB)	<ul style="list-style-type: none">If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.
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- f. After entering these details appropriately, click on “SUBMIT” tab.
- g. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- h. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- i. Click on the EVSN (240613006) for the relevant <PAOS Industries Limited> on which you choose to vote.
- j. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- k. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- l. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- m. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- n. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- o. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- p. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- q. **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatorily to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; paosindustriesltd@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

- For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
- For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)

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

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no.1800 22 55 33.

(xxiii) In addition to the remote e-voting facility as described above, the Company shall make a voting facility available at the venue of the AGM through Poll. However, members who have voted through remote e-voting will be eligible to attend the AGM, but shall not be entitled to cast their vote again.

(xxiv) **Information pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding the Directors seeking appointment/re-appointment in the AGM.**

Name of the Director	:	Shri Sanjeev Bansal
Date of Birth	:	02.03.1959
Date of Appointment	:	18.06.1990
DIN	:	00057485
Qualification	:	Graduate
Experience	:	Shri Sanjeev Bansal aged 65 years is a Graduate from Punjab University and has experience of more than 45 years in this industry. In 1978, he joined the family business and in the year 1990, M/s Raj Agro Mills Pvt. Ltd. Was incorporated under the sheer and able guidance of Shri Sanjeev Bansal. He is a worldly traveled man having visited many countries namely Japan, South Korea, Singapore, Malaysia, Taiwan etc. for identification of new technology.
No. of Shares Held in the Company as on 31-03-2024	:	2018150 Equity Shares of Rs.10/- each 145000 Preference Shares of Rs.100/- each
Chairman/Membership of Board Committees of listed companies (including this company) as on 31.03.2024	:	NIL
Directorship held in listed companies (including this company) as on 31.03.2024	:	1
Relationship with other Directors/KMPs	:	Smt. Rama Bansal, Non-Executive Director is spouse of Sh. Sanjeev Bansal. No Relationship with KMPs

Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 relating to the Special Businesses set out in the accompanying Notice;

ITEM NO. 3: Re-appointment of Sh. Sanjeev Bansal as Managing Director.

Keeping in view the value of services being provided by Sh. Sanjeev Bansal to the Company, the Board of Directors in its meeting held on 23rd May, 2024 has re-appointed him subject to the approval of shareholders as Managing Director of the company for a further period of five years with effect from 15.09.2024.

The Board on the recommendation of nomination and remuneration committee has re-appointed him as Managing Director subject to the approval of the members of the company for a further period of 5 years with effect from

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15.09.2024 (15th day of September, 2024) on the terms and at a remuneration within the limits as may be prescribed in Section 197 read with Schedule V of the Companies Act, 2013 and approved by the Board of Directors.

MEMORANDUM OF INTEREST

None of the Directors and Key Managerial Personnel of the Company and their relatives except Smt. Rama Bansal being spouse of Sh. Sanjeev Bansal is concerned or interested, financially or otherwise, in the resolution. Also Sh. Sanjeev Bansal being member of the company may be deemed as having concern or interest in the resolution. The Board recommends the Resolution set forth in Item no. 3 for the kind consideration and approval of members.

Information pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding the Directors seeking appointment/re-appointment in the AGM.

Name of the Director	:	Sh. Sanjeev Bansal
Date of Birth	:	02.03.1959
Date of Appointment	:	18.06.1990
DIN	:	00057485
Qualification	:	Graduate
Experience	:	Shri Sanjeev Bansal aged 65 years is a Graduate from Punjab University and has experience of more than 45 years in this industry. In 1978, he joined the family business and in the year 1990, M/s Raj Agro Mills Pvt. Ltd. was incorporated under the sheer and able guidance of Sh. Sanjeev Bansal. He is a worldly traveled man having visited many countries namely Japan, South Korea, Singapore, Malaysia, Taiwan etc. for identification of new technology.
No. of Shares Held in the company	:	2018150 Equity Shares of Rs.10/- each 145000 Preference Shares of Rs.100/- each

Chairman/Membership of Board Committees of listed companies (including this company) as on 31.03.2024	:	None
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Directorship held in listed companies (including this company) as on 31.03.2024	:	1
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Relationship with other Directors/KMPs	:	Smt. Rama Bansal, Non-Executive Director is spouse of Sh. Sanjeev Bansal. No Relationship with KMPs
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ITEM NO.4: Approval of Related Party Transaction for purchase or acquire of undertaking from M/s National Soap Mills (being the related party within the meaning of the Act read with Listing Regulations), on slump sale basis.

The Board of Directors in its meeting held on 23rd May, 2024 (after receiving consent of the Independent Directors in the audit committee meeting) has considered and approved the related party transaction for purchase of an undertaking via slump sale from M/s National Soap Mills, a Partnership Firm in which both Sh. Sanjeev Bansal, Managing Director and Smt. Rama Bansal, Director of the Company are Partners as such M/s National Soap Mills is a related party.

Since in accordance with the provisions of Section 188(1)(b) of the Companies Act, 2013 ("Act") read with Rule 15(3)(a)(ii) of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Listing (Obligation and Disclosure) Regulations ("LODR"), the value of the transaction entered into between related parties and the Company exceeds 10% of the net worth of the company and is considered material in accordance with the Regulation

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23 of LODR, thus prior approval of members of the company by way of passing an Ordinary resolution, is required before entering into the said transaction.

Said related party transaction has been considered by the audit committee in its meeting held on 23rd May 2024 and subsequently by the Board in its meeting held on the same date.

The disclosures under Rule 15(3) (ii) of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended as enumerated herewith:

Name of related party	M/s National Soap Mills
Name of Director or KMP who is related	Sh. Sanjeev Bansal and Smt. Rama Bansal
Nature of relationship	Sh. Sanjeev Bansal, Managing Director and Smt. Rama Bansal, Director of the company being partners in M/s National Soap Mills.
Nature, material terms, monetary value and particulars of the contract or arrangements;	Purchase of Undertaking or Part of Undertaking of M/s National Soap Mills by the Company on Slump Sales Basis.
Any other information relevant or important for the members to take a decision on the proposed resolution	As per industry norms, custom and uses

The transfer of the undertaking shall be effective from the date of execution of the Business Transfer Agreement or such other date as may be decided by the Board in this regard, subject to approval by the members.

None of the Related Parties shall vote to approve the relevant transaction irrespective of whether the entity is a party to the particular transaction or not and accordingly Sh. Sanjeev Bansal the Managing Director/Promoter, shall not vote on the resolutions set out at Item No. 4.

Except for Sh. Sanjeev Bansal, Managing Director and his relatives, who being the partner in M/s National Soap Mills, None of the Directors and Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the said resolution except may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding in the Company, if any

The Board is of the opinion that the aforesaid proposal is in the best interest of the Company and accordingly the Board recommends the Ordinary Resolution as set out in Item No. 4 of this Notice for approval of the Members.

ITEM NO. 5: To issue unsecured unlisted redeemable non-convertible debentures of the company on private placement basis.

The Board in its meeting held on 23rd May, 2024 (after receiving consent of the Independent Directors in the audit committee meeting held on 23rd May, 2024) has considered and approved the related party transaction for purchase of an undertaking via slump sale from M/s National Soap Mills (Sh. Sanjeev Bansal, Managing Director being the related party) and issuance of Non-Convertible Debentures ("NCD") as consideration to M/s National Soap Mills as may be decided by the Board of Directors.

In this regard and in terms of Section 42, 71 and other applicable provisions of the Companies Act, 2013 as well as the relevant Rules made thereunder including the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended from time to time, private placement of debt securities is permitted subject to prescribed disclosures and approval of Members by a Special Resolution.

None of the Related Parties shall vote to approve the relevant transaction irrespective of whether the entity is a party to the particular transaction or not and accordingly Sh. Sanjeev Bansal the Managing Director/Promoter and Smt. Rama Bansal, Director/Promoter shall not vote on the resolutions set out at Item No .5.

Except for Sh. Sanjeev Bansal, Managing Director and his relatives, who being the partner in M/s national Soap Mills, None of the Directors and Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the said resolution except may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding in the Company, if any.

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The Board is of the opinion that the aforesaid proposal is in the best interest of the Company and accordingly the Board recommends the Special Resolution as set out in Item No. 5 of this Notice for approval of the Members.

ITEM NO. 6: To Enter Transaction with Related Party Namely National Soap Mills- Lease of Land.

The Company in its ordinary course of business and at arm's length price intends to take on lease the **land and building/ property situated Hadbast No. 246, Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120**. The ownership, titleregistration and possession of said land and property stands in favour of National Soap Mills, a related party. The saidland is required by the company to carry on manufacturing and commercial activities there-upon.

The Company has noted that M/s National Soap Mills fall under the category of a related party of the Company interms of the provisions of the Companies Act, 2013 and SEBI(LODR). The provisions of the SEBI(LODR) consider a transaction with a related party material if the transaction / transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidatedturnover of the company as per the last audited financial statements of the company. Further, the regulatoryprovisions require all material related party transactions to be approved by the shareholders through a specialresolution and the related parties shall abstain from voting on such resolutions.

The Company envisages that the transaction(s) entered into with National Soap Mills whether individually and/or in aggregate would exceed the stipulated threshold of ten percent of the annual consolidated turnover of the Company as per the last audited and financial statements of the Company during a financial year of the Company. The Company therefore requires approval of the shareholders through a special resolution for entering into lease contract/ arrangement/agreement with National Soap Mills. Although approval of the shareholders would not be required under the provisions of Section 188 of the Companies Act, 2013 and the rules framed there-under for the specified transactions with the said firm however the same is being sought as an abundant precautionary measure. All related parties shall abstain from voting on these resolutions.

The relevant information is as follows:-

1.	Name of Related Party	National Soap Mills
2.	Name of Director or KMP who is related	Sh. Sanjeev Bansal and Smt. Rama Bansal
3.	Nature of relationship	Sh. Sanjeev Bansal, Managing Director of the Company and Smt. Rama Bansal, Director of the Company are partners in National Soap Mills.
4.	Monetary value	Lease rental will be as per commercial rates and transaction shall be at arm's length price and will be in the ordinary course of business to support business activities of the company
5.	Nature, material terms and particulars of arrangement	Taking on lease the land situated at Village Pawa, G. T. Road, Ludhiana standing in the name of National Soap Mills
6.	Any advance paid or received for the arrangement, if any	As per industry norms, custom and uses

The Audit committee and the Board of the Directors of the Company have considered these proposed arrangements and limits at their meeting held on 23.05.2024 and have approved the proposed arrangements with the Related Party M/s National Soap Mills and have also decided to seek approval of shareholders by way of special resolution pursuant to section 188 of the Companies Act 2013 read with the Companies (Meeting of Board and its Powers) Rules , 2014 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR").

Shri Sanjeev Bansal, Managing Director and Smt. Rama Bansal, Director and his relatives who directly hold in aggregate 64.76% equity shares of the Company are concerned or interested in the special resolution at Item No. 6.

None of the other Directors and Key Managerial Personnel or their relatives is in any way concerned or interested in the resolution.

The Board of Directors recommends the above special resolution for your approval.

By Order of Board
For PAOS Industries Limited
Sd/-
(Sanjeev Bansal)
Managing Director
DIN- 00057485
662/2, Premjit Road, Gurdev
Nagar, Ludhiana-141001

Date: 23-05-2024

Place: Ludhiana

WE WOULD LIKE TO DRAW SHAREHOLDER'S KIND ATTENTION TO THE FOLLOWING URGENT MATTERS, WHICH REQUIRE THEIR IMMEDIATE ACTION

PROCEDURE FOR THOSE SHAREHOLDERS, WHOSE EMAIL ADDRESSES AND/OR BANK DETAILS/MANDATE ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

We urge members to support the Green Initiative of the Government of India (GOI) by choosing to receive the communication from the Company through email. So, in case you wish to register/update your address, Email id or Bank Mandate* etc, you can do the same:

Physical holding: Please send a duly signed request letter by the shareholder(s), to the Registrar & Share Transfer Agent of the Company, M/s. Link Intime India Pvt Ltd. (Unit: PAOS Industries Limited), Noble Heights, 1st Floor, Plot No-2, C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi -110058, providing Folio No, Name of the shareholder and self-attested copy of PAN & AADHAR card, for registering the e-mail address. Following additional details & documents need to be provided for updating Bank Account details*:

- a) Name and branch of the Bank in which you wish to receive the dividend*.
- b) Bank account type.
- c) Bank account number allotted by your Bank, after implementation of Core Banking solutions.
- d) Nine Digit MICR Code Number.
- e) Eleven digit IFSC Code and
- f) A scanned copy of cancelled cheque bearing the name of the first shareholder (if name is not printed, bank attested copy of the first page of pass book showing name of account holder)

Demat holding: Please contact your Depository Participant (DP) and register your e-mail address and/ or Bank account details*, in your demat account, as per the process advised by your DP.

DEMATERIALISATION OF SHARES

The SEBI vide its circular no. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 has mandated that w.e.f. April 1, 2019 except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. In light of same shareholders are requested to kindly convert their physical shares in Demat form to avoid hassle in transfer of shares.

CONSOLIDATION OF MULTIPLE FOLIOS

The members holding more than one share in the same name or joint names in the same order but under different ledger folios are requested to apply for consolidation of such folios into a single folio and accordingly send a request letter duly signed by the shareholder and the relevant share certificates alongwith the self-attested copy of PAN card and Aadhar card to the Registrars and Share Transfer Agent (RTA) of the Company, to enable them to consolidate all such multiple folios into one single folio.

PERMANENT ACCOUNT NUMBER (PAN)

The SEBI has mandated submission of Permanent Account Number [PAN] by every participant in the Securities Market. Members holding shares in electronic form are therefore requested to submit their PAN to their depository participants. Members holding shares in physical form are required to submit their PAN details to RTA.

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DIRECTORS' REPORT TO THE MEMBERS

Dear Members,

Your Directors have the pleasure in presenting the 34th Annual Report of the Company together with the Audited Accounts (Standalone and Consolidated) for the financial year ended 31st March, 2024.

FINANCIAL RESULTS

The financial figures for the year under review are given below:

PARTICULARS	(Rs. In Lakhs)	
	CURRENT YEAR 2023-2024	PREVIOUS YEAR 2022-2023
Revenue from operations	--	--
Other income	--	--
Profit/(Loss) before Interest, Depreciation and Tax	(12.59)	(13.58)
Less : Interest & Bank charges	(17.00)	(15.46)
Profit/(Loss)	(29.59)	(29.04)
Depreciation	--	--
Profit/(Loss) before Tax	(29.59)	(29.04)
Provision for Current Tax	0.00	0.00
Provision for Deferred Tax	0.00	0.00
Profit/(Loss) after Tax	(29.59)	(29.04)
Transfer to General Reserve	(29.59)	(29.04)
Other Comprehensive Income for the period	--	--
Basic- Earning per equity share of Rs.10/-	(0.48)	(0.48)

The company has not carried on any business activity during the year under review.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The financial statements have been prepared as per the Ind-AS whereby the preferential share capital has been classified into debt liability and to find out the present value the nominal value of these preference shares has been discounted @10% being rate of dividend payable on these shares. The dividend/interest accrued there-upon for the relevant financial year has been included and booked as "finance cost" however since the last three years, the amortization of Deferred Revenue through the Statement of Profit & Loss Account has been discontinued in order to stop booking notional "Other Income". The loss for the FY 2024 stands at Rs.29.59 Lakhs as compared to Rs. 29.04 lakhs during FY 2023.

The company had made investment in the Joint Venture namely PAOS Productions, which become negative since FY 2021. The Company was one of the Partners in PAOS PRODUCTIONS till 30-09-2023. However, the Company has withdrawn its partnership from the said Joint Venture with effect 01-10-2023. Consequently, consolidation of accounts of the Company with the accounts of PAOS Productions for the year ending March 31, 2024 is not required and therefore the consolidated statements as at 31-03-2024 have not been prepared by the Company.

INFORMATION ON STATE OF COMPANY'S AFFAIR

The company has not carried any commercial activity during the year under review. It has no labour force but employed only administrative personnel.

DIVIDEND

Your Directors express their inability to recommend any dividend for the year.

DEPOSITS

During the year under review, the Company has not accepted or renewed any deposits falling within the purview of the Companies Act, 2013 and the rules made there-under however the company has received and accepted money/loan only from its Managing Director namely Sh. Sanjeev Bansal which does not fall within the definition of deposits in terms of Rule 2(1)(c) of the Companies (Acceptance of Deposits), Rule, 2014, as amended. The amount of said money/loan stands at Rs. 1438.73 Lakhs as on 31.03.2024. These borrowings from director are interest free and presently the exact date of their repayment is not certain because the company is not carrying on any commercial or business activity and does not have any operating assets as on date to repay it, hence its classification as per Ind-AS is not presently feasible.

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However, these loans are financial liability and have been presented and disclosed under Non-Current Borrowings considering them to be not being paid within One year.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Since no Dividend declared and paid during last year, the provisions of Section 125 of the Companies Act, 2013 does not apply.

TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (J) OF THE COMPANIES ACT, 2013

The profit/loss of the current year has been transferred to the Reserves& Surplus.

CHANGES IN EQUITY SHARE CAPITAL

There is no change in the Equity Share Capital of the company during the year under review.

CHANGES IN DIRECTORS& KEY MANAGERIAL PERSONNEL

During the year under review, there is no change in Directors of the company.

Sh. Sanjeev Bansal is liable to retire by rotation and being eligible offer herself for re-appointment.

During the year under review, there is no change in the Key Managerial Personnel.

PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS UNDER SECTION 185

During the Financial Year 2023-2024, the Company has not given any loan or Guarantee or provided security in connection with a loan to any other body corporate and person and also the company has not made any investment in any other body corporate.

INDIAN ACCOUNTING STANDARDS (Ind AS)

As mandated by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards ("Ind AS") and the Standalone and Consolidated Financial Results for the year 2023-2024 have been prepared in accordance with Ind-AS prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued there under and the other recognized accounting practices and policies to the extent applicable.

