July 8, 2024

To, **BSE Limited**, 25, P. J. Towers, Dalal Street, Mumbai – 400 001 **Ref:** Company Scrip Code: 532834	To, Listing Department, **National Stock Exchange of India Ltd**., Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400051 **Ref:** Symbol**:** CAMLINFINE || Series: EQ

Sub: Annual Report under Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

Dear Sir/Madam,

This is in furtherance to our letter dated May 20, 2024, wherein the Company had informed that the 31st Annual General Meeting ('AGM') of the Company will be held on **Wednesday, July 31, 2024 at 11.00 a.m. (IST) through Video Conferencing / Other Audio Visual Means ('VC/OAVM')**.

Pursuant to Regulation 34(1) of the SEBI Listing Regulations, please find enclosed the Annual Report of the Company along with the Notice of the 31st AGM and other Statutory Reports for the Financial Year 2023-24. The same is being sent through electronic mode to those Members whose email addresses are registered with the Company/its Registrar and Transfer Agent/Depositories. The Annual Report is also available on the website of the Company at https://www.camlinfs.com/investor-relations/home/annual_reports.

Information at glance:

Particulars	**Details**
Time and Date of AGM	Wednesday, July 31, 2024, at 11:00 A.M. (IST)
Mode	VC/OAVM
EVEN (E-Voting Event Number)	129115
Cut-off date for determining Members entitled to vote	Thursday, July 25, 2024
Commencement of remote e-voting period	Sunday, July 28, 2024 at 9:00 A.M. (IST)
End of remote e-voting period	Tuesday, July 30, 2024 at 5:00 P.M. (IST)
E-voting website of NSDL	https://www.evoting.nsdl.com/

This is for your information and record please.

Thanking You,
For **Camlin Fine Sciences Limited**

Rahul Sawale

Digitally signed by Rahul Sawale
DN: c=IN, o=Personal,CID - 6936121, pseudonym=20231124120211345, 2.5.4.20=dfd09c2630663c42dd1f2f308aefc8b4e67435d64ee22beae79ca105aa72c4bb, postalCode=410210, st=Maharashtra, title=2272, serialNumber=135c0bee894849d2afa044f6b08812148dc146ae18fd209897eaeebb28cf8aa7, cn=Rahul Sawale
Date: 2024.07.08 18:50:37 +05'30'

Rahul Sawale
Company Secretary
& VP – Legal
Encl.: a/a.

Registered Office:
Camlin Fine Sciences Limited, Floor 2 to 5, In G.S. Point, CST Road, Kalina, Santacruz (East), Mumbai 400 098.
CIN: L74100MH1993PLC075361

+91 22 6700 1000 +91 22 2832 4404 corporate@camlinfs.com www.camlinfs.com

Camlin Fine Sciences

INGREDIENTS- Creating Value

ANNUAL REPORT 2023-2024

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Camlin Fine Sciences

Investor Information

Market Capitalisation	: (BSE)
as on March 31, 2024	: ₹ 149,463.50 Lakh
CIN	: L74100MH1993PLC075361
BSE Code	: 532834
NSE Symbol	: CAMLINFINE
AGM Date	: July 31, 2024

To read the report online, please visit

http://www.camlinfs.com/AR

Or, Simply scan the QR code

Corporate *Information*

Ashish Dandekar
Chairman & Managing Director

Nirmal Momaya
Managing Director

Arjun Dukane
Executive Director - Technical

Harsha Raghavan
Non-Executive Non-Independent Director

Anagha Dandekar
Non-Executive Non-Independent Director

Sutapa Banerjee
Independent Director

Pradip Kanakia
Independent Director

Amol Shah
Independent Director

Joseph Conrad D'Souza
Independent Director

Mahabaleshwar Palekar
Independent Director

KEY MANAGERIAL PERSONNEL

Santosh Parab
Chief Financial Officer

Rahul Sawale
Company Secretary and VP - Legal

Registered Office:
Floor 2 to 5, In GS Point, CST Road,
Kalina, Santacruz East, Mumbai - 400 098
Tel No – 91-22-67001000
Fax: 91-22-28324404
www.camlinfs.com | secretarial@camlinfs.com
CIN: L74100MH1993PLCO75361

Works:
Plot No. D-2/3, M.I.D.C. Boisar Tarapur
(Dist. Thane) 401506

Plot No. N-165, M.I.D.C. Boisar Tarapur
(Dist. Thane) 401506 (R&D)

Plot No. Z/96/D, Dahej SEZ Ltd; Part-II, Tal. Varga,
Dist. Bharuch, Pin Code: 392130, Gujarat, India

Auditors:
M/s Kalyaniwalla & Mistry LLP

Chartered Accountants, Mumbai

Banks and Financial Institutions:
State Bank of India

IndusInd Bank Limited

Punjab National Bank

Bank of India

International Finance Corporation

Export-Import Bank of India

Registrars and Share Transfer Agent:
Link Intime India Pvt. Ltd.
C101, 247 Park, LBS Marg, Vikhroli West,
Mumbai – 400083
Tel No - +91 22 4918 6000 / 4918 6270
Fax: +91 22 49186060
Email: rnt.helpdesk@linkintime.co.in

Ingredients - Creating Value

The demands of modern living, including the desire for convenience food, have sparked a series of challenges related to shelf life, quality, safety, and flavour profiles. Leveraging our expertise and technical prowess, CFS has been a forerunner in adapting to the shifting market dynamics and the evolving preferences of consumers. At our company, we've expanded our offerings to include a wide range of value-added ingredients across various industries. FY2023-24 witnessed significant growth in our Specialty Ingredients business, particularly through blends tailored for the food, pet food, and animal nutrition sectors, catering to both human and animal consumption.

Our strength in the antioxidant market is bolstered by our ability to fully integrate our manufacturing in traditional as well as naturals space, allowing us to provide customized solutions that meet our customers' specific needs globally.
Our relentless innovation in the segment has opened opportunities for numerous applications.

Sustainability is at the core of our operations, which is evident in our range of F&F ingredients, including vanillin and ethyl vanillin. These products are produced in our state-of-the-art facility located in Dahej, where the starting raw material for vanillin and its manufacturing occur within the same greenfield site. We're able to deliver high-quality ingredients while prioritizing environmental responsibility. The versatility of the applications spanning from food to fragrances and agrochemicals opens up extensive opportunities for expansion and development.

Our vertically integrated manufacturing processes for antioxidants and vanillin ensures consistent quality, reliable supply, traceability, and transparency, providing a valuable service to our customers.

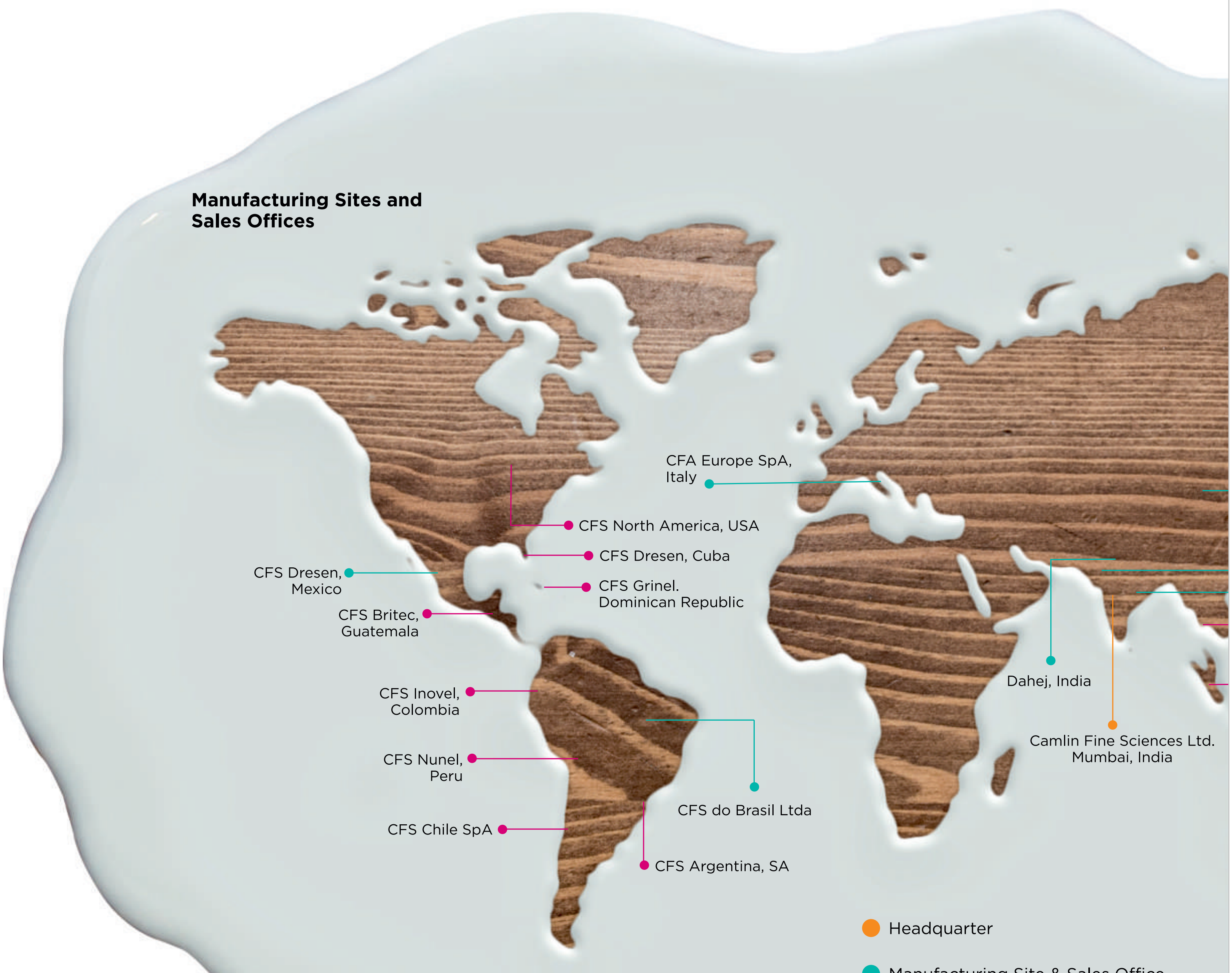
The endeavour of customer service is not limited. The basket is more comprehensive with our line of emulsifier-based ingredients that addresses common challenges faced by numerous food industry, such as texture enhancement, yield optimization, mouthfeel, consistency, mixing, offering practical solutions tailored to our customers' needs.

In essence, our focus is beyond the ingredients. It embodies practical innovation, delivering quality and service for industries worldwide. We remain committed to creating value for our customers through our ingredients and make us capable to effectively address challenges faced by the ever changing requirements of the world.

Our Global *Footprint*

CFS boasts of a robust global infrastructure, featuring multiple operational facilities, R&D centers, and application laboratories strategically located across several continents. This extensive network enables us to effectively cater to the diverse needs of our customers.

We serve a growing base of more than 1250 satisfied customers spread across the world. Our commitment to innovation, quality, and customer service underpins our ability to deliver tailored solutions that meet the unique requirements in each region where we operate.



Serving a Global Customer Base

Driven by our expertise and an unrelenting pursuit of excellence, we operate with efficiency on a global scale, consistently delivering superior products and services. Our localized presence worldwide enables us to understand the unique requirements of diverse markets and tailor our solutions accordingly.

We have established manufacturing facilities and resources in multiple countries, allowing us to efficiently serve our customers at a local level. This approach enables us to adapt to regional regulations, preferences, and specific customer demands, ensuring that we meet and exceed expectations across all markets.

Worldwide Production Prowess

CFS leverages the power of vertical integration that ensures product stability, consistent quality, availability, and complete traceability, all at highly competitive prices. We adhere to rigorous global quality standards. The scalable infrastructure enables us to effectively meet the dynamic and continuously expanding global demand, solidifying our position as a dependable and esteemed supplier of specialty chemicals.

Our facilities and presence, strategically located across four continents, enable us to provide for the requirement of our customers. The backbone of our vertically integrated production, combined with our robust R&D and Application Laboratory efforts, has been the key driver in reaching diverse industries and numerous markets. It helps foster long-term partnerships and drive sustained growth.

Innovation at *Work*

The year 2023-24 has been exemplary in demonstrating our commitment to innovation and excellence in R&D. Our R&D initiatives have been sharply focused on two pivotal areas: New Product Development and Process Optimization. These focus areas are aligned with our overarching vision to enhance our product offerings and optimize existing processes to meet the evolving needs of the industries we serve.

By driving forward our capabilities, we are not only enhancing our product offerings but also strategically positioning ourselves to meet the dynamic needs of the global market, reinforcing our role as leaders in the chemical industry.

Product Development

At CFS, our dedication to research and development, customer collaboration, and staying updated with emerging technologies empowers us to create innovative and advanced solutions that address industry needs and drive market growth.

We've achieved a significant milestone in developing a high-quality specialised grade for Hydroquinone, leading us into the crucial phase of conducting plant trials.

We have successfully developed and implemented enhanced quality of antioxidants, tailored specifically for discerning customers. These products have smoothly transitioned from R&D to full-scale production and have already made market debut.

Addressing ongoing industry challenges, we have introduced two new variants designed to deliver superior performance in oils and fats applications, underscored by successful performance trials.

We are also progressing in our efforts in the naturals space, significantly advancing our capabilities in producing natural flavourings and antioxidants, pivotal for food and beverage industries.

Our newest offerings include emulsifier-based ingredients designed to enhance texture, consistency, mouthfeel, appearance, processing efficiency, and yield for a diverse range of food industry applications.

Our Customer Service and Applications laboratory in India has been instrumental in the successful integration and performance of these ingredients in their final applications. The FY2024-25 will see the commercialization of many new products from CFS, which include products for Dyes & Pigments and Agrochemicals categories.

Process Optimization Initiatives

Our newly initiated plant in Dahej dedicated to Vanillin and Ethyl vanillin production is under a continuous improvement regime. It is aimed at refining our processes and setting a future-oriented strategic direction.

In a remarkable collaborative effort between our teams, we developed a novel process with improved selectivity for producing HQ derivatives from alternate routes. This initiative is presently being evaluated and is a promising step to enhance our capabilities.

Our R&D efforts have paved way for new processes tailored for the dyes and pigments industry, including a pioneering zero liquid discharge process that effectively addresses critical impurity challenges.

In the Animal Nutrition segment, we are dedicated to the continuous improvement and development of products using technical expertise of CFS Dresen and customizing products to suit the market needs, anticipated for the upcoming year.

Our commitment to maintaining the highest standards of quality is evident from our focused efforts in Analytical and Quality Enhancements. This includes extensive Instrumental Analysis and Method Development, which play critical roles in ensuring the integrity and efficacy of our products across various stages of development and production.

Specialty Ingredients

The Specialty Ingredients vertical offers a comprehensive and relevant range of solutions designed for food and feed protection and safety, functional ingredients, nutrition, animal performance, and biodiesel performance.

Asia, Middle East and Africa (AMEA)

Our Specialty Ingredients business experienced significant growth, particularly through ingredients tailored for the food, pet food, and animal nutrition sectors. In addition, we introduced the functional ingredient blends for various food applications that opened new market opportunities.

Though we have gained some ground in terms of volume in sales for synthetic antioxidants during the year, the overall sales revenue were a tad lower due to overall reduction in price. We attained high volume growth in natural antioxidants, securing major clients and retaining favourable margins.

The antimicrobial segment gained momentum with our portfolio of calcium/sodium propionates. The ice cream sector, severely impacted by COVID-19, saw a significant rebound in FY2023-24, driving growth in our portfolio. For dairy and bakery, we enhanced our basket of ingredients with products leading to functional excellence, which would certainly help attracting new clients and providing additional value-added services to our existing key clients.

The Animal Nutrition division saw significant growth this year, led by the Aqua and Poultry segments. For FY2024-25, we aim to sustain this momentum through four strategic pillars:

- Entering the Fish Meal segment with comprehensive solutions
- Implementing moisture optimization in feed with dedicated investments
- Rolling out a key portfolio
- Creating focused segments within each species

For biodiesel industry, we expanded our portfolio by introducing new products under the "Ezential" brand, including anti-crystallizers and CFPP reducers.

Despite these challenges, we made significant strides in volume growth and product diversification, positioning ourselves strongly for future opportunities.

North America

North America's stable economic expansion was driven by strong consumer spending and business investments, supported by favourable government policies. Concurrently, evolving social and cultural values significantly influenced consumer preferences and corporate agendas, with a pronounced shift towards environmental sustainability and diversity, equity, and inclusion.

In FY2023-24, CFS North America experienced remarkable growth, particularly in our pet food division, which became a major revenue driver. We anticipate continued strong performance in this sector, bolstered by strategic staffing and sustained momentum. Our food team focused extensively on the meat industry, with ongoing commitments into the next fiscal year.

Additionally, we responded to the growing demands of large CPG companies to advance ESG initiatives, particularly through our messaging on concentrated products that minimize environmental impact. Our strategic partnership with a leading North American distributor of antioxidants has strengthened our market position, particularly against competitors using materials sourced from China.

Ingredient Blends, especially, NaSure, natural antioxidant portfolio remains a cornerstone of our success, reflecting our commitment to quality and sustainability.

Central America, Andean States and South America

CFS Dresen operates a robust office and manufacturing site in Mexico, supported by subsidiaries in Peru, Colombia, Guatemala, the Dominican Republic, and other Latin American countries. With a strong foothold in the Animal Nutrition and Food sectors, CFS Dresen stands out as a leading supplier of essential ingredients.

In the Animal Nutrition Division, CFS successfully completed projects for antioxidants, bactericides, and coagulants, regaining key clients and launching new initiatives for FY2024-25. Our growth was driven by long-term customers and new business alongside enhanced service offerings. We maintained a strong presence in poultry, swine, aqua, and bovine sectors, while also developing a high-value product line for horses.

The Food Division secured contracts with several major oils and fats companies. Our new functional excellence ingredients and used-oil processing aids are gaining traction, with successful trials conducted with important customers. As we roll out sales in these portfolios for FY2024-25, we aim to sustain and grow sales of core products for various food and beverage industries.

Heavy competition from China and their predatory pricing techniques, led to a 50% decline in feed product prices and reduced consumption by major players, which significantly impacted our sales. Despite the challenging market conditions, CFS Dresen and its subsidiaries achieved notable growth and expanded market presence by strategically focusing on core product lines, retaining key clients, and introducing new products.

Brazil's operations achieved notable growth through strategic restructuring - optimizing inventory policies, managing costs, and enabling rapid market response. However, Argentina faced economic challenges, including import restrictions and significant currency devaluation. Customizing solutions for customers maintained our competitive edge without compromising profit margins for our Specialty Ingredients vertical.

The region is poised for continuous expansion and innovation, focusing on increasing its portfolio and strategic partnerships. Our commitment to operational excellence and customer satisfaction underpins our strategy as we move confidently into the next fiscal year.

Performance Chemicals

The Performance Chemicals business vertical at CFS is focused on the production of phenolic chemicals such as Hydroquinone, catechol, and their derivatives, which are essential for various industrial applications. Our production facilities, strategically located in Italy and India, enable us to maintain a robust supply chain. As a full vertically integrated manufacturer, CFS possesses the operational flexibility to adjust both production and market strategies dynamically, aligning with evolving industry demands and opportunities in growing segments.

Over the last financial year, the Performance Chemicals business vertical experienced significant disruptions due to the shutdown of our Di-phenol facility in Ravenna, Italy. The current challenges in Europe, including geopolitical tensions, inflation, sustainability pressures, supply chain disruptions, and demographic obstacles, have profoundly impacted the market. This downturn led to reduced operating capacities worldwide, exacerbated by aggressive pricing strategies from Chinese manufacturers. Such strategies have precipitated into many manufacturers in and around Europe and USA to close or reduce utilisation of their manufacturing units, which in turn has resulted into a further decline in demand. The economic climate remains unstable, posing ongoing risks to the smooth operation of our business in performance chemicals. The severe economic slowdown and challenging micro economic climate has led to a steep decline in Di-phenol prices and weak demand, compelling us to temporarily cease operations at our European facility on August 16, 2023. As said earlier, we are evaluating a possibility of repurposing the unit to produce performance chemicals by using an alternate commercially viable route.

Despite these challenges, our Performance Chemicals division has successfully maintained its market volumes, ensuring customer retention amid tough market conditions. This resilience is highlighted by new approvals for HQEE in the USA and Europe during 2023, signalling potential growth in this segment. We have also successfully introduced products like Chloranil and PBQ, which are expected to see increasing demand in the near future.

Additionally, we've begun supplying new products such as HQ, Pure Grade to major Acrylic Acid producers. The production of Acrylic Acid and Butyl Acrylate is poised for growth with projects slated to commence next year. In FY2024-25, we will start commercialization of high-quality Hydroquinone and would introduce a novel process for producing HQ derivatives via alternate route

Looking ahead, the agrochemical market is anticipated to revive in the second half of 2024, which should boost demand for our agrochemical intermediates. This anticipated recovery presents an opportunity for our division to capitalize on emerging market needs and strengthen our position in the global chemical industry.

Aroma Ingredients

In the previous year (FY2023-24), CFS launched one of its fully integrated manufacturing facilities and in January 2023, initiated the commercial production of Vanillin at our Dahej unit in India. Located on a 15-acre Greenfield site, the facility boasts of being an ideal setup with most of the key raw materials produced on-site.

Our Aroma Ingredients business primarily focuses on two products - vanillin and ethyl vanillin, marketed under the brand name "adorr" The portfolio has many applications in four major industries - Food & Beverage, Flavour & Fragrance, Agrochemicals and Pharmaceuticals.

adorr made its market debut around Feb/March 2023, a time when vanillin prices were volatile. This scenario did not stop but rather inspired the group to support market needs. Being a new entrant, this was a crucial period to qualify our brand with major customers.

The market for these aroma ingredients has been dominated by long-established European companies and several Chinese manufacturers where pricing has been vulnerable. At the start of the current year, the market dynamics shifted unexpectedly when Chinese producers reduced their prices significantly and deluged the market with very low prices, creating significant challenges to the other manufacturers and customers.

As CFS sought product approvals from major clients, the market prices reached their nadir, profoundly affecting our market positioning. The Chinese influx led to a surplus, turning the market dynamics to favour buyers and significant overstocking.

CFS has rejigged its strategy to ride these difficult times by concentrating on the controllable factors. It has embarked on a path of improving its quality such that the Chinese onslaught is evaded, improvement of yields and efficiency.

Despite the challenges, CFS's aroma vertical is strategically capable of positioning itself to maintain a competitive edge, ensuring support to our customers versus the lower-priced Chinese alternatives, even in a subdued market condition. Being the only India-based producer, CFS endeavours to offer a good alternative of high-quality Vanillin and Ethyl Vanillin to our customers. The trends in the global vanillin market, has more or less mirrored in globally from USA, Americas, Europe, Middle East and Asia. We anticipate that these conditions will not be sustained for an extended time and would turn around, as prolonged disruption challenges the sustainability of the aroma sector.

It is our belief that leading customers in the food and beverage as well as the flavour and fragrance industries recognize the critical importance of maintaining a strategic balance while taking advantage of the prevailing market conditions.

Our goal is to deliver high quality vanillin range for the market and gain a distinct position for ourselves in the home turf as well as globally. We remain optimistic about the market's recovery in the near future.

Environment, Social & Governance ESG

Environment

The strategic roadmap for Environmental, Social, and Governance (ESG) initiatives, established last year, is being vigorously implemented. Our concerted effort involves a diverse group of stakeholders including vendors, suppliers, alliance partners, and employees, all collaboratively working towards achieving these ambitious goals. Under the steadfast leadership of our board and management team, we remain deeply committed to enhancing our governance framework, ensuring it continues to evolve and strengthen.

At the forefront of our priorities is environmental sustainability. Our approach is holistic and this commitment is manifested through several initiatives aimed at reducing environmental footprints, such as minimizing food waste and transitioning to clean energy sources.

We are striving to shift all our manufacturing facilities to renewable electricity by 2030. We are currently exploring a range of options to accomplish this significant transition. In our food production segment, we are specifically targeting enhancements in shelf life to prevent food wastage. Additionally, we are innovating solutions to boost health and hygiene in livestock, which we anticipate will improve the Food Conversion Ratio (FCR) and overall animal performance.

Social

On the social front, our company has actively supported organizations such as the Akhil BharatiyaVanavasi Kalyan Ashram, Vanvasi Kalyan Ashram, Vivekananda Rock Memorial & Vivekananda Kendra, Institute of Chemical Technology & Kalyan Ashram. These collaborations aim to elevate the quality of life and sustain humanity at large. In parallel, we have prioritized employee wellness through initiatives that offer nutritionist consulting, diet planning, gym access, and regular health monitoring, thereby fostering a healthier workforce.

Governance

Governance within our organization is upheld by a Board composed of highly skilled and visionary leaders from diverse backgrounds. These leaders bring a wealth of technical and business expertise, which is crucial in driving our company forward.

The board actively engages in brainstorming sessions, dedicated to formulating comprehensive strategies and policies that align with our overarching ESG goals.

Overall, by investing in community and environmental well-being, we continue to foster a sustainable future for all our stakeholders, thereby contributing to a more resilient and ethical business environment.

Board of Directors

Ashish Dandekar
Chairman & Managing Director

Ashish Dandekar is a B.A. in Economics & Management Studies from Temple University, USA. With 30+ years of experience in Pharmaceuticals and Fine Chemicals industries, he excels in Business Planning, Information Systems, Research & Development, Product Development, and Marketing.

Anagha Dandekar
Non-Executive Non-Independent Director

Anagha Dandekar holds an M.B.A. in Finance from the University of South Carolina, USA, and is the President and Co-founder of Hardware Renaissance, a manufacturer of high-end, handcrafted door hardware and accessories.

Nirmal Momaya
Managing Director

Nirmal Momaya is a Chartered Accountant, holds a B.Com degree and is a seasoned professional with 30+ years of experience in finance, taxation, audit, and management consultancy. As the current MD of CFS, he has been instrumental in providing strategic guidance and direction to the company on all significant business matters.

Arjun Dukane
Executive Director - Technical

Arjun Dukane is a Chemical Engineer with an extensive career of 30+ years in the Chemical Industry. He has been a part of CFS for 15+ years, and is contributing to the organization's success with his knowledge, expertise, and experience.

Harsha Raghavan
Non-Executive Non-Independent Director

Harsha Raghavan is an M.B.A. and M.Sc. in Industrial Engineering from Stanford University, a B.A. from the University of California at Berkeley, where he double-majored in Computer Science & Economics. He is currently the Managing Partner of Convergent Finance LLP and was the founding M.D. & C.E.O of Fairbridge Capital Private Limited (a Fairfax Company).

Sutapa Banerjee
Independent Director

Sutapa Banerjee is a gold medalist in Economics from the XLRI, and an Economics Honors Graduate from Presidency College, Kolkata. She has 24+ years of experience in the Financial Services industry and is on the Boards of many companies.

Pradip Kanakia

Independent Director

Pradip Kanakia holds memberships in the Institute of Chartered Accountants in England & Wales as well as in India. In his 35-year career, he has served in leadership positions at Price Waterhouse and KPMG, leveraging his expertise in Strategy, Transformation, Performance Management, Accounting, Auditing, Reporting, Controls, Compliance, and Governance.

Amol Shah

Independent Director

Amol Shah holds a B.Sc. (Electronics Engineering) degree from the University of Kent, Canterbury, and an M.B.A. from the University of Southern California. He has 30+ years of experience in human healthcare, flavours/fragrances compounds, plant protection, and water treatment chemicals.

Joseph Conrad D'Souza

Independent Director

Joseph Conrad D'Souza holds an MBA, an M.Com. Degree, a Diploma in Financial Management, and is a Graduate of the Senior Executive Programme from the London Business School. He was an erstwhile Member of Executive Management and Ex-Chief Investor Relations Officer of HDFC Limited.

Mahabaleshwar Palekar

Independent Director

Mahabaleshwar Palekar, a chemical engineer, holds a doctorate degree from the University Department of Chemical Technology (UDCT now ICT) Mumbai. With 30+ years of experience, he excels in intricate techno-commercial aspects of the specialty chemicals business. His vast knowledge, expertise, and successful collaborations underscore his invaluable role in driving growth and innovation.

Financial Highlights

STANDALONE (IN LAKH)	2023 - 24	2022 - 23	2021 - 22	2020 - 21	2019-20
Revenue from operations	77,326.21	78,943.57	68,550.81	60,004.83	57,977.90
Earnings before Exceptional items, Finance Cost, Tax, Depreciation and Amortisation (EBITDA)	2,712.94	12,755.76	7,748.23	6,187.27	5,971.28
Earnings before Exceptional items, Finance Cost and Tax (EBIT)	(2,226.06)	9,473.66	5,079.95	4,258.97	4,843.07
(Loss) / Profit before Exceptional items & Tax	(5,770.40)	6,662.60	3,607.71	1,552.14	4,442.69
Exceptional Items	192.84				
(Loss) / Profit Before Tax	(5,963.24)	6,662.60	3,607.71	1,501.82	4,128.62
(Loss) / Profit After Tax	(5,138.92)	4,755.47	2,586.98	828.12	3,072.13
Other Comprehensive Income	(4.46)	(65.96)	(15.16)	(37.97)	(29.14)
Total Comprehensive Income	(5,143.38)	4,689.51	2,571.82	790.15	3,042.99
ASSETS					
Net Fixed Assets	57,669.99	58,322.46	30,444.61	29,373.07	11,962.48
Capital Work in Progress	3,126.13	2,818.02	20,669.30	1,844.26	17,421.46
Investments (Non-Current)	7,986.77	8,179.55	8,177.73	7,356.42	7,402.24
Other Non-Current Assets	2,366.27	2,488.49	3,247.31	2,300.58	1,231.35
Investments (Current)	-	-	-	-	-
Other Current Assets	85,843.04	87,365.19	71,847.43	65,797.12	51,117.30
Assets Held For Sale	207.19	207.19	207.19	-	-
Total	**1,57,199.39**	**1,59,380.90**	**1,34,593.58**	**1,06,671.45**	**89,134.83**
EQUITY					
Equity Share Capital	1,674.65	1,570.93	1,569.84	1,274.98	1,212.54
Other Equity	69,896.75	62,643.28	57,664.33	45,188.57	36,467.78
Total	**71,571.40**	**64,214.21**	**59,234.17**	**46,463.55**	**37,680.32**
LIABILITIES					
Borrowings (Non-Current)	22,230.80	29,231.11	25,827.21	16,273.39	11,296.43
Other Non-Current Liabilities	2,651.32	2,978.98	2,359.69	1,360.82	1,099.72
Borrowings (Current)	26,931.59	31,202.81	19,005.31	21,020.68	22,091.64
Other Current Liabilities	33,814.28	31,753.79	28,167.20	21,553.01	16,966.72
Total	**85,627.99**	**95,166.69**	**75,359.41**	**60,207.90**	**51,454.51**
Networth	71,571.40	64,214.21	59,234.17	46,463.55	37,680.32
Face Value per Share	1.00	1.00	1.00	1.00	1.00
Basic Earnings Per Share	(3.09)	3.18	2.14	0.67	2.53
Diluted Earnings Per Share	(3.05)	3.14	2.10	0.60	2.53
Book Value Per Share	42.74	40.88	37.73	36.44	31.08
Market Price Per Share	89.25	127.45	139.45	140.45	39.00
Shareholders (Numbers)	58,165	52,921	55,277	39,382	42,469

CONSOLIDATED (IN LAKH)					
	2023 - 24	**2022 - 23**	**2021 - 22**	**2020 - 21**	**2019-20**
Revenue from operations	161,306.20	1,68,156.40	1,41,208.91	1,18,710.31	1,01,678.32
Earnings before Exceptional items, Finance Cost, Tax, Depreciation and Amortisation (EBITDA)	11,338.19	21,310.96	15,280.84	18,193.34	13,070.47
Earnings before Exceptional items, Interest Cost and Tax (EBIT)	3,477.58	15,059.75	9,684.37	13,763.92	9,790.24
(Loss) / Profit before Exceptional items & Tax	(4,943.95)	9,005.54	9,411.18	10,509.57	5,820.17
Exceptional Items	4,980.40				
(Loss) / Profit Before Tax	(9,924.35)	8,037.70	9,397.85	10,509.63	5,820.08
(Loss) / Profit After Tax	(10,487.51)	3,981.04	6,037.19	6,535.80	2,983.08
Other Comprehensive Income	1,796.41	2,023.15	(776.56)	11,350.04	130.19
Total Comprehensive Income	(8,691.10)	6,004.19	5,260.63	17,885.84	3,113.27
ASSETS					
Net Fixed Assets	81,665.29	85,980.16	60,152.89	58,366.54	30,852.50
Capital Work in Progress	4,556.45	4,083.62	21,471.10	2,367.71	17,604.06
Investments (Non-Current)	787.58	795.88	722.55	735.88	735.82
Other Non-Current Assets	8,096.38	6,368.35	8,307.69	7,220.82	6,718.39
Investments (Current)	-	-	-	-	-
Other Current Assets	99,859.51	1,08,574.67	89,146.86	79,469.49	67,495.58
Assets Held For Sale	207.19	207.19	207.19	-	-
Total	**1,95,172.40**	**2,06,009.87**	**1,80,008.28**	**1,48,160.44**	**1,23,406.35**
EQUITY					
Equity Share Capital	1,674.65	1,570.93	1,569.84	1,274.98	1,212.54
Other Equity	84,800.43	80,366.47	73,223.56	63,065.10	39,101.14
Total	**86,475.08**	**81,937.40**	**74,793.40**	**64,340.08**	**40,313.68**
Non-Controlling Interests	(780.04)	471.04	1,711.91	6,974.95	5,696.84
LIABILITIES					
Borrowings (Non-Current)	33,271.85	40,809.53	38,764.72	27,324.97	21,151.27
Other Non-Current Liabilities	2,978.03	3,493.19	5,213.12	1,757.17	1,461.41
Borrowings (Current)	32,493.91	37,149.10	23,560.31	26,465.37	31,405.45
Other Current Liabilities	40,733.57	42,149.61	35,964.82	21,297.90	23,377.70
Total	**1,09,477.36**	**1,23,601.43**	**1,03,502.97**	**76,845.41**	**77,395.83**
Networth	86,475.08	81,937.40	74,793.40	64,340.08	40,313.68
Face Value per Share	1.00	1.00	1.00	1.00	1.00
Basic Earnings Per Share	(5.58)	3.45	4.61	4.13	2.50
Diluted Earnings Per Share	(5.50)	3.41	4.53	3.68	2.50
Book Value Per Share	51.64	52.16	47.64	50.46	33.25
Market Price Per Share (NSE)	89.25	127.45	139.45	140.45	39.00
Shareholders (Numbers)	58,165	52,921	55,277	39,382	42,469

Note from the *Leadership*

It is our privilege to write to you and present the Annual Report for FY2023-24.

As you know, the global Chemical sector has been struggling with myriad issues during the year under report. The current fiscal has seen unprecedented demand weakness across all sectors in which your company is operating. Tepid growth and local economic pressures in Chinese economy has hampered the regaining of the growth trajectory. The predatory pricing and excess supply by Chinese producers have not only put extreme pressure on the margins but have also resulted into geographical anomalies. Later part of the year saw pricing moving southward putting additional pressure on the already low growth, of course, this negative was surmounted to some extent by falling raw material prices.

To weather these challenging situations, we have adopted a pro-active approach of continuing on the path to strengthen the positive aspects of the business while tackling the hurdles in a targeted manner. We have also not lost sight of our endeavour to embrace sustainable development goals that would yield significant progress in the future.

Despite the efforts of our operational team, the performance remains underwhelming. There is no manner of doubt that all our stakeholders including our suppliers, vendors, customers have felt the pain of this challenging year. Needless, to say, we are fully committed to fixing the controllable aspect and enable us to overcome the external / uncontrollable issues.

The business, especially that of Performance Chemicals, was significantly impacted by shut down of our Di-phenol facility in Ravenna, Italy. Europe is unfortunately grappling with geo-political tensions, inflation, sustainability pressures, supply-chain disruptions and demographic challenges. The unprecedented fall in prices of Di-phenols with tepid demand in Europe forced us to temporarily close over operations in Europe on August 16, 2023. Unfortunately, the economic situation still seems volatile, which threatens smooth functioning of Di-phenol facility.

Ashish Dandekar
Chairman &
Managing Director

Management has devised a risk mitigation strategy for our European Di-phenol facility by which a plan has been drawn to re-purpose the plant to manufacture MEHQ/ Guaiacol at the facility with a capital expenditure of Euro 2 million. We are in the midst of achieving the financial closure of re-purposing project and contemplate to restart the facility by end of FY25. As these products are also produced in India, company is well versed with the market of these products. This mitigation strategy should protect the value of our investment. With the plan to re-purpose the plant, certain process inventory carried for production of Di-phenols has been impaired and marked to market in terms of the principles of International Financial Reporting by recognizing a provision of INR 2,279.56 lakh in the financial year under report, which has been disclosed as an exceptional item.

Our JV Partner, Ningbo Wanglong Technology Limited in the Chinese JV, CFS Wanglong flavours (Ningbo) Co. Limited, has reached an outside court settlement in the IP infringement case. This has paved way to finalise the re-purposing of the Chinese Vanillin manufacturing facility to produce Heliotropin. We are earnestly pursuing the project along with our partner and would strive to commence its commercial production in the early part of FY26. On a conservative principle, we have recognized an impairment provisioning of INR 2,700.84 lakh in the consolidated financial statement for financial year under report.

As you are aware, your company commenced production at its composite Vanillin manufacturing facility in Dahej in January 2023. The commercialization of the project faced teething issues on product stabilization in the early part of this year. The commercialization also faced the onslaught from Chinese manufacturers on two counts, excessive supply and predatory pricing. Your company has rejigged its strategy and has commenced sale of Vanillin at the current prices, which has resulted in loss of margin both on sale as well as marking the inventory carry at realizable value. Your company also rationalized the production to match the excessive supply. We foresee a major uptick on the revenues and margins on Aroma products in the later half of FY25 as we have now stabilized the product and are capable of manufacturing product of the quality that is commensurate with the best product available in the market.

These teething issues in Aroma product forced the company to liquidate the upstream intermediate, Catechol in the open market. As you are aware, the prices of Catechol as compared to the cost are not conducive. This again resulted in impacting the margins during the last quarter both on revenue and mark to market on the inventory carry. The result has an impact of INR 3,681.08 lakh on this count.

All these challenges do have a silver lining though. Our shelf life solution business has shown remarkable growth in all geographies. The business in the American continent, especially in USA, has been stellar, with new client acquisition, innovation in product and enhanced customer service. We are confident to keep the growth profile at a high rate in these geographies in the future.

It is no doubt this was an extremely challenging year, but our fundamentals remained solid and resolve steadfast in FY2023-24, our revenues from operations were at INR 161,306.20 lakh which is no less an achievement in these difficult times. Our earnings before interest, depreciation, tax and amortization (EBITDA) were at INR 11,338.19 lakh. The impact of provisioning on impairment and closure of CFS Wanglong has resulted into a loss of INR 10,487.51 lakh.

The round map for ESG set last year is being pursued rigorously. Our vendors, suppliers, alliance partners along with our employees are actively engaged in working towards their attainment.
Our strong commitment towards strengthening and continuing on the path of our governance framework continues, which is led by the board and the management. Environmental sustainability remains our foremost focus and it encompasses not only to the processes but also in our offerings to the stakeholders. Our endeavour to achieve overall development of your Company by investing in the communities remains unchanged.

As you are aware, Infinity Group, Mauritius and Ackerman's & Van Haaren, Belgium joined the promoter group. Your company will be immensely benefited from their varied international experience.

We both recognize the critical role that is played for overall development and sustainability of our business, by our stakeholders, including customers, shareholders, suppliers, and industry regulators, remains unparalleled. We express our heartfelt gratitude to them and are sure that they would continue their unflinching support and partnership with Camlin Fine Sciences.

We would also like to express our deepest appreciation to all our talented and committed employees for their diligent efforts to drive the business forward in these challenging time and environment.

As we usher to the next fiscal, with the collective dedication and determined efforts of all our stakeholders, senior management, and employees, we are confident of successfully facing the challenges and navigate through the difficulties to achieve our goal of **"Creating Value".**

Warm regards,

Ashish Dandekar
Chairman &
Managing Director

Nirmal Momaya
Managing Director

Notice

NOTICE is hereby given that the 31st Annual General Meeting of the members of Camlin Fine Sciences Limited, will be held on **Wednesday, July 31, 2024 at 11:00 a.m. (IST**) through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**"), to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of the Auditors thereon and in this regard, to consider and if thought fit, to pass, the following resolutions as **Ordinary Resolutions**:

   (a) "**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

   (b) "**RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. Re-appointment of Ms. Anagha Dandekar (DIN: 07897205), who retires by rotation as a Non-Executive Director and in this regard, to consider and if thought fit, to pass, the following resolution as **Ordinary Resolution:**

   "**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Anagha Dandekar (DIN: 07897205), who retires by rotation at this meeting, be and is hereby re-appointed as a Non-Executive Director of the Company."

3. Re-appointment of Mr. Harsha Raghavan (DIN: 01761512), who retires by rotation as a Non-Executive Director and in this regard, to consider and if thought fit, to pass, the following resolution as **Ordinary Resolution:**

   "**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Harsha Raghavan (DIN: 01761512), who retires by rotation at this meeting, be and is hereby re-appointed as a Non-Executive Director of the Company."

SPECIAL BUSINESS

4. To ratify the remuneration of the Cost Auditor for the financial year ending March 31, 2025 and in this regard, to consider and if thought fit, to pass, the following resolution as **Ordinary Resolution**:

   "**RESOLVED THAT** in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration, as approved by the Board of Directors and set out in the Explanatory Statement annexed to the Notice, to be paid to the Cost Auditor appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2025, be and is hereby ratified;

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this resolution."

5. To re-appoint Mr. Ashish Dandekar (DIN: 01077379) as Chairman & Managing Director of the Company and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and other applicable provisions of the Companies Act, 2013 ("Act") and the rules made there under, as amended from time to time, read with Schedule V to the Act, and Articles of Association of the Company and upon the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the members be and is hereby accorded to re-appoint Mr. Ashish Dandekar (DIN: 01077379) as Chairman & Managing Director of the Company not liable to retire by rotation, for further period of 3 (three) years with effect from August 1, 2024 on a remuneration, as detailed in the Explanatory Statement annexed herewith;

RESOLVED FURTHER THAT the terms of remuneration as set out in the Explanatory Statement of this resolution shall be deemed to form part hereof and in the event of any inadequacy or absence of profits in any financial year(s), the aforementioned remuneration approved herein be continued to be paid as minimum remuneration to Mr. Ashish Dandekar for his entire term subject to such other approvals as may be necessary;

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things and to execute any agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in regard to the said re-appointment as it may in its sole discretion deem fit and to delegate all or any of its powers conferred herein to any director(s) and/ or officer(s) of the Company to give effect to this resolution."

6. To re-appoint Mr. Nirmal Momaya (DIN: 01641934) as Managing Director of the Company and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and other applicable provisions of the Companies Act, 2013 ("Act") and the rules made there under, as amended from time to time, read with Schedule V to the Act, and Articles of Association of the Company and upon the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the members be and is hereby accorded to re-appoint Mr. Nirmal Momaya (DIN: 01641934) as Managing Director of the Company, not liable to retire by rotation, for a further period of 3 (three) years with effect from June 1, 2024 on a remuneration, as detailed in the Explanatory Statement annexed herewith;

RESOLVED FURTHER THAT the terms of remuneration as set out in the Explanatory Statement of this resolution shall be deemed to form part hereof and in the event of any inadequacy or absence of profits in any financial year(s), the aforementioned remuneration approved herein be continued to be paid as minimum remuneration to Mr. Nirmal Momaya for his entire term subject to such other approvals as may be necessary;

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things and to execute any agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in regard to the said re-appointment as it may in its sole discretion deem fit and to delegate all or any of its powers conferred herein to any director(s) and/ or officer(s) of the Company to give effect to this resolution."

7. To re-appoint Mr. Arjun Dukane (DIN: 06820240) as Executive Director – Technical of the Company and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and other applicable provisions of the Companies Act, 2013 ("Act") and the rules made there under, as amended from time to time, read with Schedule V to the Act, and Articles of Association of the Company and upon the recommendation of the Nomination and Remuneration Committee for his appointment and the Board of Directors of the Company, approval of the members be and is hereby accorded to re-appoint Mr. Arjun Dukane (DIN: 06820240) as Executive Director – Technical of the Company for a further period of 3 (three) years with effect from June 1, 2024 on a remuneration, as detailed in the Explanatory Statement annexed herewith;

   RESOLVED FURTHER THAT the terms of remuneration as set out in the Explanatory Statement of this resolution shall be deemed to form part hereof and in the event of any inadequacy or absence of profits in any financial year(s), the aforementioned remuneration approved herein be continued to be paid as minimum remuneration to Mr. Arjun Dukane for his entire term subject to such other approvals as may be necessary;

   RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things and to execute any agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in regard to the said re-appointment as it may in its sole discretion deem fit and to delegate all or any of its powers conferred herein to any director(s) and/ or officer(s) of the Company to give effect to this resolution."

8. To re-appoint Mr. Amol Shah (DIN: 00171006) as Independent Non-Executive Director of the Company and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV to the Companies Act, 2013 ("Act") and any other applicable provisions of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Mr. Amol Shah (DIN: 00171006), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, be and is hereby re-appointed as an Independent Non-Executive Director of the Company (not liable to retire by rotation) to hold office for a further term of 5 (five) consecutive years commencing from August 2, 2024.

   RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things and to execute any agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in regard to the said re-appointment as it may in its sole discretion deem fit and to delegate all or any of its powers conferred herein to any director(s) and/ or officer(s) of the Company to give effect to this resolution."

By Order of the Board of Directors
For **Camlin Fine Sciences Limited**

Rahul Sawale
Company Secretary & VP - Legal

Regd. Office:
Camlin Fine Sciences Limited
CIN: L74100MH1993PLC075361
Floor 2 to 5, In GS Point, CST Road, Kalina,
Santacruz East, Mumbai 400098.
Website: www.camlinfs.com
E-mail: secretarial@camlinfs.com
Tel.: +91 22 6700 1000 Fax: +91 22 2832 4404

Place: Mumbai
Date: May 20, 2024

Notes:

1. The Ministry of Corporate Affairs ("**MCA**") has vide its circular dated September 25, 2023 read with circulars dated December 28, 2022, May 5, 2022, December 14, 2021, December 8, 2021, January 13, 2021, May 5 2020, April 13, 2020 and April 8, 2020 (collectively referred to as "**MCA Circulars**") permitted convening the Annual General Meeting ("**AGM**" / "**Meeting**") through Video Conferencing ("**VC**") or Other Audio Visual Means ("**OAVM**"), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 (the "**Act**"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

2. In compliance with the MCA Circulars read with SEBI circular dated October 07, 2023, January 5, 2023 and May 13, 2022, Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website https://www.camlinfs.com/.

3. In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2023-24 and Notice of the AGM of the Company, may send request to the Company's e-mail address at secretarial@camlinfs.com mentioning Foilo No./DP ID and Client ID.

4. A Statement pursuant to Section 102(1) of the Act relating to the Special Business to be transacted at the Meeting is annexed hereto.

5. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

6. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed hereto.

7. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.

8. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to rahul.sawale@camlinfs.com.

9. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Tuesday, July 23, 2024 through email on rahul.sawale@camlinfs.com. The same will be replied by the Company suitably.

10. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

11. Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

12. In terms of the provisions of Section 152 of the Act, Ms. Anagha Dandekar, Non-Executive Director and Mr. Harsha Raghavan, Non-Executive Director retire by rotation at the Meeting. The Nomination and Remuneration Committee and the Board of Directors of the Company commend their respective reappointments.

    Ms. Anagha Dandekar and Mr. Harsha Raghavan, are interested in the Ordinary Resolutions set out at Item Nos. 2 and 3 respectively, of the Notice with regard to their re-appointment.

    Save and except the above and Mr. Ashish Dandekar relative of Ms. Anagha Dandekar, none of the Directors / Key Managerial Personnel(s) of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out under Item Nos. 1 to 4 of the Notice.

13. Details of Directors retiring by rotation at this Meeting are provided in the "Annexure 1" to the Notice.

14. Statement containing additional information as required pursuant to clause (iv) of Schedule V of the Companies Act, 2013 with respect to Item Nos. 5 to 7 are provided in the "Annexure 2" to the Notice.

15. SEBI has mandated the submission of Permanent Account Number (PAN) by every person dealing in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or with the Company's Registrar and Share Transfer Agents, M/s. Link Intime India Private Limited.

16. To receive shareholders' communications through electronic means, including Annual Reports and Notices, members who have not registered their e-mail address and other KYC details are requested to register

the same with their relevant depositories through their depository participants, where shares are held in electronic form. Where shares are held in physical form, members are requested to furnish the same in Form ISR-1 and other relevant forms prescribed by SEBI, with the Company's RTA, M/s. Link Intime India Private Limited. The said forms are available on the website of the Company at https://www.camlinfs.com/investor-relations/home/downloads and on the website of the RTA at https://liiplweb.linkintime.co.in/KYC-downloads.html.

Further, those members who have not registered their e-mail addresses and mobile nos. and in consequence could not be served the Annual Report and Notice of AGM, may temporarily get themselves registered with the Company's RTA, M/s. Link Intime India Private Limited. Members are requested to support our commitment to environmental protection by choosing to receive the Company's communication through e-mail going forward.

17. With a view to helping us serve the members better, members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.

18. Pursuant to section 72 of the Act, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 with the Company's share transfer agent. In respect of shares held in electronic/demat form, the members may please contact their respective depository participant.

19. In terms of section 124(5) of the Act, dividend amount for the year ended March 31, 2016 remained unclaimed for a period of 7 years has been transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

Further, in terms of section 124(6) of the Act, in case of such shareholders whose dividends are unpaid for a continuous period of 7 years, the corresponding shares also been transferred to the IEPF demat account.

20. In case a person has become a member of the Company after dispatch of AGM Notice, but on or before the cut-off date for e-voting, i.e. Thursday, July 25, 2024, such person may obtain the User ID and Password from RTA. Alternatively, member may send signed copy of the request letter providing the e-mail address, mobile number, self-attested PAN copy along with client master copy (in case of electronic folio)/copy of share certificate (in case of physical folio) via e-mail to RTA for obtaining the Annual Report and Notice of AGM.

21. The Board of Directors has appointed JHR & Associates, Practicing Company Secretaries as the Scrutinizer to the e-voting process and voting at the AGM in a fair and transparent manner.

22. The Chairman shall formally propose to the members participating through VC/OAVM facility to vote on the resolutions as set out in the Notice of the AGM and announce the start of the casting of vote through the e-voting system of NSDL.

23. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter, unblock the votes through e-voting in the presence of at least two witnesses, not in the employment of the Company and make a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman of the Company, who shall countersign the same.

24. The results declared along with the Scrutinizers Report shall be placed at the Company's website www.camlinfs.com immediately after the results are declared by the Company and simultaneously communicated to the BSE Limited and National Stock Exchange of India Limited.

25. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

26. The Notice calling the AGM has been uploaded on the website of the Company at www.camlinfs.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned for Access to NSDL e-Voting system. After successful login, you can see link of “VC/OAVM link” placed under “Join Meeting” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

Facility of joining the AGM through VC/OAVM shall opened 15 minutes before the scheduled start time of the AGM i.e. from 10:45 A.M. (IST) and will be available for Members on first come first serve basis.

The remote e-voting period begins on Sunday, July 28, 2024 at 9:00 A.M. (IST) and ends on Tuesday, July 30, 2024 at 5:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Thursday, July 25, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, July 25, 2024.

The details of the process and manner for remote e-voting are explained herein below:

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. hareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play

Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing myeasi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period 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. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at toll free no.: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
   c) How to retrieve your ‘initial password’?
      i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.

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

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

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

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

   (c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   (d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.

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

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

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

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the special resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail info@jhrasso.com with a copy marked to evoting@nsdl.com

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 or send a request at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to secretarial@camlinfs.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to secretarial@camlinfs.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

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

By Order of the Board of Directors
For **Camlin Fine Sciences Limited**

Rahul Sawale
Company Secretary & VP - Legal

Regd. Office:
Camlin Fine Sciences Limited
CIN: L74100MH1993PLC075361
Floor 2 to 5, In GS Point, CST Road,
Kalina, Santacruz East, Mumbai 400098.
Website: www.camlinfs.com
E-mail: secretarial@camlinfs.com
Tel.: +91 22 6700 1000
Fax: +91 22 2832 4404

Place: Mumbai
Date: May 20, 2024

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

Item No. 4:

The Board of Directors has, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. ABK & Associates, Cost Accountants, as the Cost Auditor of the Company to carry out the audit of the Company's cost accounting records for the financial year ending March 31, 2025, at a remuneration of ₹ 1,60,000 (Rupees One Lakh Sixty Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses, if any, incurred in connection with the audit.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the members of the Company. Accordingly, ratification by the members is sought to the remuneration payable to the Cost Auditor for the financial year ending March 31, 2025 by passing an Ordinary Resolution as set out at Item No. 4 of the Notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out in Item No. 4 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

Item No. 5:

The Members, at the 28th Annual General Meeting held on July 20, 2021, had approved the appointment and terms of remuneration of Mr. Ashish Dandekar as Chairman & Managing Director of the Company for a period of three years w.e.f. August 1, 2021 to July 31, 2024. Mr. Ashish Dandekar is responsible for the day-to-day operations of the Company under the overall superintendence, direction and control of the Board.

Mr. Ashish Dandekar is the Promoter of the Company and has a wide experience of over 30 years in Pharmaceuticals and Fine Chemical Products including Business Planning, Information Systems, Research & Development, Product Development and Marketing. In the opinion of the Board, his knowledge, expertise, experience and his substantial contribution to the Company till date will prove valuable to help the business to grow strategically and efficiently in future.

The Board, upon the recommendation of the Nomination and Remuneration Committee, at its meeting held on May 20, 2024, approved re-appointment of Mr. Ashish Dandekar in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, designated as Chairman & Managing Director for further period of 3 (three) years effective August 1, 2024 on remuneration as stated below, subject to approval of the members.

Accordingly, the Board commends re-appointment of Mr. Ashish Dandekar as Chairman & Managing Director for a period of 3 (three) years on the terms as set out below.

Terms of Remuneration:

(a) Basic Salary:

₹ 12.84 Lakh per month as a basic salary which shall be subject to annual increment, as given below.

(b) Perquisites and Other Allowances:

Upto ₹ 141.02 Lakh per annum as perquisites and other allowances such as house rent allowance or rent-free accommodation, gas, electricity, water, furnishings and repairs, medical reimbursement, leave travel concession, club fees, provision of car with driver, telephone /mobile/ communication facilities, personal accident insurance cover and such other perquisites and allowances. Perquisites and allowances shall be evaluated as per the Income Tax Rules, 1962, wherever applicable and in the absence of any such rules, perquisites shall be evaluated at actual cost.

(c) Commission:

Mr. Ashish Dandekar may also be paid remuneration by way of commission (in addition to salary, perquisites and other allowances) calculated with reference to the Net Profits of the Company for a particular financial year as the Board may decide, subject to the overall ceilings laid down under the provisions of Sections 197 of the Companies Act, 2013.

(d) Provident Fund, Superannuation and Gratuity:

Company's contribution to the Provident Fund, Family Pension Scheme and Superannuation Fund as per the rules of the Company. Contribution to provident fund, superannuation fund or annuity fund, gratuity and encashment of leave at the end of the tenure shall not be included in the computation of limits for the remuneration or perquisites.

Annual increase not to exceed 20% of the aggregate of salary, perquisites and allowances i.e. aggregate of clauses (a) and (b) of the Remuneration Terms as mentioned above.

Minimum Remuneration:

In the event of inadequacy of profits calculated as per Section 198 of the Companies Act, 2013 in any financial year(s) during the tenure of Mr. Ashish Dandekar as Chairman & Managing Director, he shall be entitled to a minimum remuneration comprising of salary, perquisites, allowances and benefits as mentioned above, for a period of three years i.e., from August 1, 2024 to July 31, 2027.

Past remuneration (as computed under the Companies Act, 2013):

Financial Years	Amount (in Lakh)
2022-23	260.39
2023-24	287.56

Loss of office:

Subject expressly to the provisions of Section 202 of the Companies Act, 2013, the Company shall pay to the Director compensation for loss of office or consideration for retirement from office or in connection with such loss or retirement. The amount of such compensation shall be strictly in accordance with the provisions of Section 202 of the Companies Act, 2013.

General:

Chairman & Managing Director shall devote the whole of his time and attention to the business and affairs of the Company during the normal business hours of the Company and shall use his best endeavours to promote its interest and welfare. He shall conduct the day-to-day management of the Company subject to the supervision, direction and control of the Board.

Mr. Ashish Dandekar shall be eligible for Leave, its accumulation/ encashment as per the HR policy of the Company. He shall also be covered under group medi-claim policy of the Company and other benefits to employees as per the HR policy of the Company.

Mr. Ashish Dandekar shall not be entitled for sitting fees for attending Board/ Committee Meetings. Mr. Ashish Dandekar shall not be liable to retire by rotation as a Managing Director, subject to provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company.

There is no increase in remuneration of Mr. Ashish Dandekar as approved during the Financial Year 2023-24 and that is being proposed.

Other Terms and Conditions:

Mr. Ashish Dandekar shall oversee the following functional areas, namely finance, corporate affairs, human resource and administration, information technology, business strategy and mergers & acquisitions.

Mr. Ashish Dandekar shall not, during the continuance of his employment or at any time thereafter divulge or disclose to any person whomsoever or make any use whatsoever for his own or for whatever purpose, of any confidential information or knowledge obtained by him during his employment as to the business or affairs of the Company and Mr. Ashish Dandekar during the continuance of his employment there under, shall also use his best endeavors to prevent any other person from doing so.

The employment of Mr. Ashish Dandekar under the Agreement shall forthwith determine if he shall become insolvent or makes any composition or arrangement with his creditors or shall cease to be a Director of the Company.

The Company or Mr. Ashish Dandekar shall be entitled to terminate the Agreement by giving three calendar months' notice in writing in that behalf to the other party and on the expiry of the period of such notice, the Agreement shall stand terminated. The Company shall also be entitled to terminate the Agreement on giving to Mr. Ashish Dandekar three months' salary in lieu of notice required to be given under this clause.

Memorandum of Concern or Interest:

Apart from Mr. Ashish Dandekar and Ms. Anagha Dandekar, none of the Directors and the Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the above appointment.

The statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to Special Resolution at Item No. 5 is attached herewith as Annexure –'2'.

Details of Mr. Ashish Dandekar as required under the Regulations 36(3) of the Listing Regulations and Secretarial Standards 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) have been given in the Annexure-'3' for the information of Members.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Ashish Dandekar as Chairman & Managing Director. Accordingly, the Board commends the Special Resolution at item no. 5 for the approval by the members of the Company.

Item No. 6:

The Members, at the 28th Annual General Meeting held on July 20, 2021, had approved the appointment and terms of remuneration of Mr. Nirmal Momaya as Managing Director of the Company for a period of three years w.e.f. June 1, 2021 to May 31, 2024.

Mr. Nirmal Momaya has been on the Board since August 4, 2014. In the opinion of the Board, his knowledge, expertise, experience and his substantial contribution to the Company till date will prove valuable to help the business to grow strategically and efficiently in future.

The Board, upon the recommendation of the Nomination and Remuneration Committee, at its meeting held on May 20, 2024, approved re-appointment of Mr. Nirmal Momaya in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, designated as Managing Director for further period of 3 (three) years effective June 1, 2024 on remuneration as stated below, subject to approval of the members.

Accordingly, the Board commends re-appointment of Mr. Nirmal Momaya as Managing Director for a period of 3 (three) years on the terms as set out below.

Terms of Remuneration:

(a) Basic Salary:

₹ 12.84 Lakh per month as a basic salary which shall be subject to annual increment, as given below.

(b) Perquisites and Other Allowances:

Upto ₹ 141.02 Lakh per annum as perquisites and other allowances such as house rent allowance or rent-free accommodation, gas, electricity, water, furnishings and repairs, medical reimbursement, leave travel concession, club fees, provision of car with driver, telephone /mobile/ communication facilities, personal accident insurance cover and such other perquisites and allowances. Perquisites and allowances shall be evaluated as per the Income Tax Rules, 1962, wherever applicable and in the absence of any such rules, perquisites shall be evaluated at actual cost.

(c) Commission:

Mr. Nirmal Momaya may also be paid remuneration by way of commission (in addition to salary, perquisites and other allowances) calculated with reference to the Net Profits of the Company for a particular financial year as the Board may decide, subject to the overall ceilings laid down under the provisions of Sections 197 of the Companies Act, 2013.

(d) Provident Fund, Superannuation and Gratuity:

Company's contribution to the Provident Fund, Family Pension Scheme and Superannuation Fund as per the rules of the Company. Contribution to provident fund, superannuation fund or annuity fund, gratuity and encashment of leave at the end of the tenure shall not be included in the computation of limits for the remuneration or perquisites.

Annual increase not to exceed 20% of the aggregate of salary, perquisites and allowances i.e. aggregate of clauses (a) and (b) of the Terms of Remuneration as mentioned above.

The perquisite arising from exercise of the stock options by Mr. Nirmal Momaya pursuant to any employee stock option scheme, approved / which may be approved by the Board of Directors and the members during his tenure as director shall be part of the Minimum Remuneration referred below. Further, the perquisite arising from the exercise of the stock options, as mentioned above, shall be in addition to the amount of perquisites mentioned in clause (b) of the Remuneration Terms.

Mr. Nirmal Momaya has been granted 37,62,096 stock options under the Company's existing stock option schemes as approved by the Board of Directors and the members. As on the date of this Notice, all the stock options are unexercised.

Minimum Remuneration:

In the event of inadequacy of profits calculated as per Section 198 of the Companies Act, 2013 in any financial year(s) during the tenure of Mr. Nirmal Momaya as Managing Director, he shall be entitled to a minimum remuneration comprising of salary, perquisites, allowances and benefits and perquisite arising from the exercise of the stock options as mentioned above, for a period of three years i.e., from June 1, 2024 to May 31, 2027.

Past remuneration (as computed under the Companies Act, 2013):

Financial Years	Amount (in Lakh)
2022-23	272.88
2023-24	305.28

General:

The Managing Director shall devote the whole of his time and attention to the business and affairs of the Company during the normal business hours of the Company and shall use his best endeavours to promote its interest and welfare. He shall conduct the day-to-day management of the Company subject to the supervision, direction and control of the Board.

Mr. Nirmal Momaya shall be eligible for Leave, its accumulation/ encashment as per the HR policy of the Company. He shall also be covered under group medi-claim policy of the Company and other benefits to employees as per the HR policy of the Company.

Mr. Nirmal Momaya shall not be entitled for sitting fees for attending Board/ Committee Meetings. Mr. Nirmal Momaya shall not be liable to retire by rotation as a Managing Director, subject to provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company.

There is no increase in remuneration of Mr. Nirmal Momaya as approved during the Financial Year 2023-24 and that is being proposed.

Other Terms and Conditions:

Mr. Nirmal Momaya shall oversee the following functional areas, namely sales & marketing, business strategy, mergers & acquisitions, foreign operations, corporate communications & investor relationship, sourcing & supply chain and legal matters.

Mr. Nirmal Momaya shall not, during the continuance of his employment or at any time thereafter divulge or disclose to any person whomsoever or make any use whatsoever for his own or for whatever purpose, of any confidential information or knowledge obtained by him during his employment as to the business or affairs of the Company and he shall, during the continuance of his employment there under, shall also use his best endeavors to prevent any other person from doing so.

The Company or Mr. Nirmal Momaya shall be entitled to terminate the agreement by giving three calendar months' notice in writing in that behalf to the other party and on the expiry of the period of such notice, the Agreement shall stand terminated. The Company shall also be entitled to terminate the Agreement on giving to Mr. Nirmal Momaya three months' salary in lieu of notice required to be given under this clause.

Loss of office:

Subject expressly to the provisions of Section 202 of the Companies Act, 2013, the Company shall pay to the Director compensation for loss of office or consideration for retirement from office or in connection with such loss or retirement. The amount of such compensation shall be strictly in accordance with the provisions of Section 202 of the Companies Act, 2013.

Memorandum of Concern or Interest:

Apart from Mr. Nirmal Momaya, none of the Directors and the Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the above appointment.

The statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to Special Resolution at Item No. 6 is attached herewith as Annexure-'2'.

Details of Mr. Nirmal Momaya as required under the Regulations 36(3) of the Listing Regulations and Secretarial Standards 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) have been given in the Annexure-'3' for the information of Members.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Nirmal Momaya as Managing Director. Accordingly, the Board commends the Special Resolution at item no. 6 for the approval by the members of the Company.

Item No. 7:

The Members at their 28th Annual General Meeting had approved appointment of Mr. Arjun Dukane as Whole Time Director designated as Executive Director – Technical for a period of three years effective June 1, 2021 to May 31, 2024. Accordingly, the term of office of Mr. Arjun Dukane expires on May 31, 2024 and it is proposed to re-appoint him for a further period of 3 (three) years effective June 1, 2024.