STATUTORY AUDITOR

The members had appointed M/s Rakshit Khosla& Associates, Chartered Accountants (FRN:017151N), Ludhiana as Statutory Auditors of the Company to hold office from the conclusion of 30th Annual General Meeting until the conclusion of 35th Annual General Meeting of company, subject to ratification of the appointment by the members at every AGM in accordance with the provisions of the Companies Act, 2013 and the Rules made there-under. The appointment of M/s Rakshit Khosla & Associates, Chartered Accountants (FRN:017151N), Ludhiana as Statutory Auditors shall be for the Statutory Audit of FY 2020-2021 to FY 2024-2025 (both inclusive)

STATUTORY AUDIT REPORT

The Auditor's Reports on the Standalone Financial Statements for the financial year 2023-24 do not contain any qualification, reservation or adverse remark. The Auditor's Reports are annexed to the financial statements.

COST AUDIT

As the company is not into operation and does not carry on any manufacturing activities hence the provisions regarding applicability of Cost Audit are not applicable to the company.

SECRETARIAL AUDITORS

As required under section 204 of the Companies Act, 2013 and Rules there-under, the Board has appointed M/s Rajeev Bhambri & Associates, Practicing Company Secretaries as the Secretarial Auditor and the said firm had conducted the secretarial audit for the financial year 2023-2024. The Secretarial Auditors' Report for the financial year 2023-24 does not contain any qualification, reservation or adverse remark. The Auditor's Report is enclosed with this report.

DETAILS REGARDING FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12)

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During the year under review, the auditors i.e. statutory auditors and secretarial auditors have not reported any matter under section 143(12) of the Act, and therefore, no details are required to be disclosed under section 134(3)(ca) of the Act.

INTERNAL AUDITORS

The Company has adequate internal financial controls in place and the same is operating effectively having regard to company's size and operations.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Pursuant to Section 197(12) of the Act, read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company is required to disclose information related to remuneration paid during the year. The detailed information in this regard is annexed to this report as "Annexure I".

RELATED PARTY TRANSACTIONS

The company has not entered into any specific contract, arrangement and transaction(s) with any of related parties during the year under review. However, during the year under review, the company had paid remuneration to the Company Secretary and Chief Financial Officer (KMPs) and had obtained loan from Managing Director, the detail of these transactions is stated in the Notes to accounts to Financial Statements. However, The company had made investment in the Joint Venture namely PAOS Productions, which become negative since FY 2021. The Company was one of the Partners in PAOS PRODUCTIONS till 30-09-2023. However, the Company has withdrawn its partnership from the said Joint Venture with effect 01-10-2023. Consequently, consolidation of accounts of the Company with the accounts of PAOS Productions for the year ending March 31, 2024 is not required and therefore the consolidated statements as at 31-03-2024 have not been prepared by the Company. Moreover, the carrying amount of Company's investment in the joint venture namely M/s PAOS Productions had become negative since more than two years on account of which the Standalone as well as the consolidated financial statements are same since then because according to provisions of Ind AS 28 when the Group's share of Losses in an equity-accounted investment.

The Board of Directors of company has adopted Related Party Transaction Policy and the same is available on the link: www.paosindustries.in

Further all the necessary detail of transaction entered with the related parties as defined under section 188 of the Companies Act, as defined under section 2(76) of the said Act are attached herewith in Form-AOC-2 for your information as "Annexure-II".

DETAILS AND INFORMATION AS REQUIRED UNDER SECTION 134(3) (I) OF THE COMPANIES, ACT 2013

No material changes and commitments have taken place between the end of the financial year of the Company to which balance sheet relates and date of report, which affects the financial position of the Company.

INVESTOR SERVICES

The Company is committed to provide the best services to the shareholder/investors. M/s Link Intime India Private Limited, New Delhi is working as Registrars and Share Transfer Agents (RTA) of the Company for transfer, dematerialization of shares and other investor related services. No correspondence/ enquiry from any shareholder/investor is pending with the company for reply.

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

The company is not engaged in the manufacturing activities or any other commercial activity as such your Directors express their inability to comment upon the conservation of energy, technology absorption measures and there is no the foreign exchange earnings and outgo during the year under review.

EXTRACT OF ANNUAL RETURN

The extract of Annual Return, in format MGT-9, for the financial year 2023-24 has been enclosed with this report as "Annexure III".

As required under section 134 (3)(a) of the Act, the Annual Return is put up on the company's website and can be assessed at link www.paosindustries.in

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

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The company had made investment in the Joint Venture namely PAOS Productions, which become negative since FY 2021. The Company was one of the Partners in PAOS PRODUCTIONS till 30-09-2023. However, the Company has withdrawn its partnership from the said Joint Venture with effect 01-10-2023. Consequently, consolidation of accounts of the Company with the accounts of PAOS Productions for the year ending March 31, 2024 is not required and therefore the consolidated statements as at 31-03-2024 have not been prepared by the Company.

There is no subsidiary/Joint Ventures/Associates of the company as on 31.03.2024.

DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

There is no change in composition of Key Managerial Personnel during the year under review. The detail of Directors and Key Managerial Personnel at close of Financial Year 2024 is as per following:

Sr.No.	Name of Director/KMP	DIN/PAN	Designation
1.	Sh. Sanjeev Bansal	00057485	Managing Director
2.	Smt. Rama Bansal	08156375	Non-Executive Director
3.	Smt. MeenuUppal	07144268	Non-Executive Independent Director
4.	Sh. Jatin Duggal	09625747	Non-Executive Independent Director
5.	Smt. RuchikaGulati*	ASIPA8598F	Company Secretary
6.	Sh. Rupinder Singh	ECDPS5143H	Chief Financial Officer

*Smt. Ruchika Gulati has resigned from the post of Company Secretary and Compliance Officer w.e.f.19.04.2024.

** Sh. Daljeet Singh has appointed as Company Secretary and Compliance Officer of the Company w.e.f. 20.04.2024.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received the necessary declaration from each independent director in accordance with section 149 (7) of the Companies Act 2013, that he/she meets the criteria of independence as laid out in sub section (6) of section 149 of the Companies Act, 2013.

DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL

No material order has been passed by any regulator/court/tribunal during the year under review.

STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

NUMBER OF MEETINGS

During the financial year 2023-2024 the Board of Directors met 4 (Four) times. Further, the brief detail of Meetings of Board of Directors and its Committee Meetings is given in corporate governance report which forms the part of Annual Report.

RISK MANAGEMENT POLICY

The Board of Directors of your Company has adopted the Risks Management Policy. The policy establishes the process for the management of risk faced by the Company. The aim of risk management is to maximize opportunities in all activities and to minimize adversity. This policy applies to all activities and processes associated with the normal operations of company.

The Policy is to assist the Board of Directors in fulfilling its responsibilities with regard to enterprise risk management. Further, the Policy strives to assist the Board in framing, implementing and monitoring the risk management plan for the Company and reviewing and guiding the risk policy. The Policy on Risks Management may be accessed at www.paosindustries.in

EVALUATION BY BOARD OF ITS OWN PERFORMANCE, ITS COMMITTEE AND INDIVIDUAL DIRECTORS WITH REFERENCE TO SECTION 134 (3) (p) OF THE COMPANIES ACT, 2013 AND RULE 8(4) OF THE COMPANIES (ACCOUNTS) RULES 2014

Pursuant to the above said provisions of the Companies Act, 2013, the Board has carried out an evaluation of its own performance, directors individually as well as the evaluation of the Committees as per the Criteria laid down in the Nomination Remuneration Evaluation policy. Further the Independent directors have also reviewed the performance of the Non-Independent Directors and Board as a whole including reviewing the performance of the Chairperson of the

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Company taken into account the views of the Executive Directors and Non-Executive Directors vide their separate meeting.

AUDIT COMMITTEE

Pursuant to the provisions of 177 of the Companies, Act and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted Audit Committee with the objectives to monitor, supervise and effective management of company's finance, to ensure effective internal financial controls and risk management systems with high level of transparency and accuracy.

The Chairman of Audit Committee is an Independent Director and all the members of the Audit Committee are non-executive directors. The composition of the Audit Committee consists of two Independent Directors viz. Smt. Meenu Uppal (Chairperson) & Sh. Jatin Duugal (Member) and one Non-Executive Director namely Smt. Rama Bansal. The Audit Committee met Four times during the year, the details of which are given in the Corporate Governance Report which forms the part of this Annual Report.

DISCLOSURE ON THE NOMINATION AND REMUNERATION POLICY OF THE COMPANY PURSUANT TO SECTION 134(3) (e) AND SECTION 178(3)

Pursuant to the provisions of 178 of the Companies, Act and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted Nomination & Remuneration Policy for Directors, KMPs and Senior Management Personnel. The said Policy is available at www.paosindustries.in

DISCLOSURE IN RELATION TO VIGIL MECHANISM

In pursuance of the provisions of section 177(9) & (10) of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Policy is formulated to provide opportunity to employees and directors to report to management concerns about unethical behavior, actual or suspended fraud or violation of the Code of conduct or policy. The mechanism provides for adequate safeguards against victimization of employees and directors who express their concerns and also provides for direct access to Chairman/Members of Audit Committee in exceptional cases. The policy is applicable to all employees and directors of the Company.

The policy on Vigil Mechanism and Whistle Blower Policy as approved by the Board may be accessed on the Company's website at the link www.paosindustries.in

SECRETARIAL AUDIT REPORT

Secretarial Audit Report in format MR-3 by M/s Rajeev Bhambri & Associates, Company Secretaries is annexed with the Board Report. Secretarial Audit Report is annexed herewith as "Annexure IV". There is no adverse remark in it requiring explanation(s) by the Board. However, Secretarial Auditor stated that company has complied with the provisions except that UPSI disseminated was captured with delay in the software for Structured Digital Database as required in Regulations 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations).

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) They had 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 loss of the company for that period;
- (c) They had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) They had prepared the annual accounts ongoing concern basis;
- (e) They had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- (f) They had devised proper systems to ensure compliance with the provisions of all applicable laws and that such

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systems were adequate and operating effectively.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required under the Regulation 34 (2) (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given in the **Annexure-VI** forming part of this report.

CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the report on Corporate Governance together with Practicing Company Secretary's Certificate on compliance with this regard and Managing Director's declaration in this regarding compliance of code of conduct by Board Members and Senior Management Personnel is attached as **Annexure-VII** and forms part of this Annual Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the year under review, there were no significant and material orders passed by the regulators or courts or tribunals, which may impact the going concern status of the Company and its operations in future.

GENERAL DISCLOSURE

Your Directors state that no Disclosure or Reporting is required in respect of the following items as there is no transaction on these items during the year under review.

1. Details relating to Deposits covered under Chapter V of the Act.
2. Issue of Equity Shares with Differential right, as to dividend, voting or otherwise.
3. Issue of shares with including sweat equity shares to employees of the Company under any scheme.
4. No significant or Material order were passed by the regulators or courts or tribunal which impacted the going concern status and company's operation in future, your director further state that during the year under review, there were no case filed pursuant to Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013.

ACKNOWLEDGEMENTS

Your Directors wish to express their grateful appreciation for the valuable support and co-operation received from sub-brokers, business associates, vendors, bankers, financial institutions, investors, stakeholders, registrar and share transfer agent, other business affiliates and media.

The Board places on record its sincere appreciation towards stakeholders for their continued co-operation and support to the company and look forward to the continuance of this supportive relationship in future.

Your Directors also place on record their deep sense of appreciation for the devoted services of the employees during the period under review.

FOR AND ON BEHALF OF THE BOARD

Date: 23-05-2024
Place: Ludhiana

Sd/-
(Sanjeev Bansal)
Managing Director
DIN:00057485
662/2, Premjit Road,
Gurdev Nagar Ludhiana-01,
Punjab

Sd/-
(Meenu Uppal)
Director
DIN: 07144268
B-34/2129, New Chander Ngr
Ludhiana-141001, Punjab

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ANNEXURES TO THE DIRECTORS' REPORT

Annexure-I

Information pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(1) Ratio of the remuneration of each Director/KMP to the average remuneration of all the employees of the Company for the financial year:

As the company is not carrying any commercial or business activity hence there is no workforce/ normal employee in the company except the KMPs namely the Company Secretary and Chief Financial Officers. The directors including Managing Director are not being paid any kind of remuneration. Hence calculation of Median is not possible however as the above stated KMPs (CS & CFO) are also employees of the company hence the average of remuneration paid to them has been calculated which excludes contribution to funds and gratuity.

Average remuneration of all employees of the Company for the Financial Year 2023-2024	2,31,000
The Percentage increase in the average remuneration of employees in the Financial Year	There is no increase or decrease in average remuneration during this year as compared to last year
The number of permanent employees on the roll of the Company as on 31 st March, 2024	2

Name of Director/ KMP	Remuneration of Director/KMP for financial year 2023-2024	Ratio of Remuneration to average remuneration of all employees	% increase in remuneration in the Financial Year 2023-2024	Comparison of the remuneration of the KMP against the performance of the Company
Independent Directors				
Smt. Meenu Uppal	Nil	N.A	Nil	Nil
Sh. Jatin Duggal	Nil	N.A	Nil	Nil
Executive Directors/KMP				
Sh. Sanjeev Bansal M.D*	Nil	Nil	Nil	Nil
Smt. Ruchika Gulati Co. Secretary	2,64,000	1.14	0.00	
Sh. Rupinder Singh, CFO	1,98,000	0.86	0.00	

Notes: *Sh. Sanjeev Bansal is Executive Director of Company but he doesn't receive any salary. Smt. Rama Bansal being Non-Executive Director does not draw any salary from company.

- (2) Relationship between average increase in remuneration and company performance:
There exist no relationship between the Company performance and increase in remuneration of employees. Moreover, during the year under review, there is no increase in the salary of any employee of the company.
- (2) Comparison of the remuneration of the KMP against the performance of the Company:
In the present state of affairs of the company, there exist no bench mark and yardstick to compare the remuneration of KMPs against the performance of company.
- (4) Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer:

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Sr No	Description	Amount in Rs.
1.	Market Cap variation	
	Mcap at 31 st March, 2024 (based on close price of March, 2024)	5,92,65,956.00
	Mcap at 31 st March, 2023 (based on close price in March, 2023)	6,10,36,000.00
	Variation in Mcap in FY 2024 (%) The Market Cap decreased due to lower closing price as on March, 2024 (Rs.9.71) as compared to than that of March, 2023 (Rs. 10.00)	2.90%
2.	Price-to-Earnings Ratio	
	PE as at 31 st March, 2024 (Mkt Price/EPS)	0.00 (being negative i.e. -20.83)
	PE as at 31 st March, 2023 (Mkt Price/EPS)	0.00 (being negative i.e. -20.83)
3.	Offer	
	- IPO price per share	18
	- Market price for March, 2024 (based on close price of March, 2024)	9.71
	% decrease from last IPO Share Issue Price	46.06

- (5) The key parameters for any variable component of remuneration availed by the directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.
- (6) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: **Not Applicable since directors are not being paid any salary/remuneration.**
- (7) It is hereby affirmed that remuneration paid is as per the remuneration policy of the Company.

FOR AND ON BEHALF OF THE BOARD

Date: 23-05-2024
Place: Ludhiana

Sd/-
(Sanjeev Bansal)
Managing Director
DIN:00057485
662/2, Premjit Road,
Gurdev Nagar Ludhiana-01,
Punjab.

Sd/-
(Meenu Uppal)
Director
DIN: 07144268
B-34/2129, New Chander Ngr
Ludhiana-141001, Punjab

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Annexure II

Form- AOC-2

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

1. Detail of Related Parties:

A. Key Managerial Personnel		
1.	Sh. Sanjeev Bansal	Managing Director/Executive Director
2.	Smt. Ruchika Gulati	Company Secretary
3.	Sh. Rupinder Singh	Chief Financial Officer
B. Entities over which Key Management Personnel and their relatives have significant influence		
1.	M/s Raj Industries	Firm where director and his relatives are Partner
2.	M/s National Soap Mills	Firm where director and his relatives are Partner
3.	M/s Raj Soap & Detergents Pvt. Ltd.	Pvt. Ltd company where Director & his relatives are members
4.	M/s PAOS Productions (*)	Firm where company, its Directors(other than Independent Directors) and their relatives are partners
<p>*The company had made investment in the Joint Venture namely PAOS Productions, which become negative since FY 2021. The Company was one of the Partners in PAOS PRODUCTIONS till 30-09-2023. However, the Company has withdrawn its partnership from the said Joint Venture with effect 01-10-2023. Consequently, consolidation of accounts of the Company with the accounts of PAOS Productions for the year ending March 31, 2024 is not required and therefore the consolidated statements as at 31-03-2024 have not been prepared by the Company. Moreover, the carrying amount of Company's investment in the joint venture namely M/s PAOS Productions had become negative since more than two years on account of which the Standalone as well as the consolidated financial statements are same since then because according to provisions of Ind AS 28 when the Group's share of Losses in an equity-accounted investment</p>		

2. Detail of Transactions with Related Parties:

Detail Of Related Party Transactions For the Year Ended 31st March, 2024			
Sr. No.	Name of Company /Firm / Individual	Nature of Transaction	As on 31-03-2024
1	Sh. Sanjeev Bansal	Balance of Unsecured Loan Already Taken by Company	Rs.14,38,73,000/-
2.	Smt. Ruchika Gulati	Salary Paid	Rs.4,62,000/-
3.	Sh. Rupinder Singh	Salary Payable	Rs.38,300/-
4.	Raj Industries	Nil	Nil
5.	National Soap Mills	Nil	Nil
6.	Raj Soap & Detergents	Nil	Nil
7.	PAOS Productions	Balance of Amount Already Invested by Company	Nil*
8.	Relatives of KMPs	Nil	Nil

*The Balance of Investment Account in Joint Venture PAOS Productions has been taken as Nil as according to the provisions of Ind AS- 28, when the Group's share of Losses in an equity-accounted investment equals or exceeds its interest in entity, the Group does not recognize any further losses, unless it has incurred obligations or made payments on behalf of other entity. The complete detail is provided in the financial statements.