Mr. Arjun Dukane, is responsible for the operations of the Company's manufacturing facilities located in India. Mr. Arjun Dukane has been instrumental in improving the operations of the Company, setting up of new projects and smooth implementation thereof. The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Arjun Dukane as Executive Director - Technical.

The Board, upon the recommendation of the Nomination and Remuneration Committee for his appointment, at its meeting held on May 20, 2024, approved re-appointment of Mr. Arjun Dukane in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, designated as Executive Director - Technical for further period of 3 (three) years effective June 1, 2024 on remuneration as stated below, subject to approval of the members.

Accordingly, the Board commends re-appointment of Mr. Arjun Dukane as Executive Director - Technical for a period of 3 (three) years on the terms as set out below.

Remuneration Terms comprising of the following:

(a) Basic Salary:

₹ 3.96 Lakh per month as a basic salary which shall be subject to annual increment, as given below.

(b) Perquisites and Other Allowances:

Upto ₹ 72.48 Lakh per annum as perquisites and other allowances such as house rent allowance or rent-free accommodation, gas, electricity, water, furnishings and repairs, medical reimbursement, leave travel concession, club fees, provision of car with driver, telephone /mobile/ communication facilities, personal accident insurance cover and such other perquisites and allowances. Perquisites and allowances shall be evaluated as per the Income Tax Rules, 1962, wherever applicable and in the absence of any such rules, perquisites shall be evaluated at actual cost.

(c) Commission:

Mr. Arjun Dukane may also be paid remuneration by way of commission (in addition to salary, perquisites and other allowances) calculated with reference to the Net Profits of the Company for a particular financial year as the Board may decide, subject to the overall ceilings laid down under the provisions of Sections 197 of the Companies Act, 2013.

(d) Provident Fund, Superannuation and Gratuity:

Company's contribution to the Provident Fund, Family Pension Scheme and Superannuation Fund as per the rules of the Company. Contribution to provident fund, superannuation fund or annuity fund, gratuity and encashment of leave at the end of the tenure shall not be included in the computation of limits for the remuneration or perquisites.

Annual increase not to exceed 20% of the aggregate of salary, perquisites and allowances i.e. aggregate of clauses (a) and (b) of the Terms of Remuneration as mentioned above.

The perquisite arising from exercise of the stock options by Mr. Arjun Dukane pursuant to any employee stock option scheme, approved / which may be approved by the Board of Directors and the members during his tenure as director shall be part of the Minimum Remuneration referred below. Further, the perquisite arising from the exercise of the stock options, as mentioned above, shall be in addition to the amount of perquisites mentioned in clause (b) of the Remuneration Terms.

Mr. Arjun Dukane has been granted 150,000 stock options under the Company's existing stock option schemes as approved by the Board of Directors and the members. As on the date of this Notice, 87,500 stock options are unexercised.

Minimum Remuneration:

In the event of inadequacy of profits calculated as per Section 198 of the Companies Act, 2013 in any financial year(s) during the tenure of Mr. Dukane as Executive Director - Technical, Mr. Dukane, shall be entitled to a minimum remuneration comprising of salary, perquisites, allowances and benefits and perquisite arising from the exercise of the stock options as mentioned above, for a period of three years i.e., from June 1, 2024 to May 31, 2027.

General:

- Mr. Dukane shall not be paid any sitting fee for attending meeting of the Board or Committee(s) thereof.
- Subject to the superintendence, control and direction of the Managing Director, Mr. Dukane shall exercise powers as may be delegated to him by the Board of Directors from time to time.
- The appointment is terminable by either party giving the other three (3) months' notice in writing.

There is no increase in remuneration of Mr. Arjun Dukane as approved during the Financial Year 2023-24 and that is being proposed.

Past remuneration (as computed pursuant to the Companies Act, 2013):

Financial Years	Amount (in Lakh)
2022-23	112.52
2023-24	124.38

Memorandum of Concern or Interest:

Apart from Mr. Arjun Dukane, none of the Directors and the Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the above appointment.

The statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to Special Resolution at Item No. 7 is attached herewith as Annexure-'2'.

Details of Mr. Arjun Dukane as required under the Regulations 36(3) of the Listing Regulations and Secretarial Standards 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) have been given in the Annexure-'3' for the information of Members.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Arjun Dukane as Executive Director. Accordingly, the Board commends the Special Resolution at item no. 7 for the approval by the members of the Company.

Item No. 8:

Pursuant to the provisions of the Companies Act 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Board of Directors (Board) on the recommendation of the Nomination and Remuneration Committee is recommending the re-appointment of Mr. Amol Shah (DIN: 00171006) to the Members.

In terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and Listing Regulations, Mr. Amol Shah, being eligible and offering himself for re-appointment, is proposed to be appointed as an Independent Non-Executive Director for further term of 5 (five) years commencing from August 2, 2024.

The Company has received a notice in writing under the provisions of Section 160 of the Act from a member proposing the candidature of Mr. Amol Shah for appointment as an Independent Director as per the provisions of the Act. The Company has also received a declaration from Mr. Amol Shah that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations.

Details of Mr. Amol Shah as required under the Regulations 36(3) of the Listing Regulations and Secretarial Standards 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) have been given in the Annexure-'3' for the information of Members.

In the opinion of the Board, Mr. Amol Shah fulfills the conditions specified in the Act, and rules made thereunder and the Listing Regulations for his appointment as an Independent Director of the Company and is independent of the Management. A copy of draft letter for appointment of Mr. Shah as an Independent Director setting out the terms and conditions would be available for inspection by the Members at the Registered Office of the Company between 10.00 a.m. to 5.00 p.m. on any working day of the Company (excluding Saturdays and Sundays) upto the date of this Annual General Meeting.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Amol Shah as an Independent Director. None of the Directors/ Key Managerial Personnel of the Company and their relatives, except the appointee, are concerned or interested in the above re-appointment. The Board recommends the Special Resolution at Item No. 8 of the Notice for approval of the Members.

For **Camlin Fine Sciences Limited**

Rahul Sawale
Company Secretary & VP - Legal

Regd. Office:
Camlin Fine Sciences Limited
CIN: L74100MH1993PLC075361
Floor 2 to 5, In GS Point, CST Road,
Kalina, Santacruz East, Mumbai 400098.
Website: www.camlinfs.com
E-mail: secretarial@camlinfs.com
Tel.: +91 22 6700 1000
Fax: +91 22 2832 4404

Place: Mumbai
Date: May 20, 2024

Annexure '1'

Other details of Directors retiring by rotation at the ensuing Annual General Meeting are as under:

Name	**Ms. Anagha Dandekar**	**Mr. Harsha Raghavan**
Director Identification Number	07897205	01761512
Age	57 years	52 years
Date of first Appointment on the Board	October 13, 2017	August 10, 2020
Experience (including expertise in specific functional area) / Brief Resume	President, co-founder of Hardware Renaissance, a manufacturer of high-end, hand-crafted door hardware and accessories.	Mr. Harsha Raghavan is the Managing Partner of Convergent Finance LLP. Harsha was previously the founding MD & CEO of Fairbridge Capital Private Limited (a Fairfax Company) from its inception in 2011 where he led all investment advisory activities in India. During his time, he sourced and advised on over $2.1 billion worth of investment activity. Previously, he served as Head of India for Candover Investments, Co-Head of India for Goldman Sachs Principal Investment Area and Vice President of Indocean Chase Capital. In these roles, Mr. Raghavan advised on more than two dozen transactions totaling over $1.5 billion in value.
Qualifications	Ms. Anagha Dandekar holds an M.B.A. in Finance degree from the University of South Carolina, USA.	Mr. Raghavan holds a M.B.A. degree and M.Sc. degree in industrial engineering both from Stanford University and a B.A. degree from the University of California at Berkeley, where he double majored in computer science and economics.
Terms and Conditions of Appointment	Not Applicable	Not Applicable
Details of remuneration sought to be paid	Not Applicable	Not Applicable
Last drawn remuneration	₹ 6.00 Lakh (sitting fees paid for Board Meetings for the FY2023-24)	Nil
Relationship with other Directors and Key Managerial Personnel	Ms. Anagha Dandekar is sister of Mr. Ashish Dandekar, Chairman & Managing Director	Not related to any other Director / Key Managerial Personnel

Directorship in other Companies/Bodies Corporate as on March 31, 2024	1. Hardware Renaissance 2. DHC corporation	1. Onward Technologies Limited 2. Jagson Pal Pharmaceuticals Limited 3. Agilitas Sports Private Limited 4. Just Udo Aviation Private Limited 5. Convergent Finance LLP 6. HR Holdings 7. SG Holdings
Chairman/Member in the Committees of the Boards of other Listed Companies	Nil	1. Onward Technologies Limited - Member of Audit Committee - Member of Nomination, Risk Management Committee and remuneration committee 2. Jagsonpal Pharmaceuticals Limited - Member of Audit Committee - Member of Risk Management Committee
No. of Shares held in the Company as on March 31, 2024	22,93,906	Nil
Number of meetings of the Board attended during the year (2023-24)	6 (Six) out of 7 (seven) board meetings	7 (seven) out of 7 (seven) board meetings

By Order of the Board of Directors
For **Camlin Fine Sciences Limited**

Rahul Sawale
Company Secretary & VP - Legal

Regd. Office:
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Kalina, Santacruz East, Mumbai 400098.
Website: www.camlinfs.com
E-mail: secretarial@camlinfs.com
Tel.: +91 22 6700 1000 Fax: +91 22 2832 4404

Place: Mumbai
Date: May 20, 2024

Annexure '2'

The statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with respect to Item Nos. 5 to 7:

I. General Information:

1. Nature of Industry: Chemical manufacturing industry.

2. Date or expected date of commencement of commercial production: Not Applicable as the Company is an existing company.

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable as the Company is an existing company.

4. Financial performance based on given indicators:

(a) Standalone (Amt. In Lakh)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2022
Total revenue	77,326.21	78,943.57	68,550.81
EBIDTA*	2,712.94	12,755.76	7,748.23
(Loss)/ Profit before tax	(5,963.24)	6,662.60	3,607.71
(Loss)/ Profit after tax	(5,138.92)	4,755.47	2,586.98

*EBIDTA i.e. excluding other income, exceptional item and foreign exchange loss.

(b) Consolidated

Particulars	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2022
Total revenue	161,306.20	168,156.40	141,208.91
EBIDTA*	11,338.19	21,310.96	15,280.84
(Loss) /Profit before tax	(9,924.35)	8,037.70	9,397.85
(Loss) /Profit after tax	(10,487.51)	3,981.04	6,037.19

*EBIDTA i.e. excluding other income, exceptional item and foreign exchange loss.

5. Foreign investments or collaborators, if any: As at March 31, 2024, the foreign holding in the Company was at 10.12% of the issued equity capital. The Company does not have any Foreign Collaborations.

II. **Information about the Directors:**

	Mr. Ashish Dandekar	**Mr. Nirmal Momaya**	**Mr. Arjun Dukane**
Background details, Recognition/ Awards, Job Profile and Suitability to the role, Past Remuneration and Remuneration proposed	As mentioned in Annexure-‘3’	As mentioned in Annexure-‘3’	As mentioned in Annexure-‘3’
Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Considering the significant expertise of the directors in their respective areas and acknowledging the responsibilities shouldered by them, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar level counterpart(s) in other companies to encourage good professionals with a sound career record.		
Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Mr. Ashish Dandekar (Promoter) does not have any pecuniary relationship with the Company other than the remuneration he received as Chairman & Managing Director of the Company. Except Ms. Anagha Dandekar, he is not related to any director/ managerial personnel of the Company.	Mr. Nirmal Momaya does not have any pecuniary relationship with the Company other than the remuneration he received as Managing Director of the Company. He is not related to any director/ managerial personnel of the Company.	Mr. Arjun Dukane does not have any pecuniary relationship with the Company other than the remuneration he received as Executive Director – Technical of the Company. He is also not related to any director/managerial personnel of the Company

III. **Other Information:**

(a) Reasons of loss or inadequate profits:

Company’s operations of FY 2023-24 were severely impacted due to geopolitical tensions, inflation, sustainability pressures, supply-chain disruptions & demographic challenges. In these circumstances, though the operating revenues of the Company decreased by ₹ 1,617.37 Lakh, the net profit for the year reduced to ₹ (5,138.92) Lakh from ₹ 4,755.47 Lakh in previous year. Owing to above factors, despite the best efforts of the Management, the financial performance of the Company was not as per the expectation and the Company had inadequate profits for the financial year ended March 31, 2024. It may be noted that the reasons for inadequacy of profits were beyond the control of the Company and its Management.

(b) Steps taken or proposed to be taken for improvement:

Our strategy has always been to maintain steady focus on key markets, where we can penetrate new segments, differentiate our portfolio and maximize margins. Our focus primarily is on those markets, where we can develop and manufacture a wide range of technically innovative products with a high technology barrier.

Our value enhancers comprise of our global presence, growing scale, reliable supply chain, rationalized cost structure, intelligent synergies, smart R&D and technology acumen. Since the past few years, decades, we have meticulously sharpened our strategy to build on our core competence.

(c) Expected increase in productivity and profits in measurable terms:

The Company has taken various initiatives to maintain its leadership, improve market share and financial performance. It has been aggressively pursuing and implementing its strategies to improve financial performance. We continue to expand our scale across key markets to take the fastest lane to relevant opportunity, maximize our portfolio, reach out to more customers and strengthen our margins.

By Order of the Board of Directors
For **Camlin Fine Sciences Limited**

Rahul Sawale
Company Secretary & VP - Legal

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Tel.: +91 22 6700 1000 Fax: +91 22 2832 4404

Place: Mumbai
Date: May 20, 2024

Annexure '3'

Disclosure required under the Act, Listing Regulations and Secretarial Standard-2 of ICSI with respect to Item Nos. 5 to 8

Name	**Mr. Ashish Dandekar**	**Mr. Nirmal Momaya**	**Mr. Arjun Dukane**	**Mr. Amol Shah**
Director Identification Number	01077379	01641934	06820240	00171006
Age	60 years	57 years	57 years	58 years
Date of first Appointment on the Board	11/01/2007	04/08/2014	01/06/2018	02/08/2019
Experience (including expertise in specific functional area) / Brief Resume	Mr. Ashish Dandekar has a comprehensive experience spanning over 30 + years in the Pharmaceuticals and Fine Chemicals industry. He has excelled in various areas such as Business Planning, Information Systems, Research & Development, Product Development, and Marketing.	Mr. Nirmal Momaya Seasoned professional with over 30 + years of experience in the areas of finance, taxation, audit, and management consultancy. As the current Managing Director of CFS, he has been instrumental in providing strategic guidance and direction to the company on all significant business matters.	Mr. Arjun Dukane has an overall experience of over 30 + years in the Chemical Industry out of which he has been associated with the Company for about last 15 + years.	Mr. Shah is Managing Director of the MJ Group and he possesses around 30 + years of experience in the industry covering Human Healthcare, Flavors/Fragrances compounds, Plant protection and water treatment chemicals.
Qualifications	B.A. in Economics and Management Studies from Temple University, USA.	Chartered Accountant and holder of a Bachelor's degree in Commerce	Chemical Engineer (Diploma)	Bachelor of Science (Electronics Engineering) from University of Kent, Canterbury and MBA from University of Southern California.
Terms and Conditions of Appointment	As per the Explanatory Statement	As per the Explanatory Statement	As per the Explanatory Statement	As per the Explanatory Statement
Details of remuneration sought to be paid	As per the Explanatory Statement	As per the Explanatory Statement	As per the Explanatory Statement	Not Applicable
Last drawn remuneration	₹ 287.56 Lakh	₹ 305.28 Lakh	₹ 124.38 Lakh	₹ 19.25 Lakh (sitting fees and commission paid for Board Meetings for the FY2023-24)
Relationship with other Directors and Key Managerial Personnel	Except Ms. Anagha Dandekar, he is not related to any director/ managerial personnel of the Company.	Not related to any other Director /Key Managerial Personnel	Not related to any other Director /Key Managerial Personnel	Not related to any other Director /Key Managerial Personnel

Directorship in other Companies/ Bodies Corporate as on March 31, 2024	1. Camart Finance Ltd. 2. Vibha Agencies Pvt. Ltd. 3. Focussed Event Management Pvt. Ltd. 4. Abana Medisys Pvt. Ltd. 5. MK Falcon Agrotech Pvt. Ltd. 6. CFS Europe S.P.A. 7. Dresen Quimica SAPI De C.V. 8. Solentus North America Inc. 9. CFS Wanglong Flavours (Ningbo) Co., Ltd. 10. CFS De Mexico Blends SAPI De CV 11. CFS Pahang Asia Pte. Ltd.	1. TruCap Finance Limited. 2. Abana Medisys Private Limited. 3. MJ Medical Devices Private Limited. 4. Smokin' Joe's Pizza Private Limited. 5. Ashar Locker (India) Private Limited. 6. Netopia E-Sports Private Limited. 7. Twilit Corporation Private Limited. 8. Fine Renewable Energy Limited. 9. Momaya Investments Private Limited. 10. Shatrunjaya Traders Private Limited. 11. CFS Europe S.P.A. 12. Dresen Quimica SAPI De C.V. 13. CFS Wanglong Flavours (Ningbo) Co., Ltd 14. CFS Pahang Asia Pte. Ltd. 15. CFS PP (M) SDN. BHD.	1. Chemolutions Chemicals Ltd. 2. Naiknavare Chemicals Ltd.	1. Fine Aromatics and Herbal Extracts Private Limited 2. M J Exports Private Limited 3. Innova Life Sciences Private Limited 4. MJ Medical Devices Private Limited 5. Fine Aroma Specialities Private Limited 6. KAS Institute of Research Private Limited 7. Fine Fragrances Private Limited 8. M. J. Biopharm Private Limited 9. MJ Institute of Research Private Limited 10. Eris M. J. Biopharm Private Limited 11. Anglo Gulf LLP 12. Organic BioSystems LLP
Chairman/Member in the Committees of the Boards of other Listed Companies	None	1. Truecap Finance Limited - Member of Audit Committee - Member of Nomination and remuneration committee - Member of Risk Management and Strategy Committee	None	None
No. of Shares held in the Company as on March 31, 2024	1,96,48,650 equity shares	36,01,520 equity shares	1,65,140 equity shares	Nil

Number of meetings of the Board attended during the year (2023-24)	7 (Seven) out of 7 (Seven) board meetings	7 (Seven) out of 7 (Seven) board meetings	7 (Seven) out of 7 (Seven) board meetings	5 (Five) out of 7 (Seven) board meetings
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	As per the Explanatory Statement	As per the Explanatory Statement	As per the Explanatory Statement	As per the Explanatory Statement

By Order of the Board of Directors
For **Camlin Fine Sciences Limited**

Rahul Sawale
Company Secretary & VP - Legal

Regd. Office:
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Website: www.camlinfs.com
E-mail: secretarial@camlinfs.com
Tel.: +91 22 6700 1000 Fax: +91 22 2832 4404

Place: Mumbai
Date: May 20, 2024

Board's Report

To The Members of CAMLIN FINE SCIENCES LIMITED

The Directors hereby present the 31st Annual Report of Camlin Fine Sciences Limited (the "**Company**" or "**CFS**") along with the Audited Financial Statement for the financial year ended March 31, 2024. The consolidated performance of the Company and its subsidiaries and associate has been referred to wherever required.

1. Financial Results

(₹ in Lakh)

Particulars	Standalone		Consolidated	
	2023–24	2022–23	2023–24	2022–23
Revenue from Operations	**77,326.21**	**78,943.57**	**161,306.20**	**1,68,156.40**
Other Income	1,888.26	2,883.18	1,555.64	579.93
Earnings before Interest, Tax, Depreciation & Amortisation	**2,712.94**	**12,755.76**	**11,338.19**	**21,310.96**
Less: Finance Cost	5,432.60	5,694.24	6,030.49	5,850.48
Less: Depreciation & Amortisation expenses	4,939.00	3,282.10	7,860.61	6,251.21
Less: Share of Loss of associate	-	-	-	-
(Loss) / Profit before exceptional item and tax	**(5,770.40)**	**6,662.60**	**(4,943.95)**	**9,005.54**
Less: Exceptional Items	192.84	-	4,980.40	967.84
Less: Tax Expenses	(824.32)	1,907.13	563.16	4,056.66
(Loss) / Profit After Tax	**(5,138.92)**	**4,755.47**	**(10,487.51)**	**3,981.04**
Other Comprehensive Income net of tax	(4.46)	(65.96)	1,796.41	2,023.15
Total Comprehensive Income for the Year	(5,143.38)	4,689.51	(8,691.10)	6,004.19

2. Performance Review and State of Company's Affairs

On a consolidated basis, the revenue from operations was ₹ 161,306.20 lakh in FY 2023-24 as compared to ₹ 1,68,156.40 lakh in FY 2022-23. The loss after tax & exceptional items was at ₹ 10,487.51 lakh in FY 2023-24 as compared to profit after tax & exceptional items of ₹ 3,981.04 lakh in FY 2022-23.

On a standalone basis, the revenue from operations was ₹ 77,326.21 lakh in FY 2023-24 as compared to ₹ 78,943.57 lakh in FY 2022-23. The loss after tax & exceptional items was at ₹ 5,138.92 lakh in FY 2023-24 as compared to profit after tax & exceptional items of ₹ 4,755.47 lakh in FY 2022-23.

The revenues and consequently margins were impacted due to global weak demand and predatory pricing by Chinese manufacturers in the Company's businesses of performance chemicals and Aroma products. Further, the temporary shutdown of Diphenol Plant in CFS Europe SpA, Italy which led to reduction in revenue, gross margins and adverse impact on the EBITDA margins. Though the Company improved its volume in the shelf-life solutions products, the pricing headwinds has severely impacted the gross margins and consequently the profitability margins. The delay in stabilisation and lower capacity utilisation of Vanillin manufacturing plant in Dahej also contributed adversely on the revenues and profitability margins.

The Consolidated results were also impacted by impairment provisions on account of subsidiaries in Europe and China amounting to ₹ 4,980.40 lakh.

3. **Management Discussion and Analysis**

The management discussion and analysis as required in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI LODR") forms a part of this annual report.

4. **Business & Strategy**

Your Company along with its subsidiaries, is engaged in research, development, manufacturing and marketing of specialty chemicals, ingredients and additive blends which are in the broad product portfolio of:

(i) Shelf-Life Solutions
(ii) Aroma Ingredients
(iii) Performance Chemicals and
(iv) Health & Wellness

Your Company commenced production at its composite Vanillin manufacturing facility in Dahej on January 2023. The commercialization of the project faced teething issues on product stabilization in the early part of the year. The commercialization also faced the onslaught from Chinese manufacturers on two counts, excessive supply and predatory pricing. Your Company has rejigged its strategy and has commenced sale of Vanillin at the current prices which has resulted in loss of margin both on sale as well as marking the inventory at realizable value. Your Company had also rationalized the production to match the excessive supply with the best product available in the market.

The shelf life solution business has shown remarkable growth in all geographies. The business in the American continent, especially in USA, has been stellar, with new client acquisition, innovation in product and enhanced customer service. Your Company is confident to keep the growth profile at a high rate in these geographies in the future.

5. **Finance, Liquidity & Rating**

The year under review was a challenging year for financing and liquidity due to pressure on margins, lack of growth in revenues and accumulation of inventory. The Company has been however able to manoeuvre through the difficult times by efficient working capital and debt maturity management. The short-term borrowings increased to ₹ 23,336.38 lakh as on March 31, 2024, from ₹ 21,968.21 lakh as on March 31, 2023, on a standalone basis. The consolidated short-term borrowing stood at ₹ 23,346.16 lakh as on March 31, 2024, as compared to ₹ 23,328.35 lakh as on March 31, 2023.

The long-term borrowings on a standalone basis stood at ₹ 25,826.01 lakh as on March 31, 2024, as compared to ₹ 38,465.71 lakh as on March 31, 2023. While on a consolidated basis, it stood at ₹ 42,419.60 lakh and ₹ 54,630.28 lakh as on March 31, 2024, and March 31, 2023, respectively.

The reduction was mainly on account of conversion of FCCB into equity as stated in Point 6 of this report.

During the year under review, the Company had the following credit ratings affirmed from India Ratings and Research Pvt. Ltd.:

(i) For Term loan: IND A-/Stable
(ii) For Fund-based limits: IND A-/Stable/IND A2+
(iii) For Non-fund-based limits: IND A2+

Further, India Ratings and Research Pvt. Ltd. has affirmed the Company's Long Term Issuer Rating at 'IND A-', the outlook is stable.

6. **Equity Share Capital**

During the year, the Company issued and allotted 1,00,225 equity shares pursuant to ESOP 2018 and 12,500 equity shares pursuant to ESOP 2020.

On May 12, 2023, the Company has allotted 1,02,58,986 fully paid-up Equity Shares of face value ₹ 1/- each of the Company to International Finance Corporation (IFC) upon conversion of Foreign Currency Convertible Bonds at a conversion price of ₹ 105/- per Equity Share (inclusive of Share Premium of ₹ 104/- per Equity Share), consequent upon receipt of notice from IFC for the said conversion. The said issued Equity Shares rank pari passu with the existing Equity Shares of the Company in all respects.

Open Offer under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SEBI (SAST) Regulations):

On April 17, 2023, the Infinity Direct Holdings ("Acquirer 1") and Infinity Direct Holdings Sidecar I ("Acquirer 2") (collectively referred to as the "Acquirers") along with Infinity Holdings ("PAC 1"), Anfima Nv ("PAC 2") and one of the promoters of the Company, Mr. Ashish Dandekar ("PAC 3"), in the capacity of persons acting in concert (collectively referred to as "PACS") have entered into the Voting and Cooperation Agreement which sets out the common objective of the Acquirers and PACs, on and from the completion of the Open Offer and payment of the Offer Price to the Eligible Public Shareholders who have tendered their Equity Shares in the Open Offer at a price of ₹ 160/- (Rupees One Hundred Sixty Only) per Offer Share ("Offer Price") as per the SEBI (SAST) Regulations, of pooling their shares and voting rights in the Company together in order to jointly exercise control over the Company.

As a result of this and pursuant to the Open Offer, the Acquirers and PAC 1 and PAC 2 were classified as persons acting in concert with PAC 3 and each of the Acquirers, PAC 1 and PAC 2 were classified as promoters of the Company and formed part of the promoter group of the Company, thereby exercising joint control over the Company.

The Agreement and the shareholding pattern is available on the Company's website at www.camlinfs.com.

7. **Capital Expenditure**

On a consolidated basis, the capital expenditure on tangible assets incurred during the year was ₹ 4,196.86 lakh. Total expenditure under capital work in progress as on March 31, 2024 was ₹ 4,556.45 lakh as compared to ₹ 4,083.62 lakh as on March 31, 2023.

8. **Dividend Distribution Policy**

The Company has formulated a Dividend Distribution Policy which was approved by the Board in its meeting held on May 28, 2021. The policy is hosted on the website at https://www.camlinfs.com/investor-relations/home/downloads.

9. **Dividend**

In view of the losses, the Board is of the view that in the current economic scenario, it would be prudent to conserve the retained earnings for future growth and for the purpose of generating higher returns for the shareholders. In view of the same and as per the Dividend Distribution Policy, the Board of Directors have not recommended any dividend on the equity shares for the year under review.

10. Particulars of Loans, Guarantees or Investments

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilised by the recipients are provided in the note to the financial statement.

11. Transfer to Reserves

In view of losses, the Company has not transferred any amount to General Reserve.

12. Deposits from Public

The Company has not accepted any deposits from the public during the year under review, and as such, no amount of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

13. Related Party Transactions

In line with the requirements of the Companies Act, 2013 and SEBI LODR, as amended from time to time, the Company has a policy on Related Party Transactions (RPTs) approved by the Board for identifying, reviewing, approving and monitoring of RPTs. The policy on the related party transaction was revised pursuant to the amendment of SEBI LODR and the same is available on the Company's website at https://www.camlinfs.com/investor-relations/home/downloads.

All RPTs entered into during the year under review were on arm's length basis and in the ordinary course of business and were reviewed and approved by the Audit Committee. With the view to ensure continuity and ease of day-to-day operations an omnibus approval has been obtained for RPTs which are of repetitive nature and entered in the ordinary course of business and on an arm's length basis. A statement giving details of all RPTs including the RPTs where omnibus approval is granted, is placed before the Audit Committee on a quarterly basis.

The Company did not enter into any contracts or arrangements with related parties in terms of section 188 (i) of the Companies Act and no material RPTs were entered into by the company during the year under review. Accordingly, the disclosure of RPTs as required under section 134 (3)(h) of the Act in Form AOC-2 is not applicable to the company for FY 2023-24 and hence does not form part of this Annual Report.

In terms of Regulation 23 of the SEBI LODR, the Company submits details of RPTs on a consolidated basis as per the format specified in the relevant accounting standards to the stock exchange on a half-yearly basis. The details of transactions with related parties are provided in the accompanying Financial Statements.

14. Material changes and commitments affecting financial position

There are no material changes and commitments which affect the financial position of the Company that have occurred between the end of the financial year and date of this report.

15. Subsidiary Companies and Associates

The Company has 18 subsidiaries as on March 31, 2024. During the year under review no companies have become or ceased to be joint ventures or associate companies of the Company.

During the year under review, the Dresen Quimica SAPI De CV and its subsidiaries became the 100% subsidiaries of the Company against the 98.50% stake.

In accordance with Section 129(3) of the Companies Act, 2013, we have prepared the Consolidated financial statements of the Company, which form part of this Annual Report. Further, a statement containing the salient features of the financial statement of our subsidiaries in the prescribed format AOC-I is appended to the financial statements. The statement also provides details of the performance and financial position of each of the subsidiaries, along with the changes that occurred during the financial year 2023-24.

Though, the copies of Audited/Unaudited Financial Statements of the Subsidiaries have not been attached to the Annual Accounts of the Company, these documents will be made available upon request by any member of the Company and also shall be available for inspection at the registered office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. Further, the accounts of the Subsidiaries shall also be uploaded on the Company's website and the weblink for the same is https://www.camlinfs.com/investor-relations/home/subsidiaries_financials.

The Policy for Determining Material Subsidiaries is disclosed on the Company's website and the weblink for the same is https://www.camlinfs.com/investor-relations/home/downloads.

16. Human Resource:

Human Resource remains the most important asset in the current business environment which is constantly prone to rapid evolution by technological advancement and dynamic economic factors.

The Company persists with its approach of emphasising the importance of the management, assistance and engagement of Human Resources with concentration on the critical functions such as policy administration, process of recruitment, administration of benefit, regulatory framework, orientation, continuing training and development, employee engagement and relation, employee well being and assistance and welfare schemes. Well being programs remain the focus area which are continuously addressed through medical assistance, health & wellness programs and family interactions.

Human Capital of the Company:

Direct Employees : 624

Female Employees : 43

Employee Benefit Expenses : ₹ 6,594.84 lakh

16.1 Particulars of Employees

The information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, is annexed herewith as "Annexure A".

16.2 Employee Stock Option Scheme

The details of the employee stock option scheme(s) /plan, including the terms of reference, and the requirement as stipulated under SEBI Guidelines as at March 31, 2024 is given in "Annexure B" to this report. Further, the details of these scheme / plan also form part of the Notes to Financial statements in this Annual Report.

17. Corporate Governance

17.1 Corporate Governance Report

As required under Regulation 27 of SEBI LODR 2015, a detailed Report on Corporate Governance is given as a part of Annual Report. The Company is in full compliance with the requirements and disclosures that have to be made in this regard.

17.2 Vigil Mechanism / Whistle Blower Policy

The Company has a vigil mechanism named Whistle Blower Policy to deal with instance of fraud and mismanagement, if any. The objective of the said policy is to explain and encourage the directors and employees to freely raise any concern about the Company's operations and working environment, including possible breaches of Company's policies and standards or values or any laws within the country or elsewhere, without fear of adverse managerial action being taken against such employees. The Whistle Blower Policy is disclosed on the Company's website and the web link for the same https://www.camlinfs.com/investor-relations/home/downloads.

17.3 Sexual Harassment of Women at Workplace:

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ("**POSH Act**") and Rules made thereunder, the Company has formed Internal Committee at its operational locations to address complaints against sexual harassment in accordance with the POSH Act. The Company has conducted programme to build awareness in this area. Further, there were no cases/ complaints filed during the year under review.

17.4 Risk Management Policy

The Company has in place a Risk Management Policy which provides for a risk management framework to identify and assess risks such as operational, financial, regulatory and such other risks.

Refer to the paragraph on "Risks and Concerns" of the Management Discussion and Analysis for additional details.

17.5 Secretarial Standards

The Directors state that applicable Secretarial Standards i.e. SS-1 and SS-2 relating to 'Meeting of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

17.6 Number of Meetings of the Board

During the year, the Board met 7 (Seven) times. The details of the same along with other Committee's of the Board are given in the Corporate Governance Report. The intervening gap between the Board Meetings was within the period prescribed under the Companies Act, 2013.