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Annexure-III

Form MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended 31st March, 2023

(Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12 (1) of Companies (Management & Administrations) Rules, 2014)

I. REGISTRATION AND OTHER DETAILS:

- i) CIN: **L24100PB1990PLC049032**
 ii) Registration Date: **18/06/1990**
 iii) Name of the Company: **PAOS Industries Limited**
 iv) Category/Sub-Category of the Company: **Company Limited by Shares/Indian Non-Government Company**
 v) Address of the registered office and contact details: **Village Pawa, G. T. Road, Near Civil Airport, Ludhiana-141 120 (Pb) Ph: 0161-5220000**
 vi) Whether Listed Company Yes/No- **Yes**
 vii) Name, Address and contact details of Registrar & Transfer Agent, if any –
M/s Link Intime India Private Limited
(Formerly Intime Spectrum Registry Limited)
Noble Heights, First Floor, Plot No. NH-2, C-1 Block,
LSC, Near Savitri Market, Janakpuri, New Delhi-110 058
Ph No.:011-49411000 Email: delhi@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company shall be stated: -

The company is not carrying any business or commercial activity.

Sr.No.	Name and Description of main products/services	NIC Code of the product/service	% to total turnover of the Company
	N.A.	N.A.	N.A.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANY/JOINT VENTURE:

Sr.No.	Name and Description of the Joint Venture Firm	CIN/GLN/FRN	Holding/Subsidiary /Associate/Joint Venture	% of Shares Held at end of Year	Applicable Section
	N.A.	N.A.	N.A.		N.A.

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as Percentage of Total Equity)

I) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (31.03.2023)				No. of Shares held at the end of the year (31.03.2024)				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	4493100	--	4493100	73.61	4493100	--	4493100	73.61	--
b) Central Govt.	--	--	--	--	--	--	--	--	--
c) State Govt(s)	--	--	--	--	--	--	--	--	--
d) Bodies.Corp.	66900	0.00	66900	1.10	66900	0.00	66900	1.10	--

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e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any Other	--	--	--	--	--	--	--	--	--
Sub-total	4560000	--	4560000	74.71	4560000	--	4560000	74.71	--
(A) (1) :-									
(2) Foreign									
a) NRIs-Individuals	--	--	--	--	--	--	--	--	--
b) Other-Individuals	--	--	--	--	--	--	--	--	--
c) Bodies-Corp	--	--	--	--	--	--	--	--	--
d) Banks/FI	--	--	--	--	--	--	--	--	--
e) Any Other	--	--	--	--	--	--	--	--	--
Sub-total	--	--	--	--	--	--	--	--	--
(A) (2) :-									
Total shareholding of Promoter	4560000	--	4560000	74.71	4560000	--	4560000	74.71	--
(A)=(A)(1)+(A)(2)									
B. Public Shareholding									
[1] Institution									
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks/FI	--	--	--	--	--	--	--	--	--
c) Central Govt.	--	--	--	--	--	--	--	--	--
d) State Govt.	--	--	--	--	--	--	--	--	--
e) Venture Capital Fund	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Other (Specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(1)	--	--	--	--	--	--	--	--	--
[2] Central Govt./ State Govt./ President of India									
Sub-total (B)(2)	--	--	--	--	--	--	--	--	--
[3] Non-Institution	--	--	--	--	--	--	--	--	--
(a) Individuals									
i) Individual Shareholders Holding nominal Share capital Upto Rs.2 Lakh	461081	212234	673315	11.03	484950	211005	695955	11.40	00.37
ii) Individual shareholders holding nominal share capital	713531	--	713531	11.70	679552	--	679552	11.14	-0.56

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in excess of Rs. 2 Lakh									
(b) NBFCs registered with RBI	--	--	--	--	--	--	--	--	--
(c) Employee Trusts	--	--	--	--	--	--	--	--	--
(d) Overseas Depositories (b/f)	--	--	--	--	--	--	--	--	--
(e) Any Other (specify)									
HUF	33752	--	33752	0.55	46942	--	46942	0.77	0.22
NRI (Non Repat)	101	--	101	0.00	--	--	--	0.00	--
NRI (Repat)	4096	--	4096	0.06	699	--	699	0.01	-0.05
Clearing Member	1	--	1	--	--	--	--	--	--
Bodies Corporate	35004	83800	118804	1.95	36652	83800	120452	1.97	0.02
Sub-total (B)(3)	1247566	296034	1543600	25.29	1248795	294805	1543600	25.29	--
Total Public Shareholding (B)= (B)(1)+(B)(2)+(B)(3)	1247566	296034	1543600	25.29	1248795	294805	1543600	25.29	--
Total (A)+(B)	5807566	296034	6103600	100.00	5808795	294805	6103600	100.00	--
C. Non Promoter – Non Pubic									
1. Custodian/ DR holder	--	--	--	--	--	--	--	--	--
2. Employee benefit trust under SEBI (Share Based Employee benefit) Reg, 2014	--	--	--	--	--	--	--	--	--
Total (A)+(B)+(C)	5807566	296034	6103600	100.00	5808795	294805	6103600	100.00	-

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning Of the year as on 31.03.2023			Shareholding at the End of the year as on 31.03.2024			% Change in share holding during the year
		No. of Shares	% of total Shares of Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of Company	% of Shares Pledged/encumbered to total shares	
1.	Sanjeev Bansal	2018150	33.06	--	2018150	33.06	--	--
3.	Sahil Bansal	861700	14.12	--	861700	14.12	--	--
3.	Salil Bansal	848100	13.90	--	848100	13.90	--	--
4.	Rama Bansal	743750	12.18	--	743750	12.18	--	--
5.	Desh Bandhu R Gupta	12600	0.21	--	12600	0.21	--	--
6.	Megha Bansal/ Kansal	7800	0.13	--	7800	0.13	--	--
7.	Sham Bansal	1000	0.01	--	1000	0.01	--	--

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8.	Raj Soap & Detergents Pvt. Ltd.	66900	1.10	--	66900	1.10	--	--
	Total	4560000	74.71		4560000	74.71	--	--

(iii) Change in Promoter's Shareholding during FY 2024

Sr.No.		Shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of the total Equity Shares at beginning (6103600)	No. of Shares	% of the total Equity Shares of Company at end (6103600)
1.	Sanjeev Bansal				
	At the beginning of the year	2018150	33.06	2018150	33.06
	Bought during the year	--	--	--	--
	Sold during the year	--	--	--	--
	At the end of the year	2018150	33.06	2018150	33.06
2.	Sahil Bansal				
	At the beginning of the year	861700	14.12	861700	14.12
	Bought during the year	--	--	--	--
	Sold during the year	--	--	--	--
	At the end of the year	861700	14.12	861700	14.12
3.	Salil Bansal				
	At the beginning of the year	848100	13.90	848100	13.90
	Bought during the year	--	--	--	--
	Sold during the year	--	--	--	--
	At the end of the year	848100	13.90	848100	13.90
4.	Rama Bansal				
	At the beginning of the year	743750	12.18	743750	12.18
	Bought during the year	--	--	--	--
	Sold during the year	--	--	--	--
	At the end of the year	743750	12.18	743750	12.18
5.	Desh Bandhu R Gupta				
	At the beginning of the year	12600	0.21	12600	0.21
	Bought during the year	--	--	--	--
	Sold during the year	--	--	--	--
	At the end of the year	12600	0.21	12600	0.21
6.	Megha Bansal/Kansal				
	At the beginning of the year	7800	0.13	7800	0.13
	Bought during the year	--	--	--	--
	Sold during the year	--	--	--	--
	At the end of the year	7800	0.13	7800	0.13
7.	Sham Bansal				
	At the beginning of the year	1000	0.016	1000	0.016
	Bought during the year	--	--	--	--
	Sold during the year	--	--	--	--
	At the end of the year	1000	0.016	1000	0.016
8.	Raj Soap & Detergents Pvt. Ltd.				

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	At the beginning of the year	66900	1.10	66900	1.10
	Bought during the year	--	--	--	--
	Sold during the year	--	--	--	--
	At the end of the year	66900	1.10	66900	1.10

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr.No		Shareholding at the beginning Of the year		Cumulative Shareholding during the year	
		No. of Shares	% of the total Equity Shares at beginning (6103600)	No. of Shares	% of the total Equity Shares at end (6103600)
	For Each of the Top 10 Shareholders				
1.	Shivam Goel				
	At the beginning of the year	250000	4.10	250000	4.10
	Bought during the year	-	-	250000	4.10
	Sold during the year	-	-	250000	4.10
	At the end of the year	250000	4.10	250000	4.10
2.	Pulkit Goel				
	At the beginning of the year	200000	3.28	200000	3.28
	Bought during the year	-	-	200000	3.28
	Sold during the year	-	-	200000	3.28
	At the end of the year	200000	3.28	200000	3.28
3.	Hitesh Ramji Javeri				
	At the beginning of the year	87515	1.43	87515	1.43
	Bought during the year	--	--	87515	1.43
	Sold during the year	--	--	87515	1.43
	At the end of the year	87515	1.43	87515	1.43
4.	Sangeetha S				
	At the beginning of the year	75021	1.22	75021	1.22
	Bought during the year	--	--	75021	1.22
	Sold during the year	--	--	75021	1.22
	At the end of the year	75021	1.22	75021	1.22
5.	Amit Jasani				
	At the beginning of the year	40330	0.66	40330	0.66
	Bought during the year	--	--	40330	0.66
	Sold during the year	--	--	40330	0.66
	At the end of the year	40330	0.66	40330	0.66
6.	Japro Engineering Pvt. Ltd.				
	At the beginning of the year	33400	0.55	33400	0.55
	Bought during the year	--	--	33400	0.55
	Sold during the year	--	--	33400	0.55
	At the end of the year	33400	0.55	33400	0.55
7.	Virender Kumar Sharma				
	At the beginning of the year	26686	0.44	26686	0.44
	Bought during the year	--	--	26686	0.44
	Sold during the year	--	--	26686	0.44
	At the end of the year	26686	0.44	26686	0.44

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8.	Harsha Hitesh Javeri				
	At the beginning of the year	20000	0.33	20000	0.33
	Bought during the year	-	-	20000	0.33
	Sold during the year	-	-	20000	0.33
	At the end of the year	20000	0.33	20000	0.33
9.	Embee Financial Services Ltd.				
	At the beginning of the year	16700	0.27	16700	0.27
	Bought during the year	-	-	16700	0.27
	Sold during the year	-	-	16700	0.27
	At the end of the year	16700	0.27	16700	0.27
10.	Satya Industries Pvt. Ltd.				
	At the beginning of the year	16700	0.27	16700	0.27
	Bought during the year	-	-	16700	0.27
	Sold during the year	-	-	16700	0.27
	At the end of the year	16700	0.27	16700	0.27

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company on expended capital	No. of Shares	% of total shares of the Company
1.	Sanjeev Bansal				
	At the beginning of the year	2018150	33.06	2018150	33.06
	Bought during the year	--	--	--	--
	Sold during the year	--	--	--	--
	At the end of the year	2018150	33.06	2018150	33.06
2.	Rama Bansal				
	At the beginning of the year	743750	12.18	743750	12.18
	Bought during the year	-	-	--	--
	Sold during the year	-	-	--	--
	At the end of the year	743750	12.18	743750	12.18
3.	Meenu Uppal				
	At the beginning of the year	-	-	-	-
	Bought during the year	-	-	-	-
	Sold during the year	-	-	-	-
	At the end of the year	-	-	-	-
4.	Jatin Duggal				
	At the beginning of the year	-	-	-	-
	Bought during the year	-	-	-	-
	Sold during the year	-	-	-	-
	At the end of the year	-	-	-	-
5.	Ruchika Gulati				
	At the beginning of the year	-	-	-	-
	Bought during the year	-	-	-	-
	Sold during the year	-	-	-	-

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	At the end of the year	-	-	-	-
6.	Rupinder Singh				
	At the beginning of the year	-	-	-	-
	Bought during the year	-	-	-	-
	Sold during the year	-	-	-	-
	At the end of the year	-	-	-	-

(V) INDEBTEDNESS

Indebtedness of the Company including interest/outstanding/accrued but not due for payment (IN Rs.lacs)

	Secured Loans Excluding Deposits	Unsecured Loans	Debt Liability of Preference Shares**	Total Indebtedness
Indebtedness at the beginning of the financial year 31-03-2023				
(i) Principal Amount	--	1424.09	181.72**	1605.81
(ii) Interest due but not paid	--	--	--	--
(iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	1424.09	181.72**	1605.81
Changes in Indebtedness during the Financial year				
• Addition	--	14.64	17.00**	31.64
• Reduction	--	--	--	--
Net Change	--	14.64	17.00**	31.64
Indebtedness at the end of the financial year 31-03-2024				
(i) Principal Amount	--	1438.73	198.72**	1637.45
(ii) Interest due but not paid	--	--	--	--
(iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	1438.73	198.72**	1637.45

**As per Ind-AS the Redeemable Preference Shares shall now be classified as Debt Liability. The liability component is measured at amortized cost determined using interest rate of similar instrument without conversion option. The balance portion is classified as equity.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

Sr.No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Sanjeev Bansal Managing Director			INR
1.	Gross Salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act,1961	--	--	--	--

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2.	Stock Option	--	--	--	--
3.	Sweat Equity	--	--	--	--
4.	Commission -as % of profit -others, specify	--	--	--	--
5.	Others, please specify	--	--	--	--
	Total (A)	--	--	--	--
	Ceiling as per the Act	--	--	--	--

B. REMUNERATION TO OTHER DIRECTORS

Sr.No.	Particulars of Remuneration	Total Amount in Rs.		
		Meenu Uppal	Jatin Duggal	Total Amount
1.	Independent Directors			
	• Fee for attending board/ Committee meetings	10,000.00	10,000.00	20,000.00
	• Commission	--	--	--
	• Others, Please specify	--	--	--
	Total (1)	10,000.00	10,000.00	20,000.00
2.	Other Non- Executive Directors			
	• Fee for attending board/ Committee meetings	--	--	--
	• Commission	--	--	--
	• Others, Please specify	--	--	--
	Total (2)	--	--	--
	Total (B)+(1)+(2)	10,000.00	10,000.00	20,000.00
	Total Managerial Remuneration	--	--	--
	Overall Ceiling as per the Act	--	--	--

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Amount in Rs.
		Company Secretary	CFO	Total Amount
1.	Gross Salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 © Profits in lieu of salary under section 17(3) Income-tax Act,1961	2,64,000.00	1,98,000.00	4,62,000.00
2.	Stock Option	--	--	--
3.	Sweat Equity	--	--	--
4.	Commission -as % of profit - others, specify	--	--	--
5.	Others, please specify	--	--	--
	Total	2,64,000.00	1,98,000.00	4,62,000.00

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: -

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Type	Section of the Companies Act 2013	Brief Description	Details of Penalty/ Punishment /Compounding Fee imposed	Authority [RD/NCLT /COURT]	Appeal Made, if Any (give Details)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

FOR AND ON BEHALF OF THE BOARD

	Sd/- (Sanjeev Bansal) Managing Director DIN:00057485 662/2, Premjit Road, Gurdev Nagar Ludhiana-01, Punjab.	Sd/- (Meenu Uppal) Director DIN: 07144268 B-34/2129, New Chander Ngr Ludhiana-141001, Punjab
Date: 23-05-2024 Place: Ludhiana		

Annexure-IV

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024
[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

The Members,
PAOS Industries Limited,
Village Pawa, G.T. Road, Near Civil Airport,
Ludhiana, Punjab, India, 141120
CIN: L24100PB1990PLC049032

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PAOS Industries Limited** (hereinafter called the **Company**). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my 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, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2024 ('Audit Period') complied with the statutory

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provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31stMarch, 2024, to the extent applicable and 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 thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) SEBI (Prohibition of Insider Trading) Regulations, 1992 and SEBI (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and amendments from time to time
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (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, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with laws relating to, inter alia:
 - All labour & industrial laws;
 - All environmental laws;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India to the extent of its applicability.
- (ii) The Listing Agreement entered into by the Company with the BSE Limited read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, except that UPSI disseminated was captured with delay in the software for Structured Digital Database as required in Regulations 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations).

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. Notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in compliance with the relevant provisions of the Act and Secretarial Standards, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously or by the majority as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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

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

Sd/-
Rajeev Bhambri & Associates
Company Secretary in Whole Time Practice
C.P. No. 9491

Place: Ludhiana

Dated: 16.05.2024

UDIN: **F004327F000382122**

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE' and forms an integral part of this Report.

'ANNEXURE'

**The Members,
PAOS Industries Limited,
Village Pawa, G.T. Road, Near Civil Airport,
Ludhiana, Punjab, India, 141120**

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

1. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
2. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company as we have relied upon the Audit done by Statutory Auditors as required under Companies Act, 2013.
3. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
4. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
5. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Sd/-
Rajeev Bhambri & Associates
Company Secretary in Whole Time Practice
C.P. No. 9491

Place: Ludhiana

Dated: 16.05.2024

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)

PAOS Industries Limited,
Village Pawa, G.T. Road, Near Civil Airport,
Ludhiana, Punjab, India, 141120
CIN: L24100PB1990PLC049032

I/We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **PAOS Industries Limited** having **CIN:L24100PB1990PLC049032** and having registered office at Village Pawa, G.T. Road, Near Civil Airport, Ludhiana, Punjab, India, 141120 (hereinafter referred to as 'the Company'), produced before me/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 my/our opinion and to the best of my/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 me / us by the Company & its officers, I/We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on **31st March, 2024** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	SANJEEV BANSAL	00057485	18.06.1990
2	JATIN DUGGAL	09625747	31.05.2022
3	MEENU UPPAL	07144268	31.03.2015
4	RAMA BANSAL	08156375	09.08.2018

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

For Rajeev Bhambri & Associates
Company Secretary in Whole Time Practice

(Rajeev Bhambri)
Proprietor

Place: Ludhiana Membership No.: F4327
Dated: 08.06.2024
UDIN: F004327F000548233

CP No.: 9491

MANAGEMENT DISCUSSION AND ANALYSIS

While it has been the practice of the Company to regularly share with Members the developments/information on the Company and the Industry Front. However, this section and format is being offered as part of the Annual Report. The company's Joint Venture namely PAOS Productions has started its operation in first quarter of financial year 2020-2021. The company is a partner in the said firm with 20% profit/loss sharing ratio. The company had made investment in the Joint Venture namely PAOS Productions, which become negative since FY 2021. The Company was one of the Partners in PAOS PRODUCTIONS till 30-09-2023. However, the Company has withdrawn its partnership from the said Joint Venture with effect 01-10-2023. Consequently, consolidation of accounts of the Company with the accounts of

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PAOS Productions for the year ending March 31, 2024 is not required and therefore the consolidated statements as at 31-03-2024 have not been prepared by the Company.

OPPORTUNITIES AND STRENGTH

India is a country with growing population and here the household penetration of soaps is 99%. People belonging to different income levels use different brands, which fall under different segments, but all income levels use soaps, making it the second largest category in India. Rural consumers in India constitute 70% of the population. Rural demand is growing, with more and more soap brands being launched. Thus the soap industry has signs of healthy growth ahead. The promoters of the company had a strong standing of more than 60 years in the business of Soaps & Detergents manufacturing and has the ability to face any kind of challenges in the said business.

THREATS

There is lot of competition in the market and popular imported and Indian brands and continuous increases in raw material prices and other costs are main threats. Further there can be risks inherent in meeting unforeseen situation which too are not uncommon in the industry.

RISK AND MANAGEMENT PERCEPTION

The operations of Joint Venture Project may be subject to general business risks and competition in the industry, which can affect the growth of the company. Your company continuously updates its systems and procedures to reduce uncertainties and risks and explore new market to cope with the competition.

OVERVIEW

Financial Statements of the Company have been prepared in compliance with the requirements of the Companies Act, 2013 and Ind-AS. The management of the Company accepts responsibility for the integrity and objectivity of these financial statements, as well as various estimates and judgments used therein. The estimates and judgments relating to financial statements have been made on a prudent and reasonable basis so that financial statements reflect in a true and fair manner, the form and substance of transactions and reasonably present the company's state of affairs and profit/loss for the year. The predictions and future estimates in any statements given in this report are based on current environment. However, many unforeseen and uncontrollable external factors may alter these predictions.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has proper and adequate internal control systems to ensure that all financial transactions are authorized and recorded correctly. There are no operation(s)/ transaction(s) during the year. This system ensures that all assets of the Company are properly protected against loss and put to authorized use only. However, to pay off bank liabilities and the company pursuant to approval of members had disposed off its assets. The Audit Committee meets at regular intervals to review audit observations and implementation of corrective actions and submit reports of its observations to the Board of Directors.

HUMAN RESOURCES/INDUSTRIAL RELATIONS

The relations of Company remained very cordial with staff and other concerned during the year under review but it is very unfortunate that there is no workforce in the company.

OUTLOOK

The company is expected to have better future in time to come by purchasing or acquire of undertaking from M/s National Soap Mills (being the related party within the meaning of the Act read with Listing Regulations), on slump sale basis situated at Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141120.

CAUTIONARY STATEMENT

Statement in the Management Discussion and Analysis describing Company objectives, expectations, projections, estimates may be "forward looking statements" within the meaning of applicable laws and regulations. Actual position and circumstances may differ. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance refers to a combination of laws, regulations, procedures, implicit rules and good corporate practices which ensure that a Company meets its obligations to optimize shareholders' value and fulfill its responsibilities to the community, customers, employees, Government and other segments of society.

The Principles of Corporate Governance and Code of Business Principles are the cornerstones of your Company. Your Company believes these principles distinguish a well-managed Company from a not so well managed Company. These principles ensure transparency, integrity and accountability which are vital for the long and sustained growth of your Company. Your Company has been practicing these principles long before these were made mandatory for listed Companies.

Your Company's endeavor has always been to engage persons of eminence as independent directors who can contribute to the corporate strategy, provide an external perspective and be a source of challenge and evaluation wherever appropriate. Your Company has the good fortune of having independent directors.

The company had established a code of governance based on transparency and accountability. For PAOS Industries Limited, Good Corporate Governance means adoption of best practices to ensure that the Company operates not only within the regulatory framework, but is also guided by broader business ethics. The adoption of such corporate practices- based on the transparency and proper disclosures – ensures accountability of the persons in charge of the Company and brings benefits to investors, customers, creditors, employees and the society at large.

2. BOARD OF DIRECTORS COMPOSITION

During the year, the Company has a strong and broad-based Board consisting of four Directors with adequate blend of professionals, executive, non-executive and independent Directors. The Composition of the Board of Directors comprises of eminent and distinguished personalities, one of which is executive Director (but no remuneration is paid to executive director), one is non-executive director and two are Independent Directors. As mentioned in the Regulation 15 of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015, your company's paid up equity share capital was less than Rs.10.00Crores and Net worth of the company was less than Rs.25 Crores. Therefore, your company fits the criteria mentioned within and therefore, the Regulations [17, 17A, 18, 19, 20, 21,22, 23, 24, 24A, 25, 26, 27] and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of SEBI (LODR) Regulations, 2015, by means of exemption provided in Regulation 15(2), are not applicable to your company. As Company followed the voluntary practices to follow and comply with corporate governance throughout the year.

Category	No. of directors
Executive Directors	1
Non-Executive Director	1
Non-Executive Independent Directors (Including one Woman Independent Director)	2
TOTAL	4

a) Directorship Detail

Name of Directors	Date of Appointment/ Re- appointment	Category	No of Directorship in Listed Entities (incl this company)	Committee position in Listed entities (including this company)	
				Member	Chairperson
Sh. Sanjeev Bansal	18/06/1990	M.D.(Executive)	1	--	--
Smt. Rama Bansal	09/08/2018	Non-Executive	1	3	--
Smt. Meenu Uppal	01/10/2020	Independent (Non- Executive)	1	--	3
Sh. Jatin Duggal	31/05/2022	Independent (Non- Executive)	1	3	--

b) Directors' Profile

Sr. No.	Name of Director	Profile	Membership/Chairmanship in Committees
---------	------------------	---------	---------------------------------------

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1.	Sh. Sanjeev Bansal	He is promoter director and looks after day to day operations of the company. However, no salary is being paid to him by company.	Nil
2.	Smt. Rama Bansal	She is Promoter Non-Executive Director	3. Member of Audit Committee 4. Member of Nomination & Remuneration Committee 5. Member of Stakeholder Relationship & Investor Grievance Redressal Committee
3.	Smt. Meenu Uppal	She is Post-Graduate in commerce and is Independent Non-Executive Director in company	1. Chairperson of Audit Committee 2. Chairperson of Nomination & Remuneration & Committee 3. Chairperson of Stakeholder Relationship & Investor Grievance Redressal Committee
4.	Sh. Jatin Duggal	He is a Chartered Accountant having experience in the field of Accounts, Taxation & Star-ups. He is independent non-executive director.	1. Member of Audit Committee 2. Member of Nomination & Remuneration Committee 3. Member of Stakeholder Relationship & Investor Grievance Redressal Committee

c) Board Meeting held during the year:

S. No.	Date on which Board Meetings were held	Total strength of the Board	No. Of Directors present
1.	30-05-2023	4	4
2.	14-08-2023	4	4
3.	14-11-2023	4	4
4.	14-02-2024	4	4

d) Directors Attendance Record:

Attendance of Directors at Board Meetings and at Annual General Meeting (AGM):

Name of Director	30-05-2023	14-08-2023	14-11-2023	14-02-2024
Sh. Sanjeev Bansal	Attended	Attended	Attended	Attended
Smt. Meenu Uppal	Attended	Attended	Attended	Attended
Smt. Rama Bansal	Attended	Attended	Attended	Attended
Sh. Jatin Duggal	Attended	Attended	Attended	Attended

Name of Director	Attendance at AGM held on 30-09-2023
Sh. Sanjeev Bansal	Attended
Smt. Meenu Uppal	Attended
Smt. Rama Bansal	Attended
Sh. Jatin Duggal	Attended

Succession Plan

The Board of Directors has satisfied itself that plans are in place for orderly succession for appointment to the Board of Directors and senior management.

Number of Shares and convertible instruments held by Non-Executive Directors

No shares are held by non-executive Directors.

There are no convertible instruments issued by the Company.

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Key Board Skills, Expertise and Competence

The Board comprises qualified members who bring in the required skills, competence and expertise that allows them to make effective contribution to the Board and its Committees. In view of the objectives and activities of our Business, the Company requires skills/ expertise/ competencies in the areas of Finance, Regulatory, Strategy, Business Leadership, Automotive Technology, Human Resources, risk and Governance. The Board is satisfied that the current composition reflects an appropriate mix of knowledge, skills, experience, diversity and independence required for it to function effectively. The Board periodically evaluates the need for change in its composition and size.

Core skills/expertise/competencies of the Board Members

The Members of the Board are committed to ensuring that the Board is in compliance with the highest standard of Corporate Governance. In terms of the requirement of the Listing Regulation, the Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company, which are currently available with the Board along with the names of the Directors, who have such skill/expertise/ competence, are given below:-

- 1. Leadership:** Effective management of business operations, ability to guide on complex business decisions, anticipate changes, setting priorities, aligning resources towards achieving goals and protecting and enhancing stakeholders value.
- 2. Governance:** Developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.
- 3. Strategy planning:** Good business instincts and acumen, ability to get to the crux of the issue, ability to provide guidance and active participation in complex decision making, set priorities and focus energy and resources towards achieving goals.
- 4. Financial Management:** In depth understanding of financial statements, financial controls, proficiency in financial management and reporting process, expertise in dealing with complex financial transactions.
- 5. Technology:** A significant background in technology, resulting in knowledge to create new business models.
- 6. Business & Industry:** Understanding of tire, rubber & carbon black industry and its operations.
- 7. Sales and Marketing:** Developing strategies to grow sales and market share, build brand awareness and equity, and enhance enterprise reputation.

Name of Director	Leadership	Governance	Strategy Planning	Financial Management	Technology	Business & Industry	Sales and Marketing
Sh. Sanjeev Bansal	√	√	√	√	√	√	√
Smt. Rama Bansal	√	√	√	√	√	√	√
Smt. Menu Uppal	√	√	√	√	√	√	√
Sh. Jatin Duggal	√	√	√	√	√	√	√

BOARD PROCEDURE

The annual calendar of Board Meetings is the beginning of the financial year. The Agenda is circulated in advance to the Board members. The items in the Agenda are backed by comprehensive background information to enable the Board to take appropriate decisions. The Board is also kept informed of major events/items and approvals taken wherever necessary.

PERFORMANCE EVALUATION:

In compliance with the provisions of the Companies Act, 2013 (the Act) and applicable clauses of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board during the year adopted a formal mechanism for evaluation of its performances as well as that of its committees and individual Directors, including the Chairman of the Board. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders, etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

INDEPENDENT DIRECTORS' MEETING:

In compliance with Section 149(8) of the Act read along with Schedule IV of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Independent Directors met on 14.02.2024 inter alia, to discuss:

- (a) Evaluation of the performance of non- Independent Directors and the Board as a whole;
- (b) Evaluation of the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- (c) Evaluation of the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties. All the Independent Directors were present at the meeting.

FAMILIARISATION PROGRAMME FOR DIRECTORS

Your company follows a structured familiarization programme through various reports and internal policies for all the Directors with a view to update them on the Company's policies on a regular basis. Letter of Appointment(s) are issued to Independent Directors setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Director is taken through a formal induction program including the presentation from the Chairman cum Managing Director on the Company's manufacturing, marketing, finance and other important aspects. All our Directors are aware and also updated, whenever required, of their role, responsibilities, liabilities and obligations under the provisions of the Companies Act, 2013 and Rules made thereunder and Agreement/Regulation 25 of the Listing Regulations, 2015. The details of the Familiarization Programmes for Independent Directors are made available on Company's website i.e. www.paosindustries.in The evaluation process for the financial year 2023-24 has been completed.

CODE OF CONDUCT

The Board of Directors of the Company has adopted Code of Business Conduct & Ethics. This Code is based on three fundamental principles, viz. good corporate governance, good corporate citizenship and exemplary conduct and is applicable to all the Directors and senior management personnel.

In terms of the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Code of Business Conduct & Ethics, as approved by the Board of Directors, has been displayed at the website of the company. All the members of the Board and senior management personnel have affirmed compliance with the Code for the year ended 31st March, 2024 and a declaration to that effect signed by the Managing Director is attached and forms part of this report.

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

The Company has a Code of Conduct for Prevention of Insider Trading in the shares and securities of the Company as required under SEBI (Prohibition of Insider Trading) Regulations, 2015 the Company has adopted Code of Conduct to Regulate, Monitor and Report Trading by Insiders and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. All Directors, insiders and designated persons who could have access to the Unpublished Price Sensitive Information of the Company are governed by the Code.

3. COMMITTEE(S) OF THE BOARD

The Board of Directors has the following committees with adequate delegation of powers to discharge the affairs of the Company.

(i) Audit Committee

The terms of reference of Audit Committee includes the matters specified in section 177 of the Companies Act, 2013 as well as Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

It consisted of two Non-Executive Independent Directors namely Smt. Meenu Uppal & Sh. Jatin Duggal and one Non-Executive Director Smt. Rama Bansal. Further, Smt. Meenu Uppal is the Chairperson of the Committee.

The committee is reviewing the accounting, internal control system, approving financial results, the financial reporting, monitoring the compliance with accounting standards, principles, practices etc. During the Financial Year 2023-2024, the Audit Committee Members met four times as per detail below:

Directors' Attendance at Audit Committee during FY 2023-2024				
Name of Director	30-05-2022	14-08-2022	14-11-2023	14-02-2024
Smt. Meenu Uppal, Chairperson	Attended	Attended	Attended	Attended
Smt. Rama Bansal, Member	Attended	Attended	Attended	Attended
Sh. Jatin Duggal, Member	Attended	Attended	Attended	Attended

(a) Functions of the Audit Committee

- i) Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- ii) Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- iii) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- iv) 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 being included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
 - b. Changes, if any, in accounting policies and practices and reasons for the same;
 - c. Major accounting entries involving estimates based on the exercise of judgment by management;
 - d. Significant adjustments made in the financial statements arising out of audit findings;
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions;
 - g. Modified opinion(s) in the draft audit report.
- v) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- vi) Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- vii) Approval or any subsequent modification of transactions of the company with related parties;
- viii) Valuation of undertakings or assets of the company, wherever it is necessary;
- ix) Evaluation of internal financial controls and risk management systems;
- x) Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
- xi) 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;
- xii) Discussion with internal auditors of any significant findings and follow up there on;
- xiii) 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 system of a material nature and reporting the matter to the board;
- xiv) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- xv) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- xvi) To review the functioning of the Whistle Blower mechanism;
- xvii) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

(b) Powers of Audit Committee

- (i) To investigate any activity within its terms of reference.
- (ii) To seek information from any employee.
- (iii) To obtain outside legal or other professional advice.
- (iv) To secure attendance of outsiders with relevant expertise, if it considers necessary.

(c) Review of information by Audit Committee

The Audit Committee shall mandatorily review the following information:

- (i) Management Discussion and Analysis of financial condition and results of operations;
- (ii) Management letters / letters of internal control weaknesses issued by the statutory auditors;
- (iii) Internal audit reports relating to internal control weaknesses; and
- (iv) The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.
- (v) Statement of deviations:
 - (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - (b) Annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice in terms of Regulation 32(7).
- (vi) To frame and review the policies in relation to the implementation of the PAOS Industries Limited Code of Conduct for Prevention of Insider Trading and to supervise implementation of the same.

(ii) Nomination and Remuneration Committee:

Although the company pays nothing to its whole time directors including managing director but the committee had its meeting from time to time to discuss and review the Board Performance.As on 31-03-2024; the membership of Nomination and Remuneration Committee consists of two independent directors namely Smt. Meenu Uppal as Chairperson, Sh. Jatin Duggal as member and one Non-Executive Director namely Smt. Rama Bansal as member.

During the Financial Year 2023-2024, the Nomination and Remuneration Committee Members met four times as per detail below:

Directors' Attendance at Nomination and Remuneration Committee during FY 2023-2024				
Name of Director	30-05-2022	14-08-2022	14-11-2023	14-02-2024
Smt. Meenu Uppal, Chairperson	Attended	Attended	Attended	Attended
Smt. Rama Bansal, Member	Attended	Attended	Attended	Attended
Sh. Jatin Duggal, Member	Attended	Attended	Attended	Attended

(iii) Stakeholders Relationship cum Investor Grievance Re-dressal Committee

As a measure of good Corporate Governance and to focus on the Shareholder's grievances towards strengthening investor relations, Stakeholders Relationship cum Investor Grievance Re-dressal Committee, as a Sub-Committee of the Board is there for specifically look into the following matters.

- a. Transfer, Transmission of Shares.
- b. Dematerialization/Re-materialization of shares
- c. Replacement of lost/stolen/mutilated share certificate(s) etc.
- d. Investor Grievances.

Presently, the committee consists of two independent directors namely Smt. Meenu Uppal as Chairperson, Sh. Jatin Duggal as member and one Non-Executive Director namely Smt. Rama Bansal as member.

During the Financial Year 2023-2024, the Stakeholders Relationship cum Investor Grievance Re-dressal Committee Members met four times as per detail below:

Directors' Attendance at Stakeholders Relationship cum Investor Grievance Re-dressal Committee during FY 2023-2024				
Name of Director	30-05-2022	14-08-2022	14-11-2023	14-02-2024
Smt. Meenu Uppal, Chairperson	Attended	Attended	Attended	Attended
Smt. Rama Bansal, Member	Attended	Attended	Attended	Attended
Sh. Jatin Duggal, Member	Attended	Attended	Attended	Attended

During the year ended 31st March, 2024, the company has not received any shareholder's complaint or such from Stock Exchange/SEBI/Department of Company Affairs/Registrar of Companies.

Name of Compliance Officer:

Sh. Sanjeev Bansal, Mg. Director and Smt. Ruchika Gulati, Company Secretary are the Compliance Officers of Company.

4. (A) DISCLOSURES

- a) During the financial year ended 31st March, 2024 there were no materially significant related party transactions that may have potential conflict with the interests of the Company at large.
- b) During the financial year 2023-24 the company is in compliance with the requirements of the stock exchanges, SEBI and other statutory authorities on all matter relating to the capital.
- c) The Company has announced Whistle Blower policy. All the personnel of the company have the access to the Audit Committee.
- d) The Company has complied with the mandatory requirements of the Listing Regulation.
- e) The Company has adopted various non-mandatory requirements as well, as discussed under relevant headings.
- f) The Company does not have any subsidiary but it has framed a Material Subsidiary Policy and the same is placed on the Company's website and the web link for the same is www.paosindustries.in

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- g) The company has framed Related Party Transaction Policy and is placed on the Company's website and the web link for the same is www.paosindustries.com
- h) During the financial year ended 31st March, 2024 the company did not engage in commodity hedging activities.