17.7 Declaration by independent directors

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he / she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of the Listing Regulations.

17.8 Board Evaluation

The Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and other Committees, in accordance with the manner specified by the Nomination and Remuneration Committee (NRC). The evaluation was done through a questionnaire and the responses received were evaluated by the Board.

The Board, on the recommendation of the NRC, has framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration and evaluation criteria for performance evaluation & terms and conditions of appointment of Independent Directors.

The aforesaid policy, terms as well as evaluation criteria is disclosed on the Company's website at https://www.camlinfs.com/investor-relations/home/downloads.

The Policy for selection of Directors and determining Directors' independence sets out the guiding principles for the NRC for identifying persons who are qualified to become a Director and to determine the independence of Directors, in case of their appointment as Independent Directors of the Company. The Policy also provides for the factors in evaluating the suitability of individual Board members with diverse background and experience that are relevant for the Company's operations.

The Policy also sets out the guiding principles for the NRC for recommending to the Board the remuneration of the Directors, Key Managerial Personnel and other employees of the Company.

There has been no change in the policy during the current year.

17.9 Familiarisation programme for the Directors

The details of familiarisation programmes held for the directors are disclosed on the Company's website and the weblink for the same is https://www.camlinfs.com/investor-relations/home/downloads.

17.10 Directors – Appointments / Re-appointments

Ms. Anagha Dandekar (DIN: 07897205) and Mr. Harsha Raghavan (DIN: 01761512) are retiring by rotation at the ensuing Annual General Meeting and being eligible offer themselves for re-appointments. The Board on the recommendation of the Nomination and Remuneration Committee recommends their re-appointments.

The Members at 28th Annual General Meeting held on July 20, 2021, had approved the appointment of Mr. Ashish Dandekar (Chairman and Managing Director), Mr. Nirmal Momaya (Managing Director) and Mr. Arjun Dukane (Executive Director – Technical) for the period of 3 years. As the present term of their appointment ends, resolutions for renewal of their appointments are being placed before the members for approval at the ensuing Annual General Meeting.

The Board of Directors at its meeting held on May 20, 2024, upon recommendation of the Nomination and Remuneration Committee, has proposed the re-appointment of Mr. Amol Shah (DIN: 00171006), as an Independent Director on the Board of the Company for the second term of 5 (five) consecutive years. Being eligible and offering himself for re-appointment, resolution is being placed before the Members for approval at the ensuing Annual General Meeting.

As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR 2015), particulars of Directors seeking reappointment at the ensuing General Meeting have been given under Corporate Governance Report and in the Notice of the 31st Annual General Meeting.

None of the Directors are disqualified from being re-appointed, as specified in Section 164 of the Companies Act, 2013.

The Board is of the opinion that Independent Director appointed during the year carries rich experience and expertise. The Board was also satisfied in relation to the integrity and he will complete the proficiency test, if applicable, conducted by the Indian Institute of Corporate Affairs.

17.11 Directors – Resignations / Retirements

During the year under review, Mr. Sarvjit Bedi, Non-Executive Director resigned w.e.f. April 19, 2023 due to preoccupation and other commitments.

The Board placed on record its appreciation for the service rendered by Mr. Sarvjit Bedi during his tenure as Director.

17.12 Change in the Key Managerial Personnel of the Company

During the year under review, there was no change in the key managerial personnel's of the Company.

17.13 Committees of the Board

As on March 31, 2024, the Board had 6 mandatory committees: (a) Audit Committee; (b) Nomination and Remuneration Committee; (c) Stakeholders Relationship Committee; (d) Corporate Social Responsibility Committee; (e) Compensation Committee; and (f) Risk Management Committee. All the committees are well represented by participation of the Independent Directors.

A detailed note on the composition of the Board and its committees is provided in the Corporate Governance Report.

17.14 Internal financial controls and their adequacy

The Company's internal control systems are commensurate with its nature of business, its size and complexities of its operations, and such internal financial controls with reference to the Financial Statements are adequate.

Refer to the paragraph on "Internal financial control systems and their adequacy" of the Management Discussion and Analysis for additional details.

17.15 Significant and Material Orders passed by the Regulators/Courts, if any

During the year under review, there are no significant or material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of your Company and its future operations.

17.16 Reporting of Frauds

There have been no instances of fraud reported by the Statutory Auditors under Section 143(12) of the Act and Rules framed thereunder either to the Company or to the Central Government.

17.17 Annual Return

Pursuant to section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2024, is available on the company website on https://www.camlinfs.com/investor-relations/home/annual_return.

17.18 Investor Education and Protection Fund (IEPF)

During the year, the Company has transferred the unclaimed dividend of ₹ 5.89 lakh to the Investor Education and Protection Fund.

The details of the year-wise amounts of unclaimed / un-encashed dividends lying in the unpaid dividend account up to the year, and the corresponding shares, which are liable to be transferred, are uploaded on the Company's website at https://www.camlinfs.com/investor-relations/home/unclaimed_dividend.

17.19 Directors' Responsibility Statement

Pursuant to the requirement u/s 134(3)(c) of the Companies Act, 2013 (the "Act") with respect to Directors' Responsibility Statement, the Directors hereby confirm that:

(a) in the preparation of the annual accounts for the financial year ended March 31, 2024, the applicable accounting standards read with requirements set out under Schedule III to the Act have been followed and there are no material departures from the same;

(b) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2024 and of the loss of the Company for the year ended on that date;

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

(d) the Directors have prepared the annual accounts on a 'going concern' basis;

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

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

18. Auditors & Audit Reports:

18.1 Audit Reports

- The Statutory Auditors Report on the Financial Statements for the financial year ended March 31, 2024, does not contain any qualification, reservations or adverse remarks, except emphasis of matter concerning the issues emanating from the Order of Supreme Court of People of China which is self-explanatory and adequately addressed in the financial statements.
- The Report of the Secretarial Audit is annexed herewith as "Annexure C". The observations and suggestions, if any, given in the Secretarial Audit Report were duly considered.

- The Certificate of the compliance with Corporate Governance requirements by the Company for the financial year ended March 31, 2024, issued by the Practicing Company Secretaries is attached to the Report on Corporate Governance.
- The Secretarial Auditor's certificate on the implementation of ESOP schemes in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, will be made available for inspection as per the Notice of the ensuing Annual General Meeting.

18.2 Statutory Auditors

M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants (Firm Registration No. 104607W/W100166) were re-appointed as Auditor of the Company, for a term of 5 (five) consecutive years, at the 29th Annual General Meeting held on July 29, 2022. They had confirmed their eligibility and qualifications required under the Act for holding office as Auditor of the Company.

The Notes on financial statement referred to in the Auditors Report are self-explanatory and do not call for any further comments.

18.3 Secretarial Auditors

Company has appointed JHR & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company for the financial year ended March 31, 2025.

18.4 Cost Records & Cost Auditors

Maintenance of Cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 are applicable to the Company and accordingly such accounts are made and maintained.

The Company has appointed M/s. ABK & Associates (Firm Registration No. 000036) as Cost Auditors to audit cost records of the Company for the financial year 2024-25. The remuneration payable to the Cost Auditors is subject to ratification of the Members at the ensuing Annual General Meeting. Accordingly, the necessary resolution for ratification of the remuneration payable to M/s. ABK & Associates to conduct the audit of cost records of the Company for the financial year 2024-25 has been included in the Notice of the ensuing Annual General Meeting of the Company and the resolution is recommended for your approval.

19. Corporate Social Responsibility (CSR)

Company operates CSR Policy in the areas of promoting healthcare, education including special education and employment enhancing vocation skills especially among children, the differently abled, tribal communities and measures for reducing inequalities faced by socially and economically backward classes.

The projects identified and adopted are as per the activities included and amended from time to time in Schedule VII of the Companies Act, 2013. The Company endeavours to make CSR a key business process for sustainable development and welfare of the needy sections of the society.

During the Financial Year 2023-24, the Company has spent the entire amount of ₹ 88.00 lakh towards CSR activities through NGO operating in the said areas. The Annual Report on CSR activities forming part of this Board's report is annexed herewith as "Annexure D".

The CSR Policy may be accessed on the Company's website at the link https://www.camlinfs.com/investor-relations/home/downloads.

20. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

As required by the Companies (Accounts) Rules, 2014, the relevant information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgoings respectively, is given in the "Annexure E" to this report.

21. Business Responsibility and Sustainability Report (BRSR)

Pursuant to Regulation 34(2)(f) of the SEBI Listing Regulations, the Business Responsibility and Sustainability Report ('BRSR') on initiatives taken from an environmental, social and governance perspective, in the prescribed format is available as a separate section of the Annual Report.

22. General

The Board of Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions or applicability on these items during the year under review:

a) Issue of equity shares with differential rights as to dividend, voting or otherwise.

b) The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.

c) Disclosure of Remuneration/Commission received by Managing Director(s) / Executive Director from the subsidiary company, where such Managing Director(s) / Executive Director receives commission from the Company.

d) There is no application made or proceedings pending under the Insolvency and Bankruptcy Code, 2016.

e) There was no instance of one-time settlement with any Bank or Financial Institution.

23. Acknowledgements:

The Directors appreciate the hard work, dedication and commitment of all its employees including the workmen and contractual labour at our various manufacturing units.

The Directors also acknowledge the support extended by and would thank the financial institutions, banks, government authorities especially GST authorities, the Reserve Bank of India, SEBI, Pollution Control Boards, Dahej SEZ Authority as well as State Governments of Maharashtra and Gujarat and its various departments, customers, vendors and other stakeholders for their continued support and co-operation.

For & On behalf of the Board

Ashish Dandekar
Chairman & Managing Director

Place: Mumbai
Dated: May 20, 2024

Annexure A to Directors' Report

Information required pursuant to Section 197 read with Rule, 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, in respect of employees of the Company.

A) Information as per Rule 5(1) of Chapter XIII, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended.

(i) Ratio of remuneration of each director to the median remuneration of the employees of the Company for the Financial Year 2023-24 are as follows:

(₹ In Lakh)

Sr. No.	Name of the Director	Remuneration Per Annum (₹)	Median Remuneration Per Annum (₹)	Ratio (Remuneration of Director to Median Remuneration)	Remarks
1	Mr. Ashish Dandekar	287.56	4.92	58:1	----
2	Mr. Nirmal Momaya	305.28	4.92	62:1	----
3	Mr. Arjun Dukane	124.38	4.92	25:1	----
4	Mr. Joseph Conrad D'Souza	9.00	4.92	1.83:1	Commission for FY24
5	Mr. Mahabaleshwar Palekar	9.00	4.92	1.83:1	Commission for FY24
6	Mr. Pradip Kanakia	9.00	4.92	1.83:1	Commission for FY24
7	Mr. Amol Shah	9.00	4.92	1.83:1	Commission for FY24
8	Ms. Sutapa Banerjee	9.00	4.92	1.83:1	Commission for FY24

(ii) The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

- Mr. Ashish Dandekar – 7%
- Mr. Nirmal Momaya - 7%
- Mr. Arjun Dukane – 7%
- Mr. Santosh Parab (Chief Finance Officer) – 7%
- Mr. Rahul Sawale (Company Secretary & VP Legal) – 7%

The remuneration paid by way of commission to independent directors has remained unchanged since the previous financial year.

(iii) the percentage increase in the median remuneration of employees in the financial year: 7%

(iv) the number of permanent employees on the rolls of Company: 624

Annexure A to Directors' Report (Contd.)

(v) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;

	% change in remuneration
Average increase in salary of employees (other than managerial personnel)	7%
Average increase/decrease in remuneration of managerial personnel	7%

(vi) affirmation that the remuneration is as per the remuneration policy of the Company:

The appointment/re-appointment of the directors /KMP is on the recommendation of the Nomination and Remuneration Committee. The Company has adopted the policy on Nomination and Remuneration at the board Meeting held on May 12, 2015.

B) Information as per Rule 5(2) of Chapter XIII, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended:

No employee other than Chairman & Managing Director, Managing Director, Executive Director and Chief Financial Officer who were employed throughout the financial year, was in receipt of remuneration of ₹ 1.02 Crores and above. The details pertaining to Chief Financial Officer is as follows:

Sr. No.	Particulars	
1.	Name of Employee	Mr. Santosh Parab
2.	Designation of Employee	Chief Financial Officer
3.	Remuneration Received	₹ 1.13 Crores
4.	Nature of employment	Permanent
5.	Qualification & Experience	Fellow member of the Institute of Chartered Accountants of India with over 26 years' experience in accounting and financial management.
6.	Date of Commencement of Employment	December 1, 2015
7.	Age	53 years
8.	Relationship with any Director or Manager of the Company	No
9.	Percentage of equity shares held along with spouse and dependent children	0.03%

For & On behalf of the Board

Ashish Dandekar
Chairman & Managing Director

Place : Mumbai
Dated : May 20, 2024

Annexure B to Directors' Report

DISCLOSURES PURSUANT TO SECURITIES AND EXCHANGE BOARD OF INDIA (SHARE BASED EMPLOYEE BENEFITS) REGULATION, 2014.

The Company granted options to its eligible employees under CFS Employees Stock Option Scheme, 2018 (ESOP 2018) approved vide Shareholders resolution passed at their 25th Annual General Meeting held on August 13, 2018. Further, the Company at its 10th Extra Ordinary General Meeting held on July 25, 2020 approved the CFS Employees Stock Option Plan, 2020. The details of the schemes are given in notes the Financial Statements and other details of the scheme are summarized below:

		ESOP - 2018	ESOP - 2020
a	Options granted	5,41,000	39,12,096
b	Options outstanding at the beginning of the year	2,01,500	39,12,096
c	Exercise price	₹ 50.00-plus applicable taxes, as may be levied on the Company.	₹ 63.59 plus applicable taxes, as may be levied on the Company.
d	Option vested (During the year)	1,35,250	-
e	Options exercised during the year	1,00,225	12,500
f	Total number of shares arising as a result of exercise of these options	1,00,225	12,500
g	Option lapsed /expired / forfeited during the year	15,000	Nil
h	Variation in terms of option	-	-
i	Money realized by exercise of these options during the year	₹ 50.09 Lakh	₹ 7.95 Lakh
J	Employee-wise details of options granted to Key Managerial Personnel / Director / Senior Management	Arjun Dukane – 50,000 Santosh Parab – 50,000 Rahul Sawale-30,000	Nirmal Momaya - 37,62,096 Arjun Dukane – 100,000 Santosh Parab – 50,000
	Any other employee who received a grant in any one year of options amounting to 5% or more of options granted during the year.	None	None
	Identified employees who were granted options, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant.	None	None
k	Diluted earnings per share (EPS) pursuant to the issue of shares on exercise of options calculated in accordance with Ind AS 33 "Earning Per Share"	₹ (3.05)	

Annexure B to Directors' Report (Contd.)

As per the terms of the CFS Employees Stock Option Scheme 2018 (CFS ESOP 2018), the options lapsed under CFS ESOP 2018 shall form part of the overall options granted that can be granted under CFS ESOP 2018. 78,500 options lapsed under CFS ESOP 2018 can be re-granted by the Company to the eligible employees.

The company has adopted fair value method in accounting for employee cost on account of ESOP 2018.

The total expense charged to the statement of profit and loss in respect of the options granted aggregated ₹ 0.85 lakh (previous year ₹ 234.10 lakh).

The Company at its 28th Annual General Meeting held on July 20, 2021 approved the CFS Employees Stock Option Plan, 2021 which provides for allotment of up to 45,00,000 (Forty Five Lakh) Options convertible into equivalent number of equity shares of ₹ 1/- each. No grant of options under the aforesaid scheme was made during the year under review.

For & On behalf of the Board

Ashish Dandekar
Chairman & Managing Director

Place : Mumbai
Dated : May 20, 2024

Form No. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st March 2024

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

The Members,
Camlin Fine Sciences Limited
'In G.S. Point', 5th Floor, CST Road, Kalina,
Santacruz East, Mumbai – 400 098.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Camlin Fine Sciences Limited** (CIN: L74100MH1993PLC075361) (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information / representations provided by the Company, its officers, agents and authorised 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, complied with the statutory provisions as mentioned 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, registers, minute books, forms and returns filed, and other records maintained by the Company, for the financial year ended on 31st March, 2024 according to the provisions of: -

i. The Companies Act, 2013 (the Act) and the rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made 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 thereunder (FEMA) to the extent of Overseas Direct Investments including loans and guarantees 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. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018**; (Not applicable to the Company during audit period)**;
   d. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
   e. The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021**(Not applicable to the Company during audit period);**

f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable to the Company during audit period)**;

g. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(Not applicable to the Company during audit period)**;

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the Company during audit period)**;

i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015;

vi. The law which is specifically applicable to the Company is as under: -

Food Safety and Standards Act, 2006 (FSSAI) and Rules thereunder;

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India as in force from time to time.

ii. The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited.

During the audit period under review, the Company has complied with the provisions of the Acts, Rules, Regulations and Guidelines as mentioned above.

We further report that: -

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

Adequate notice of at least seven days was given to all Directors to schedule the Board Meetings and whenever shorter notice is given, is approved by all the Board members at the particular meeting. Agenda and detailed notes on agenda were generally sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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.

For JHR & Associates
Company Secretaries

J. H. Ranade
(Partner)
FCS: 4317, CP: 2520
UDIN: F004317F000400680

Place: Thane
Date: 20th May, 2024

The Members,
Camlin Fine Sciences Limited
'In G.S. Point', 5th Floor,
CST Road, Kalina,
Santacruz East, Mumbai – 400 098.

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

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

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

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

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

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

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For JHR & Associates
Company Secretaries

J. H. Ranade
(Partner)
FCS: 4317, CP: 2520

Place: Thane
Date: 20th May, 2024

Annexure D to Directors' Report

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2023-24

1 **Brief outline on CSR Policy of the Company** — Refer Section: Corporate Social Responsibility (CSR) in the Board's Report

2 **Composition of CSR Committee:**

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
i.	Mahabaleshwar Palekar	Non- Executive Director	1	1
ii.	Ashish Dandekar	Chairman & Managing Director	1	1
iii.	Nirmal Momaya	Managing Director	1	1

3 **Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company.**

Composition of CSR committee	https://www.camlinfs.com/investor-relations/home/board_of_directors
CSR Policy	https://www.camlinfs.com/investor-relations/downloadReports/CSR%20Policy.pdf
CSR projects approved by the board	https://www.camlinfs.com/investor-relations/downloadReports/CSR%20projects%20for%20the%20financial%20year%202023-24.pdf

4 **Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.** — Not Applicable for the financial year under review

5
(a)	**Average net profit of the company as per sub-section (5) of section 135.**	₹ 4,379.57 lakh
(b)	**Two percent of average net profit of the company as per sub-section (5) of section 135.**	₹ 87.59 lakh
(c)	**Surplus arising out of the CSR Projects or programmes or activities of the previous financial years.**	Nil
(d)	**Amount required to be set off for the financial year, if any**	Nil
(e)	**Total CSR obligation for the financial year [(b)+(c)-(d)].**	₹ 87.59 lakh

6	(a)	**Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).**	₹ 88.00 lakh
	(b)	**Amount spent in Administrative overheads.**	Nil
	(c)	**Amount spent on Impact Assessment, if applicable.**	Not Applicable
	(d)	**Total amount spent for the Financial Year [(a)+(b)+(c)].**	₹ 88.00 lakh

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

Total Amount Spent for the Financial Year (In ₹)	Amount Unspent (In ₹)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer
8,800,000	Not Applicable		Not Applicable		

(f) Excess amount for set off, if any

Sl No.	Particular	Amount (in ₹ lakh)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	87.59
(ii)	Total amount spent for the Financial year	88.00
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.41
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.41

7 **Details of Unspent Corporate Social Responsibility amount for the preceding three financial years:**

Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
1	FY 2022-23	NIL						
2	FY 2021-22							
3	FY 2020-21							

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

If Yes, enter the number of Capital assets created/ acquired Not Applicable

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

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
Not Applicable							

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

For & On behalf of the Board

Mahabaleshwar Palekar
Chairman CSR Committee
DIN: 02455892

Ashish Dandekar
Chairman & Managing Director
DIN: 01077379

Date: May 20, 2024

Annexure E to Directors' Report

PARTICULARS PURSUANT TOSECTION 134 (3) (M) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (ACCOUNTS) RULES, 2014.

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A. CONSERVATION OF ENERGY

(i) the steps taken on conservation of energy:

Some of the major steps taken towards energy conservation are as follows:

a. Company continued its usage of natural waste viz brickettes instead of furnace oil/coal.

b. Installation and maintenance of equipment like VFD in the electrical panels of cooling towers, process reactors and critical process pumps

(ii) the steps taken by the company for utilising alternate sources of energy are as follows:

Company is exploring avenues for utilizing energy from the renewable natural resources such as solar and wind. Plan is being drawn to install solar energy units at Dahej facility. Company is also in the process of acquiring windmill to reduce its reliance on conventional energy.

(iii) the capital investment on energy conservation equipments; Nil

(iv) impact of the above matters:

On implementation of the solutions referred above, the Company will be able to further achieve economy in conservation of energy as well as reduction in cost of production.

B. TECHNOLOGY ABSORPTION

(i) the efforts made towards technology absorption:

The Company's R & D Laboratory is recognised by the Department of Scientific & Industrial Research, Government of India, where continuous efforts are made to innovate new products and improve the quality of Fine Chemicals and products manufactured /procured by the Company and to make the manufacturing process safe, cost effective and environment friendly.

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution:

Technology, innovations and improvements undertaken at the Laboratory scale have been successfully absorbed at plant level. These efforts shall benefit the Company in increasing sales, reducing cost, and improving quality and scale of the production. The Company is heading towards global leadership in food grade antioxidants.

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) - NIL

(a) the details of technology imported;

(b) the year of import;

(c) whether the technology been fully absorbed;

(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof;

(iv) the expenditure incurred on Research and Development.

(₹ in Lakh)

	Expenditure on R&D	2023 - 2024	2022 - 2023
a)	Capital	26.37	88.97
b)	Recurring	774.06	571.86
c)	Total	800.43	660.82
d)	Total R&D Expenditure as a Percentage of total turnover	1.06%	0.85%

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

(₹ in Lakh)

	2023 - 2024	2022 - 2023
Foreign exchange outgo	13,302.19	15,101.68
Foreign exchange earned	48,154.41	48,148.58

For & On behalf of the Board

Ashish Dandekar
Chairman & Managing Director

Place : Mumbai
Dated : May 20, 2024

Business Responsibility and Sustainability Reporting

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1	Corporate Identity Number (CIN) of the Listed Entity	L74100MH1993PLC075361
2	Name of the Listed Entity	Camlin Fine Sciences Limited
3	Year of incorporation	30-11-1993
4	Registered office address	In G.S. Point, Floor 2-5, CST Road, Opp. University Campus Gate No. 1, Kalina, Santacruz East, Mumbai - 400 098
5	Corporate address	In G.S. Point, Floor 2-5, CST Road, Opp. University Campus Gate No. 1, Kalina, Santacruz East, Mumbai - 400 098
6	E-mail	secretarial@camlinfs.com
7	Telephone	022-67001000
8	Website	https://www.camlinfs.com/
9	Financial year for which reporting is being done	2023-24
10	Name of the Stock Exchange(s) where shares are listed	BSE Limited, National Stock Exchange of India Ltd.
11	Paid-up Capital	16,74,65,207
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	
	Name of Contact Person	Rahul Sawale
	Contact Number of Contact Person	9920882621
	Email of Contact Person	rahul.sawale@camlinfs.com
13	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken, together).	Standalone basis
14	Name of assurance provider	Not Applicable
15	Type of assurance obtained	Not Applicable

II. Products/services

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

S. No.	Description of main activity	Description of business activity	% of turnover of the entity
1.	Manufacturing	Business of manufacture of diverse high-quality innovative antioxidants and shelf-life extensions, aroma ingredients, performance chemical products, Health & Wellness products and related solutions for food, animal nutrition, pet food, pharmaceutical and petrochemical industries globally	100

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

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Shelf Life Solutions	20119 / 20293	61.26%
2	Performance Chemicals	20119	29.05%
3	Aroma Ingredients	20119	3.97%

III. Operations

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

Location	Number of plants	Number of offices	Total
National	2	3	5
International	-	-	-

The manufacturing units are situated at Plot D-2/3 in Tarapur and at Z/96/D at Dahej SEZ II, Gujarat. Offices, apart from its registered office in Mumbai, also include 'Application Lab' situated at Thane and 'R & D Centre' at Tarapur.

19. Markets served by the entity:

a. Number of locations

Location	Number
National (No. of States)	25
International (No. of Countries)	48

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

66.05%

c. A brief on types of customers

The Company serves manufacturers of food, animal nutrition, pet food, Pharmaceutical and Petrochemicals, Flavour and Fragrance and Industrial Chemicals, directly as well as through distributors and through its subsidiaries.

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
EMPLOYEES						
1.	Permanent (D)	624	581	93.11	43	6.89
2.	Other than Permanent (E)	-	-	-	-	-
3.	Total employees (D + E)	624	581	93.11	43	6.89
WORKERS						
4.	Permanent (F)	12	12	100.00	0	0.00
5.	Other than Permanent (G)	665	664	99.85	1	0.15
6.	Total workers (F + G)	677	676	99.85	1	0.15

b. Differently abled Employees and workers:

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent (D)	-	-	-	-	-
2.	Other than Permanent (E)	-	-	-	-	-
3.	Total differently abled employees (D + E)	-	-	-	-	-
DIFFERENTLY ABLED WORKERS						
4.	Permanent (F)	1	1	100.00	-	-
5.	Other than Permanent (G)	-	-	-	-	-
6.	Total differently abled workers (F + G)	1	1	100.00	-	-

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors*	10	2	20.00
Key Management Personnel*	5	-	-

*Mr. Ashish Dandekar, Chairman & Managing Director, Mr. Nirmal Momaya, Managing Director and Mr. Arjun Dukane, Executive Director – Technical are part of both categories.

22. Turnover rate for permanent employees and workers

(Disclose trends for the past 3 years)

	FY 2023-24 (Turnover rate in current FY) [values in %]			FY 2022-23 (Turnover rate in previous FY) [values in %]			FY 2021-22 (Turnover rate in the year prior to the previous FY) [values in %]		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	16	14	30	16	17	33	14	10	24
Permanent Workers	5	-	5	16	-	16	7	-	7

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

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

S. No.	Name of the holding/ subsidiary/ associate companies/ joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	CFS Europe S.p.A.	Subsidiary	100	No
2	CFS Do Brasil Importacao E Exportacao De Aditivos Alimenticios LTDA.	Subsidiary	100	No
3	Solentus North America Inc	Subsidiary	100	No
4	CFS North America LLC	Subsidiary	100	No
5	CFS De Mexico Blends S.A.P.I. DE C.V.	Subsidiary	100	No
6	Dresen Quimica, S.A.P.I. de C.V.	Subsidiary	100	No
7	Industrias Petrotec de Mexico, S.A. de C.V.	Subsidiary	100	No
8	Inovel, S.A.S	Subsidiary	100	No
9	Nuvel, S.A.C	Subsidiary	100	No
10	Britec, S.A.	Subsidiary	100	No
11	Grinel, S.R.L.	Subsidiary	100	No
12	Chemolutions Chemicals Ltd.	Subsidiary	94.08	No
13	CFS Argentina SA	Subsidiary	100	No
14	CFS Chile SpA	Subsidiary	100	No
15	AlgalR Nutrapharms Private Limited	Subsidiary	80	No
16	CFS Wanglong Flavors (Ningbo) Co.Ltd.	Subsidiary	51	No
17	CFS Pahang Asia Pte Ltd.	Subsidiary	51	No
18	CFS PP (M) SDN. BHD.	Subsidiary	51	No

Note: For further details refer to Note No. 49 of Consolidated Financial Statement

VI. CSR Details

24. CSR Details

Whether CSR is applicable as per section 135 of Companies Act, 2013	Yes
Turnover (in ₹ Lakh)	77,326.21
Net worth (in ₹ Lakh)	71,571.40

VII. Transparency and Disclosures Compliances

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

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	if Yes, then provide web-link for grievance redress policy	FY 2023-24			FY 2022-23		
			Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	-	Nil	Nil	Nil	Nil	Nil	
Investors (other than shareholders)	Yes	N.A.	Nil	Nil	Nil	Nil	Nil	
Shareholders	Yes	*Link below	Nil	Nil	Nil	Nil	Nil	
Employees and workers	Yes	N.A.	Nil	Nil	Nil	Nil	Nil	
Customers	Yes	N.A.	Nil	Nil	Nil	1	1	
Value Chain Partners	Yes	N.A.	Nil	Nil	Nil	Nil	Nil	

* https://www.camlinfs.com/investor-relations/home/investor_relations

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

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

The Company identifies material issues including environmental and social ones and understand the relative importance of these issues to the business through periodical materiality assessments, and accordingly formulate specific action plans to address each material issue. The management of risk is embedded in the corporate strategies to marry organizational capability with market opportunities.

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)

Refer to the paragraph on "Risks and Concerns" of the Management Discussion and Analysis for additional details.

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

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

Disclosure Question		1a. Whether your entity's policy/ policies cover each principle and its core elements of the NGRBCs. (Yes/No)	1b. Has the policy been approved by the Board? (Yes/ No)	1c. Web Link of the Policies, if available
Policy and management processes				
P1	Ethics & Transparency	Yes	Yes	*
P2	Product Responsibility	No	N.A	N.A.
P3	Human Resources	No	N.A	N.A
P4	Responsiveness to Stakeholders	Yes	Yes	*
P5	Respect for Human Rights	Yes	Yes	*
P6	Responsible Lending	No	N.A	N.A
P7	Public Policy Advocacy	No	N.A	N.A
P8	Inclusive Growth	Yes	Yes	*
P9	Customer Engagement	Yes	No	**

* https://www.camlinfs.com/investor-relations/home/downloads

** https://www.camlinfs.com/

Disclosure Question		2. Whether the entity has translated the policy into procedures. (Yes / No)	3. Do the enlisted policies extend to your value chain partners? (Yes/No)	4. Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.
Policy and management processes				
P1	Ethics & Transparency	Yes	Yes	N.A.
P2	Product Responsibility	N.A.	N.A.	N.A.
P3	Human Resources	Yes	Yes	N.A.
P4	Responsiveness to Stakeholders	Yes	N.A.	N.A.
P5	Respect for Human Rights	Yes	Yes	N.A.
P6	Responsible Lending	N.A.	N.A.	N.A.
P7	Public Policy Advocacy	N.A.	N.A.	N.A.
P8	Inclusive Growth	Yes	Yes	N.A.
P9	Customer Engagement	N.A.	N.A.	N.A.

Note: The policies adopted by the Company are in conformity and adherence to the principles with relevant national and international standards which are statutorily applicable.

<table>
<tr><th colspan="2">Disclosure Question</th><th>5. Specific commitments, goals and targets set by the entity with defined timelines, if any.</th><th>6.Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.</th></tr>
<tr><td colspan="4">Policy and management processes</td></tr>
<tr><td>P1</td><td>Ethics & Transparency</td><td colspan="2" rowspan="9">The Company is in the process of setting up goals and targets. However, the following targets are inter-alia planned upto 2030:
1. Green Energy:
➢ Using agro-based briquettes to power our boilers (already in place at Tarapur Unit);
➢ to switch the power consumption at Tarapur facility to renewable energy planned to be implemented in next year;
➢ An engineering approach to wastewater treatment at our Tarapur facility where 100% water is recycled;
2. Water Conservation
➢ Use of desalinated water at Dahej Unit;
3. Emission Reduction
➢ Gasification to reduce Methane emission at our wholly owned subsidiary plant at Italy;</td></tr>
<tr><td>P2</td><td>Product Responsibility</td></tr>
<tr><td>P3</td><td>Human Resources</td></tr>
<tr><td>P4</td><td>Responsiveness to Stakeholders</td></tr>
<tr><td>P5</td><td>Respect for Human Rights</td></tr>
<tr><td>P6</td><td>Responsible Lending</td></tr>
<tr><td>P7</td><td>Public Policy Advocacy</td></tr>
<tr><td>P8</td><td>Inclusive Growth</td></tr>
<tr><td>P9</td><td>Customer Engagement</td></tr>
</table>

Governance, leadership and oversight

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements

   Through BRSR report, we take this opportunity to engage with our diverse stakeholders across the value chain on ESG practices. Data presented in the report is transparent and quantitative and validated by the respective department heads. There is an attempt to conduct materiality assessment to identify the ESG risks and opportunities, based on which the business and ESG risks will be mitigated and opportunities will be used to create economic and social values.

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

   Mr. Nirmal Momaya, Managing Director, under the guidance of the Board of Directors & its Committes.

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

   If yes, provide details. - Mr. Nirmal Momaya, Managing Director is responsible for decision making on sustainability related issues under the guidance of the Board of Directors & its Committes.

10. Details of Review of NGRBCs by the Company:

Subject for Review	**Indicate whether review was undertaken by Director / Committee of the Board / Any other Committee**								
	P1	**P2**	**P3**	**P4**	**P5**	**P6**	**P7**	**P8**	**P9**
Performance against above policies and follow up action Indicate whether review was undertaken by Director / Committee of the Board/Any other Committee	Mr. Nirmal Momaya, Managing Director								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances Indicate whether review was undertaken by Director / Committee of the Board/Any other Committee	Mr. Nirmal Momaya, Managing Director The Company is in compliance with the existing regulations and a statutory compliance certificate on applicable laws is provided by the MD/CFO/ CS.								
Subject for Review	**Frequency (Annually/ Half yearly/ Quarterly/ Any other - please specify)**								
Performance against above policies and follow up action Frequency (Annually/ Half yearly/ Quarterly/ Any other - please specify)	On monthly basis								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances Frequency (Annually/ Half yearly/ Quarterly/ Any other - please specify)	On monthly basis								

11.

Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	No. The Company though, regularly conducts review of its policies and also as and when need arises.

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

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

SECTION C : PRINCIPLE WISE PERFORMANCE DISCLOSURE

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

PRINCIPLE 1

Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

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

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	4	During the year, the Board of Directors & KMP's of the Company (including its Committees) has invested time on various updates comprising matters relating to an array of issues pertaining to the business, regulations, economy and environmental, social and governance parameters.	100
Key Managerial Personnel	4		100
Employees other than BoD and KMPs	18	The Company periodically updates and familiarises employees on the following: 1. Code of Conduct; 2. Prevention of Sexual Harassment; 3. Whistleblower Policy; and 4. Health and Safety.	84.46
Workers	18		100

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

Monetary				
NGRBC Principle	**Name of the regulatory/ enforcement agencies/ judicial institutions**	**Amount (In ₹)**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Penalty/ Fine				
Settlement				
Compounding fee				

Non-Monetary			
NGRBC Principle	**Name of the regulatory/ enforcement agencies/ judicial institutions**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Imprisonment			
Punishment			

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

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions

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

Yes, the Company adheres to uncompromising integrity in conduct of business and does not tolerate corrupt and immoral practices. The policy reiterates that the Company does not tolerate any bribery and corruption and continues to uphold the highest standards of integrity and transparency in all its interactions and routine business activities. The policy is available at https://www.camlinfs.com/investor-relations/home/downloads.

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

	FY 2023-24	FY 2022-23
Directors	NIL	NIL
KMPs		
Employees		
Workers		

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

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

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

NA

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

	FY 2023-24	FY 2022-23
Number of days of accounts payables	217	177

9. Open-ness of business

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

Parameter	Metrics	FY 2023-24	FY 2022-23
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	47.94%	46.13%
	b. Number of trading houses where purchases are made from	164	130
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	65.00%	72.99%
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	43.00%	50.00%
	b. Number of dealers / distributors to whom sales are made	131	142
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	45.00%	58.00%
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	0.24%	1.27%
	b. Sales (Sales to related parties / Total Sales)	20.62%	17.26%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	82.94%	81.68%
	d. Investments (Investments in related parties / Total Investments made)	99.93%	99.93%

PRINCIPLE 2

Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

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

	FY 2023-24	FY 2022-23	Details of improvements in environmental and social impacts
R&D	100%	100%	All R&D Investments are focussed at sustainable technologies and green chemistries development, green and sustainable technologies and products to improve fuel efficiency, energy storage devices, human health and well-being and chemicals from sustainable sources.
Capex	79.90%	6.90%	Projects for Pollution Control, Safety for Employee & Community, Circularity i.e. harnessing solar/wind energy into electricity, capex for energy storage materials research, human health and well-being and sustainable chemicals.

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

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

   The Company endeavors to implement responsible procurement practices across its supply chain. As a measure of enhancing its impact on the environment and society, the Company encourages local sourcing enabling the reduction in costs, currency risks and environmental footprint of the transportation services.

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

   Plastics (including packing) are disposed-off as is where is basis through contracting process.

   E-waste is not applicable as the Company is not reclaiming any electronic items. All e-waste generated in-house is handed over to certified vendors for safe disposal.

   The incinerable hazardous waste generated at the site is sent for co-processing/ pre-processing in cement plants instead of incineration. Spent Catalyst are either regenerated and reused at plants. Further, after reuse, the same and ETP sludge is sent for disposal to waste management plant. The agro-waste boiler ash is sent for brick manufacturing, soil enrichment and landfilling.

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

   No, the Company manufactures products which are intermediate products (input materials) for our customers who in turn finally produce the finished products. Therefore, these products packaging materials becomes pre-consumer plastic waste to our customers who recycle it through certified recyclers.

PRINCIPLE 3

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

Essential Indicators

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

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	581	581	100.00	581	100.00	-	-	-	-	-	-
Female	43	43	100.00	43	100.00	43	100.00	-	-	-	-
Total	**624**	**624**	**100.00**	**624**	**100.00**	**43**	**100.00**	**-**	**-**	**-**	**-**
Other than Permanent employees											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**

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

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	12	12	100.00	12	100.00	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	**12**	**12**	**100.00**	**12**	**100.00**	**-**	**-**	**-**	**-**	**-**	**-**
Other than Permanent workers											
Male	664	-	-	664	100.00	-	-	-	-	-	-
Female	1	-	-	1	100.00	1	100.00	-	-	-	-
Total	**665**	**-**	**-**	**665**	**100.00**	**1**	**100.00**	**-**	**-**	**-**	**-**

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

	FY 2023-24	FY 2022-23
Cost incurred on wellbeing measures as a % of total revenue of the Company	0.40%	0.36%

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

Benefits	FY 2023-24			FY 2022-23		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100	100	Yes	100	100	Yes
Gratuity	100	100	Yes	100	100	Yes
ESI	20.50	-	Yes	19.50	-	Yes
Others - please specify						

Note: All eligible employees and workers are covered under the said benefits.

3. **Accessibility of workplaces**

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

Yes

4. **Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

The Company provides equal opportunities to all its employees and to all eligible applicants for employment in the Company. It does not unfairly discriminate on any ground including race, caste, religion, colour, ancestry, marital status, gender, sexual orientation, age, nationality, ethnic origin, disability or any other category protected by applicable law.

5. **Return to work and Retention rates of permanent employees and workers that took parental leave.**

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	NA	-	NA	-
Female	100%	100%	100%	100%
Total	**100%**	**100%**	**100%**	**100%**

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker?

Yes

If yes, give details of the mechanism in brief.

	Yes/No (If Yes, then give details of the mechanism in brief)	Remark
Permanent Workers	Yes	The workers represent their grievances to the unions, wherever applicable and the unions in turn represents to the management.
Other than Permanent Workers	Yes	Our non-permanent workers represent their grievances to the unit and Admin in-charge.
Permanent Employees	Yes	The Company has an Whistle-blower Policy applicable to employees and third parties, to report concerns on actual or suspected violations of the code.
Other than Permanent Employees	Yes	The Company has an Whistle-blower Policy applicable to employees and third parties, to report concerns on actual or suspected violations of the code.

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

Category	FY 2023-24			FY 2022-23		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees	624	-	-	612	-	-
- Male	581	-	-	584	-	-
- Female	43	-	-	28	-	-
Total Permanent Workers	12	12	100.00	15	15	100.00
- Male	12	12	100.00	15	15	100.00
- Female	-	-	-	-	-	-

8. Details of training given to employees and workers:

Category	FY 2023-24					FY 2022-23				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	581	481	82.79	481	82.79	584	436	74.66	436	74.66
Female	43	17	39.53	17	39.53	28	6	21.43	6	21.43
Total	624	498	79.81	498	79.81	612	442	72.22	442	72.22
WORKERS										
Male	12	12	100.00	12	100.00	15	15	100.00	15	100.00
Female	-	-	-	-	-	-	-	-	-	-
Total	12	12	100.00	12	100.00	15	15	100.00	15	100.00

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

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	581	581	100.00	584	584	100.00
Female	43	43	100.00	28	28	100.00
Total	624	624	100.00	612	612	100.00
WORKERS						
Male	12	12	100.00	15	15	100.00
Female	-	-	-	-	-	-
Total	12	12	100.00	15	15	100.00

10. Health and safety management system:

a. **Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No).**

Yes

If yes, the coverage such system?

All manufacturing locations under the entity have an Occupational Health and Safety management system in place, in accordance with the guidelines provided by ISO 9001/14001 standards and the legal requirements such as Factories Act, Indian Boilers Act, Environment Protection Act etc. The Occupational Health and Safety management system covers all the units and employees within the manufacturing operation.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The Company undertakes periodic internal and external audits to ensure the compliance of Occupational Health and Safety management system within the manufacturing operation. The EHS trainings, audits and inspections are carried out as per the guidelines of ISO 9001/14001 standard. The Company's Process Safety Management system facilitates the implementation of best safety practices. Further, it enables the identification of work-related hazards through design checklists and Hazard and Operability Analysis (HAZOP).

c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)

Yes

All sites have specific procedure for reporting of work-related hazard, injuries, unsafe condition and unsafe act. Training programs pertaining to safety of all nature are carried out on a regular basis.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes

All employees are covered under health insurance scheme / ESI scheme. With the endeavor to promote physical and mental wellbeing for all the employees and workers, the Company designs comprehensive health programs which promote healthy lifestyle practices. Some of the examples of health programs and services offered to the employees are:

- Gym facility;
- Nutrition awareness camp;
- Cancer checkup camp;
- Mind-mend session.

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

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

*Including in the contract workforce

12. Describe the measures taken by the entity to ensure a safe and healthy work place.

The Company is committed to continuously employing world-class Safety, Health and Environment practices through benchmarking with the companies that are best in the business. The Company has an internal committee which reviews and monitors the sustainability, safety, health and environmental policies and activities in compliance with appropriate laws and legislation. This Management and the Board ensures that Safety and Sustainability implications are duly addressed in all-new strategic initiatives, budgets, audit actions and improvement plans. The Company endeavors to prevent negative health impact on the employees through various health awareness sessions, provision of medical facilities and medical insurance benefits. Additionally, the Company provides voluntary health promotion services such as Gym and counselling, nutritional awareness campaigns among others for inculcating healthy lifestyle practices.

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

	FY 2023-24			FY 2022-23		
	Filed during the year	**Pending resolution at the end of year**	**Remarks**	**Filed during the year**	**Pending resolution at the end of year**	**Remarks**
Working Conditions	-	-	NA	-	-	NA
Health & Safety	-	-	NA	-	-	NA

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100
Working Conditions	100

100% of the locations are audited internally by the entity. The audits are conducted by internal experts to ensure the compliance of safety regulations and identification of major improvement areas.

100% (All the sites are assessed on their working conditions by the external and internal audits).

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

All incidents are investigated by cross-functional team. All critical factors involved in an incident are determined through root cause analysis & investigation and corrective / preventive actions are identified to prevent recurrence.

PRINCIPLE 4

Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. **Describe the processes for identifying key stakeholder groups of the entity.**

   Internal and external group of stakeholders have been identified. Presently, the given stakeholder groups have the immediate impact on the operations and working of the Company. This includes Employees, Shareholders, Customers, Communities, Suppliers, Partners and Vendors.

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

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/ No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others - please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders	No	Annual General Meeting, shareholder meets, email, Stock Exchange (SE) intimations, investor / analysts meet / conference calls, annual report, quarterly results, media releases, Company / SE website	Ongoing	Investors/ Shareholders form an integral part of the stakeholder group, influencing the decisions of the Company. The key areas of interest for the investors/ shareholders are: • Corporate governance • ESG disclosures • Regulatory compliance • Overall Company performance • Share price appreciation • Profitability and financial stability
Employees	No	Senior leaders' communication / talk, summit & conferences, goal setting and performance appraisal meetings/review, union meetings, wellness initiatives, email, circulars, newsletters.	Ongoing	Operational efficiencies, improvement areas, long-term strategy plans, training and awareness, responsible marketing, brand communication, health, safety and engagement initiatives

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/ No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others - please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	Website, distributor / direct customer, senior leader-customer meets / visits, customer plant visits, key account management, trade body membership, complaints management, conferences, exhibitions, customer surveys	Ongoing	Customers form a vital part of the Company's stakeholder engagement group to ensure quality services. The key areas of interest for Customer B2B are: • Product quality, access and pricing • responsiveness to needs, aftersales service • responsible guidelines / manufacturing
Communities	No	•In-person meetings •Engagement through NGO partners	Ongoing	Community development programs initiated by the Company's Donations and CSR activities enables driving a positive impact on the community members. The key areas of interest for community are: • Community development programs with a focus on health, education, and infrastructure development
Suppliers, Partners and Vendors	No	• Vendor meets • Virtual modes such as e-mail, telephonically	Ongoing	Responsible supply chain practices are critically important for ensuring the business continuity in a sustainable manner. Engagement with suppliers, vendors enable the Company to identify the key material issues impacting the supply chain. The key areas of interest for the suppliers are: • Timely payments • Collaboration

PRINCIPLE 5

Businesses should respect and promote human rights

Essential Indicators

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

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. of employees/ workers covered (B)	% (B / A)	Total (C)	No. of employees/ workers covered (D)	% (D / C)
Employees						
Permanent	624	-	-	612	-	-
Other than permanent	-	-	-	-	-	-
Total Employees	**624**	**-**	**-**	**612**	**-**	**-**
Workers						
Permanent	12	-	-	15	-	-
Other than permanent	665	-	-	500	-	-
Total Workers	**677**	**-**	**-**	**515**	**-**	**-**

2. **Details of minimum wages paid to employees and workers:**

Category	FY 2023-24					FY 2022-23				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Permanent	624	-	-	624	100.00	612	-	-	612	100.00
Male	581	-	-	581	100.00	584	-	-	584	100.00
Female	43	-	-	43	100.00	28	-	-	28	100.00
Other than permanent	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-
Workers										
Permanent	12	-	-	12	100.00	15	-	-	15	100.00
Male	12	-	-	12	100.00	15	-	-	15	100.00
Female	-	-	-	-	-	-	-	-	-	-
Other than permanent	665	665	100.00	-	-	500	500	100.00	-	-
Male	664	664	100.00	-	-	499	499	100.00	-	-
Female	1	1	100.00	-	-	1	1	100.00	-	-

3. Details of remuneration/salary/wages, in the following format:

a. Median remuneration / wages:

	Male		Female	
	Number	**Median remuneration/ salary/ wages of respective category**	**Number**	**Median remuneration/ salary/ wages of respective category**
Board of Directors (BoD)	10	23.75	2	14.875
Key Managerial Personnel	5	123.16	-	N.A.
Employees other than BoD and KMP	576	5.56	43	8.99
Workers	12	3.86	-	N.A.

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

	FY 2023-24	FY 2022-23
Gross wages paid to females as % of total wages	7.89%	6.74%

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

Yes

The Head of Human Resource department of the Company is responsible for addressing human rights impact or issues. As part of the HR Manual, the Company adheres to all statutory compliances and applicable laws, regulations in all territories of its operation.

Further, the Company expects all its relevant stakeholders to respect and comply with the applicable laws, regulations in all territories of its operation.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The mechanism to redress grievances under human rights is same as for other grievances. On receipt of any concern by through email, letter, web helpline, oral, etc., it is registered with the HR or Internal Complaint Committee in case on sexual harassment and sanity check is done. For complaints within the purview of the whistle blower or sexual harassment and which merits further investigation are acted upon as per the respective policies.

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

	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	-	-	NA	-	-	NA
Discrimination at workplace	-	-	NA	-	-	NA
Child Labour	-	-	NA	-	-	NA
Forced Labour/ Involuntary Labour	-	-	NA	-	-	NA
Wages	-	-	NA	-	-	NA
Other human rights related issues	-	-	NA	-	-	NA

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

	FY 2023-24	FY 2022-23
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	NIL	NIL
Complaints on POSH as a % of female employees / workers	NIL	NIL
Complaints on POSH upheld	NIL	NIL

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The Company is committed to a workplace free of harassment, including sexual harassment at the workplace, and has zero tolerance for such unacceptable conduct. The Company encourages reporting of any harassment concerns and is responsive to complaints about harassment or other unwelcome or offensive conduct. The Company has in place an Anti-Sexual Harassment Policy on prevention of sexual harassment in line with the requirements of the Sexual Harassment of women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH Policy). An Internal Complaint Committee is in place to redress the complaints received regarding sexual harassment. All employees are covered under this policy. Necessary disclosures in relation to the sexual harassment complaints received and redressal thereof are provided in Board's Report. The Company has also a Whistleblower Policy to report genuine concerns and grievances. As part of Whistleblower Policy and POSH Policy, the Company has a section mentioned on the protection of identity of the complainant and provides necessary safeguards against victimisation of employees. All such matters are dealt in strict confidence.

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

Yes, the Company expects all its relevant stakeholders to respect and comply with the applicable laws, regulations in all territories of its operation.

10. Assessments for the year:

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

Note: The Company internally monitors compliance with all relevant laws and policies pertaining to these issues at 100% of its plant and offices.

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

NA

PRINCIPLE 6

Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

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

Parameter	FY 2023-24	FY 2022-23
From renewable sources		
Total electricity consumption (A) (in TJ)	-	-
Total fuel consumption (B) (in TJ)	221.45	222.03
Energy consumption through other sources (C) (in TJ)	-	-
Total energy consumed from renewable sources (A+B+C) (in TJ)	**221.45**	**222.03**
From non-renewable sources		
Total electricity consumption (D) (in TJ)	121.27	111.63
Total fuel consumption (E) (in TJ)	1,062.47	909.72
Energy consumption through other sources (F) (in TJ)	-	-
Total energy consumed from non-renewable sources (D+E+F) (in TJ)	**1,183.74**	**1,021.35**
Total energy consumed (A+B+C+D+E+F) (in TJ)	**1,045.19**	**1,243.38**
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)	**0.0000001817**	**0.0000001575**
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)*	**0.0000002195**	**0.0000001905**
Energy intensity in terms of physical output (Turnover MT)	**0.1049**	**0.0993**
Energy intensity (optional) – the relevant metric may be selected by the entity		

* For the purpose of calculation of revenue adjusted Purchasing power parity (PPP), conversion factor @22.88 Rs./USD as per World Bank website (Source: https://data.worldbank.org/indicator/PA.NUS.PPP) has been considered.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N)

No

If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any

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

Parameter	FY 2023-24	FY 2022-23
Water withdrawal by source (in kilolitres)		
(i) Surface water	2,390	-
(ii) Groundwater	-	-
(iii) Third party water - MIDC /GIDC	2,39,354	2,54,384
(iv) Seawater / desalinated water	59,253	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**3,00,997**	**2,54,384**
Total volume of water consumption (in kilolitres)	**1,77,312**	**2,53,380.65**
Water intensity per rupee of turnover (Total Water consumed / Revenue from Operations)	**0.0000229304**	**0.0000320964**
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)*	**0.0000276980**	**0.0000388295**
Water intensity in terms of physical output (Turnover MT)	**13.240**	**20.226**
Water intensity (optional) – the relevant metric may be selected by the entity		

* For the purpose of calculation of revenue adjusted Purchasing power parity (PPP), conversion factor @22.88 Rs./USD as per World Bank website (Source: https://data.worldbank.org/indicator/PA.NUS.PPP) has been considered.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

4. Provide the following details related to water discharged:

Parameter		FY 2023-24	FY 2022-23
Water discharge by destination and level of treatment (in kilolitres)			
(i)	To Surface water	-	-
	- No treatment	-	-
	- With treatment – please specify level of treatment	-	-
(ii)	To Groundwater	-	-
	- No treatment	-	-
	- With treatment – please specify level of treatment	-	-
(iii)	To Seawater	1,23,685	47,616.35
	- No treatment	-	-
	- With treatment – Fenton treatment, MVR+ Stripper, BioETP treatment	1,23,685	47,616.35
(iv)	Sent to third-parties	-	-
	- No treatment	-	-
	- With treatment – please specify level of treatment	-	-
(v)	Others	-	-
	- No treatment	-	-
	- With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)		**1,23,685**	**47,616.35**

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

5. Has the entity implemented a mechanism for Zero Liquid Discharge?

Implemented zero liquid discharge for Tarapur CFS manufacturing site:

If yes, provide details of its coverage and implementation.

Company invested around ₹ 10 Cr for state of the art Mechanized Vapour Compression unit and stripper column (Distillation unit) along with requisite pretreatment facility and secondary treatment as activated carbon filtration and for concentrated reject treatment installed Agitated Thin film dryer. the consolidated system with design capacity of near about 100 m3 /day has facilitated zero liquid discharge.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2023-24	FY 2022-23
NOx	ug/m3	20.00	15.00
SOx	ug/m3	20.50	16.00
Particulate matter (PM)	ug/m3	22.65	25.00
Persistent organic pollutants (POP)	ug/m3	NA	NA
Volatile organic compounds (VOC)	PPM	BDL	BDL
Hazardous air pollutants (HAP)	ug/m3	NA	NA
Others - please specify			

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) if yes, name of the external agency.

No

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

Parameter	Unit	FY 2023-24	FY 2022-23
Total Scope 1 emissions (Break-up of the GHG into CO 2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	MMTCO2e	1,25,992.77	1,12,203.00
Total Scope 2 emissions (Break-up of the GHG into CO 2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	MMTCO2e	23,197.09	22,016.00
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from Operations)	MMTCO2e	0.0000192936	0.0000170019
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)*	MMTCO2e	0.0000233050	0.0000205685
Total Scope 1 and Scope 2 emission intensity in terms of physical output (Turnover MT)	MMTCO2e	11.1404	10.7140
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity			

* For the purpose of calculation of revenue adjusted Purchasing power parity (PPP), conversion factor @22.88 Rs./USD as per World Bank website (Source: https://data.worldbank.org/indicator/PA.NUS.PPP) has been considered.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) if yes, name of the external agency.

No

8. Does the entity have any project related to reducing Green House Gas emission? if yes, name of the external agency.

Yes, taken up preliminary assessment for GHG emission sources mainly , refrigerant gases and reviewing alternate possibilities to reduce Tons of CO2 equivalent.

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

Parameter	FY 2023-24	FY 2022-23
Total Waste generated (in metric tonnes)		
Plastic waste (A)	7.865	11.18
E-waste (B)	0.20	-
Bio-medical waste (C)	-	=
Construction and demolition waste (D)	-	-
Battery waste (E)	-	-
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G) ETP Sludge and other Process waste	5,533.79	1,056.63
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	-	-
Total (A+B + C + D + E + F + G + H)	**5,541.855**	**1,067.81**
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	0.0000007167	0.0000001353
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)*	0.0000008657	0.0000001636
Waste intensity in terms of physical output (Turnover MT)	0.4138	0.0852
Waste intensity (optional) – the relevant metric may be selected by the entity		
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	7.865	11.18
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	**7.865**	**11.18**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	7.61	3.17
(ii) Landfilling	866.05	218.34
(iii) Other disposal operations - Preprocessing / coprocessing for cement industries	4,660.13	834.88
Total	**5,533.79**	**1,056.39**

* For the purpose of calculation of revenue adjusted Purchasing power parity (PPP), conversion factor @22.88 Rs./USD as per World Bank website (Source: https://data.worldbank.org/indicator/PA.NUS.PPP) has been considered.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

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

Following is the strategy adopted by company for waste management under corporate sustainability policy and commitment to environmental aspect .

a. Endeavor and focus on recycling of process effluent with vision of near to zero liquid discharge
b. Reduction in energy and water footprint in lieu of conserving energy and natural resources
c. Value proposition to handover waste and minimize carbon footprint
d. Adoption of technologies, state of the art plant and machineries to reduce fugitive emissions
e. Use of environmental protection equipments to control emissions and pollutants
f. Use of agrobased fuels to minimize NOx , Sox, and solid waste
g. Continue process improvement to improve yield and reduce waste
h. All the hazardous waste is processed through PCB registered preprocessors/ coprocessors
i. All the plastic waste is disposed through PCB registered recyclers.

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

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

NA

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

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

No environmental impact assessments were undertaken in FY 2023-24

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N).

Yes

If not, provide details of all such non-compliances, in the following format:

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

PRINCIPLE 7

Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

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

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

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1.	Federation of Indian Organisations	National
2.	Maharashtra Chamber of Commerce, Industry & Agriculture	State
3.	Export Promotion Council for EOUs & SEZ (Ministry Of Commerce & Industry)	National

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

Name of authority	Brief of the case	Corrective action taken
Not Applicable		

PRINCIPLE 8

Businesses should promote inclusive growth and equitable development

Essential Indicators

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

Name and brief details of project	SIA notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes / No)	Relevant Web Link
Not applicable					

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

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In ₹)
Not applicable						

3. **Describe the mechanisms to receive and redress grievances of the community.**

   The Company has a process to receive and redress concerns/grievances received from the community. The unit level Human Resource Department interacts with the community on a variety of matters including health care, education, disaster relief, rural development, art and culture, receives the concerns (written/verbal) and works towards their redressal.

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

	FY 2023-24	FY 2022-23
Directly sourced from MSMEs/ small producers	46.35%	30.07%
Directly from within India	97.27%	95.66%

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

Location	FY 2023-24	FY 2022-23
Rural	-	-
Semi-urban	63.00%	62.10%
Urban	1.80%	1.50%
Metropolitan	35.20%	36.40%

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

PRINCIPLE 9

Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

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

The Company has a comprehensive Product Quality Complaint Management system to facilitate timely redressal of the consumer complaints received in terms of product quality. The process is initiated once a product quality compliant is received and logged with the Company's system. Post which, the complainant is acknowledged, and a preliminary assessment is undertaken. A sample follow-up is initiated along with the preliminary assessment. The follow up runs in parallel with initial risk assessment and the investigation procedure. Post the completion of investigation a corrective action plan is initiated.

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

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

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

	FY 2023-24 (Current Financial Year)		Remarks	FY 2022-23 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	-	-	-	-	-	-
Advertising	-	-	-	-	-	-

Cyber-security	-	-	-	-	-	-
Delivery of essential services	-	-	-	-	-	-
Restrictive Trade Practices	-	-	-	-	-	-
Unfair Trade Practices	-	-	-	-	-	-
Other	-	-	-	1	1	The complaints include defective material, packaging defects such as missing components, damaged label and damaged outer packaging etc

4. **Details of instances of product recalls on account of safety issues:**

	Number	Reasons for recall
Voluntary recalls	Nil	NA
Forced recalls	Nil	NA

5. **Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.**

   Yes

   https://www.camlinfs.com/ESGInitiatives

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

   NIL

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

   a. Number of instances of data breaches: NIL

   b. Percentage of data breaches involving personally identifiable information of customers: Not Applicable

   c. Impact, if any, of the data breaches: Not Applicable

Management Discussion and Analysis

GLOBAL ECONOMIC OUTLOOK

There are signs that the global outlook has started to brighten, though growth remains modest. The impact of tighter monetary conditions continues, especially in housing and credit markets, but global activity is proving relatively resilient, inflation is falling faster than initially projected and private sector confidence is improving. Supply and demand imbalances in labour markets are easing, with unemployment remaining low. Real incomes have begun to improve as inflation moderates and trade growth has turned positive. Developments continue to diverge across countries, with softer outcomes in many advanced economies, especially in Europe, offset by strong growth in the United States and many emerging market economies.

Global growth in 2023 continued at an annual rate above 3%, despite the drag exerted by tighter financial conditions and other adverse factors, including Russia's war of aggression against Ukraine and the evolving conflict in the Middle East. Global GDP growth is projected at 3.1% in 2024 and 3.2% in 2025, little changed from the 3.1% in 2023. This is weaker than seen in the decade before the global financial crisis, but close to currently estimated potential growth rates in both advanced and emerging market economies.

Headline inflation fell rapidly in most economies during 2023, driven down by restrictive monetary policy settings, lower energy prices and continued easing of supply chain pressures. Food price inflation also came down sharply in most countries, as good harvests for key crops such as wheat and corn saw prices fall rapidly from highs reached after the start of the war in Ukraine. Core goods price inflation has generally fallen steadily, but services price inflation has been stickier, remaining well above pre-pandemic averages in most countries.

Artificial intelligence (AI) holds the potential for reviving the trend of productivity and growth while triggering an acceleration of innovation, even if estimates of the impact of AI on productivity are subject to considerable uncertainty. The share of firms making use of AI has risen rapidly, though most of these are large companies. The net effect of AI on aggregate productivity will depend on many factors, including the extent to which new technologies are widely diffused or concentrated in a few leading firms, and the extent to which AI is labour enhancing as opposed to labour replacing.

Cautious optimism has begun to take hold in the global economy, despite modest growth and the persistent shadow of geopolitical risks. Inflation is easing faster than expected, labour markets remain strong with unemployment at or near record lows. Private-sector confidence is improving. Yet the impacts of tighter monetary conditions are being felt, especially in housing and credit markets. This recovery is unfolding differently across regions. The United States and a number of large emerging markets continue to exhibit strong growth, in contrast to European economies. The mixed macroeconomic landscape is expected to persist, with inflation and interest rates declining at differing paces, and differing needs for fiscal consolidation. Despite a more balanced risk outlook, substantial concerns remain. High geopolitical tensions, particularly in the Middle East, could disrupt energy and financial markets, causing inflation to spike and growth to falter. Debt-service burdens are already significant and could rise further as low-yielding debt is rolled over or fixed-term borrowing rates are renegotiated. Expectations that inflation will continue to decline steadily might also prove misplaced.

In the medium and longer term, the fiscal position is worrying. Governments must address mounting debt and rising expenditure demands due to ageing populations, climate change mitigation, and defence needs. Increasing debt-service costs further worsen fiscal sustainability. There is never an attractive time to do this, but conditions enable this rebuilding to begin now. A robust medium-term approach to containing spending, building revenues, and focusing policy efforts on growth-enhancing structural reforms are all needed. Disappointing growth underscores the case for strengthening global trade and productivity. Trade and industrial policies should aim for resilient global value chains through diversification without undermining the benefits of open trade. At the same time, accelerating decarbonisation requires bold policy measures, such as investing in green and digital infrastructure, enhancing carbon pricing, and promoting technology transfer. The developments in Artificial Intelligence (AI) provide a welcome and much needed opportunity to raise productivity. Ensuring the benefits materialise and are broadly shared requires investments in education and training and strong and internationally consistent competition policy.

Amidst these emerging scenarios, the geo economic fragmentation lead by differing the economic impulses is hampering the multilateral economic cooperation which may result into a slower than expected growth rate in the near future.

INDIA ECONOMIC OUTLOOK

India's economy is projected to grow by 6.5% in 2024, according to a report by the UN which noted that multinationals extending their manufacturing processes into the country to diversify their supply chains will have a positive impact on Indian exports. UN Trade and Development (UNCTAD) in its report released on Tuesday said that India grew by 6.7% in 2023 and is expected to expand by 6.5% in 2024, continuing to be the fastest-growing major economy in the world. Report highlights that the expansion in 2023 was driven by strong public investment outlays as well as the vitality of the services sector which benefited from robust local demand for consumer services and firm external demand for the country's business services exports,and these factors are expected to continue to support growth in India in 2024. The report also noted the increasing focus by multinationals on India as a manufacturing base as they diversify their supply chains, a reference to China. In the outlook, an increasing trend of multinationals extending their manufacturing processes into India to diversify their supply chains will also have a positive impact on Indian exports, while moderating commodity prices will be beneficial to the country's import bill.

India's economy is a complex mix of agriculture, manufacturing, and a rapidly growing service sector. Agriculture employs a significant portion of the workforce, with major crops including rice, wheat, and cotton. Despite its significant role, the sector faces challenges like low productivity and inadequate infrastructure and is vulnerable to climatic conditions. Manufacturing varies from traditional village industries to modern industries like pharmaceuticals, automobiles, and textiles. The service sector, including IT and financial services, has seen rapid expansion, becoming a major GDP contributor in recent years; cities like Bangalore and Hyderabad are now known as IT hubs.

In early 2023, India overtook China as the world's most populous nation; the demographic gap between the two will widen going forward. India's large and young population presents both challenges and opportunities. While it offers a vast labor pool and a growing consumer market, it also poses challenges in terms of ensuring sufficient job creation and skill development.

India decisively withstood global headwinds in 2023 and is likely to remain as the world's fastest-growing major economy on the back of growing demand, moderate inflation, stable interest rate regime and robust foreign exchange reserves.

Key highlights

India's economy continues to show resilience, growing at a rate of approximately 8.4% in Q3 of FY24, surpassing expectations. This growth is driven by factors such as strong tax revenue collections, increased government capital spending, firm domestic demand (including rural demand), and growth in manufacturing and construction sectors.

The manufacturing sector saw significant growth of 11.6% in Q3 of FY24. Additionally, infrastructure, real estate, and construction sectors are experiencing momentum, with key segments like steel and cement witnessing double-digit growth.