(B) COMPLIANCE

- a. There has been no instance of non-compliance of any requirement of Corporate Governance Report.
- b. The Company has fully complied with the applicable requirements specified in Reg. 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46.
- c. The company has followed accounting treatment as prescribed in Indian Accounting Standards applicable to the Company.

5. GENERAL BODY MEETINGS

The detail of last five Annual General Meetings is given as follows;

MEETING	DAY, DATE, TIME & VENUE OF THE MEETING	NO. OF SPECIAL RESOLUTION(S)
29 th AGM	Monday, the 30 th September, 2019 at 10.00 a.m. at Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120	Nil
30 th AGM	Thursday, the 24 th December, 2020 at 10.00 a.m. at Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120	2
31 st AGM	Thursday, the 30 th September, 2021 at 10.00 a.m. at Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120	Nil
32 nd AGM	Friday, the 30 th September, 2022 at 10.00 a.m. at Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120	Nil
33 rd AGM	Saturday, the 30 th September, 2023 at 10.30 a.m. at Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120	6

6. DISCLOSURES

Related Party Transactions are reported by the Auditors in Notes to Accounts attached with the Financial Statements for every financial year. During the year 2023-2024, there are no instances of any non-compliance of any provision of law by Company nor any penalty/strictures has been imposed on the Company by Stock Exchange(s), SEBI or any other Statutory Authority on any matter relating to the Capital Market except sometime fine/penalty imposed for delay in filing with Stock Exchanges.

7. MEANS OF COMMUNICATION

The Company communicates with the Shareholders at large through its Annual Reports, Publication of Financial Results and by filing of various reports and returns with the Statutory Bodies like Stock Exchanges and the Registrar of Companies. The Quarterly/Half-Yearly/Annual Un-Audited/Audited Results of the Company are being published regularly in prominent daily newspapers.

8. GENERAL SHAREHOLDERS INFORMATION

- (a) As stated in the Notice, the **34th Annual General Meeting** of Members of **PAOS INDUSTRIES LTD** will be held on **Tuesday the 09th day of July, 2024 at 10.30 a.m.** at Registered Office at **Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120 (Pb)**.
- (b) Financial Calendar : 1st April to 31st March.
- (c) Tentative calendar of events for the Financial Year 2024-25 (April-March) is given below.
 - First Un-audited Quarterly Results : July-August, 2024
 - Second Un-audited Quarterly Results : October-November, 2024
 - Third Un-audited Quarterly Results : January-February, 2025
 - Fourth Un-audited Quarterly Results : April-May, 2025
- (d) Book-Closure: Tuesday, 03-07-2024 to Tuesday, 09-07-2024 (both days inclusive).

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(e) Listing Details: The Securities of the Company are presently listed on the following Stock Exchanges.

1. The Bombay Stock Exchange, Mumbai
Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001

(f) Stock Market Data

The reported monthly high and low closing prices during the year ended March 31, 2024 on The Bombay Stock Exchange Limited, Mumbai, where the Company's shares are traded, is given below:

Scrip Code: 530291

Company: PAOS INDUSTRIES LTD.

For the Period: April, 2023 to March, 2024. All prices are in Rs.

Month	Open Price	High Price	Low Price	Close Price	No. of Shares	No. of Trades	Total Turnover (Rs.)	Spread	
								High-Low	Close-Open
Apr-23	10.1	10.55	9.79	10.27	802	29	8202	0.76	0.17
May-23	10.27	10.27	9.28	9.28	2289	11	21381	0.99	-0.99
Jun-23	9.28	14.99	9.26	14.99	2677	41	31938	5.73	5.71
Aug-23	15.66	15.69	12.14	12.14	6378	65	84247	3.55	-3.52
Sep-23	12.14	12.6	10.98	11.65	12396	93	146180	1.62	-0.49
Oct-23	11.08	12.39	9.51	12.32	9540	133	106792	2.88	1.24
Nov-23	12.93	12.93	11.44	12.29	6121	67	74157	1.49	-0.64
Dec-23	11.68	11.7	8.93	9.34	14483	49	157458	2.77	-2.34
Jan-24	9.34	12.09	8.56	11.65	13936	83	136365	3.53	2.31
Feb-24	12.2	12.48	10.05	10.79	23698	116	262401	2.43	-1.41
Mar-24	10.41	12.1	9.71	9.71	8354	68	90013	2.39	-0.7

Source www.bseindia.com

(g) Depository for Equity Shares

National Securities Depository Limited (NSDL)

Central Depository Services Limited (CDSL)

International Securities Identification Number (ISIN) with NSDL and CDSL for the Company's Equity Shares: **INE791C01012.**

As on 31st March, 2024, 95.17% of the equity share capital of the company stands dematerialized.

Registrar and Share Transfer Agent

M/s Link Intime India Private Limited formerly known as Intime Spectrum Registry Limited is the Registrar & Share Transfer Agent of the Company handling the Share Transfer Work both in physical and electronic form. All correspondence relating to share transfer, transmission, dematerialization, re-materialization etc. can be made at the following address of the Registrar or to the Company at the Registered Office/Corporate Office of the Company.

M/s Link Intime India Private Limited
(Formerly Intime Spectrum Registry Limited)
Noble Heights, First Floor, Plot No.NH-2, C-1 Block,
LSC, Near Savitri Market, Janakpuri, New Delhi-110 058
Ph. 011-49411000, E-mail: delhi@linkintime.co.in

(h) Distribution Schedule of Company as on 31.03.2024

Shares- Range			Shareholders		Total Shares for the Range	Percentage of Total Capital
			Number	Percentage of Total		

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1	--	500	1984	87.4394	223449	3.6609
501	--	1,000	114	5.0242	90870	1.4888
1,001	--	2,000	95	4.1869	148835	2.4385
2,001	--	3,000	21	0.9255	55684	0.9123
3,001	--	4,000	10	0.4407	36198	0.5931
4,001	--	5,000	9	0.3967	40671	0.6663
5,001	--	10,000	14	0.6170	110590	1.8119
10,001	--	Above	22	0.9696	5397303	88.4282
Total			2269	100.00	6103600	100.00

- (i) The Company has not issued any GDR's/ADR's and there are no warrants or convertible instruments.
- (k) Corporate/Registered Office : PAOS Industries Limited
Village Pawa, G.T. Road
Near Civil Airport
Ludhiana-141 120
- (l) Address for correspondence : PAOS Industries Limited
Village Pawa, G.T. Road
Near Civil Airport
Ludhiana-141 120
- (m) The Company is at present not adopting non-mandatory requirements.
- (n) No remuneration had been paid to whole time director(s) during the year 2023-2024.
- (o) Non-Executive/Independent Directors have not been paid any remuneration during the year under review except the meeting sitting fees.

FOR AND ON BEHALF OF THE BOARD

Sd/-
(Sanjeev Bansal)
Managing Director
DIN:00057485
662/2, Premjit Road,
Gurdev Nagar Ludhiana-01,
Punjab

Sd/-
(Meenu Uppal)
Director
DIN: 07144268
B-34/2129, New Chander Ngr
Ludhiana-141001, Punjab

Place: Ludhiana
Date:23-05-2024

Practicing Company Secretary's Certificate on compliance with the conditions of Corporate Governance

To
PAOS Industries Limited,

I have examined the compliance of conditions of Corporate Governance by PAOS Industries Limited ('the Company'), for the year ended on 31st March, 2024, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Listing Regulations, 2015").

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

In our opinion and to the best of our information and according to the explanations given to us, the provisions of the Corporate Governance as stipulated in the SEBI (LODR) regulations, 2015 were not applicable to the Company, however, I certify that Company has complied with some of its provisions of the conditions of Corporate Governance as stipulated in the SEBI (LODR) regulations, 2015 for the year ended on March 31, 2024.

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I further state that this certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For Rajeev Bhambri & Associates
Company Secretary in Whole Time Practice

(Rajeev Bhambri)
Proprietor

Place: Ludhiana
Dated: 08.06.2024
UDIN: F004327F00054825

Membership No.: F4327
CP No.: 9491

Declaration

I Sanjeev Bansal, Managing Director of the Company hereby declare that the company has adopted code of conduct for its Directors and the senior management personnel and all the members of the Board of Directors and the Senior Management personnel have affirmed compliance with the code of conduct as applicable to them as laid down by the Board of Directors in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2024.

For PAOS Industries Limited
Sd/-
(Sanjeev Bansal)
Managing Director

Place: Ludhiana
Date: 23-05-2024

CERTIFICATION BY CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) (Pursuant to Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Board of Directors
PAOS Industries Limited
Ludhiana

We, Sanjeev Bansal, Managing Director and Rupinder Singh, Chief Financial Officer of the Company hereby certify that :-

- a. We have reviewed the Standalone and Consolidated Financial Statements and the Cash Flow Statements for the year ended 31st March, 2024 and 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 statement that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affair 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 in violation of the Company's code of conduct;
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have effective internal control and system commensurate with the size and nature of business;
- d. We are committed to indicate to the Auditors and the Audit Committee;
 - i. Significant changes in internal control over financial reporting during the year, if any;
 - ii. Significant changes in accounting policies during the year, if any, and that the same shall be disclosed in the Notes to the financial statements;
 - iii. Instances of significant fraud, if any, of which we have become aware and the involvement therein, if any, of the management or an employee having role in the company's internal control system over financial reporting; and
 - iv. We have disclosed all the requisite information to Audit committee and Auditors.

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- e. There was no matter regarding non-compliance by the company of any provisions of listing agreement, also there was no penalties, strictures imposed on the company by the Stock Exchange or SEBI or any statutory authority, on any matter related to capital market during the last three years except sometime fine/penalty imposed for delay in filing with Stock Exchanges.
- f. The Audit Report reconciliation of shares is being sent regularly to the Stock Exchanges.

For PAOS Industries Limited

Sd/- (Sanjeev Bansal) (M.D.)	Sd/- (Rupinder Singh) (C.F.O.)
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Place: Ludhiana
Date: 23-05-2024

Independent Auditor's Report on Standalone Financial Statements

To The Members of PAOS Industries Limited

Report on the Audit of the Standalone Financial Statements

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

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

Basis for opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. We have determined the following key audit matter to communicate in our report.

The company had made investment in the Joint Venture namely PAOS Productions, which become negative since FY 2021. The Company was one of the Partners in PAOS PRODUCTIONS till 30-09-2023. However, the Company has withdrawn its partnership from the said Joint Venture with effect 01-10-2023. Consequently, consolidation of accounts of the Company with the accounts of PAOS Productions for the year ending March 31, 2024 is not required and therefore the consolidated statements as at 31-03-2024 have not been prepared by the Company. Moreover, the carrying amount of Company's investment in the joint venture namely M/s PAOS Productions had become negative since more than two years on account of which the Standalone as well as the consolidated financial statements are

same since then because according to provisions of Ind AS 28 when the Group's share of Losses in an equity-accounted investment equals or exceeds its interest in entity then the Group should not recognize any further losses unless it has incurred obligations or made payments on behalf of that entity. Hence, the company stopped booking its share of losses in PAOS Productions and the same fact had already been reported in the previous Financial Statements of company from 31-03-2021 onwards.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholders' Information, but does not include the standalone financial statements and our auditor's report thereon.

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

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

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

Management's Responsibilities for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibility for the Audit of Standalone Financial Statements:

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

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

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

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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 controls.

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required under the provisions of section 143(3) of the Act, we report that;
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

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c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

e) On the basis of the written representations received from the directors of the Company 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to other matters to be included in the Auditors' Report in accordance with the requirements of section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to explanation provided to us, the company has not paid any remuneration to its directors during the year.

h) 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:

a) The Company does not have any pending litigations as on March 31,2024;

b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

c) There is no such amount, which is required to be transferred to the Investor Education and Protection Fund by the Company.

d) (i) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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;

(ii) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, 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

(iii) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.

e) The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

f) The company has used such accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded

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in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

g) Based on our examination, which included test checks, the Company has used accounting softwares for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

FOR RAKSHIT KHOSLA & ASSOCIATES CHARTERED ACCOUNTANTS

**(POOJA SHARMA)
PARTNER
M. NO: 562557
FRN: 017151N**

**PLACE: LUDHIANA
DATE: 23-05-2024
UDIN: 26562557BKAIPD2630**

ANNEXURE – “A” TO THE INDEPENDENT AUDITORS REPORT ON STANDALONE FINANCIAL STATEMENTS

Report 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 Companies Act, 2013 (Refer to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

With reference to the Annexure A referred to in the Independent Auditors’ Report to the members of the Company on the financial statements for the year ended March 31, 2024, we report the following:

(i) (a) (A) The Company is not having any tangible fixed asset such as Property, Plant and Equipment. Therefore, the provisions of Clause (i)(a)(A) and (i)(b), (c), (d) & (e) of paragraph 3 of the order are not applicable to the company.

(B) The company is not having any intangible asset. Therefore, the provisions of Clause (i)(a)(B) and (i)(b), (c), (d) & (e) of paragraph 3 of the order are not applicable to the company.

(ii) (a) As there is no business operation in the company as such the company does not have any inventory. Accordingly, reporting under Clause 3(ii) (a) of Order is not applicable to the Company.

(b) During any point of time of the year, the company has not been sanctioned any working capital limits, from banks or financial institutions on the basis of security of current assets. Therefore, the provisions of Clause (ii)(b) of paragraph 3 of the order are not applicable to the company.

(iii) During the year, the company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Therefore, the provisions of clause 3(iii) of the said Order are not applicable to the company.

(iv) The company has not made any loans, investments, guarantees and security on which provisions of section 185 and 186 of the Companies Act 2013 are applicable. Therefore, the provisions of clause 3(iv) of the said Order are not applicable to the company.

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(v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from public. Therefore, the provisions of Clause (v) of paragraph 3 of the order are not applicable to the Company.

(vi) As explained to us, the Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Therefore, the provisions of Clause (vi) of paragraph 3 of the order are not applicable to the Company.

(vii) (a) The Company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales Tax, Wealth tax, Service tax, Duty of Customs, duty of Excise, Value Added Tax, GST, Cess and other statutory dues with the appropriate authorities to the extent applicable to it. There are no undisputed amounts payable in respect of income tax, wealth tax, service tax, sales tax, value added tax, duty of customs, duty of excise or cess which have remained outstanding as at March 31, 2024 for a period of more than 6 months from the date they became payable.

(b) According to the information and explanations given to us, there are not any statutory dues referred in sub-clause (a) which have not been deposited on account of any dispute. Therefore, the provisions of Clause (vii)(b) of paragraph 3 of the order are not applicable to the Company.

(viii) In our opinion and according to the information and explanations given to us, there is no any transaction not recorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of any loan or other borrowings or any interest due thereon to any lender.

(b) In our opinion and according to the information and explanations given to us, the company has not been declared as wilful defaulter by any bank or financial institution or other lender.

(c) In our opinion and according to the information and explanations given to us, the loans were applied for the purpose for which the loans were obtained.

(d) In our opinion and according to the information and explanations given to us, there are no funds raised on short term basis which have been utilised for long term purposes.

(e) In our opinion and according to the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) In our opinion and according to the information and explanations given to us, the company has not raised loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

(x) (a) The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year. Therefore, the provisions of Clause (x)(a) of paragraph 3 of the order are not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

(xi) (a) We have not noticed any case of fraud by the company or any fraud on the Company by its officers or employees during the year. The management has also not reported any case of fraud during the year.

(b) During the year no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As auditor, we did not receive any whistle-blower complaint during the year.

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(xii) The company is not a Nidhi Company. Therefore, the provisions of Clause (xii) of paragraph 3 of the order are not applicable to the Company.

(xiii) As per the information and explanations received to us all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable, and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards.

(xiv) The company has an Internal Audit system commensurate with the size and nature of its business. However, the Internal Auditors have not issued any Report.

(xv) The Company has not entered into any non-cash transactions with directors or persons connected with him for the year under review. Therefore, the provisions of Clause (xv) of paragraph 3 of the order are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

(b) The company has not conducted any Non-Banking Financial or Housing Finance activities during the year.

(c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

(d) As per the information and explanations received, the group does not have any CIC as part of the group.

(xvii) The company has incurred cash losses in current financial year as well in immediately preceding financial year and the amount of cash losses during the year under review is Rs.12.59 Lakhs.

(xviii) There has been no resignation of the previous statutory auditors during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no 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.

(xx) There is not liability of the company under the provisions of section 135 of the Companies Act, relating to Corporate Social Responsibility. Therefore, the provisions of Clause (xx) of paragraph 3 of the order are not applicable to the Company.

FOR RAKSHIT KHOSLA & ASSOCIATES CHARTERED ACCOUNTANTS

(POOJA SHARMA)
PARTNER
M. NO: 562557
FRN: 017151N

PLACE: LUDHIANA
DATE: 23-05-2024
UDIN: 26562557BKAIPD2630

ANNEXURE "B" TO THE INDEPENDENT AUDITORS REPORT ON STANDALONE FINANCIAL STATEMENTS

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Subsection 3 of Section 143 of the Companies Act, 2013 ("the Act")

PAOS INDUSTRIES LIMITED Annual Report 2024

We have audited the internal financial control over the financial reporting of “PAOS Industries Limited” (‘the company’) as of 31st March, 2024 in conjunction with our audit of the standalone financial statements of the company for the year ended on that date:

Management’s Responsibility for Internal Financial Controls:

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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 internal financial controls over financial reporting of the Company 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 standalone financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls with reference to standalone 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 financial statements.