Various indicators such as automobile sales, passenger traffic, robust GST collections, rising electricity demand, and growth in household credit point towards sustained domestic demand. Lower demand for MNREGA work coupled with recovering rural demand suggests improving rural sentiments.

Stable repo rates, government bond yields, exchange rates, and healthy foreign exchange reserves indicate macroeconomic stability.

Challenges and concerns

Despite the overall positive outlook, there are areas of concern. Declining non-oil merchandise exports, moderated service exports, and reduced foreign investments highlight challenges in the external sector. Sluggish private investment, as reflected in stagnant FDI, VC/PE investments, and credit growth to manufacturing, underscores the need for acceleration in the private capex cycle.

The hallmark of the Indian growth story has been political stability. The results of the national election are expected in the first week of June and there is hope that no political upheavals are seen.

GDP growth for FY24 is expected to be 7.6%, surpassing estimates by global agencies. Overall, while India's economy is performing well amid global challenges, addressing concerns such as declining exports and sluggish private investment will be crucial for sustaining growth momentum in the future. The Consensus among analysts is for India to remain among Asia's top performers in the coming years, boosted by domestic political stability, a business-friendly reform agenda, strong population growth and increased interest from foreign firms looking to diversify supply chains away from China. Upgrading shoddy infrastructure, trimming red tape, improving educational standards, and territorial disputes with China and Pakistan are key risks going forward.

GLOBAL CHEMICAL INDUSTRY OUTLOOK

The global chemicals sector faces a challenging landscape in 2024, characterized by weak demand and abundant supply, as per Fitch Ratings' neutral outlook. Despite bottom-of-the-cycle conditions in 2023, the industry is expected to grapple with constrained volumes and margins, with little to no recovery anticipated. Renewed uncertainties about supply chains (especially concerns over shipping via both the Red Sea and the Panama Canal) also create long term logistics roadblocks for trade. High uncertainty further adds complexity to the sector's trajectory, setting the stage for nuanced dynamics.

Fitch Ratings paints a cautious picture for the global chemicals sector in 2024. The sluggish post-lockdown demand recovery in China, a key player in the industry, with its predatory pricing contributes to the deflation of global chemical prices and margins. Surplus capacity in Asia, North America, and the Middle East, boasting lower production costs, leads to significant imports into regions with weaker cost positions, notably Europe and Latin America. While data points to an uncertain global economic outlook this year, plenty of positives, such as strong growth in services, GDP growth in several surveyed economies, and stability across multiple indicators, including unemployment paint an encouraging picture.

Inflation, Interest Rates, and Demand Constraints

Persisting high inflation and interest rates are expected to continue constraining demand in 2024, particularly in the US and Europe, where weak growth expectations prevail. The construction sector, a crucial end-market for chemicals, is set to bear the brunt of these constraints, given its sensitivity to high-interest rates and government stimulus.

Indian Chemical Companies and Global Dynamics

Against the backdrop of capacity additions amid sluggish demand, concerns arise for Indian chemical companies. While demand struggles to revive, China's aggressive capacity expansion poses a long-term threat. The global scenario of surplus capacity and weak demand compounds the challenges faced by Indian chemical firms.

Climate change

Conflict in the Middle East has constricted one key chokepoint for global trade. Climate change has squeezed the other. Because of drought-depleted water levels in the Panama Canal, the number of ships transiting through the canal has declined significantly over the past year. That illustrates the degree to which climate change has become a near-term risk, not just a medium-term hazard. 2023 was the hottest year on record and 2024 seem enroute to breaking that record. A series of droughts, floods, and wildfires also made the impact of climate change more visible around the world last year. Climate change is increasing the frequency and cost of natural disasters, which tend to crimp economic growth, aggravate poverty, and lower agricultural yields. Risks associated with climate change will cast a long shadow over the global economy this year and next.

Challenges and Revisions in Production Expectations

Despite initial expectations for a modest rebound in production in 2023, the chemical industry faced significant headwinds by mid-year. Global factors, including a European recession, inflation in the US, and a smaller-than-expected rebound in Chinese demand, contributed to the downturn. Over-ordering in 2021 and 2022 resulted in high inventory levels, leading to months of destocking.

US Chemical Industry's Transition

While fears of an economic downturn in the United States have eased, economic growth is expected to slow down. Analysts project only a modest rebound in chemical production, with destocking transitioning to restocking. However, the underlying weakness in demand and overcapacity for certain products may persist. Chemical companies are focusing on cost reduction and efficiency improvement to offset the reduction in output.

Opportunities Amidst Changing Dynamics

The competitive landscape in the chemical sector is evolving, presenting both opportunities and vulnerabilities. Stakeholder pressure and government policies are driving investments in the energy transition, leading to a convergence of sectors. Some oil and gas companies are venturing into critical minerals mining, processing, agriculture, and chemicals. Similarly, chemical companies are exploring opportunities in lithium processing, battery manufacturing, and clean ammonia. These changes bring new opportunities but also introduce competition from sectors with stronger cash flows.

The last several years have been tumultuous for the global chemical sector. Supply chains were disrupted by COVID-19. Demand fluctuated unpredictably and wildly. Inflation skyrocketed as economies reopened. As we enter 2024, however, it seems as though there is a new dawn on the horizon. The Q3 2023 World Uncertainty Index shows a lower level of uncertainty compared to the index's 10-year average. Yet, while measures of uncertainty may create a sense of security, they do not tell the whole story. The chemical sector remains highly dynamic given the acceleration of technological innovation, a global (albeit uneven) commitment to transition to sustainable energy and continued unpredictable geopolitical conflicts. These factors point to a new, higher baseline of uncertainty that the chemical sector must navigate. And importantly, while not a new theme for the chemical sector, structural shifts across regions this past year are more real than ever and make clear the complex trade-offs global executives will need to balance going forward.

INDIAN CHEMICAL INDUSTRY OUTLOOK

The Indian Chemical industry has a huge role to play to make India a US $30 trillion economy by 2047 by contributing around US $ 1 Trillion by 2040. The industry is currently pegged at US $ 220 Billion and is growing at a CAGR of 9.3%. As the sector plays a significant role in enabling the growth of the Indian economy, the country needs to build a competitive landscape for the chemical industry.

A China-plus-one strategy that seeks to develop an alternative manufacturing hub, with India pitted to be its biggest beneficiary, diversification and de-risking of supply chains, changing geopolitics, trade wars, increasingly stringent environmental norms, increasing compliance and labour costs for manufacturers in China and demand driven by growth in domestic chemical consumption in India - The chemical industry is in massive tailwind for unprecedented growth in the coming years.

Besides, the critical support the chemical industry extends to a vast number of other industries helping produce almost 1,00,000 products, strengthens sector's untapped potential and massive growth opportunity in India in the coming years. The sector will be integral to the government's aspiration of developing an "Atmanirbhar' Bharat as well as growth aspirations of making India a US $ 30 Trillion economy by 2047.

The specialty chemicals market has been growing exponentially, and the industry in India is projected to grow at a CAGR of more than 12 per cent from 2020 to 2025. Opportunities are replete for both domestic and multinational manufacturers as there have been significant demand from end-user sectors such as food, automobile, real estate, clothing, cosmetics, among others. This is likely to continue to boost the industry's growth in India and subsequently outpace the rest of the world in the coming years.

The specialty chemicals market represents 22 per cent of India's overall chemicals and petrochemicals market and is valued at USD32 billion. In terms of trade, specialty chemicals account for a significant portion—more than 50 per cent of all chemical exports. The exports of India's top 10 specialty chemical manufacturers have also grown at a CAGR of 20+ per cent between FY15-FY20.

The emergence of the Indian specialty chemicals market has been driven by the country's strong process engineering capabilities, low-cost manufacturing capabilities, and abundant manpower. Further, government initiatives such as the petroleum, chemicals, and petrochemicals investment region (PCPIR) policy and production-linked incentive (PLI) schemes have strengthened the confidence of manufacturers to invest within the country.

As pollution control regulations become stringent and labour costs become higher in other countries, manufacturers are looking to diversify their production capabilities. Due to this, global manufacturers are considering alternatives, and India's favourable ecosystem is positioning itself well as a viable option, poising the Indian specialty chemicals market for substantial and rapid growth.

As the market is evolving, factors such as investor confidence, corporate spending, portfolio decisions and budget allocation will play a crucial part. Focus on aspects such as research and development, capital investments, acquisitions, economies of scale, and expanding the domestic market will be of key importance to drive sustainable growth for the industry in India.

BUSINESS OVERVIEW

Your Company is a leading manufacturer of Speciality Chemicals that can be broadly categorised into Shelf-Life Solutions, Performance Chemicals, Aroma Ingredients and Health & Wellness. These products are used in varied industries such as human food, animal feed, pet food, agrochemicals, petrochemicals, pharmaceuticals, nutraceuticals, flavours and fragrances and health care.

SHELF-LIFE SOLUTIONS

Our business in North America led the exponential growth in this segment in the previous year. The petfood business was at the heart of this growth contributing over half of the total annual revenue and is expected to deliver bigger numbers in the coming year. The natural blends business was the focus in the previous year and formed a substantial chunk of the revenue. New customer acquisitions, partnerships with new distributors, a clear focus on sustainability, and addition of key positions in the team has helped CFS North America, USA build a larger customer base which will further reap rewards in the years to come. The business in the following year is expected to grow significantly.

The Asia Pacific region has seen growth in volume but a reduction in realisations on account of stiffer competition and lower realisation on key products. In the synthetic antioxidant business, new customers and distributors were targeted to build new projects to improve the sales volumes. A renewed focus on the petfood business in key countries in the region by appointing new distributors will help to increase sales volumes as well as margins. International and domestic competition is building capacity and reducing the price, leading to a reduced margin in the business. Your Company is confident that with a keen focus on innovation and market expansion growth in volume and margins is very achievable.

In our subsidiary, Dresen Quimica S.A.P.I. DE C.V., Mexico the revenues remained at stable despite the challenging micro economic environment prevailing during the year. Reduction in the prices by international competition and a drop in the market price of the final products has affected our margins significantly.

New product lines and product applications were introduced, customers were regained, and new projects were undertaken all of which will reap rewards going ahead.

To enable the product line expansion new positions are being added to the team and increased participation for the existing sales force is in place.

Our business in the South American continent, despite the uncertainty in the economic environment, has recorded respectable growth not only in the revenues but also in its profitability. This turnaround was possible due to a major restructuring of the business that was initiated in the last fiscal year. But for the political and economic uncertainty in countries like Argentina, the revenues as well as sales volume would have been significantly better.

Agility in price management and the introduction of product application studies allowed the team to offer customised and differentiated solutions without any impact on the margins. The antioxidant business saw a growth in volume margins despite the drop in market price of certain products. To augment further growth, the emphasis will be to enter new market segments and add new products to our existing basket.

The Biodiesel vertical performed exceptionally well in Brazil despite market price reductions. Margins grew on account of reduced input costs and shifting the production to India. The new government policy mandating the biodiesel blend in April 2024, we expect to see sustained growth in the coming years. In Argentina, the biodiesel vertical had to be shut down on account of the economic crises.

The animal nutrition business in the region also demonstrated remarkable growth on account of the increase in volume and margin. In the future, a stronger focus on more customised blends will be key in capturing a larger market share.

Optimizing internal processes, revising pricing policies, restructuring product lines, and diversifying into new markets allowed not only an improvement in operational efficiency but also an increase in profitability and financial stability. The company is confidently moving towards the next fiscal year with strategies focused on increasing the portfolio and strategic partnerships, signaling a phase of continuous expansion and innovation. Our commitment to operational excellence and customer satisfaction remains at the heart of our mission as we look to the future with well-founded optimism. With these adjustments, the company managed to establish a solid foundation for sustainable growth and ongoing development in the future.

PERFORMANCE CHEMICALS

The last financial year witnessed depressed consumer demand across geographies. This has led to drop in operating capacities across the globe and reduction in finished goods due to the low pricing strategy by the Chinese manufacturers. This strategy has led to closure of plants across Europe and USA leading to further drop in demand. Despite the lack of demand for finished goods from the market, your company has been able to maintain the volumes in the market thereby ensuring customer retention. Your company has received new approvals from USA and Europe in the last year and is expecting robust business growth in these geographies. We have successfully tested new products in the market and expect to have a positive market response in the coming years. New products grades have been supplied to Indian companies and new government projects are likely to require these new product grades. The agrochemical market is expected to revive in the coming year which will lead to increased demand for our agro intermediates. CFS Europe SpA has been severely affected by the slowdown of the global diphenols market and subsequently decided to stop the diphenols production from August 16, 2023. The Company is evaluating a plan for reconversion of the diphenols plant to produce performance chemicals by using an alternative commercially viable route. To reduce the high fixed cost burden, many efforts have been dedicated to building the shelf life solution business in the region. Requisite instrumentation has been added to the facility and multiple custom projects are being explored for the coming year.

AROMA INGREDIENTS

Your Company launched Vanillin and Ethyl Vanillin in the domestic and international markets with focus on Flavour and Fragrance (F&F) and Food and Beverage (F&B) segments. The products faced stiff challenges on account of lower global demand and the predatory pricing by Chinese manufacturers.

Your Company successfully partnered with a major F&B distributor to gain ground in the segment. We have received positive responses from companies working in the flavours and fragrances segment, improving the outlook for the future. We are committed to improve and deliver the highest quality product in the market and strengthen our position in F&F, F&B as well as industrial (agro) markets to ensure robust business growth. The team is working closely with major customers to gain market share and support customers need. We are aggressively pushing Vanillin in the domestic market to ensure that we can gain optimum market share.

HEALTH AND WELLNESS

Your Company took systematic measures to improve production processes that resulted in superior yield of Algal DHA Oil. The improved manufacturing processes also aided the launch of higher grades of the product to provide a differentiated offering to the existing ones available in the market. We have partnered with multiple distributors working in the APAC region. The on-going crisis of availability of crude fish oil has increased demand for algal DHA biomass in the feed industry. Our proactive identification of the looming industry crisis helped us consolidate biomass production which now caters to established players in pet food and Aqua feed segments. Though the year posed several challenges from the supply chain ecosystem we are strategically well positioned for both geographic expansion and market penetration and anticipate significant growth in the market share in the coming year.

RESEARCH AND DEVELOPMENT

Your Company believes strongly in innovation and optimisation. New products, better yields, cleaner and greener processes are an integral part of our research and development endeavours throughout the year. Our new products are launched with not only an emphasis on boosting sustainability and protecting the environment, but also with a focus on cost reduction. The R&D activity in CFS Europe has been focused on new diphenols derivatives and on new feed additives. In 2024, an article based on a project conducted in collaboration with University of Florence has been published in “Italian Journal of Animal Science.”

CUSTOMER SERVICE AND APPLICATIONS LABORATORY

Your Company strongly believes in involving the customer in our innovation and product development activities. Our team at the customer service and applications laboratory works tirelessly to ensure that we can build and maintain customer service standards par excellence. Working across our shelf-life solutions, animal nutrition, aroma and health and wellness verticals, the application lab creates innovative solutions catering to the specific needs of our customers. Product and prototype development, Product applications, Performance testing and sensory evaluation are ancillary services we provide at our lab. To facilitate the sale of our products, we provide technical support to the customers in the form of application protocols, dosage and usage guidelines, customer visits and demonstrations, product seminar, webinars and trainings to ensure that the customer is well-versed with the product and can optimise the usage as per their requirement.

It is our constant endeavour to achieve resource and cost optimization for ourselves as well as for our customers and the customer service and applications laboratory is a vital cog to do so.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

This year was all about our employees. Extensive efforts have been routed for development of Human Resources with focus on prioritising their physical and mental health to keeping them at the centre of multiple events conducted in the year. To encourage team building and bonding in the head office, we organised multiple sports tournaments. We organised leadership drives at our plants to promote the growth of hardworking employees and ensure recognition of the efforts. Taking pride in our Indian roots and culture, we organised multiple festive celebrations ranging from Republic Day to Diwali. Impetus was given to the employee feedbacks by organising surveys and considered their views on various matters related to investments, physical health and mental health. This ensured the provision of certain tailor made solutions for employee well being. Company will continue its endevour to value and develop the Human Resource as it remains the pivotal force for the business growth.

The total employee count as on March 31, 2024 was 624.

ESG INITIATIVES

With the effects of climate change proving catastrophic in many parts of the globe, the resource conservation, sustainability and reversal of the damage done to the environment are taking a front seat for the world. Working in tandem to achieve the above goals along with those of the company is vital for sustainable growth and development.

Our shelf-life solutions products address food and feed shortages by making adequate a scarce resource by preserving it for longer duration. The localised set up of our business, especially our local application laboratories, support local communities and resolve shelf-life challenges unique to the area they operate in. Reduced food loss and eased pressure on distribution and logistics, contributes to a healthy society. CFS' business of manufacturing tailor made traditional/natural blends and additives for food safety and protection is in itself a huge initiative in promoting solutions for sustainability.

We also provide solutions for nutrition, health and hygiene of livestock to improve Food Conversion Ratio (FCR) and overall animal performance through the expansion of its Animal Nutrition Portfolio. The Company's comprehensive range of products, sanitization services and holistic health care approaches with antibiotic-alternatives would strive to create a thriving farm environment, which will have a positive impact on food chain, food security and human health.

At AlgalR Nutrapharms Private Limited, our subsidiary specialising in nutraceuticals, we have developed a range of sustainable products under the brand 'BioSus', using a proprietary fermentation technology. DHA, one of the Omega 3 fatty acids derived from microalgae is clean, vegan and with no harm to marine life. CFS aims to provide better feed and food by integrating natural and fermentation technologies. Marine biodiversity is under major threat and our sustainable and vegan solution promises to unburden the stress on marine life while providing similar benefits to the consumers.

By adopting the use of brickettes instead of coal as an energy source at our facility at Tarapur, we have reduced our carbon footprint significantly. We are constantly exploring multiple technologies to further improve out carbon footprint. While our products significantly contribute towards enhancing sustainability, we are now moving to transform our production and manufacturing processes towards being fully sustainable and environment friendly. CFS' endeavour has always been to adopt a circular economy model, and this is being implemented across board.

We are on the cusp of a shift from brown power to green power in our Tarapur and Dahej plants. This not only also has a huge implication on the cost reduction, but also allows us to reduce our carbon emissions significantly. Deals are in place, and we will be signing them in the coming year to ensure we do our bit in conversing the planet.

Our strategic partnership with Lockheed Martin, a US based firm that delivers comprehensive solutions across the energy industry to include energy storage, demand management solutions, microgrids, military energy solutions, nuclear systems and bioenergy generation, is a project which promises to revolutionise the energy storage space. Current dominant technologies for storage and distribution of power such as pumped hydro ion and lithium ion cannot sufficiently provide a durable solution.

Their unique flow battery technology has the unique ability to address high-energy needs by cycling for ten or eleven hours on a sustained basis and is well suited for use even in emergency and unpredictable situations. It allows for maximising the utilisation of renewable energy due to its capability to store energy for a long duration.

Along with switching to more environmentally sound practices, we are now demanding the same from our vendors, alliance partners and employees as well. We are ensuring that the initiatives taken by the Company not only help us to not disturb the balance of nature, but also restore what has been lost so far. As a reward for their good work, CFS Europe SpA was awarded by Confindustria Romagna with the "Excelsa Award" In May 2023 for their activity on sustainability.

INFORMATION TECHNOLOGY

Our commitment towards digital excellence is outlined by continuous investment in information technology and digitisation. Your company's focus is on using its information power and consequently empowering its personnel for data driven excellence.

Continuous expansion of new infrastructure helps to automate complex workflows to build faster and leaner process which not only ensure adequate control, but also fulfil regulatory challenges. The strengthening of systems which is an on-going process. Aids in enhancing effectiveness and boosting productivity.

In the current year, your company has successfully deployed cybersecurity tolls for data monitoring, security, availability and infrastructure. These measures include firewalls, monitoring, compliance, encryption, testing and training.

The issue of business continuity and data protection is addressed with periodic disaster recovery drills. During our annual IT audit, periodic vulnerability testing is carried out by a third party agency to ensure that the company is protected from external threats.

Our Enterprise Resource Planning System also supports accounting and auditing procedures. It is capable of maintaining robust audit trails which support effective control procedures. The Scale up of IT in manufacturing processes is being planned to enhance and digitise the sales and operations planning which is expected to contribute to productivity optime costs. Human Resource Processes are being automated and digitised to increase productivity, responsibility, and well-being.

Your company endeavours to deploy technology for an optimised workflow platform, digitising systems and building agility.

RISKS AND CONCERNS

The Company is prone to various risks such as technological risks, strategic risks, operational risks, foreign exchange currency risks, health, safety and environmental risks, financial risks as well as compliance & control risks. These risks can have a material adverse impact on the implementation of strategy, business, performance, results, cash flows & liquidity, stakeholders' value and of course reputation.

The company has a robust and effective governance structure consisting of risk owners, senior leadership, risk management committee, stakeholders' relationship committee, Audit committee and Board of Directors thereby ensuring both bottom-up and top-down approaches. Risk management committee oversees and periodically reviews the risk and efforts in the operations of the company. Their review includes identification of key risks, their gradation and assessing the status of mitigation measures. Our approach to risk management is devised to provide reasonable assurance that its assets are safeguarded, and the risks faced by the business are being assessed and mitigated.

The Company continues to maintain a strategic approach to risk management and approaches it cautiously to reap its rewards and accelerate growth. The Company's expansion strategy includes expansion into various countries around the world. It is the risk handling ability of the Company which makes the difference.

Exposure to international markets exposes the business to currency risks. This risk has been mitigated by effective foreign exchange management policy along with judicial use of natural hedge provided by exports against its imports in view of the Company being the net exporter on the currency front.

As regards inflationary pressures and its impacts on the cost of manufacturing, it gets monitored regularly to ensure that they do not affect the operating margins of the Company. The Company continues with its efforts to improve its processes, yields and technological upgradation and also stresses on bringing about cost optimization.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an adequate system of internal controls in place. The system consists of documented policies, guidelines and procedures which cover all important financial and operating functions. These controls have been designed to provide a reasonable assurance with regard to maintaining of proper accounting controls for ensuring reliability of financial reporting, monitoring of operations, protecting of assets from unauthorised use or loss, and complying with regulations.

The Company consistently strives to improve its processes and align them with the highest standards. An established framework is in place to monitor the controls through the Risk Management Committee as well as the Audit Committee. The Audit Committee comprises Independent Directors who regularly review audit plans, significant audit findings, adequacy of internal controls, compliances with accounting standards and changes thereto. The Risk Management Committee reviews business risk areas covering operational, financial, strategic and regulatory risks.

The scope and authority of the Internal Audit function is approved by the Audit Committee. The company has engaged a reputable external-internal audit firm to support the internal audit function for carrying out the internal audit reviews. These reviews are conducted on a regular basis on a risk-based audit plan which is approved by the audit committee at the beginning of each financial year. The internal auditors review and report to the management and the audit committee about compliance with internal controls and the efficiency and effectiveness of operations as well as the key process risks.

The Audit committee meets every quarter to review and discuss the internal audit reports and follow up on the action plans of past significant audit issues and compliance with the audit plan. Our internal control system is further fortified by the steps taken to address risks and concerns referred under the section, “Risks and Concerns.”

There have been no significant changes in our internal control over financial reporting that occurred during the period of the annual report that have materially affected or are reasonably likely to materially affect our internal control over financial reporting. During the financial year, we have assessed the effectiveness of the internal control over financial reporting and have determined that the system was effective as on March 31, 2024.

FINANCIAL PERFORMANCE REVIEW

Members may refer to the section 'Financial Results' in the Board's Report for the summary of financial performance of your Company.

Members may refer to Note 48 to the financial statement which sets out financial ratios of the Company.

The details of significant changes (i.e., change of 25% or more as compared to the immediately previous financial year) in financial ratios is as follows:

Particulars	Standalone		Percentage change	Reason for change
	2023–24	2022–23		
Interest Service Coverage Ratio (Times)	0.82	3.16	-74.17%	Loss incurred during the year
Debt Equity Ratio (%)	0.69	0.94	-27.01%	Conversion of FCCBs during the year, leading to reduction in outstanding debt.
Operating Profit Margin (%)	6.77	17.39	-61.10%	Loss incurred during the year
Net Profit Margin (%)	-6.65	6.02	-210.32%	Loss incurred during the year

The details of return on net worth at standalone levels are as follows:

Particulars	Standalone		Percentage change
	2023–24	2022–23	
Return on net worth (%)	7.31	21.38	-65.81%

Operating profit has reduced from ₹ 13,731.76 Lakhs to ₹ 5,232.68 Lakhs and the net worth has increased from ₹ 64,214.16 Lakhs to ₹ 71,571.40 Lakhs. Operating profit has reduced on account of losses incurred during the year. Share capital has increased from ₹ 1,570.93 Lakhs to ₹ 1,674.65 Lakhs on account of allotment of shares on conversion of FCCBs and allotment of ESOPs to the employees. Further, Other equity has increased from ₹ 62,643.22 Lakhs to ₹ 69,896.75 Lakhs mainly on account of securities premium due to allotment of shares on conversion of FCCBs and gain on conversion of FCCBs credited to other equity. Further, other equity is reduced on account of loss incurred during the year.

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Report on Corporate Governance

Your Directors present the Company's Report on Corporate Governance as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2024.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Your Company's philosophy of corporate governance is to conduct its business on the basis of ethical business value and maximise its value to all its stakeholders. The Company has inculcated a culture of transparency, accountability and integrity. The Company has already put in place systems and procedures and has complied with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. BOARD OF DIRECTORS:

Composition

The Company has a Executive Chairman and the number of Independent Directors is half of the total strength of the Board. The Company has complied with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR, 2015") in respect of the Composition of the Board.

None of the Independent Directors have any material pecuniary relationship or transactions with the Company.

Necessary disclosures regarding composition of the Board, category, attendance of Directors at the Board Meetings and last Annual General Meeting, number of other Directorship and other Committee Memberships (Audit/Stakeholder Relationship Committee) are given below:-

Name & Designation of Directors	Category	No. of Board Meetings attended	No. of Directorships held in other Companies	Attendance at last AGM	No. of Committee positions held in other Companies	
					Chairman of Committee	Member of Committee
Ashish Dandekar Chairman & Managing Director	ED	7	11	Yes	Nil	Nil
Nirmal Momaya Managing Director	ED	7	15	Yes	Nil	1
Arjun Dukane	ED	7	2	Yes	Nil	Nil
Anagha Dandekar	NED	6	-	Yes	Nil	Nil
Amol Shah	NED (I)	5	10	Yes	Nil	Nil
Pradip Kanakia	NED (I)	7	6	Yes	1	4
Sutapa Banerjee	NED (I)	7	9	No	2	8
Harsha Raghavan	NED	7	4	Yes	Nil	2
Joseph Conrad D'Souza	NED (I)	7	6	Yes	4	5
Mahabaleshwar Palekar	NED (I)	7	2	Yes	Nil	Nil
Sarvjit Bedi*	NED	1	4	NA	Nil	1

ED – Executive Director/ NED – Non-Executive Director / NED (I) – Non-Executive Director (Independent)

*Resigned on April 19, 2023

None of the Directors on the Board is a member of more than 10 committees or Chairman of more than 5 Committees as specified in SEBI LODR 2015 across all the Companies in which he/she is a Director.

Ashish Dandekar is brother of Anagha Dandekar. None of the other Directors on the Board are related to each other.

Web link of Familiarisation Programmes imparted to NED(I) is https://www.camlinfs.com/investor-relations/home/downloads.

Details of Directorship in listed Companies:

Sr. No.	Name of the Director	Name of the Company	Category
1	Nirmal Momaya	Truecap Finance Limited	Non-Executive/ Independent
2	Sutapa Banerjee	Godrej Properties Limited	Independent Director
		JSW Holdings Limited	Independent Director
		Polycab India Limited	Independent Director
		Zomato Limited	Independent Director
		Ideaforge Technology Limited	Independent Director
3	Harsha Raghavan	Hindustan Foods Limited*	Non-Executive Director
		Onward Technologies Limited	Non-Executive Director
		Jagsonpal Pharmaceuticals Limited	Non-Executive Director
4	Joseph Conrad D'Souza	Chalet Hotels Limited	Independent Director
		Prism Johnson Limited	Independent Director
5	Pradip Kanakia	Healthcare Global Enterprises Limited	Independent Director
		JM Financial Limited	Independent Director
		Britannia Industries Limited	Independent Director

*Resigned on June 20, 2023

Following is setting out the skills/expertise/competence of the board of directors and the list of core skills/expertise/competencies identified by the board of directors as required in the context of the business of the Company for it to function effectively and those actually available with the board:

Sr. No.	Areas of core skills/expertise/competencies
1	Business Development
2	Marketing
3	Technical
4	Finance & Accounting
5	Law
6	Engineering

Number of Board Meetings:-

During the financial year 2023-2024, 7 (Seven) Board Meetings were held on the following dates:

Sr. No.	Date	Board Strength	No. of Directors Present
1	April 14, 2023	11	11
2	April 19, 2023	11	9
3	May 22, 2023	10	10
4	August 11, 2023	10	10
5	November 6, 2023	10	10
6	February 9, 2024	10	9
7	March 22, 2024	10	9

CODE OF CONDUCT

The Board has laid down a Code of Conduct for all Board members and Senior Managerial Personnel of the Company. The Code of conduct is available on web site of the Company at https://www.camlinfs.com/investor-relations/home/downloads.

All Board Members and Senior Managerial Personnel have affirmed compliance with the Code of Conduct.

PROFILE OF THE MEMBERS OF THE BOARD OF DIRECTORS BEING RE-APPOINTED/APPOINTED:

(A) Anagha Dandekar

Anagha Dandekar aged 57 years is MBA in Finance from the University of South Carolina, USA. She is President and co-founder of Hardware Renaissance, a manufacturer of high-end, hand-crafted door hardware and accessories.

She is a director in the following Companies /Bodies Corporate:

Sr. No.	Names of the Companies/Bodies Corporate
1	Hardware Renaissance
2	DHC corporation

Ms. Anagha Dandekar holds 22,93,906 equity shares of the Company.

(B) Harsha Raghavan

Harsha Raghavan aged 52 years, holds a Master of Business Administration degree and Master of Science degree in industrial engineering both from Stanford University and a Bachelor of Arts degree from the University of California at Berkeley, where he double majored in computer science and economics. He is currently the Managing Partner of Convergent Finance LLP and was previously the founding M.D. & C.E.O of Fairbridge Capital Private Limited (a Fairfax Company) since its inception in 2011, where he led all investment advisory activities in India.

He is a director/partner in the following Companies /Bodies Corporate:

Sr. No.	Names of the Companies/Bodies Corporate
1	Onward Technologies Limited
2	Jagson Pal Pharmaceuticals Limited
3	Agilitas Sports Private Limited
4	Just Udo Aviation Private Limited
5	Convergent Finance LLP
6	HR Holdings
7	SG Holdings

Harsha Raghavan does not hold equity shares in the Company.

(C) Ashish Dandekar

Ashish Dandekar aged 60 years, holds a B.A. in Economics and Management Studies from Temple University, USA. With a comprehensive experience spanning over 30 years in the Pharmaceuticals and Fine Chemicals industry, he has excelled in various areas such as Business Planning, Information Systems, Research & Development, Product Development, and Marketing.

He is a director in the following Companies /Bodies Corporate::

Sr. No.	Names of the Companies/Bodies Corporate
1	Camart Finance Limited.
2	Vibha Agencies Private Limited
3	Focussed Event Management Private Limited
4	Abana Medisys Private Limited
5	MK Falcon Agrotech Private Limited
6	CFS Europe S.P.A.
7	Dresen Quimica SAPI De C.V.
8	Solentus North America Inc.
9	CFS Wanglong Flavours (Ningbo) Co., Limited
10	CFS De Mexico Blends SAPI De CV
11	CFS Pahang Asia Pte. Limited

Ashish Dandekar holds 1,96,48,650 equity shares of the Company.

(D) Nirmal Momaya

Nirmal Momaya aged 57 years, is a Chartered Accountant and holder of a Bachelor's degree in Commerce, is a seasoned professional with over 30+ years of experience in the areas of finance, taxation, audit, and management consultancy. As the current Managing Director of CFS, he has been instrumental in providing strategic guidance and direction to the company on all significant business matters.

He is a director in the following Companies /Bodies Corporate:

Sr. No.	Names of the Companies/Bodies Corporate
1	TruCap Finance Limited
2	Abana Medisys Private Limited
3	MJ Medical Devices Private Limited
4	Smokin' Joe's Pizza Private Limited
5	Ashar Locker (India) Private Limited
6	Netopia E-Sports Private Limited
7	Twilit Corporation Private Limited
8	Fine Renewable Energy Limited
9	Momaya Investments Private Limited
10	Shatrunjaya Traders Private Limited
11	CFS Europe S.P.A.
12	Dresen Quimica SAPI De C.V.
13	CFS Wanglong Flavours (Ningbo) Co., Limited
14	CFS Pahang Asia Pte. Limited
15	CFS PP (M) SDN. BHD.

Nirmal Momaya holds 36,01,520 equity shares of the Company.

(E) Arjun Dukane

Arjun Dukane aged 57 years, is a Chemical Engineer with an extensive career spanning over three decades within the Chemical Industry. He has been part of Camlin Fine Sciences for more than ten years, contributing his invaluable knowledge, expertise, and experience to the organization's continued success.

He is a director in the following Companies /Bodies Corporate:

Sr. No.	Names of the Companies/Bodies Corporate
1	Chemolutions Chemicals Limited
2	Naiknavare Chemicals Limited

Arjun Dukane holds 1,65,140 equity shares in the Company. The Nomination and Remuneration Committee at its meeting held on May 20, 2024 considered the re-appointment of Mr. Arjun Dukane for a period of 1 year and recommended the same to the Board. However, to provide greater stability and continuity in leadership which are essential for the implementation of long-term strategic initiatives and technical projects, the Board recommends his re-appointment for a period of 3 years.

(F) Amol Shah

Amol Shah aged 58 years, holds a Bachelor of Science (Electronics Engineering) from University of Kent, Canterbury and MBA from University of Southern California.

He is a director/partner in the following Companies /Bodies Corporate:

Sr. No.	Names of the Companies/Bodies Corporate
1	Fine Aromatics and Herbal Extracts Private Limited
2	M J Exports Private Limited
3	Innova Life Sciences Private Limited
4	MJ Medical Devices Private Limited
5	Fine Aroma Specialities Private Limited
6	KAS Institute of Research Private Limited
7	Fine Fragrances Private Limited
8	M. J. Biopharm Private Limited
9	MJ Institute of Research Private Limited
10	Eris M. J. Biopharm Private Limited
11	Anglo Gulf LLP
12	Organic BioSystems LLP

Amol Shah does not hold equity shares in the Company.

3. COMMITTEES OF THE BOARD:

As required under the Companies Act, 2013, SEBI LODR 2015 and SEBI Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("ESOP Guidelines"), the Board of Directors has in place 6 (six) Committees: Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Compensation Committee and Risk Management Committee. The role and responsibilities assigned to these Committees are covered under the terms of reference approved by the Board and are subject to review by the Board from time to time. The minutes of the Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, and Risk Management Committee are placed before the Board periodically for its information and noting. The details as to the composition, terms of reference, number of meeting and the related attendance etc., of these Committees are given below:

a) Audit Committee:

Composition, meetings and the attendance during the year:

The Audit Committee was constituted on November 27, 2006. The Company has complied with all the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (SEBI LODR 2015) relating to the composition of the Audit Committee.

During the financial year 2023-2024, 6 (Six) meetings of the Audit Committee were held on the April 19, 2023, May 22, 2023, August 11, 2023, November 6, 2023, February 9, 2024 and March 22, 2024.

The details of the composition of the Committee and attendance of the members at the meetings are given below:

Name	Designation	Category	No. of Meetings attended
Pradip Kanakia	Chairman	NED (I)	6
Sutapa Banerjee	Member	NED (I)	6
Joseph Conrad D'Souza	Member	NED (I)	6
Amol Shah	Member	NED (I)	4
Mahabaleshwar Palekar	Member	NED (I)	6
Harsha Raghavan	Member	NED	6
Sarvjit Bedi*	Member	NED	-

*Resigned on April 19, 2023

The Audit Committee meetings were attended by the Chairman, Independent Directors, the Managing Director and the Chief Financial Officer. The representatives of the Internal Auditor, Statutory Auditors were also invited to the meeting. The Company Secretary acted as the Secretary to the Committee.

Terms of reference:

The terms of reference of the Committee, inter alia covers the matters specified under Regulation 18 of SEBI LODR 2015 as amended from time to time as well as specified in Section 177 of the Companies Act, 2013 read along with rules made thereunder. Besides, in additions to other terms as may be referred by the Board of Directors, the Audit Committee has the power inter alia, to investigate any activity within its terms of reference and to seek information from any employee of the Company and seek legal and professional advice.

b) Nomination And Remuneration Committee:

Composition, meetings and the attendance during the year:

The Nomination and Remuneration Committee was constituted on May 12, 2014 in place of earlier Remuneration Committee.

During the financial year 2023-2024, 3 (three) meeting of the Committee was held on the May 22, 2023, November 6, 2023 and March 22, 2024.

The details of the composition of the Committee and attendance of the members at the meetings are given below:

Name	Designation	Category	No. of Meetings attended
Sutapa Banerjee	Chairperson	NED (I)	3
Amol Shah	Member	NED (I)	2
Joseph Conrad D'Souza	Member	NED (I)	3
Harsha Raghavan	Member	NED	3
Mahabaleshwar Palekar	Member	NED (I)	3
Pradip Kanakia	Member	NED (I)	3
Sarvjit Bedi*	Member	NED	-

*Resigned on April 19, 2023

Terms of reference:

The role, broad terms and reference of the committee includes the following:

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

b. Formulation of criteria for evaluation of Independent Directors and the Board;

c. Devising a policy on Board diversity;

d. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.

e. To formulate Employees Stock Option Scheme (ESOP) and its implementation.

f. To administer and supervise the compliance of the detailed terms and conditions in accordance with SEBI Guidelines.

Remuneration Policy and Performance evaluation criteria for Independent Directors

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration and evaluation criteria for performance evaluation of Independent Directors.

The aforesaid Policy and evaluation criteria is disclosed on the Company's website and the weblink for the same is https://www.camlinfs.com/investor-relations/home/downloads.

Remuneration to Directors:

i. Chairman & Managing Director

Following are the remuneration details of the Chairman & Managing Director for the financial year ended March 31, 2024:

(₹ in Lakh)

Name	Salary	Perquisites #	Contribution to P.F. and Other Funds	Total
Ashish Dandekar	150.72	118.75	18.09	287.56

Perquisites inter alia, include reimbursement of expenses/allowances for utilities such as rent, gas, electricity, water, furnishing and repairs, medical reimbursement, leave travel concession, club fees, provision of car with driver, telephone/fax facilities, benefit of personal accident insurance scheme etc.

The Chairman & Managing Director is also entitled to Company's contribution to provident fund, superannuation, gratuity and encashment of leave at the end of tenure as per the rules of the Company & Commission on net profit of the Company.

ii. Managing Director

Following are the remuneration details of the Managing Director for the financial year ended March 31, 2024:

(₹ in Lakh)

Name	Salary	Perquisites #	Contribution to P.F. and Other Funds	Total
Nirmal Momaya	152.40	127.26	25.62	305.28

Perquisites inter alia, include reimbursement of expenses/allowances for utilities such as gas, electricity, water, furnishing and repairs, medical reimbursement, leave travel concession, club fees, provision of car with driver, telephone/fax facilities, benefit of personal accident insurance scheme etc.

iii. Executive Director

Following are the remuneration details of the Executive Director – Technical for the financial year ended March 31, 2024:

(₹ in Lakh)

Name	Salary	Perquisites #	Contribution to P.F. and Other Funds	Total
Arjun Dukane	46.98	69.50	7.90	124.38

Perquisites interalia, include reimbursement of expenses/allowances for utilities such as gas, electricity, water, furnishing and repairs, medical reimbursement, leave travel concession, club fees, provision of car with driver, telephone/fax facilities, benefit of personal accident insurance scheme etc.

Besides the above payment of remuneration, the Company pays sitting fees to Non-Executive Directors / Independent Directors for attending the meetings of the Board / Committees of the Board and reimbursement of conveyance for attending such meetings.

The details of remuneration (including sitting fees, salaries, arrears, commission and perquisites) of the existing Non-Executive Directors during the year 2023-2024 are given below:

(₹ in Lakh)

Name	Category	Commission / Remuneration	Sitting Fees	Total
Anagha Dandekar	NED	-	6.00	6.00
Amol Shah	NED (I)	9.00#	10.25	19.25
Sutapa Banerjee	NED (I)	9.00#	14.75	23.75
Harsha Raghavan	NED	-	-	-
Joseph Conrad D'Souza	NED (I)	9.00#	14.85	23.85
Mahabaleshwar Palekar	NED (I)	9.00#	15.35	24.35
Pradip Kanakia	NED (I)	9.00#	14.75	23.75
Sarvjit Bedi*	NED	-	-	-

NED – Non-Executive Director / NED (I) – Non-Executive Director (Independent)

*Resigned April 19, 2023

Commission was also paid for FY23 amounting to ₹ 9.00 lakh to each Non-Executive Independent Directors (NED(I)).

Details of Shareholding of Present Non-Executive Director/Independent Directors as on March 31, 2024.

Presents Directors Name	Shares held
Anagha Dandekar	22,93,906
Mahabaleshwar Palekar	6,000

Particulars of Senior Management of the Company:

Sr. No.	Employee Name	Designation
1	Santosh Parab	Chief Financial Officer
2	Rahul Sawale	Company Secretary & VP – Legal
3	Amarsinh Jadhavrao	Chief Executive (HR & Corporate Affairs)
4	Nilesh Jadhav*	Chief Operating Officer
5	Neeti Chavan	Sr. GM - Head Technical Food Division
6	Gautam Satpute	VP - Performance Chemicals
7	Jatin Gohil	Sr. GM - Sales & Business Development
8	Dinesh Sharma	VP - Technical Sales (South Asia)
9	Lata Padhya	GM - Sales Co. Ordination (Shelf Life Solutions & Aroma Ingred.)
10	Prija Yohannan	Sr. GM - Regional Business Director Europe
11	Chandrakant Ghotekar	AVP – Animal Nutrition
12	Samirkumar Khedkar	VP - Special Projects
13	Sangeetha Srinivasan	VP - Health & Wellness
14	Vaikkthukattil Shaju	GM - Technical Head - Health & Wellness
15	Uttam Kumar Paine@	VP - Special Projects
16	Jerrold Anchan	GM - QA & QC
17	Kiran Jadhav	AVP - Head Supply Chain
18	Allaudin Mohamad	Global Head- IT
19	Raghunath Bal#	Global Head- IT

* Appointed w.e.f. December 1, 2023.

@ Resigned w.e.f. December 7, 2023.

To succeed Allaudin Mohamad (current incumbent), who was set to retire on May 31, 2024

c) **Stakeholders Relationship Committee:**

Composition, meetings and the attendance during the year:

The Stakeholders Relations Committee was constituted on May 29, 2014 in place of Shareholders/ Investors Grievance Committee for redressal of Shareholders and Investors complaints concerning transfer of shares, non-receipt of Annual Reports, and non receipt of Dividend etc.

During the financial year 2023-2024 one (1) meeting was held on February 9, 2024.

The Details of composition of the Committee and attendance of the members at the meetings are given below:

Name	Designation	Category	No. of Meetings attended
Joseph Conrad D'Souza	Chairman	NED (I)	1
Mahabaleshwar Palekar	Member	NED (I)	1
Ashish Dandekar	Member	ED	1
Nirmal Momaya	Member	ED	1

The Board has designated Mr. Rahul Sawale, Company Secretary of the Company as the Compliance Officer.

Complaints received and redressed by the Company during the financial year.

During the year, no complaint was received from the shareholders.

d) **Compensation Committee:**

Composition, meeting and the attendance during the year:

The Compensation Committee was constituted on April 29, 2008.

During the financial year 2023-2024, there was no meeting held.

Details of Composition of the Committee are given below:

Name	Designation	Category
Amol Shah	Chairman	NED (I)
Sutapa Banerjee	Member	NED (I)
Nirmal Momaya	Member	ED

Terms of reference

- To formulate Employees Stock Option Scheme (ESOP) and its implementation.
- To administer and supervise the compliance of the detailed terms and conditions in accordance with SEBI Guidelines.

e) Risk Management Committee:

Composition, meeting and the attendance during the year:

The Risk Management Committee was constituted on August 13, 2021.

During the financial year 2023-2024, 2 (two) meetings were held on August 11, 2023 and February 6, 2024.

Details of Composition of the Committee and attendance of the members at the meeting are given below:

Name	Designation	Category	No. of Meetings attended
Amol Shah	Chairman	NED (I)	1
Nirmal Momaya	Member	ED	2
Arjun Dukane	Member	ED	2

The role, broad terms and reference of the committee shall include the following:

1. To formulate a detailed risk management policy which shall include:
    a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee;
    b) Measures for risk mitigation including systems and processes for internal control of identified risk;
    c) Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
5. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

f) Corporate Social Responsibility Committee:

Composition, meeting and the attendance during the year:

The Corporate Social Responsibility Committee was constituted on May 29, 2014.

During the financial year 2023-2024, 1 (one) meeting was held on November 6, 2023.

Details of Composition of the Committee and attendance of the members at the meeting are given below:

Name	Designation	Category	No. of Meetings attended
Mahabaleshwar Palekar	Chairman	NED (I)	1
Ashish Dandekar	Member	ED	1
Nirmal Momaya	Member	ED	1

The role, broad terms and reference of the committee shall include the following:

a. Formulate and recommend to the Board, a Corporate Social Responsibility Policy;

b. Recommend the amount of expenditure to be incurred on the CSR activities to the Board;

c. Monitor the Corporate Social Responsibility Policy of the company from time to time.

4. INDEPENDENT DIRECTORS' MEETING:

As required under Schedule IV of the Companies Act, 2013 and Regulation 25 of the SEBI LODR 2015, the Independent Directors have to hold at least 1 (one) meeting in a year, without the attendance of non-independent directors and members of the management.

During the financial year 2023-2024, 2 (two) meetings were held on August 11, 2023 and February 9, 2024.

The role, broad terms and reference of the committee shall include the following:

a. Review the performance of Non-Independent Directors and the Board as a whole;

b. Review the performance of the Chairperson of the Company, taking into account the views of Executive directors and Non-executive Directors;

c. Assess 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.

In the opinion of the Board, all Independent Directors meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16 of SEBI LODR 2015, as amended from time to time and they are independent of the management.

5. **CHART/ MATRIX SETTING OUT THE SKILLS/ EXPERTISE/ COMPETENCE OF THE BOARD OF DIRECTORS IS AS FOLLOWS:**

Skills/expertise/competencies identified by the Board as required in the context of the Company's business and sector for it to function effectively	Skills/expertise/ competencies available with the Board
Industry knowledge/ experience:	Yes
Industry experience	Yes
Knowledge of FMCG sector	Yes
Understanding of government legislation / legislative process	Yes
Technical skills/ experience:	Yes
Accounting and Finance	Yes
Law	Yes
Marketing experience	Yes
Monitoring risk management systems	Yes
Strategy development and implementation	Yes
Governance Competencies:	Yes
Financial literacy	Yes
Strategic thinking/planning from a governance perspective	Yes
Director's performance management	Yes
Compliance focus	Yes
Behavioral competencies:	Yes
Integrity and high ethical standards	Yes
Interpersonal relations	Yes
Communication skills	Yes
Willingness and ability to devote time and energy to the role	Yes

6. **THE BRIEF SUMMARY OF THE COMPETENCIES OF THE DIRECTORS ARE AS UNDER:**

Ashish Dandekar, Chairman & Managing Director

Ashish Dandekar is a B.A. in Economics & Management Studies from Temple University, USA. With 30+ years of experience in Pharmaceuticals and Fine Chemicals industries, he excels in Business Planning, Information Systems, Research & Development, Product Development, and Marketing.

Nirmal Momaya, Managing Director

Nirmal Momaya is a Chartered Accountant, holds a B.Com degree and is a seasoned professional with 30+ years of experience in finance, taxation, audit, and management consultancy. As the current MD of CFS, he has been instrumental in providing strategic guidance and direction to the company on all significant business matters.

Arjun Dukane, Executive Director - Technical

Arjun Dukane is a Chemical Engineer with an extensive career of 30+ years in the Chemical Industry. He has been a part of CFS for 15+ years, and is contributing to the organization's success with his knowledge, expertise, and experience.

Harsha Raghavan, Non-Executive Director

Harsha Raghavan is an M.B.A. and M.Sc. in Industrial Engineering from Stanford University, a B.A. from the University of California at Berkeley, where he doublemajored in Computer Science & Economics. He is currently the Managing Partner of Convergent Finance LLP and was the founding M.D. & C.E.O of Fairbridge Capital Private Limited (a Fairfax Company).

Anagha Dandekar, Non-Executive Director

Anagha Dandekar holds an M.B.A. in Finance from the University of South Carolina, USA, and is the President and Co-founder of Hardware Renaissance, a manufacturer of high-end, handcrafted door hardware and accessories.

Sutapa Banerjee, Independent Director

Sutapa Banerjee is a gold medalist in Economics from the XLRI, and an Economics Honors Graduate from Presidency College, Kolkata. She has 24+ years of experience in the Financial Services industry and is on the Boards of many companies.

Pradip Kanakia, Independent Director

Pradip Kanakia holds memberships in the Institute of Chartered Accountants in England & Wales as well as in India. In his 35 year career, he has served in leadership positions at Price Waterhouse and KPMG, leveraging his expertise in Strategy, Transformation, Performance Management. Accounting, Auditing, Reporting, Controls, Compliance, and Governance.

Amol Shah, Independent Director

Amol Shah holds a B.Sc. (Electronics Engineering) degree from the University of Kent. Canterbury, and an M.B.A. from the University of Southern California. He has 30+ years of experience in human healthcare, flavours/fragrances compounds, plant protection, and water treatment chemicals.

Joseph Conrad D'Souza, Independent Director

Joseph Conrad D'Souza holds an MBA, an M.Com. Degree, a Diploma in Financial Management. and is a Graduate of the Senior Executive Programme from the London Business School. He was an erstwhile Member of Executive Management and Ex-Chief Investor Relations Officer of HDFC Limited.

Mahabaleshwar Palekar, Independent Director

Mahabaleshwar Palekar, a chemical engineer, holds a doctorate degree from the University Department of Chemical Technology (UDCT now ICT) Mumbai. With 30+ years of experience, he excels in intricate techno-commercial aspects of the specialty chemicals business. His vast knowledge, expertise, and successful collaborations underscore his invaluable role in driving growth and innovation.

7. GENERAL BODY MEETINGS:

Details of location, date and time of Annual General Meetings held during the last three years:

Financial Year (FY)	Venue	Date and Time
2022-2023	Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")	July 31, 2023 at 11.00 a.m.
2021-2022	Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")	July 29, 2022 at 11.00 a.m.
2020-2021	Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")	July 20, 2021 at 11.00 a.m.

8 (eight) Special Resolutions were passed at the 28th Annual General Meeting for FY 2020-21, No Special Resolutions was passed at the 29th Annual General Meeting for FY 2021-22 and No Special Resolutions was passed at the 30th Annual General Meeting for FY 2022-23.

8. DISCLOSURES

Related Party Transactions

The Company did not enter into any materially significant related party transactions, which had potential conflict with the interest of the Company at large. The register of contracts containing the transactions in which Directors are interested is placed before the Board regularly for its approval.

Transactions with the related parties are disclosed in the notes to the financial statements in the Annual Report.

Weblink where policy for determining 'material' subsidiaries is disclosed; https://www.camlinfs.com/investor-relations/home/downloads.

Weblink where policy on dealing with related party transactions;

https://www.camlinfs.com/investor-relations/home/downloads.

Fees paid to the Statutory Auditor

Following is the total fees paid by the Company for all services availed by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part is as detailed below:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Audit Fees	60.00	50.00
Certification	-	0.45
Reimbursement of Expenses	1.61	0.24
Total	**61.61**	**50.69**

Credit Ratings

During the year under review, the Company had the following credit ratings affirmed from India Ratings and Research Pvt. Ltd.:

(i) For Term loan: IND A-/Stable
(ii) For Fund-based limits: IND A-/Stable/IND A2+
(iii) For Non-fund-based limits: IND A2+

Further, India Ratings and Research Pvt. Ltd. has affirmed the Company's Long Term Issuer Rating at 'IND A-', the outlook is stable.

Compliance with Regulations

The Company has complied with all the requirements of the SEBI LODR 2015 with the Stock Exchanges as well as the other regulations and guidelines of SEBI. Consequently, no penalties were imposed or strictures passed against your Company by SEBI, Stock Exchanges or any other statutory authority in any matter relating to capital markets after the listing of Shares on the BSE Ltd. and National Stock Exchange of India Ltd.

Sexual Harassment of Women at Workplace

The Company is an equal opportunity employer and consciously strives to build a work culture that promotes dignity of all employees. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

a. number of complaints filed during the financial year - Nil
b. number of complaints disposed of during the financial year – Not applicable
c. number of complaints pending as on end of the financial year - Not applicable

Vigil Mechanism / Whistle Blower Policy

The Company has a vigil mechanism named Whistle Blower Policy to deal with instance of fraud and mismanagement, if any. The objective of the said policy is to explain and encourage the directors and employees to raise any concern about the Company's operations and working environment, including possible breaches of Company's policies and standards or values or any laws within the country or elsewhere, without fear of adverse managerial action being taken against such employees. The Whistle Blower Policy is disclosed on the Company's website and the web link for the same https://www.camlinfs.com/investor-relations/home/downloads.

It is hereby affirmed that in relation to the same, no personnel have been denied access to the Audit Committee.

CEO / CFO Certification

Managing Director and Chief Financial Officer of the Company have furnished the requisite Compliance Certificates to the Board of Directors under Regulation 17 of the SEBI LODR 2015.

Compliance with Corporate Governance requirements

The Company has complied with the mandatory corporate governance requirements specified in regulations 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46 of SEBI LODR 2015.

Mandatory and non-mandatory requirements

The company has complied with the mandatory requirements of SEBI LODR 2015 which are detailed in the annual report and also have adopted some of the non-mandatory requirements of SEBI LODR 2015 viz. reporting of internal auditor to the Audit Committee.

9. MEANS OF COMMUNICATION:

- The quarterly and half-yearly results are published in widely circulating national and local dailies such as Financial Express and Loksatta.
- Official news releases and presentations made to investors are disclosed to the Stock Exchange(s) and are also provided on the Company's website i.e. www.camlinfs.com within the time frame prescribed in this regard.
- As per requirements of the Listing Agreement, all data relating to the quarterly financial results, shareholding pattern etc., is provided on the Company's website i.e. www.camlinfs.com within the time frame prescribed in this regard.

10. GENERAL SHAREHOLDER INFORMATION:

As indicated in the Notice to our Shareholders, the 31st Annual General Meeting of the members of Camlin Fine Sciences Limited, will be held on Wednesday, July 31, 2024 at 11:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

i.	**Financial Calendar**		**Financial Reporting by**
	Financial Year	:	April – March
	Unaudited Results for the quarter ending June 30, 2024.	:	Mid of August, 2024
	Unaudited Results for the quarter ending September 30, 2024.	:	Mid of November, 2024
	Unaudited Results for the quarter ending December 31, 2024.	:	Mid of February, 2025
	Audited Results for the year ending March 31, 2025.	:	end of May, 2025
ii.	Date of Book Closure	:	July 25, 2024 to July 31, 2024 (both days inclusive)
iii.	Date of Dividend Payment	:	Not applicable
iv.	Listing of Equity Shares on Stock Exchanges	:	The Equity Shares of the Company are listed at BSE Limited (Stock Code 532834) & The National Stock Exchange of India Limited (CAMLINFINE). The Company has duly paid the annual listing fees to the respective stock exchange(s) National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 BSE Limited P. J. Towers, Dalal Street, Mumbai 400 001
v.	Demat ISIN in CDSL/NSDL	:	INE052I01032

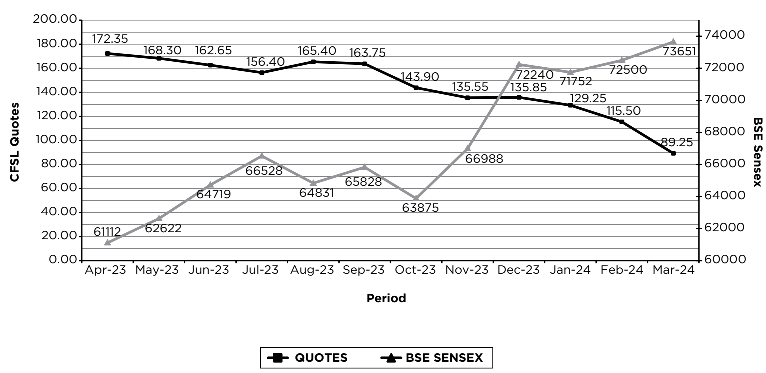
vi. Share Price (High & Low) for the year 2023-2024 at BSE and NSE:

Month	BSE		NSE	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April, 2023	179.90	127.30	180.00	126.80
May, 2023	178.65	163.05	178.95	163.00
June, 2023	175.60	157.80	175.90	157.70
July, 2023	166.60	154.40	166.90	155.30
August, 2023	171.90	151.60	172.00	151.60
September, 2023	186.25	156.85	186.35	156.90
October, 2023	168.35	141.70	168.80	141.70
November, 2023	144.05	125.00	145.00	124.90
December, 2023	143.20	126.00	143.40	126.00
January, 2024	139.50	126.65	139.70	126.55
February, 2024	133.85	112.10	133.90	111.95
March, 2024	121.30	88.45	121.50	88.35

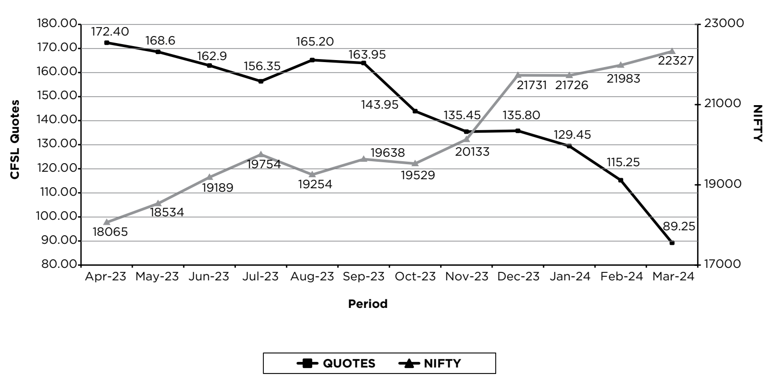
Stock Performance:

The performance of the Company's share in comparison to BSE and NSE Sensex is given in the Chart below:

Monthly High Low CFSL Share Price / BSE Sensex



Monthly High - Low CFSL Share Price / NIFTY



vii. Registrars and Share Transfer Agents for Shares:

M/s. Link Intime India Private Limited, C 101, 247 Park, L. B .S. Marg, Vikhroli (West), Mumbai – 400083, Toll free number : 1800 2208 78 Email id: rnt.helpdesk@linkintime.co.in

viii. Share Transfer System:

Presently, the Share Transfers which are received in physical form are processed by the Registrars and Share Transfer Agent and approved by the Committee of Directors in their meeting which normally meets twice in a month and the share certificates are returned within a period of 20 to 25 days from the date of lodgment, subject to the transfer instrument being valid and complete in all respects.

ix. Distribution of Shareholding as on March 31, 2024.

No. of Equity Shares Held	No. of Shareholders	Percentage of Shareholders	No. of Shares	Percentage of Shares
Up to 500	47391	79.59	5731313	3.43
501 - 1000	4913	8.25	4001724	2.39
1001 - 2000	3145	5.28	5006838	2.99
2001 – 3000	1228	2.06	3142651	1.87
3001 - 4000	846	1.42	3072566	1.83
4001 - 5000	530	0.89	2477337	1.49
5001 - 10000	750	1.26	5473985	3.26
10001 and above	744	1.25	138558793	82.74
TOTAL	**59547**	**100.00**	**167465207**	**100.00**

x. Dematerialisation of Shares:

The Company's Equity Shares are held in dematerialised form by National Securities Depository Limited (NSDL) and Central Depository Services India Limited (CDSL) under ISIN No. INE052I01032. As on March 31, 2024, 99.61 % of the totals shares of the Company have been dematerialised.

xi. Outstanding: GDR/ADR/Warrants/Options

As of date, the Company has not issued GDRs/ADRs.

The Company at its 25th Annual General Meeting held on August 13, 2018 approved the CFS Employees Stock Option Scheme, 2018 which provides for allotment of up to 15,00,000 (Fifteen Lakh) Options convertible into equivalent number of equity shares of ₹ 1/- each at the exercise price which shall be at the maximum 20% (twenty percent) discount of the market price of the equity shares on the Stock Exchange(s) on the date of grant of Options.

The Company at its 10th Extra Ordinary General Meeting held on July 25, 2020 approved the CFS Employees Stock Option Plan, 2020 which provides for allotment of up to 44,00,000 (Forty Four Lakh) Options convertible into equivalent number of equity shares of ₹ 1/- each at the exercise price which shall be as per the market price of the equity shares on the Stock Exchange(s) on the date of grant of Options.

The Company at its 28th Annual General Meeting held on July 20, 2021 approved the CFS Employees Stock Option Plan, 2021 which provides for allotment of up to 45,00,000 (Forty

Five Lakh) Options convertible into equivalent number of equity shares of ₹ 1/- each. The first lot of Grants shall be issued at an Exercise Price of ₹ 150/-per option. The Nomination and Remuneration Committee shall decide on the exercise price for future grants, which shall be at a maximum discount of 25% to the market price of the equity shares on the Stock Exchange(s) on the date of grant of Options.

Further the approvals were accorded by the Board of Directors of the Company, at its meeting held on May 24, 2018 and the Special Resolution passed by the Members of the Company on June 22, 2018 for raising of funds through borrowing money or issue of securities including QIP/ADR/GDR/FCCB etc. upto ₹ 250 crores. Pursuant to the said approvals, 30 (thirty) Foreign Currency Convertible Bonds (FCCBs) aggregating to USD 15 million were issued and allotted to International Finance Corporation (IFC) on September 14, 2018.

The Company on May 12, 2023, has allotted 1,02,58,986 fully paid-up Equity Shares of face value ₹ 1/- each of the Company to IFC upon conversion of FCCBs at a conversion price of ₹ 105/- per Equity Share (inclusive of Share Premium of ₹ 104/- per Equity Share), consequent upon receipt of notice from IFC for the said conversion. The said issued Equity Shares rank pari passu with the existing Equity Shares of the Company in all respects.

xii. Disclosure in relation to demat suspense account or unclaimed suspense account, as applicable:

(a) aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year; Nil

(b) number of shareholders who approached listed entity for transfer of shares from suspense account during the year; N.A.

(c) number of shareholders to whom shares were transferred from suspense account during the year; N.A.

(d) aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year; N.A.

(e) that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares. Nil

xiii. Commodity price risk or foreign exchange risk and hedging activities:

The Company does not deal in commodities. Further, the Company has put in place a Risk Management policy to manage risks associated with foreign currency borrowings. Refer to the paragraph on "Risks and Concerns" of the Management Discussion and Analysis for additional details.

xiv. Loans and advances:

The Company has not given any loans and advances to firms/Companies in which directors are interested.

xv. Disclosure of certain types of agreements binding listed entities pursuant to clause 5A of paragraph A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

On April 17, 2023, the Infinity Direct Holdings ("Acquirer 1") and Infinity Direct Holdings Sidecar I

("Acquirer 2") (collectively referred to as the "Acquirers") along with Infinity Holdings ("PAC 1"), Anfima Nv ("PAC 2") and one of the promoters of the Company, Mr. Ashish Dandekar ("PAC 3"), in the capacity of persons acting in concert (collectively referred to as "PACS") have entered into the Voting and Cooperation Agreement.

The said Agreement is available on the Company's website https://www.camlinfs.com/investor-relations/home/corporate_announcements

xvi. Subsidiary Company:

During the year under review, the Company have appointed Independent Director(s) of the Company on the Board of unlisted material subsidiary. The minutes of the meetings of the board of directors of the unlisted subsidiary were also placed at the meeting of the board of directors.

Details of material subsidiaries:

Name of material subsidiary	Date of Incorporation	Place of Incorporation	Name of Statutory Auditors	Date of Appointment of Statutory Auditors
CFS Europe S.P.A	23/11/1990	Italy	RB AUDIT Italia S.r.l.	08/03/2011
Dresen Quimica SAPI DeC.V.	06/05/1987	Mexico	Mazars Auditores, S. de R.L de C.V.	28/09/2023

xvii. Plant Location : D-2/3, M.I.D.C. Boisar, Tarapur, Dist. Thane 401 506.

Plot No. Z/96/D, Dahej SEZ Ltd; Part-II, Tal. Varga, Dist. Bharuch, Pin Code:392130, Gujarat, India

R & D Location : N/165 M.I.D.C. Boisar, Tarapur, Dist. Palghar 401 506.

Plot No. /111, MIDC, Wagle Estate, Thane 400 604.

xviii. Address for correspondence:

Registered Office : Floor 2 to 5, In GS Point, CST Road, Kalina, Santacruz East, Mumbai 400098.