Meaning of Internal Financial Controls with reference to Standalone Financial Statements:

A company’s internal financial control with reference to standalone 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 standalone financial statements includes those policies and procedures that-

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Limitations of Internal Financial Controls over Financial Reporting:

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

periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion:

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2024, based on the criteria for internal control with reference to standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**FOR RAKSHIT KHOSLA & ASSOCIATES
CHARTERED ACCOUNTANTS**

**(POOJA SHARMA)
PARTNER
M. NO: 562557
FRN: 017151N**

**PLACE: LUDHIANA
DATE: 23-05-2024
UDIN: 26562557BKAIPD2630**

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AUDITED STANDALONE BALANCE SHEET AS AT 31st MARCH 2024			
(Amount Rs in Lakhs)			
Particulars	Note No.	As at 31st Mar 2024	As at 31st March 2023
ASSETS			
1 Non-current assets			
Property, Plant and Equipment		-	-
Capital work-in-progress		-	-
Investment Property		-	-
Goodwill		-	-
Other Intangible Assets		-	-
Intangible Assets under development		-	-
(a) Financial assets			
(i) Investments	4	-	-
(ii) Trade Receivables		-	-
(iii) Loans		-	-
(iv) Others financial assets		-	-
(b) Other non-current assets	5	8.45	7.28
Total non-current assets		8.45	7.28
2 Current assets			
(a) Inventories		-	-
(b) Financial assets			
(i) Investments	6	-	-
(ii) Trade receivables		-	-
(iii) Cash and cash equivalents	7	0.66	0.70
(iv) Bank balances other than (ii) above	8	1.06	0.53
(v) Loans & Advances	9	-	-
Other financial assets		-	-
Current tax assets (net)		-	-
Other current assets		-	-
Total current assets		1.72	1.23
TOTAL ASSETS		10.16	8.51
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	10	610.36	610.36
(b) Other equity	11	-2,239.89	-2,210.30
Total Equity		-1,629.53	-1,599.94
Liabilities			
1 Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	12	1,637.45	1,605.81
(ii) Lease liabilities		-	-
(iii) Trade Payables- MSME		-	-
- Total Outstanding dues of MSMEs		-	-
- Total Outstanding dues of other creditors		-	-
(iv) Other financial liabilities		-	-
(b) Provisions		-	-
(c) Deferred tax liabilities (Net)	13	0.13	0.13
(d) Other non current liabilities		-	-
Total Non-current liabilities		1,637.58	1,605.94
2 Current liabilities			
(a) Financial liabilities			
(i) Borrowings	14	-	-
(ii) Lease liabilities		-	-
(iii) Trade payables		-	-
- Total Outstanding dues of MSMEs		-	-
- Total Outstanding dues of other creditors		-	-
(iv) Other financial liabilities	15	0.84	0.85
(b) Other current liabilities	16	0.42	0.90
(c) Provisions	17	0.86	0.76
Total Current liabilities		2.11	2.51
TOTAL EQUITY AND LIABILITIES		10.16	8.51
The accompanying notes form an integral part of the standalone financial statements		1 to 30	
As per our report of even date attached		For and on behalf of the Board	
FOR RAKSHIT KHOSLA & ASSOCIATES			
CHARTERED ACCOUNTANTS			
Firm Regn. no. 017151N		Sanjeev Bansal	Meenu Uppal
		Managing Director	Director
		DIN:00057485	DIN: 07144268
PARTNER			
M. NO. 562557		Daljeet Singh	Rupinder Singh
PLACE : LUDHIANA		Company Secretary	CFO
DATE : 23.05.2024		Membership No: 42211	PAN: ECDPS5143H
UDIN : 26562557BKAIPD2630			

PAOS INDUSTRIES LIMITED Annual Report 2024

AUDITED STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31st March, 2024

(Amount Rs. in Lakhs)

	Particulars	Note No	Year ended 31st Mar. 2024	Year ended 31st March 2023
I	Revenue from operations		-	-
II	Other income	18	-0.00	0.00
III	Total income (I + II)		-0.00	0.00
IV	Expenses			
	Cost of materials consumed		-	-
	Purchases of stock-in-trade		-	-
	Changes in inventories of Finished Goods, WIP and SIP		-	-
	(a) Employee benefits expense	19	4.72	4.72
	(b) Finance costs	20	17.00	15.46
	Depreciation and amortization		-	-
	(c) Other expenses	21	7.88	8.87
	Total expenses (IV)		29.59	29.04
V	Profit/(Loss) before exceptional item and tax (I-IV)		-29.59	-29.04
VI	Exceptional item		-	-
VII	Profit/(Loss) before tax (V-VI)		-29.59	-29.04
VIII	Tax expense:			
	Current tax		-	-
	Deferred tax charge/(credit)	25	-	-
IX	Profit/(Loss) for the period of continuing operations (VII -VIII)		-29.59	-29.04
X	Profit/(Loss) from discontinued operations		-	-
XI	Tax Expense from discontinued operations		-	-
XII	Profit/(Loss) from discontinued operations after tax (X-XI)		-	-
XIII	Profit/(Loss) for the period (IX+XII)		-29.59	-29.04
XIV	Other Comprehensive Income			
	Items that will not be reclassified to profit or loss		-	-
	Items that will be reclassified to profit or loss		-	-
	Other Comprehensive Income for the period		-	-
XV	Total Comprehensive Income/(Loss) for the year (XIII+XIV)		-29.59	-29.04
XVI	Earnings per equity share (for continuing operations):			
	Equity share of par value of Rs.10/- each			
	Basic / Diluted		-0.48	-0.48
	The accompanying notes form an integral part of the standalone financial statements	1 to 30		

For and on behalf of the Board

As per our report of even date attached
FOR RAKSHIT KHOSLA & ASSOCIATES
CHARTERED ACCOUNTANTS
 Firm Regn. no. 017151N

Sanjeev Bansal
 Managing Director
 DIN:00057485

Meenu Uppal
 Director
 DIN: 07144268

PARTNER
 M. NO. 562557
 PLACE : LUDHIANA
 DATE : 23.05.2024
 UDIN : 26562557BKAIPD2630

Daljeet Singh
 Company Secretary
 Membership No: 42211

Rupinder Singh
 CFO
 PAN: ECDPS5143H

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AUDITED STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31st March, 2024

(Amount Rs. in Lakhs)

Particulars	Year ended 31st Mar. 2024	Year ended 31st March 2023
Cash flows from operating activities		
Profit/(Loss) for the year (before tax)	(29.59)	(29.04)
Adjustments for :		
Depreciation and Amortization	-	-
Interest paid	-	-
Interest received against Electricity Security	-	(0.00)
Provision for doubtful debts	-	-
Interest On Preference Share Capital	17.00	15.46
Share of Loss in Partnership firm	-	-
Share of Profit in Partnership firm	-	-
Deferred Revenue Amortised	-	-
(Profit)/Loss on sale of investment (net)	-	-
Operating profit/(loss) before working capital changes	(12.59)	(13.58)
<i>Movements in working capital:</i>		
Decrease/(increase) in loans, other financial assets & other assets	(1.16)	1.07
Increase/(decrease) in other financial liabilities, other liabilities & Provisions	(0.40)	0.48
Cash generated from / (used in) operations	(14.15)	(12.03)
Less: Income taxes paid	-	-
Net cash generated from / (used in) operating activities (A)	(14.15)	(12.03)
Cash flows from investing activities		
Purchase of property, plant and equipment	-	-
Investment in Liquid Funds	-	-
Investment in Partnership firm	-	-
Balance with Govt Authorities	-	-
Interest received against Electricity Security	-	-
Dividend received	-	-
Sale of Investments in Mutual Funds/Liquid Funds/Debt Funds	-	-
Purchase of Investments in Mutual Funds/Liquid Funds/Debt Funds	-	-
Profit/(Loss) on sale of investment (net)	-	-
Net cash generated from / (used in) investing activities (B)	-	-
Cash flows from financing activities		
Buy back of share capital	-	-
Proceeds from Issue of Shares & Share Warrants	-	-
Proceeds/(Repayment) from long term/short - term borrowings	14.64	12.25
Dividend paid on equity shares/Redemption of Preference Shares	-	-
Tax on equity dividend paid	-	-
Interest paid	-	-
Net cash generated from financing activities (C)	14.64	12.25
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	0.49	0.22
Cash and cash equivalents at the beginning of the year	1.23	1.01
Cash and cash equivalents at the end of the year	1.72	1.23
The accompanying notes form an integral part of the standalone financial statements	1 to 30	
As per our report of even date attached	For and on behalf of the Board	
FOR RAKSHIT KHOSLA & ASSOCIATES		
Firm Regn. no. 017151N	Sanjeev Bansal	Meenu Uppal
	Managing Director	Director
	DIN:00057485	DIN: 07144268
POOJA SHARMA		
PARTNER		
M. NO. 562557	Daljeet Singh	Rupinder Singh
PLACE : LUDHIANA	Company Secretary	CFO
DATE : 23.05.2024	Membership No: 42211	PAN: ECDPS5143H
UDIN : 26562557BKAIPD2630		

PAOS INDUSTRIES LIMITED Annual Report 2024

A. Equity Share Capital

(1) Current Reporting Period as on 31-03-2024 (Amount in Lakhs)

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in Equity Share Capital during the current year	Balance at the end of the current reporting period
610.36	-	-	-	610.36

(2) Previous Reporting Period as on 31-03-2023 (Amount in Lakhs)

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in Equity Share Capital during the current year	Balance at the end of the current reporting period
610.36	-	-	-	610.36

(1) Current Reporting Period (as on 31-03-2024)

(Amount in Lakhs)

	Share application money pending allotment	Equity component of compound financial instruments - Preference Shares	Reserves & Surplus				Debt Instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective Portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Comprehensive Income	Money Received against Share warrants	Total
			Capital Reserve	Securities Premium	Other Reserves	Retained Earnings								
Balance at the beginning of current reporting period	-	143.38	-	161.98	-	-2,515.65	-	-	-	-	-	-	-	-2,210.30
Changes in accounting policy/prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of current reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the current year	-	-	-	-	-	-29.59	-	-	-	-	-	-	-	-29.59
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Any other changes	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at the end of current reporting period	-	143.38	-	161.98	-	-2,545.25	-	-	-	-	-	-	-	-2,239.89

PAOS INDUSTRIES LIMITED Annual Report 2024

(2) Previous Period Reporting Period (as on 31-03-2023)													(Amount in Rs. Lakhs)	
	Share application money pending allotment	Equity component of compound financial instruments - Preference Shares	Reserves & Surplus				Debt Instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective Portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Comprehensive Income	Money Received against Share warrants	Total
			Capital Reserve	Securities Premium	Other Reserves	Retained Earnings								
Balance at the beginning of previous reporting period	-	143.38	-	161.98	-	-2,486.61	-	-	-	-	-	-	-	-2,181.26
Changes in accounting policy/prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of previous reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the previous year	-	-	-	-	-	-29.04	-	-	-	-	-	-	-	-29.04
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Any other changes	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at the end of previous reporting period	-	143.38	-	161.98	-	-2,515.65	-	-	-	-	-	-	-	-2,210.30

1. Background

PAOS Industries Limited (Formerly known as Raj Agro Mills Limited) is domiciled and incorporated under the provisions of the Companies Act, 1956. The company has changed its name, main objects and registered office in terms of Special Resolutions passed in the 28th Annual General Meeting which was duly approved by the MCA. The Company has entered into new project of laundry soap, toilet soap and detergents powders formulations without manufacturing of LABSA facility by entering into a Joint Venture by becoming a Partner in a newly incorporated Partnership Firm namely "PAOS Productions" in terms of Partnership deed dated 27.08.2018. The company is no more a partner in the firm PAOS Productions with effect from 01-10-2023.

The Company has its Registered Office at Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141120, Punjab. The Company is primarily listed on BSE Limited.

The standalone financial statements were approved and adopted by Board of Directors of the Company in their meeting dated May 23, 2024.

Further, the Company's investment as a Partner in the Joint Venture namely PAOS Productions had become negative since FY 2021. The Company has withdrawn its partnership from the said Joint Venture with effect 01-10-2023. Consequently, consolidation of accounts of the Company with the accounts of PAOS Productions for the year ending March 31, 2024 is not required and therefore the consolidated statements as at 31-03-2024

have not been prepared by the Company. Moreover, the carrying amount of Company's investment in the joint venture namely M/s PAOS Productions had become negative since more than two years on account of which the Standalone as well as the consolidated financial statements are same since then because according to provisions of Ind AS 28 when the Group's share of Losses in an equity-accounted investment equals or exceeds its interest in entity then the Group should not recognize any further losses unless it has incurred obligations or made payments on behalf of that entity. Hence, the company stopped booking its share of losses in PAOS Productions and the same fact had already been reported in the previous Financial Statements of company from 31-03-2021 onwards.

2. Basis of preparation

2.1. Statement of compliance with Ind AS

The financial statements (on standalone basis) 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.

The Company had prepared its standalone financial statements in accordance with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read together with the Companies (Accounts) Rules 2014 (referred as "Indian GAAP"). The Company's annual financial statements are prepared complying in all material respects with the Ind AS notified under Section 133 of the Companies Act, 2013.

2.2. Overall consideration

The standalone financial statements have been prepared on going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. These financial statements are prepared under the historical cost convention, except for certain financial instruments that are measured at fair value at the end of each reporting period.

The standalone financial statements have been prepared considering all Ind AS notified by MCA till reporting date i.e. 31st March 2024. The significant accounting policies used in preparing the financial statements are set out in note 3 of the notes to the standalone financial statement.

2.3. Functional and presentation of currency

The financial statements are prepared in Indian Rupees which is also the Company's functional currency. The figures therein are rounded off to nearest Lakhs up to two decimals thereof.

2.4. Fair value measurement

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. A fair value measurement assumes 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 market or the most advantageous market must be accessible to 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, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole. The fair value hierarchy is described as below:

Level 1 – Unadjusted quoted price in active markets for identical assets and liabilities.

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

Level 3 – unobservable inputs for the asset or liability.

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

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 fair value hierarchy.

Fair values have been determined for measurement and/or disclosure purpose using methods as prescribed in “Ind AS 113 Fair Value Measurement”.

2.5. Use of significant accounting estimates, judgements and assumptions

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosure of contingent liabilities as on the date of financial statements and reported amounts of income and expenses for the periods presented. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

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. Significant estimates and critical judgement in applying these accounting policies are described below:

i) Impairment of financial assets

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

ii) Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies / claim / litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

iii) Income taxes

Provision for tax liabilities require judgements on the interpretation of tax legislation, developments in case law and the potential outcomes of tax audits and appeals which may be subject to significant uncertainty. Therefore, the actual results may vary from expectations resulting in adjustments to provisions, the valuation of deferred tax assets, cash tax settlements and therefore the tax charge in the statement of profit and loss.

iv) Impairment of non-financial assets

The carrying amounts of assets are reviewed at each balance sheet date for any indication of impairment based on internal / external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the higher of a) fair value of assets less cost of disposal and b) its value in use. Value in use is the present value of future cash flows expected to derive from an assets or Cash-Generating Unit (CGU).

Based on the assessment done at each balance sheet date, recognised impairment loss is further provided or reversed depending on changes in circumstances. After recognition of impairment loss or reversal of

impairment loss as applicable, the depreciation charge for the asset is adjusted in future periods to allocate the asset's revised carrying amount, less its residual value (if any), on a systematic basis over its remaining useful life. If the conditions leading to recognition of impairment losses no longer exist or have decreased, impairment losses recognised are reversed to the extent it does not exceed the carrying amount that would have been determined after considering depreciation / amortisation had no impairment loss been recognised in earlier years.

3. Significant Accounting Policies

3.1. Presentation and disclosure of standalone financial statement

All assets and liabilities have been classified as current and non-current as per Company's normal operating cycle and other criteria set out in the division II of Schedule III of the Companies Act, 2013 for a company whose financial statements are made in compliance with the Companies (India Accounting Standards) Rules, 2015.

Based on the nature of products and the time between acquisition of assets for processing and their realization in cash and cash equivalents, 12 months has been considered by the Company for the purpose of current / non-current classification of assets and liabilities.

3.2. Property, Plant and Equipment and Depreciation

Recognition and measurement

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by management. The company depreciates property, plant and equipment over their estimated useful lives using the straight line basis. The estimated useful lives of assets as prescribed under Part C of Schedule II of the Companies Act 2013 except the assets costing Rs.5000/- or below on which depreciation is charged @ 100% per annum on proportionate basis, are as follows:

Building - 30-60 years.

Plant and Machinery - 15 years.

Office Equipment - 5 Years

Computer Equipment - 3 years.

Furniture and fittings - 10 years

Vehicles excluding Motor cycles- 8 years.

Motor cycles – 10 years.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other 'non-current assets' and the cost of assets not put to use before such date are disclosed under 'Capital work-in-progress'.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

Repairs and maintenance costs are recognized in the Statement of Profit and Loss when incurred.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss.

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end.

However, as there is no Property, Plant and Equipment in the books of the Company at any time during the year ended 31.03.2024. Hence, no depreciation has been provided in the books of Accounts.

De-recognition

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition 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 de-recognised.

3.3. Intangible assets and amortization

Recognition and measurement

Intangible assets are recognized only if it is probable that the future economic benefits attributable to asset will flow to the Company and the cost of asset can be measured reliably. Intangible assets are stated at cost of acquisition/development less accumulated amortization and accumulated impairment loss if any.

Cost of an intangible asset includes purchase price including non - refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable expenditure on making the asset ready for its intended use.

Intangible assets under development comprises of cost incurred on intangible assets under development that are not yet ready for their intended use as at the Balance Sheet date.

Amortization and useful lives

Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence etc. Amortization methods and useful lives are reviewed at each financial year end and adjusted prospectively.

In case of assets purchased during the year, amortization on such assets is calculated on pro-rata basis from the date of such addition.

3.4. Inventories

Inventories of raw materials, stores and spares, trading goods, work-in-progress and finished goods are valued at cost or net realisable value, whichever is lower. However, materials and other items 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. The cost in respect of the aforesaid items of inventory is computed as under:

- In case of raw materials, Chemicals and consumables are valued at cost or net realizable value whichever is lower, cost being purchase price on FIFO basis plus other expenses incurred in bringing the inventories to their present location and condition, including duties (other than those subsequently recoverable from the taxation authorities).
- In case of stores and spares, are taken at estimated value.
- In case of work-in-process, valued at cost or net realizable value whichever is lower, cost i.e. Raw materials, Chemicals & Consumables at 100% of the cost & other direct expenses at 75% of the unit cost.
- In case of finished goods valued at Net Realizable value.

3.5. Revenue recognition

The company recognizes revenue when the amount of revenue can be measured reliably and it is probable that the economic benefits associated with the transaction will flow to the entity.

Sales of goods

Revenue from the sale of goods is recognised on transfer of significant risks and rewards of ownership and effective control to the buyer, as per terms of the contracts and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sales of goods. Revenue is measured at fair value of the consideration received or receivable net of returns (if any), trade discounts and rebates.

Sales are presented gross of excise duty and net of Goods and Service Tax (GST), wherever applicable.

Interest income

For all debt instruments measured at amortised cost, 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 but does not consider the expected credit losses. Interest income is included under the head "other income" in the statement of profit and loss.

3.6. Foreign currency transaction

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction. As at the Balance Sheet date, foreign currency monetary items are translated at closing exchange rate. Exchange difference arising on settlement or translation of foreign currency monetary items are recognised as income or expense in the year in which they arise.

Foreign currency non-monetary items which are carried at historical cost are reported using the exchange rate at the date of transactions.

3.7. Employee benefits

• Short term employee benefits

All employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss in the period in which the employee renders the related service.

• Post-employment benefits & other long term benefits

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

The company has a defined benefit plan viz Gratuity for its employees. The liability for gratuity is measured on an un-discounted basis without going in for Actuarial Valuation and are expensed in the Profit & Loss Account.

3.8. Borrowing cost

Borrowing costs (net of interest income on temporary investments) that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of the respective asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. Ancillary cost of borrowings in respect of loans not disbursed are carried forward and accounted as borrowing cost in the year of disbursement of loan.

All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest expenses calculated as per effective interest method, exchange difference arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost and other costs that an entity incurs in connection with the borrowing of funds.

3.9. Taxes on income

Tax expenses for the year comprises of current tax, deferred tax charge or credit and adjustments of taxes for earlier years. In respect of amounts adjusted outside profit or loss (i.e. in other comprehensive income or equity), the corresponding tax effect, if any, is also adjusted outside profit or loss.

Provision for current tax is made as per the provisions of Income Tax Act, 1961.

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, and deferred tax assets are recognised for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, carry forward tax losses and allowances can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxation authority.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which such deferred tax assets can be utilized. In situations where the Company has unused tax losses and unused tax credits, deferred tax assets are recognised only if it is probable that they can be utilized against future taxable profits. Deferred tax assets are reviewed for the appropriateness of their respective carrying amounts at each Balance Sheet date.

At each reporting date, the Company re-assesses unrecognised deferred tax assets. It recognises previously unrecognised deferred tax assets to the extent that it has become probable that future taxable profit allow deferred tax assets to be recovered.

3.10. Cash and cash equivalents

Cash and cash equivalents include cash in hand, bank balances, deposits with banks (other than on lien) and all short term and highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

For the purpose of cash flow statement, cash and cash equivalent as calculated above also includes outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

3.11. Cash Flow statement

The cash flow statement is prepared in accordance with the Indian Accounting Standard (Ind AS) - 7 "Statement of Cash flows" using the indirect method for operating activities.

3.12. Provisions, contingent liabilities, contingent assets

A provision is recognised when the Company has a present obligation (legal or constructive) 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 current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

3.13. Earnings per share

Basic earnings per share is computed using the net profit for the year attributable to the shareholders' and weighted average number of shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible preference shares, debentures or any other instrument, from the date consideration is receivable (generally the date of their issue) of such instruments.

Diluted earnings per share is computed using the net profit for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

3.14. 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 and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

3.14.1. Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are subsequently measured at fair value.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

Investments in equity instruments at Fair Value through Other Comprehensive Income (FVTOCI)

On initial recognition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

- It has been acquired principally for the purpose of selling it in the near term; or
- On initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument or a financial guarantee. Dividends on these investments in equity instruments are recognised in profit or loss when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part

of cost of the investment and the amount of dividend can be measured reliably. Dividends recognised in profit or loss are included in the 'Other income' line item.

Financial assets at fair value through profit or loss (FVTPL)

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model based on 'simplified approach' for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the twelve month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in statement of profit and loss.

De-recognition of financial asset

The Company de-recognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On de-recognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

3.14.2. Financial liability and equity instrument

Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs. Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest rate method (EIR) or at Fair Value through Profit or Loss (FVTPL).

However, financial liabilities that arise when a transfer of a financial asset does not qualify for de-recognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in profit or loss. The remaining amount of change in the fair value of liability is always recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.

Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognised in profit or loss.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability or (where appropriate) a shorter period, to the gross carrying amount on initial recognition.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Reclassification

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

De-recognition of financial liabilities

The Company de-recognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability de-recognised and the consideration paid and payable is recognised in profit or loss.

Lease:

Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e. the lessee and the lessor. Ind AS 116 introduces a single lease accounting model for lessee and requires the lessee to recognize right of use assets and lease liabilities for all leases with a term of more than twelve months, unless the underlying asset is low value in nature. Currently, operating lease expenses are charged to the statement of profit and loss. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17."

As per Ind AS 116, the lessee needs to recognise depreciation on rights of use assets and finance costs on lease liabilities in the statement of profit and loss. The lease payments made by the lessee under the lease arrangement will be adjusted against the lease liabilities. The Company is currently not required to evaluate the impact on account of implementation of Ind- AS 116 which might have significant impact on key profit & loss and balance sheet ratio i.e. Earnings before interest, tax, depreciation and amortisation (EBITDA), Asset coverage, debt equity, interest coverage, etc.

3.15. Recent Pronouncements

The Ministry of Corporate Affairs (MCA) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

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Ind AS 1, Presentation of Financial Statements – This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors – This amendment has introduced a definition of ‘accounting estimates’ and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its Standalone financial statements.

Ind AS 12, Income Taxes – This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its Standalone financial statements.

Signed in terms of our report of Even date
For Rakshit Khosla & Associates
Chartered Accountants

For & on behalf of the Board

CA. POOJA SHARMA
Partner
M.No. 562557
FRN:017151N

(Sanjeev Bansal)
Mg. Director
DIN: 00057485

(Meenu Uppal)
Director
DIN: 07144268

Place : Ludhiana
Date : 23-05-2024

(Daljeet Singh)
Company Secretary
Membership No: 42211

(Rupinder Singh)
Chief Financial Officer

Notes to the financial statements as at 31st MAR 2024

4 Investments

Particulars	(Amount Rs. in Lakhs)	
	As at 31st Mar 2024	As at 31st March 2023
	Amount	Amount
<u>Non-current</u>		
Investment in Associates, Joint Venture*		
Unquoted (at Cost)	-	-
Non-current total	-	-
Aggregate carrying value of unquoted investments	-	-

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5 Other non-current assets

Particulars	(Amount Rs. in Lakhs)	
	As at 31st Mar 2024	As at 31st March 2023
Unsecured, Considered Good		
i) Security Deposits With/ Against		
-PSPCL	0.00	0.00
-Telephone	0.00	0.00
ii) Bank Deposits with more than 12 months maturity	-	-
iii) Others		
-GST Recoverable	8.37	7.17
-GST Cash Ledger	0.01	0.01
-RCM credit recoverable	-	-
-Prepaid Expenses	0.07	0.11
-Other Receivables(CDSL)	-	-
Total	8.45	7.28

6 Investments

Particulars	(Amount Rs. in Lakhs)			
	As at 31st Mar 2024		As at 31st March 2023	
	Nos.	Amount	Nos.	Amount
Current				
Investments in Mutual Fund Units (Quoted)				
Carried at Fair Value Through Profit & Loss:				
Current total		-		-
(i) Aggregate amount of Quoted Investments		-		-
(ii) Market Value of Quoted Investments		-		-

7 Cash and cash equivalents

Particulars	(Amount Rs. in Lakhs)	
	As at 31st Mar 2024	As at 31st March 2023
Cash on hand		
- In Indian Currency	0.66	0.70
	0.66	0.70

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8 Bank balances other than Cash and cash equivalents

Particulars	As at	
	31st Mar 2024	31st March 2023
Balances with Banks		
- In current accounts	1.06	0.53
	1.06	0.53

9 Loans & Advances

Particulars	As at	
	31st Mar 2024	31st March 2023
Loan Receivable considered good-Unsecured		
TDS (A.Y.2020-21) Recoverable from PSPCL	-	-
	-	-

10 Equity Share capital

(Amount in Lacs)

	As at		As at	
	31st Mar 2024		31st March 2023	
	Numbers	Amount	Numbers	Amount
Authorised Share Capital				
Equity Shares of Rs.10/- each	62,50,000	625.00	62,50,000	625.00
Preference Shares of Rs.100/- each	4,50,000	450.00	4,50,000	450.00
	67,00,000	1,075.00	67,00,000	1,075.00
Issued, subscribed and fully paid up				
Equity share capital				
Equity Shares of Rs.10/- each	61,03,600	610.36	61,03,600	610.36
	61,03,600	610.36	61,03,600	610.36

(a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the period:

	As at		As at	
	31st Mar 2024		31st March 2023	
	Numbers	Amount	Numbers	Amount
Equity shares:				
At the beginning of the period	61,03,600	610.36	61,03,600	610.36
Add: Issued during the year	-	-	-	-
At the end of the period	61,03,600	610.36	61,03,600	610.36

(b) Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends on shares in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. The Company has not proposed any dividend during the year.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

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(c) Details of Shareholders holding more than 5% shares in the company

Name of the Shareholder	As at 31st Mar 2024		As at 31st March 2023	
	No of shares	% holding	No of shares	% holding
Sh Sanjeev Bansal	20,18,150	33.06%	20,18,150	33.06%
Sh Sahil Bansal	8,61,700	14.12%	8,61,700	14.12%
Sh Salil Bansal	8,48,100	13.90%	8,48,100	13.90%
Smt Rama Bansal	7,43,750	12.19%	7,43,750	12.19%
Total	44,71,700	73.26%	44,71,700	73.26%

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.

(d) Equity Shareholding of Promoters of the company

Equity Shares held by Promoters at the end of the Year i.e. as on 31-03-2024			% Change during the year
Promoter Name	No of Shares	% of total Shares	
Sanjeev Bansal	20,18,150	33.06	
Rama Bansal	7,43,750	12.19	-
Sahil Bansal	8,61,700	14.12	-
Salil Bansal	8,48,100	13.90	-
Total	44,71,700	73.26	

(e) Preference Shareholding of Promoters-10% Redeemable Non-Cumulative Participative Preference Shares of Rs.100/- each

Preference Shares held by Promoters at the end of the Year i.e. as on 31-03-2024			% Change during the year\$
Promoter Name	No of Shares	% of total Shares	
Sanjeev Bansal	1,45,000	48.33	-
Sahil Bansal	50,000	16.67	-
Salil Bansal	1,05,000	35.00	-
Total	3,00,000	100.00	

11 Other Equity

(Amount in Lacs)

Particulars	As at 31st Mar 2024	As at 31st March 2023
Securities Premium	161.98	161.98
Retained Earnings		
Opening Balance	(2,515.65)	(2,486.61)
Less: Share of donation disallowed in Joint Venture	-	-
Add Profit/(Loss) During the period	(29.59)	(29.04)
Closing Balance	(2,545.25)	(2,515.65)
Financial Instruments-Equity Component (consequent to reclassification of Preference Shares as Debt Liability)		
Equity Instruments		
Opening Balance	143.38	143.38
Less : Amortised through Profit & Loss	-	-
Closing Balance	143.38	143.38
Equity component - Share Warrant	-	-
Total	(2,239.89)	(2,210.30)

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(a) **Financial Instrument**

300000 10% Redeemable Non cumulative participative preference shares of Face value Rs.100/- each issued to promoters of the companies. The preference shares shall be redeemable at the option of the Company but in any case not later than 20 years from the date of issue i.e. 200000 Shares on 13.03.2009 and 100000 Shares on 20.03.2009. The instrument is financial instrument.

12 **Financial Liabilities**

		(Amount in Lacs)	
Particulars	As at 31st Mar 2024	As at 31st March 2023	
Non- Current Borrowings-Unsecured			
I) Unsecured Loans from Director			
i) From Related parties (Interest free)			
- from directors (*)	1,438.73	1,424.09	
ii) From Others	-	-	
II) Liability component of financial instrument			
10% Redeemable Non Cumulative Preference Shares#	198.72	181.72	
Total Non-Current Borrowings	1,637.45	1,605.81	

(*) These unsecured loans are not public deposits but interest free loans by the promoter directors and initially the loan was provided by the promoter directors pursuant to stipulations imposed by the company bankers and upon slippage of company's bank accounts into Non Performing Asset (NPA); the part of bank liabilities have been paid by obtaining these loans from promoter directors. The company is obliged to pay off these unsecured interest free loans and is expected to repay the same within the time period as decided by board.

These borrowings from directors are interest free and presently the exact date of their repayment is not certain because the company is not carrying on any commercial or business activity and does not have any operating assets as on date to repay it, hence its classification as per Ind AS is not presently feasible. However, these loans are financial liability and have been presented and disclosed under Non-Current Borrowings considering them to be not being paid within One year.

300000 10% Redeemable Non-cumulative Participative Preference Shares of Rs.100/- each issued pursuant to Special Resolution dated 30.09.2008 out of which 200000 Shares issued on 13.03.2009 and 100000 Shares issued on 20.03.2009.

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Terms of Preference Shares

- 1 The said Preference Shares shall carry a right to fixed preferential dividend of 10% per annum in relation to the capital paid thereon.
- 2 The holders of the said shares shall have a right to attend their class meetings and shall be entitled to vote on resolutions affecting their right directly.
- 3 The preference shares shall rank in priority to the equity share holders for payment of dividend or arrears of dividend.
- 4 In winding up the preference shares shall rank in priority to the equity shareholders for repayment of capital and payment of arrears of dividend and shall also have a right to participate in the surplus assets of the Company.
- 5 The preference shares shall be redeemable at the option of the Company but in any case not later than 20 years from the date of issue.
- 6 All the preference shares may be redeemed simultaneously or in parts issued to the preference share holders on pro-rata basis.

13 Deferred tax liabilities (Net)

(Amount in Lacs)

Particulars	As at 31st Mar 2024	As at 31st March 2023
Deferred tax liabilities		
Timing difference on account of deferred revenue	0.13	0.13
	0.13	0.13
Deferred tax assets	-	-
Net Deferred tax liabilities	0.13	0.13

14 Current Borrowings

(Amount in Lacs)

Particulars	As at 31st Mar 2024	As at 31st March 2023
Current Borrowings		
Current Maturities of Long Term Borrowings	-	-
Total Current Borrowings	-	-

15 Other financial liabilities

(Amount in Lacs)

Particulars	As at 31st Mar 2024	As at 31st March 2023
Current		
Employee payables	0.38	0.38
Other paybles	0.46	0.47
Total	0.84	0.85

For the financial liabilities that are measured at amortised cost, the fair values are not materially different from their carrying amounts, since they are of short term nature.

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16 Other liabilities			
(Amount in Lacs)			
	Particulars	As at 31st Mar 2024	As at 31st March 2023
	Current		
	Statutory dues	0.41	0.39
	Cheque issued but not present in bank	0.00	0.51
	Total	0.42	0.90
17 Provisions			
(Amount in Lacs)			
	Particulars	As at 31st Mar 2024	As at 31st March 2023
	Provisions for Employees benefits		
	Bonus Payable	-	-
	Leave with wages payable	-	-
	Gratuity payable	0.86	0.76
	Total	0.86	0.76

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		Year ended 31st Mar. 2024	Year ended 31 March 2023
	Particulars		
18	Other Income		
	Profit on Sale of Investments	-	-
	Interest Income Against Electricity Security	-	-
	Interest on Financial Liability carried at amortised cost	-	-
	Labour Welfare Fund Liability written back	-	-
	Round off	(0.00)	0.00
		(0.00)	0.00
19	Employee Benefits Expenses		
	Salaries, wages and bonus	4.62	4.62
	Contribution to provident and other funds	-	-
	Gratuity	0.10	0.10
		4.72	4.72
	Employee benefit plans		
19A	Gratuity and other post-retirement benefit plans.		
	There is only one employee who is eligible for Gratuity as on 31st March, 2024 and the amount of Gratuity Payable to him is worked out at Rs.85,673/- on undiscounted basis without going in for actuarial valuation as required under Ind-AS 19. Will be provided at the end of year 31-03-2024.		
20	Finance Costs		
	Interest expenses on debt portion of financial Instrument	17.00	15.46
		17.00	15.46
21	Other Expenses		
	Administrative Expense deposited with PF Department	0.06	0.06
	Rates and taxes	4.33	4.03
	Legal and professional charges	2.16	1.35
	Director sitting fees	0.20	0.18
	Printing & stationery	-	0.00
	Electricity	0.06	0.26
	Advertisement & publication	0.41	0.42
	Share of loss from Joint Venture in partnership firm*	-	-
	Postage & Courier	0.26	
	Audit Fee	0.35	0.30
	Software expenses	0.03	0.15
	Interest paid on late deposit of taxes	0.00	0.00
	Bank charges	-	0.01
	Account w/off	-	2.08
	Professional tax expenses (PSDT)	0.02	0.02
		7.88	8.87
	(*) As per provisions of Ind AS 28, the Share of Loss from the Joint Venture can be recognised only to the extent of carrying amount of Investment before recognising loss. Moreover, during the reporting financial year, the Company has ceased to be a Partner in M/s Paos Productions w.e.f 01.10.2023.		

22 Risk Management

22A Capital Risk

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The Company strives to safeguard its ability to continue as a going concern so that they can maximise returns for the shareholders and benefits for other stake holders. The aim to maintain an optimal capital structure and minimise cost of capital.

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 return capital to shareholders, issue new shares or adjust the dividend payment to shareholders (if permitted).

22B Financial Instruments

The significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income & expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are as disclosed in Note no. 3 to the financial statements.

(Amount in Lacs.)		
Particulars	As at 31st Mar 2024	As at 31st March 2023
Financial assets		
Measured at amortised cost		
Investments in Joint Venture Partnership firm*	-	-
Measured at FVTPL		
Investments in Mutual Funds	-	-
Cash and bank balances	1.72	1.23
Financial liabilities		
Measured at amortised cost		
Borrowings		
Long Term Borrowings	1,637.45	1,605.81
Short Term Borrowings	-	-
Measured at amortised cost		
Employee payables	0.38	0.38
Other paybles	0.46	0.47

The management considers that the carrying amount of financials assets & financial liabilities recognised in the financial statement approximate their fair values.

The Company has ceased to be a Partner in M/s Paos Productions w.e.f 01.10.2023. Hence, there is no investment in Joint Venture as on 31.03.2024.

22C Financial Risk management objectives and policies

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

The Company's financial liabilities comprise of borrowings, trade payable and other liabilities to manage its operation and financial assets includes trade receivables and other receivables etc. that arise from its operation.

The Company has instituted a self governed Risk Management framework based on identification of potential risk areas, evaluation of risk intensity, and clearcut risk mitigation policies, plans and procedures both at the enterprise and operating levels. The framework seeks to facilitate a common organisational understanding of the exposure to various risks and uncertainties at an early stage, followed by timely and effective mitigation. The Audit Committee of the Board reviews the risk management framework at periodic intervals. Our risk management procedures ensure that the management controls various business related risks through means of a properly defined framework.

22D Market Risk

Market Risk is the risk that changes in market prices such as foreign exchange rates will effect groups income or value of its holding financial assets/ instruments. The company does not have significant foreign exchange risk.

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22E Credit risk

Credit risk refers to the risk of default on its obligation by the customer / counter party resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is carrying value of respective financial assets. The company has very insignificant credit risk as no major financial assets as at balance sheet date.

22F Liquidity Risk

The Company's principle sources of liquidity are cash and cash equivalents and current investments. The Company

23 Segment Information

The Company had entered into a Joint Venture by becoming a Partner in a Partnership Firm namely "PAOS Productions" which is engaged in the business of laundry soap, toilet soap and detergents powders formulations without manufacturing of LABSA facility. However, it has withdrawn its Partnership in the said Joint Venture with effect from 01-10-2023. Now the company is no more partner and member of Joint Venture with effect from 01-10-2023. The Company was earlier operating in only one business segment viz. "Manufacturing of Vanaspati & refining of Oils", which was the reportable segment in accordance with the requirements of Ind AS -108 on "Operating Segments", prescribed by Companies (Indian Accounting Standards) Rules 2015. Since the Company is not into direct operations, hence the requirement of giving geographical segment note is not applicable to the company.

24 Earnings per share

	Particulars	Year ended 31st Mar. 2024	Year ended 31st March 2023
	Basic / Diluted earnings per share		
	From continuing operations attributable to the owners of the company	(0.48)	(0.48)
	Total basic earnings per share attributable to the owners of the company	(0.48)	(0.48)
Basic / Diluted earnings per share			
	Particulars	Year ended 31st Mar. 2024	Year ended 31st March 2023
	Profit/(Loss) for the year attributable to the owners of the company	(29.59)	(29.04)
	Earnings used in the calculation of basic earnings per share from continuing operations	(29.59)	(29.04)
	Particulars	Year ended 31st Mar. 2024	Year ended 31st March 2023
	Weighted average number of equity shares for the purpose of basic / diluted earnings per share	61,03,600	61,03,600

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25 Income taxes

(A) Income Tax Expense in the Statement of Profit and Loss comprises : (Amount in Lacs)

Particulars	Year ended 31st Mar. 2024	Year ended 31st March 2023
Current Income Taxes	-	-
Deferred Income Taxes	-	-
Income Tax Expense (net)	-	-

(B) Components of deferred income tax assets and liabilities arising on account of temporary differences are:

Particulars	Year ended 31st Mar. 2024	Year ended 31st March 2023
Deferred Income Tax Liability		
Timing difference on account of deferred revenue	0.13	0.13
Total Deferred Income Tax Asset (net)	0.13	0.13

26 Information on related party transactions as required by Indian Accounting Standard 24 (Ind AS 24) on related party disclosures for the year ended 31st Mar. 2024

A Key Managerial Personnel ("KMP")

Sh. Sanjeev Bansal	Managing Director
Ms. Ruchika Gulati	Company Secretary
S. Rupinder Singh	Chief Financial Officer

B Entities over which Key Management Personnel and their relatives have significant influence and with whom transactions have taken place during the year ("Entities")

M/s Raj Industries	Firm where relatives of Directors are Partners
M/s National Soap Mills	Firm where directors are Partners
M/s Raj Soap & Detergents LLP	LLP firm where director & their relatives are designated Partners
M/s PAOS Productions	Firm where relatives of Directors are Partners

Details of Transactions with Related Parties

Sr No	Particulars	Year ended 31st Mar. 2024		
		Key Management Personnel	Entities	Total
		a	b	
1	Remuneration (*)	4.62	-	4.6

(*) Remuneration to KMPs represents payments made only to Company Secretary and CFO.

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Balance due from / to the related parties

Sr No	Particulars	Year ended 31st Mar. 2024		
		Key Managerial Personnel	Entities	Total
1	Loan Payable	1,438.73	-	1,438.73
2	Remuneration Payable	0.38	-	0.38
3	Advances given	-	-	-
4	Other Receivables	-	-	-
5	Deposits given	-	-	-
6	Investment in Partnership Firm Joint Venture#	-	-	-

Sr No	Particulars	Year ended 31st March, 2023		
		Key Managerial Personnel	Entities	Total
1	Loan Payable	1,424.09	-	1,424.09
2	Remuneration Payable	0.38	-	0.38
3	Advances given	-	-	-
4	Other Receivables	-	-	-
5	Deposits given	-	-	-
6	Investment in Partnership Firm Joint Venture#	-	-	-

27 Information on investment in partnership firm and treated as Joint Venture , Accounted at cost

(a)	Sr no.	Name of the entity	Country of incorporation	Share of profits	
				As at 31st Mar 2024	As at 31st March 2023
	(i)	Partnership firm			
	1	PAOS Productions	India	20% upto 30-09-2023 & Nil there-after	20%

(b) Additional information, as required under Schedule III to the Companies Act, 2013 of enterprises consolidated as Joint venture

Sr no.	Name of the entity	31-03-2024		31-03-2023	
		Share of profit/(loss)		Share of profit/(loss)	
		As % of consolidated profit/(loss)	Amount of consolidated profit/(loss)	As % of consolidated profit/(loss)	Amount of consolidated profit/(loss)
(i)	Joint venture (Investment as per Equity method)				
1	PAOS Productions	20% upto 30-09-2023 & Nil there-after		20.00%	(34.23)

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Summarised balance sheet of material joint venture based on Ind AS financials:

Particulars	31st Mar. 2024	31st March, 2023
Nature of relationship	Joint Venture	Joint Venture
Principal place of business	Ludiana	Ludiana
Profit sharing ratio	Nil	20.00%
Accounting method	Equity accounted	Equity accounted
Current assets other than cash and cash equivalents	-	773.32
Cash and cash equivalents	-	8.60
Non-current assets (Fixed Assets)	-	1,983.78
(A)	-	2,765.70
Current liabilities & Provisions	-	316.13
Secured Loans	-	-
Unsecured Loans	-	-
(B)	-	316.13
Net assets (100%) (A - B)	-	2,449.57
% profit sharing ratio	-	20.00%
Share of net worth	-	489.91
Add/Less: Adjustment on consolidation	-	-
Carrying amount of Investment in Joint Ventures at cost	-	-

Summarised profit & loss of material joint venture based on Ind AS financials:

Particulars	31st Mar. 2024	31st March, 2023
Gross Profit	-	380.58
Other expense	-	551.76
Net Profit/(Loss)	-	-171.17
Share of Profit/(Loss):	-	-
Share of Profit/(Loss)	-	20.00%
Share of total comprehensive income	-	-34.23

As the company is no more a partner into PAOS Productions with effect from 01-10-2023 as such the consolidation statements are not being prepared. Moreover, as already reported the investment of company into the said Joint Venture had already become negative due to losses in it.

28 Contingent liabilities and contingent assets : NIL

29 Micro, Small and Medium Enterprises

As the company is not into commercial operations as such it has no trade creditors, therefore, the company is not required to obtain intimation from the suppliers regarding status under the Micro, Small and Medium Enterprises Development Act, 2006 (the 'Act') and hence disclosure regarding following has not been provided.

1. Amount due and outstanding to suppliers as at the end of the accounting year.
2. Interest paid during the year.
3. Interest payable at the end of the accounting year.
4. Interest accrued and unpaid at the end of the accounting year.

30 The Previous Year's figures have been regrouped/reclassified, wherever necessary to conform to the current period presentation.

ADDITIONAL REGULATORY DISCLOSURES AS PER SCHEDULE III OF COMPANIES ACT, 2013

- (i) In respect of the Title deeds of the immovable properties : - The Company does not have any Immovable property.
- (ii) As per the Company's accounting policy, Property, Plant and Equipment and intangible assets are carried at historical cost (less accumulated depreciation & impairment, if any), hence the revaluation related disclosures required as per Additional Regulatory Information of Schedule III (revised) to the Companies Act, is not applicable.
- (iii) The Company has not granted Loans or Advances in the nature of loan to any promoters, Directors, KMPs and the related parties (As per Companies Act, 2013), which are repayable on demand or without specifying any terms or period of repayments.
- (iv) There is no capital work in progress.

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(vi) No proceedings have been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

(vii) The Company does not have any sanctioned facility from any Bank or Financial Institutions.

(viii) The Company has not been declared as wilful defaulter by any bank or financial institution or government or any government authority.

(ix) There are no transactions with the Companies whose name are struck off under Section 248 of The Companies Act, 2013 or Section 560 of the Companies Act, 1956 during the year ended 31st March 2024.

(x) As the company does not have any sanctioned facilities from any bank or financial institutions disclosure relating to registration or satisfaction of charges is not applicable.

(xi) The Company has complied with the number of layers prescribed under clause (87) of Section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.

(xii) Ratios as per the schedule III requirements:

a) Current ratio = Current assets divided by Current liabilities

Particulars	31st Mar. 2024	31st March 2023
Current assets	1.72	1.23
Current liabilities	2.11	2.51
Ratio	0.81	0.49
% change from previous year	66%	

Reason for change more than 25%. The ratio improved due to increase in current assets and decrease in current liabilities from the last year.

b) Debt-Equity Ratio = Total debt divided by total equity where total debt refers to sum of current and non-current borrowings

Particulars	31st Mar. 2024	31st March 2023
Total debt	1,637.45	1,605.81
Total equity	610.36	610.36
Ratio	2.68	2.63
% change from previous year	1.97%	

Reason for change more than 25% : Not applicable. The total debt include Unsecured Loan taken from company's Managing Director.

c) Debt Service Coverage Ratio = Earnings available for debt services divided by total interest and principal repayments

As there is no servicing of Interest & Principal Repayments of Debt (Unsecured Loan) in the company; thus Reporting of this Ratio is not required. Moreover the Ratio is not calculable

Particulars	31st Mar. 2024	31st March 2023
Profit after Tax	(29.59)	(29.04)
Add:		
Depreciation and amortization exps.		
Finance Cost	17.00	15.46
Earnings available for debt services	(12.59)	(13.58)
Interest payment on borrowings	-	-
Principal repayments	-	-
Total interest and principal repayments	-	-
Ratio	-	-
% change from previous year	-	

Reason for change more than 25% : Not applicable. There is no Debt in the company hence no debt servicing is required.

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d) Return on Equity ratio = Profit after tax divided by average shareholder's equity

Particulars	31st Mar. 2024	31st March 2023
Profit after tax	(29.59)	(29.04)
Average shareholder's equity (refer note below)	610.36	610.36
Ratio	-4.85	-4.76
% change from previous year	1.91	

Note: Average shareholder's equity = (Total shareholder's equity as at beginning of respective year + total shareholder's equity as at end of respective year) divided by 2.

Reason for change more than 25%. As change is not more than 25% so no comments required.

e) Inventory turnover ratio = Cost of goods sold divided by average inventory

As the company is not undertaking any manufacturing activity and other commercial activity and there is no inventory hence reporting of this ratio

Particulars	31st Mar. 2024	31st March 2023
Cost of goods sold (refer note 1 below)	-	-
Average inventory (refer note 2 below)	-	-
Ratio	-	-
% change from previous year	-	-

Note:

1. Cost of goods sold includes cost of materials consumed and changes in inventories of finished goods and work-in-progress, consumption of stores, tools and spares and sub-contract expenses.

2. Average inventory = (Total inventory as at beginning of respective year + total inventory as at end of respective year) divided by 2.

Reason for change more than 25% : Not applicable

f) Trade receivables turnover ratio = Sales divided by average trade receivables

As there is no trade receivables & turnover in company thus reporting of this ratio not required. Moreover the Ratio is not calculable

Particulars	31st Mar. 2024	31st March 2023
Turnover	-	-
Average trade receivables (refer note 1 below)	-	-
Ratio	-	-
% change from previous year	-	-

Note:

1. Average trade receivables = (Total trade receivables as at beginning of respective year + total trade receivables as at end of respective year) divided by 2.

Reason for change more than 25% : Not applicable

g) Trade payables turnover ratio = Purchases divided by average trade payables

As there is no trade payables & purchases in company thus reporting of this ratio not required. Moreover the Ratio is not calculable

Particulars	31st Mar. 2024	31st March 2023
Purchases (refer note 1 below)		
Average trade payables (refer note 2 below)		
Ratio		
% change from previous year		

Note:

1. Purchases includes purchase of materials, consumption of stores, tools and spares and sub-contract expenses.

2. Average trade receivables = (Total trade payable as at beginning of respective year + total trade payable as at end of respective year) divided by 2.

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Reason for change more than 25% : Not applicable

h) Net capital turnover ratio = Revenue from operations divided by workings capital

As there is no Revenue from operations in company thus reporting of this ratio not required. Moreover the Ratio is not calculable.

Particulars	31st Mar. 2024	31st March 2023
Revenue from operations	-	-
Workings capital (refer note below)	(0.40)	(1.28)
Ratio	-	-
% change from previous year	-	-

Note: Working capital = Current assets - Current liabilities

Reason for change more than 25% : Not applicable

i) Net Profit Ratio = Net profit after tax divided by Revenue from operations

As there is no Revenue from operations in company thus reporting of this ratio not required. Moreover the Ratio is not calculable.

Particulars	31st Mar. 2024	31st March 2023
Net Profit after Tax	(29.59)	(29.04)
Revenue from operations	-	-
Ratio	-	-
% change from previous year	-	-

Reason for change more than 25% : Not applicable

j) Return on Capital employed = Earnings before interest and taxes (EBIT) divided by capital employed

Particulars	31st Mar. 2024	31st March 2023
Earnings before interest and taxes (refer note 1 below)	(12.59)	(13.58)
Capital employed (refer note 2 below)	2,247.81	2,216.17
Ratio	-0.56%	-0.61%
% change from previous year	-9%	

Note:

1. EBIT = Profit before taxes + finance cost

2. Capital employed = Total equity + total debt + deferred tax liabilities + lease liabilities

Reason for change more than 25%. As change is not more than 25% so no comments required.

k) Return on investments = Income generated from invested funds divided by Average invested funds in treasury investments

As there is no treasury or other investments in company thus reporting of this ratio not required. Moreover the Ratio is not calculable.

Particulars	31st Mar. 2024	31st March 2023
Income generated from invested funds	-	-
Invested funds in treasury investments	-	-
Ratio	-	-
% change from previous year	-	-

Reason for change more than 25% : Not applicable

ATTENDANCE SLIP

Member's Folio No.
Client ID No.
DP ID No.
Name of the Member
Name of Proxy holder.....
No of shares held.....

I hereby record my presence at the 34th Annual General Meeting of the Company held on Tuesday, 09th day of July, 2024 at 10.00 a.m. at the Registered Office of the Company at Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120, Punjab.

Signature of Member/Proxy

Notes:

1. Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the Meeting hall.

PAOS INDUSTRIES LIMITED Annual Report 2024

PAOS INDUSTRIES LIMITED
FORMERLY RAJ AGRO MILLS LIMITED
CIN: L24100PB1990PLC049032

Registered Office: Village Pawa, G.T. Road, Near Civil Airport, Ludhiana- 141 120 (Pb)

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s) :

Registered address

E-mail Id:.....

Folio No./ Client Id :

DP ID :

I/We, being the Member(s) of**PAOS INDUSTRIES LIMITED**..... and

holding..... shares of the above named company, hereby appoint

Name:..... E-mail: Id:

Signature: or failing him

Name: E-mail:..... Id:

Signature:.....or failing him

Name:..... E-mail:..... Id:

Signature:.....as my/our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the **34th Annual General Meeting** of the Company to be held on **Tuesday, 09th day of July, 2024 at 10.00 A.M.** at the Registered Office of the Company at Village Pawa, G.T. Road, Near Civil Airport, Ludhiana-141 120, Punjab and at any adjournment thereof in respect of such resolution as are indicated below:

----- CUT HERE -----

Affix Re. 1/- Revenue Stamp here
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Resolution No.	Resolution	For	Against
1. Ordinary Resolution	To consider and adopt the audited financial statements (Standalone) of the company for the financial year ended 31 st March, 2024 together with Reports of Board of Directors and Auditors thereon.		
2. Ordinary Resolution	To appoint Sh. Sanjeev Bansal (00057485) as a Director, who retires by rotation and being eligible, offers herself for re-appointment.		
	Special Business		
3. Ordinary Resolution	Re-appointment of Sh. Sanjeev Bansal (DIN 00057485) as Managing Director.		
4. Ordinary Resolution	Approval of Related Party Transaction for purchase or acquire of undertaking from M/s National Soap Mills (being the related party within the meaning of the Act read with Listing Regulations), on slump sale basis		
5.	To issue unsecured unlisted redeemable non-convertible debentures of		

PAOS INDUSTRIES LIMITED Annual Report 2024

Special Resolution	the company on private placement basis		
6. Special Resolution	To Enter Lease Agreement with Related Party Namely National Soap Mills.		

Signed this _____ day of _____ 2024

Affix Re. 1/- Revenue Stamp here
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Signature of shareholder

Signature of Proxy holder(s)

Notes:

- 1. This form of proxy in order to be effective should be duly completed, signed, stamped and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
- 2. As provided under regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, shareholder may vote either for or against each resolution.**