Tel No. : 022-6700 1000

Fax No. : 022-28324404

E-mail : secretarial@camlinfs.com

xix. Secretarial Department:

The Company's Secretarial Department, headed by the Company Secretary, is situated at the Registered Office mentioned above. Shareholders/Investors may contact the Company Secretary for any assistance they may need.

11. NON-MANDATORY REQUIREMENTS:

Shareholders rights:

The Quarterly, Half Yearly and Annual Financial Results of the Company are published in the Newspaper and also posted on the Company's website. The complete Annual Report is sent to each and every Shareholder of the Company.

Audit Qualifications:

There are no Audit qualifications in the Company's financial statement for the year under reference.

Reporting of internal auditor

The internal auditor reports directly to the Audit Committee.

For & On behalf of the Board

Ashish Dandekar
Chairman & Managing Director

Place : Mumbai
Dated : May 20, 2024

Declaration by the Managing Director as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We hereby declare that all Directors and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended March 31, 2024.

Ashish Dandekar
Chairman & Managing Director

Place : Mumbai
Dated : May 20, 2024

Managing Director and Chief Financial Officer Certificate

To,
The Board of Directors
Camlin Fine Sciences Limited.
Mumbai

Dear Members of the Board,

A. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2024 and that to the best of our knowledge and belief:

   1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. We confirm that, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the listed entity'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 disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit Committee that there are no:

   1) significant changes in internal control over financial reporting during the year;

   2) significant changes in accounting policies during the year; and

   3) instances of significant fraud of which we have become aware.

Ashish Dandekar
Chairman & Managing Director

Santosh Parab
Chief Financial Officer

Place : Mumbai
Dated : May 20, 2024

Certificate from Practicing Company Secretaries Regarding Compliance of Conditions of Corporate Governance

The Members of Camlin Fine Sciences Limited

We have examined the compliance of conditions of Corporate Governance by Camlin Fine Sciences Limited for the year ended on 31st March, 2024 as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreements of the said Company with Stock Exchanges ('the Regulations').

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as specified in the Regulations referred above.

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

For **JHR & Associates**
Company Secretaries
J. H. Ranade
(Partner)
(FCS: 4317, CP: 2520)
UDIN: F004317F000400713

Place : Thane
Dated : May 20, 2024

Certificate from Practicing Company Secretaries Regarding Directors

CERTIFICATE

Based on our verification of the records maintained by Camlin Fine Sciences Limited (CIN: L74100MH1993PLC075361) (hereinafter called 'the Company') including declarations / notices received from the Directors and also information / record available on the website(s) of the Ministry of Corporate Affairs, Securities and Exchange Board of India and Stock Exchanges where the equity shares of the Company are listed, we hereby certify that, during the Financial year 2023-24, none of the Directors on the Board of the Company were debarred or disqualified from being appointed or continuing as directors of the Company by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

This certificate is being issued as per the requirements of Schedule V (C) (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For **JHR & Associates**
Company Secretaries
J. H. Ranade
(Partner)
(FCS: 4317, CP: 2520)
UDIN: F004317F000400669

Place : Thane
Dated : May 20, 2024

Independent Auditor's Report

TO THE MEMBERS OF
CAMLIN FINE SCIENCES LIMITED

Report on the Audit of the Standalone Ind-AS Financial Statements

Opinion

We have audited the accompanying standalone Ind-AS financial statements of **CAMLIN FINE SCIENCES LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity, Statement of Cash Flows for the year then ended, and the Notes to the standalone Ind-AS financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "standalone Ind-AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind-AS financial statements give the information required by the Companies Act, 2013, ("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 Standard) Rules, 2015, as amended, ("Ind-AS") and with accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the loss, 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 Ind-AS financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone Ind-AS Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone Ind-AS financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 39 to the standalone Ind-AS financial statements, relating to Impairment of Investment in and Assets of CFS Wanglong Flavors (Ningbo) Co., Ltd. (CFSWL) (a subsidiary Company). The Supreme People's Court of China ("Honorable Court") had imposed a penalty amounting to RMB 159.32 million i.e. ₹ 18,543.25 Lakhs on the JV partner in the subsidiary company and others for alleged infringement of intellectual property used in the manufacturing process. An amount of RMB 11.15 million i.e. ₹ 1,297.75 Lakhs which is 7% of the total penalty imposed was attributed to the subsidiary. As a matter of abundant legal caution, the subsidiary company had stopped the production facility till further directions of the Honorable Court. As per the terms of the shareholders' agreement dated April 28, 2017, and amendments made thereafter, the Company and its subsidiary company are indemnified against penalty and/or legal consequences emanating from the violation of the intellectual property rights. During the quarter ended March 31, 2024, the JV Partner has represented to the Company that they have arrived at an out of Court Settlement with the litigant regarding the infringement of intellectual property.

The said settlement, inter alia:

(a) precludes any punitive action against the subsidiary company and also absolves it from payment of any penalty under the original judgement,

(b) precludes the subsidiary company from manufacturing Methyl Vanillin in China, and

(c) allows the subsidiary company to manufacture, market and sell any product other than Methyl Vanillin, in China at the facility owned by the subsidiary company.

The Board of Directors of the Company had already approved a plan to use the aforesaid facility to manufacture Heliotropin, an aromatic product which is downstream of Catechol. As of March 31, 2024, the Company has evaluated the carrying value of its investments in and receivables from its subsidiary company by considering certain factors which are more fully discussed in the aforesaid note and assessed the same for impairment test.

The outcome arising on such impairment assessment as at March 31, 2024, resulted in impairment provision of ₹ 192.84 lakh in respect of its investment in CFSWL in the standalone Ind-AS financial statements.

Our opinion on the standalone Ind-AS financial statements is not modified in respect of the above matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind-AS financial statements of the current period. These matters were addressed in the context of our audit of the standalone Ind-AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter Description	Auditor's Response
Exposure in group entities	**Principal Audit Procedures Performed**
The exposure within the group entities i.e. carrying amount of the Parent Company's investments, loans and advances, trade & other receivables (net of payables) accounts for 28% (March 31, 2023: 26%) of the total assets of the Company. Their recoverability is dependent on these group companies generating enough cash flows in future, estimation of which requires significant management judgement. We do not consider valuation of these investments and recovery of intercompany receivables, payables to be at a high risk of significant misstatement. However, due to their materiality in the context of the Company's financial statements, this is considered to be the area that had a significant effect on the company audit.	We compared the carrying value of these investments, loans, advances, trade receivables, other receivables and trade payables with the respective subsidiary's financial statements to identify whether their net assets were in excess of their carrying amount and assessed whether those subsidiaries have historically been profit-making. For those subsidiaries where carrying amount exceeds the net asset value of the respective subsidiaries, we evaluated the relevant subsidiary's projected statement of profit and loss and projected statement of cash flows with management assumptions relating to key inputs such as projected long term growth and discount rates and assessing the management's assumptions over the recoverability of intercompany receivables against our own knowledge of the performance and net assets of the relevant counterparty.

Key Audit Matter Description	Auditor's Response
Refer Note 5(i), Note 6, Note 11, Note 14, Note 15, Note 24 and Note 43 forming part of the notes to the standalone Ind-AS financial statements.	Assessed the appropriateness of the disclosure in the standalone Ind-AS financial statements in accordance with the applicable financial reporting framework.

Information Other than the Standalone Ind-AS 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 Annual Report, namely Financial Highlights, Directors' Report, Report on Corporate Governance and Business Responsibility and Sustainability Report but does not include the standalone Ind-AS financial statements and our auditor's report thereon which we obtained prior to the date of this auditor's report.

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

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

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

Responsibilities of Management and Those Charged with Governance for the Standalone Ind-AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these standalone Ind-AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind-AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind-AS financial statements, the Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Ind-AS Financial Statements

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

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

(a) Identify and assess the risks of material misstatement of the standalone Ind-AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

(b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013 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.

(c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

(d) Conclude on the appropriateness of Management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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 Ind-AS 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 Act, we give in the **Annexure "A"**, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

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

   (d) In our opinion, the aforesaid standalone Ind-AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rules issued thereunder.

   (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 of the Company is disqualified as on March 31, 2024 from being appointed as a Director in terms of Section 164 (2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure "B"**.

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 ("the Rules"), in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind-AS financial statements – Refer Note 42.I to the standalone Ind-AS financial statements.

      ii. The Company did not have any long-term contracts during the year ended March 31, 2024, for which there were any material foreseeable losses. Derivative contracts are appropriately dealt with in the books of account.

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. The Management has represented that;

(a) to the best of its knowledge and belief, other than as disclosed in the Note 49(5) to the standalone Ind-AS financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) to the best of its knowledge and belief, other than as disclosed in the Note 49(6) to the standalone Ind-AS financial statements, no funds have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

Based on such audit procedures performed by us that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) of the Rules as provided under (a) and (b) above, contain any material mis-statement.

v. The Company has not declared or paid any dividend during the year.

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

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

3. In our opinion and according to information and explanations given to us and based on our examination of the records of the Company, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act.

For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 104607W/W100166

FARHAD M. BHESANIA
PARTNER
Membership Number: 127355
UDIN: 24127355BKBHZY7820

Place: Mumbai
Date: May 20, 2024

Annexure A to the Independent Auditor's Report

The Annexure referred to in paragraph 1 'Report on Other Legal and Regulatory Requirements' in our Independent Auditors' Report to the members of the Company on the Standalone Financial Statements for the year ended March 31, 2024.

Statement on Matters specified in paragraphs 3 & 4 of the Companies (Auditor's Report) Order, 2020:

i. a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, Right of Use assets and Non-current Assets held for Sale.

(B) The Company has maintained proper records showing full particulars of intangible assets.

b) As explained to us, the Company has a program for physical verification of its Property, Plant and Equipment, Right of Use assets and Non-current Assets held for Sale, by which all Property, Plant and Equipment, Right of Use assets and Non-current Assets held for sale are verified in a phased manner over a period of three years. Certain Property, Plant and Equipment were physically verified during the year. No material discrepancies were noticed on such physical verification.

c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that, the title deeds comprising all the immovable properties of land and building which are freehold and owned by the Company are held in the name of the Company.

In respect of immovable properties of land that have been taken on lease and disclosed under Right of Use assets in the standalone Ind-AS financial statements, the lease agreements are in the name of the Company, where the Company is the lessee.

d) The Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year.

e) During the course of our examination of the books of account and records of the Company and according to the information and explanations given to us and representations made by the management, no proceedings have been initiated during the year or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) (as amended in 2016) and rules made thereunder.

ii. a) The inventory has been physically verified by the Management at reasonable intervals. In our opinion and according to information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such physical verification of inventories when compared to books of account.

b) During the course of our examination of the books of accounts and records, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of fixed assets and the current assets of the Company. In our opinion and according to the information and explanations given to us, the quarterly returns and statements comprising stock statements, book debt statements, statement of ageing analysis of debtors/ other receivables filed by the Company with such banks are in agreement with the unaudited books of account of the Company of the respective quarters and the difference, if any, is on account of explainable items and not material in nature.

iii. The Company during the year has not made any investment or provided any guarantee or granted any loans or advances in the nature of loans, secured or unsecured, to firms, Limited Liability Partnerships. The Company has provided loan to a subsidiary during the year.

a) Details of loan to the subsidiary:

A. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loan to the subsidiary:

Particulars	**Loans (₹ in Lakhs)**
Aggregate amount granted during the year	
Subsidiary (Unsecured)	1,404.09
Balance Outstanding as at Balance Sheet date in respect of the above case	
Subsidiary (Unsecured)	1,420.46

B. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates:

Particulars	**Loans (₹ in Lakhs)**
Aggregate amount loans given during the year	
Other party (Secured)	1,000.00
Balance Outstanding as at Balance Sheet date in respect of the above	
Other party (Secured)	1,000.00

b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that in respect of the terms and conditions of loans granted by the Company are not, prima facie, prejudicial to the interest of the Company.

c) In respect of loans granted by the Company which are repayable on demand, during the year, the Company has not demanded such loan or advances in the nature of loan. Having regard to the fact that the repayment of principal or payment of interest has not been demanded by the Company, the question of commenting on the regularity of repayment of principal and receipt of interest does not arise. In respect of certain other loans, where the repayments of the principal and interest have been stipulated and are not due during the year, the question of repayment of principal and receipt of interest being regular does not arise.

d) According to the information and explanations given to us and based on the audit procedures performed by us, there are no overdue amounts in respect of the loans granted by the Company.

e) According to the information and explanations given to us and based on the audit procedures performed by us, the details of loans that fell due for repayment and were renewed during the year is as stated below:

Name of the Parties	Aggregate amount of existing loans renewed or extended during the year (₹ in lakhs)	Percentage of aggregate to the total loans or advances in the nature of loan granted during the year
CFS North America LLC	₹ 1,050.82	44%
Polygel Industries Private Limited	₹ 1,000.00	42%

f) In our opinion and according to the information and explanations given to us and the records examined by us, the company has granted loans which are repayable on demand. The details of such loans are as under:

Particulars	Subsidiaries
Aggregate amount of loan/advances in the nature of loan	
Repayable on demand (A)	₹ 3,711.07 lakh
Agreement does not specify any terms or period of repayment (B)	-
Total (A+B)	₹ 3,711.07 lakh
Percentage of loan/advances in nature of loans to the total	63%

iv. In our opinion and according to the information and explanations given to us, the Company has not advanced any loans to the persons covered under section 185 or given any securities as per the provisions of Section 186 of the Act. In respect of loans granted, guarantees given and investments made under section 186 of the Act, the Company has complied with the provisions of Section 186 of the Act.

v. According to the information and explanation given to us, the Company has not accepted deposits or amounts which are deemed to be the deposits during the year and to the best of our knowledge and belief, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or other tribunal which is to be complied with by the Company.

vi. The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013 for some of the products. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government of India for maintenance of cost records under Section 148(1) of the Act, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. (a) According to the information and explanations given to us and the records examined by us, the Company is regular in depositing undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues with the appropriate authorities, wherever applicable and there are no undisputed dues outstanding as at March 31, 2024, for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no dues of Goods and Service tax, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax which has not been deposited by the Company on account of any dispute, other than the following:

Name of the Statute	Nature of Dues	Amount (₹ in lakhs)	Period to which the amount relates	Forum
Central Excise Act, 1944 and Customs Act, 1962.	Excise Duty	356.02	F. Y. 2013-14	CESTAT
Income Tax Act, 1961	Income tax	384.26	F.Y. 2015-16	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income tax	485.75	F.Y. 2016-17	
Income Tax Act, 1961	Income tax	474.56	F.Y. 2017-18	
Income Tax Act, 1961	Income tax	255.69	F.Y. 2019-20	

viii. According to the information and explanations given to us and the records examined by us and based on the documents and records produced to us, we have not come across any transactions relating to previously unrecorded income that were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

ix. a) According to the information and explanations given to us and based on the documents and records produced to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

b) During the course of our examination of the books of account and records of the Company and according to the information and explanation given to us we report that the Company has not been declared wilful defaulter by any bank or financial institution or any lender.

c) To the best of our knowledge, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purpose for which the loans were obtained.

d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that funds raised on short term basis have, prima facie, not been used for long term purposes by the Company.

e) According to the information and explanations given to us and an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f) According to the information and explanations given to us and the procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

x. a) According to the information and explanations given to us, the Company has not raised money through initial public offer or further public offer (including debt instruments). Accordingly, the provisions of paragraph 3(x)(a) of the Order are not applicable.

b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially, or optionally convertible) during the year. Accordingly, the provisions of paragraph 3(x)(b) of the Order are not applicable.

xi. a) During the course of our examination of the books of account and records of the Company, and according to the information and explanation given to us and representations made by the management, no instances of any fraud by the Company or any fraud on the Company has been noticed or reported during the year. Accordingly, the provisions of paragraph 3(xi)(a) of the Order are not applicable.

b) No report under sub-section (12) of section 143 of the Act has been filed in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and up to the date of this report.

c) As represented to us by the Management, there are no whistle blower complaints received by the Company during the year.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company as prescribed under Section 406 of the Act. Accordingly, the provisions of paragraph 3(xii) of the Order are not applicable.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of transactions during the year have been disclosed in the standalone Ind-AS financial statements as required by the applicable accounting standards.

xiv. a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

b) We have considered the internal audit reports of the Company issued till date, for the period under audit.

xv. According to the information and explanations given to us and based on our examination of the records, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of paragraph 3(xv) of the Order are not applicable.

xvi. a) According to information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of paragraph 3(xvi) (a) of the Order are not applicable.

b) According to the information and explanations given to us and based on our examination of the records and the representations made to us by the Management, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Hence, the question of commenting whether the aforementioned activities have been conducted without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934, does not arise.

c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Hence, the provisions of paragraph 3(xvi)(c) of the Order are not applicable.

d) The Group does not have any CIC as part of the Group. Accordingly, the provisions of paragraph 3(xvi)(d) of the Order are not applicable.

xvii. The Company has not incurred cash losses in the financial year and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditor during the year. Accordingly, reporting under paragraph 3(xviii) of the Order is not applicable.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. a) According to the information and explanations provided to us and based on our examination of the records of the Company, the Company has fully spent the required amount towards Corporate Social Responsibilities in respect of other than ongoing projects. Accordingly, the provisions of paragraph 3(xx)(a) of the Order are not applicable.

b) According to the information and explanation provided to us the Company does not have any ongoing project with respect to Corporate Social Responsibilities. Accordingly, the provisions of paragraph 3(xx)(b) of the Order are not applicable.

For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 104607W/W100166

FARHAD M. BHESANIA
PARTNER
Membership Number: 127355
UDIN: 24127355BKBHZY7820

Place: Mumbai
Date: May 20, 2024

Annexure B to the Independent Auditor's Report

Referred to in Para 2 (f) 'Report on Other Legal and Regulatory Requirements' in our Independent Auditor's Report to the members of the Company on the standalone Ind-AS financial statements for the year ended March 31, 2024.

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the Internal Financial Controls with reference to financial statements of **CAMLIN FINE SCIENCES LIMITED** ("the Company") as of March 31, 2024 in conjunction with our audit of the Standalone Ind-AS Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements in place and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone Ind-AS 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 system with reference to financial statements.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of Management and Directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Ind-AS Financial Statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the Internal Financial 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, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements in place and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the "Guidance Note on Audit of Internal Financial Controls Over Financial Reporting" issued by the ICAI.

For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 104607W/W100166

FARHAD M. BHESANIA
PARTNER
Membership Number: 127355
UDIN: 24127355BKBHZY7820

Place: Mumbai
Date: May 20, 2024

Balance Sheet
as at March 31, 2024

₹ (in Lakh)

Particulars	Notes	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	2 (a)	52,327.70	53,276.45
Capital Work-in-Progress	2 (b)	3,126.13	2,818.02
Right Of Use Assets	3 (a)	3,665.92	3,107.67
Intangible Assets	4 (a)	1,658.52	1,920.49
Intangible Assets under development	4 (b)	17.85	17.85
Financial Assets			
Investments	5	7,986.77	8,179.55
Loans	6	469.06	991.48
Other Financial Assets	7	323.83	573.99
Income Tax Assets	8	1,079.37	494.15
Other Non-Current Assets	9	494.01	428.87
Total Non-Current Assets		**71,149.16**	**71,808.52**
Current Assets			
Inventories	10	25,491.25	25,198.27
Financial Assets			
Trade Receivables	11	49,181.14	52,629.73
Cash and Cash Equivalents	12	67.70	435.06
Bank Balances other than Cash and Cash Equivalents	13	1,327.79	547.53
Loans	14	5,202.31	4,279.01
Other Financial Assets	15	2,437.80	2,282.39
Other Current Assets	16	2,135.05	1,993.20
Total Current Assets		**85,843.04**	**87,365.19**
Assets Held For Sale	17	207.19	207.19
TOTAL ASSETS		**157,199.39**	**159,380.90**
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	18	1,674.65	1,570.93
Other Equity	19	69,896.75	62,643.28
Total Equity		**71,571.40**	**64,214.21**
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	20	22,230.80	29,231.11
Lease Liabilities	3 (b)	1,470.94	998.48
Provisions	21	496.64	470.08
Deferred Tax Liabilities (Net)	22	683.74	1,510.42
Total Non-Current Liabilities		**24,882.12**	**32,210.09**
Current Liabilities			
Financial Liabilities			
Borrowings	23	26,931.59	31,202.81
Lease Liabilities	3 (b)	504.04	281.56
Trade Payables	24		
(A) Total outstanding dues of Micro Enterprises and Small Enterprises		3,878.27	1,614.01
(B) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises		24,542.44	23,267.48
Other Financial Liabilities	25	2,157.74	2,039.68
Other Current Liabilities	26	2,429.44	3,060.42
Provisions	27	302.35	247.41
Current Tax Liabilities	28	-	1,243.23
Total Current Liabilities		**60,745.87**	**62,956.60**
Total Liabilities		**85,627.99**	**95,166.69**
TOTAL EQUITY AND LIABILITIES		**157,199.39**	**159,380.90**
Material Accounting Policies	1		

The accompanying notes 1 to 50 form an integral part of the Financial Statements

As per our Report of even date
For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 104607W/W100166

FARHAD M. BHESANIA
PARTNER
Membership Number: 127355

Mumbai, Dated: May 20, 2024

Signatures to the Balance Sheet and Notes to Financial Statements
For and on behalf of the Board

Ashish Dandekar
Chairman & Managing Director
DIN: 01077379

Nirmal Momaya
Managing Director
DIN: 01641934

Santosh Parab
Chief Financial Officer

Rahul Sawale
Company Secretary & VP – Legal
Membership Number: A 29314

Mumbai, Dated: May 20, 2024

Statement of Profit & Loss

for the year ended March 31, 2024

₹ (in Lakh)

Particulars	Notes	For the year ended March 31, 2024	For the year ended March 31, 2023
INCOME			
Revenue from Operations	29	77,326.21	78,943.57
Other Income	30	1,888.26	2,883.18
Total Income		**79,214.47**	**81,826.75**
EXPENSES			
Cost of Materials Consumed	31	42,628.92	40,275.39
Purchases of Stock-in-Trade		845.85	554.44
Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	32	891.99	(4,260.60)
Employee Benefits Expense	33	6,594.84	5,971.45
Finance Costs	34	5,432.60	5,694.24
Depreciation and Amortisation Expense	35	4,939.00	3,282.10
Other Expenses	36	23,651.67	23,647.13
Total Expenses		**84,984.87**	**75,164.15**
(Loss) / Profit before exceptional Item and tax		**(5,770.40)**	**6,662.60**
Exceptional Item	39	**192.84**	**-**
(Loss) / Profit Before Tax		**(5,963.24)**	**6,662.60**
Tax Expense			
Current tax	22(b)	-	1,392.06
Deferred tax	22(b)	(824.32)	515.07
Total Tax Expenses		**(824.32)**	**1,907.13**
(Loss) / Profit for the year		**(5,138.92)**	**4,755.47**
Other Comprehensive Income			
Items that will not be reclassified to Profit or Loss			
Remeasurements of Defined Benefit Plans		(8.54)	(87.44)
Income Tax relating to items that will not be reclassified to Profit or Loss	22(c)	2.98	30.55
Items that will be reclassified to Profit or Loss			
The effective portion of gains and loss on hedging insturments in a cash flow hedge		1.70	(13.94)
Income Tax relating to items that will be reclassified to Profit or Loss	22(c)	(0.60)	4.87
Total Other Comprehensive Income for the year		**(4.46)**	**(65.96)**
Total Comprehensive Income for the year		**(5,143.38)**	**4,689.51**
Earnings per Equity Share (Face Value of ₹ 1 each)	40		
Basic		(3.09)	3.18
Diluted		(3.05)	3.14
Material Accounting Policies	1		

The accompanying notes 1 to 50 form an integral part of the Financial Statements

As per our Report of even date
For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 104607W/W100166

FARHAD M. BHESANIA
PARTNER
Membership Number: 127355

Mumbai, Dated: May 20, 2024

Signatures to the Statement of Profit & Loss and Notes to Financial Statements
For and on behalf of the Board

Ashish Dandekar
Chairman & Managing Director
DIN: 01077379

Nirmal Momaya
Managing Director
DIN: 01641934

Santosh Parab
Chief Financial Officer

Rahul Sawale
Company Secretary & VP – Legal
Membership Number: A 29314

Mumbai, Dated: May 20, 2024

Statement of Cash Flows

for the year ended March 31, 2024

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash Flow from Operating Activities		
(Loss) / Profit Before Tax	(5,963.24)	6,662.60
Adjustment for:		
Depreciation and amortisation expense	4,939.00	3,282.10
Finance costs	5,432.60	5,694.24
Foreign exchange loss / (gain) (unrealised)	668.29	(1,922.88)
Loss on sale of Property, Plant & Equipment	40.19	25.83
Allowance/(Reversal) of credit loss	(196.69)	375.56
Allowances for doubtful advances	2.12	139.74
Expense/(Reversal) recognised in respect of equity-settled share-based payments	0.85	234.10
Provision for defined benefit plans	183.66	234.01
Interest income	(467.50)	(409.93)
Rent expenses	(6.40)	-
Guarantee commission	(27.35)	(27.27)
Revaluation of inventory	3,681.08	-
Provision for impairment in the value of investments	192.84	-
Net gain arising on financial liabilities measured at Fair Value Through Profit or Loss (FVTPL)	(469.65)	(29.66)
Operating Profit before working capital changes	**8,009.80**	**14,258.44**
Adjustment for:		
Increase/(Decrease) in Non financial liabilities	(733.15)	811.71
Increase/(Decrease) in Financial liabilities	3,689.59	3,314.83
(Increase)/Decrease in Non financial assets	(4,166.63)	(9,476.26)
(Increase)/Decrease in Financial assets	3,239.10	(6,316.88)
Cash generated from operations	**10,038.71**	**2,591.84**
Taxes paid (net)	(1,828.44)	(739.36)
Net cash flow from operating activities	**8,210.27**	**1,852.48**
Cash Flow from Investing Activities		
Purchase of Property, Plant & Equipment	(4,099.50)	(13,118.85)
Sale of Property, Plant & Equipment	8.20	0.35
Loan given to subsidiary and others	(353.27)	(1,303.86)
Maturity of / (Investment in) fixed deposit	(780.27)	2,883.83
Interest received	52.39	65.36
Net cash flow used in investing activities	**(5,172.45)**	**(11,473.17)**

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash Flow from Financing Activities		
Proceeds from issue of equity shares under Employee Stock Option Scheme/ Plan	58.04	54.63
Proceeds from / (Repayment of) long term borrowings (net)	(139.51)	9,119.59
Proceeds from / (Repayment of) short term borrowings (net)	1,368.17	2,962.91
Payment of lease liabilities	(37.26)	(398.35)
Interest paid	(4,654.62)	(3,899.65)
Net cash flow (used in)/ from financing activities	**(3,405.18)**	**7,839.13**
Net decrease in Cash & Cash Equivalents	**(367.36)**	**(1,781.56)**
Cash & Cash Equivalents at the beginning of the year	**435.06**	**2,216.62**
Cash & Cash Equivalents at the end of the year	**67.70**	**435.06**

Notes :

(a) The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS 7) - Statement of Cash Flows.

(b) Cash and Cash Equivalents comprises of :

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Balances with banks in current accounts	65.08	432.93
Cash on hand	2.62	2.13
Cash and cash equivalents in Statement of Cash Flows	**67.70**	**435.06**

The accompanying notes 1 to 50 form an integral part of the Financial Statements

As per our Report of even date
For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 104607W/W100166

FARHAD M. BHESANIA
PARTNER
Membership Number: 127355

Mumbai, Dated: May 20, 2024

Signatures to the Statement of Cash Flows and Notes to Financial Statements
For and on behalf of the Board

Ashish Dandekar
Chairman & Managing Director
DIN: 01077379

Nirmal Momaya
Managing Director
DIN: 01641934

Santosh Parab
Chief Financial Officer

Rahul Sawale
Company Secretary & VP – Legal
Membership Number: A 29314

Mumbai, Dated: May 20, 2024

Statement of Changes in Equity
for the year ended March 31, 2024

A) EQUITY SHARE CAPITAL

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the reporting year	**1,570.93**	**1,569.84**
Issued pursuant to exercise of Employee Stock Options	1.13	1.09
Issued pursuant to conversion of Foreign Currency Convertible Bonds (FCCBs) (Refer Note 18 (g))	102.59	-
Changes in equity share capital during the year	**103.72**	**1.09**
Balance at the end of the reporting year	**1,674.65**	**1,570.93**

B) OTHER EQUITY

₹ (in Lakh)

Particulars	Equity component of Foreign Currency Convertible Bonds (FCCBs)	Reserves and Surplus							Effective Portion of Cash Flow Hedges	Total
		Capital Reserve	Securities Premium	Employee Stock Option Outstanding	General Reserve	Retained Earnings	Reserve on conversion of FCCBs	Put Option		
Balance as at April 1, 2022	**330.97**	**2,166.13**	**38,187.22**	**1,219.50**	**2,532.04**	**12,980.67**	**-**	**247.80**	**-**	**57,664.33**
Profit for the year	-	-	-	-	-	**4,755.47**	-	-	-	**4,755.47**
Remeasurement of Defined Benefit Plans	-	-	-	-	-	(56.89)	-	-	-	**(56.89)**
Effective portion of Cash Flow Hedges	-	-	-	-	-	-	-	-	**(9.07)**	**(9.07)**
Total Comprehensive Income for the year	**-**	**-**	**-**	**-**	**-**	**4,698.58**	**-**	**-**	**(9.07)**	**4,689.51**
Issue of Equity Shares pursuant to exercise of Employee Stock Option (ESOP) Scheme	-	-	53.53	-	-	-	-	-	-	53.53
Fair valuation of Share Based Payments	-	-	-	235.91	-	-	-	-	-	235.91
Transferred to Securities Premium	-	-	24.73	(24.73)	-	-	-	-	-	-
Balance as at March 31, 2023	**330.97**	**2,166.13**	**38,265.48**	**1,430.68**	**2,532.04**	**17,679.25**	**-**	**247.80**	**(9.07)**	**62,643.28**

₹ (in Lakh)

Particulars	Equity component of Foreign Currency Convertible Bonds (FCCBs)	Reserves and Surplus							Effective Portion of Cash Flow Hedges	Total
		Capital Reserve	Securities Premium	Employee Stock Option Outstanding	General Reserve	Retained Earnings	Reserve on conversion of FCCBs	Put Option		
Loss for the year	-	-	-	-	-	**(5,138.92)**	-	-	-	**(5,138.92)**
Remeasurement of Defined Benefit Plans	-	-	-	-	-	(5.56)	-	-	-	**(5.56)**
Effective portion of Cash Flow Hedges	-	-	-	-	-	-	-	-	1.10	**1.10**
Total Comprehensive Income for the year	-	-	-	-	-	**(5,144.48)**	-	-	**1.10**	**(5,143.38)**
Issue of Equity Shares pursuant to exercise of Employee Stock Option (ESOP) Scheme / Plan	-	-	56.91	-	-	-	-	-	-	56.91
Issue of Equity Shares pursuant to conversion of FCCBs	-	-	10,669.35	-	-	-	-	-	-	10,669.35
Fair valuation of Share Based Payments	-	-	-	0.92	-	-	-	-	-	0.92
Transferred to Securities Premium	-	-	30.44	(30.44)	-	-	-	-	-	-
Transferred to Retained Earnings	-	-	-	(5.72)	-	5.72	-	-	-	-
Reserve on conversion of FCCBs	-	-	-	-	-	-	1,669.67	-	-	1,669.67
Balance as at March 31, 2024	**330.97**	**2,166.13**	**49,022.18**	**1,395.44**	**2,532.04**	**12,540.49**	**1,669.67**	**247.80**	**(7.97)**	**69,896.75**

The accompanying notes 1 to 50 form an integral part of the Financial Statements

As per our Report of even date
For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 104607W/W100166

FARHAD M. BHESANIA
PARTNER
Membership Number: 127355

Mumbai, Dated: May 20, 2024

Signatures to the Statement of Changes in Equity and Notes to Financial Statements
For and on behalf of the Board

Ashish Dandekar
Chairman & Managing Director
DIN: 01077379

Nirmal Momaya
Managing Director
DIN: 01641934

Santosh Parab
Chief Financial Officer

Rahul Sawale
Company Secretary & VP – Legal
Membership Number: A 29314

Mumbai, Dated: May 20, 2024

NOTE 1: MATERIAL ACCOUNTING POLICIES

A. Corporate Information

Camlin Fine Sciences Limited ("the Company") is engaged in research, development, manufacturing and marketing of speciality chemicals, ingredients and additive blends.The Company is a public listed company incorporated and domiciled in India and has its registered office at 2nd Floor,In G.S.Point, CST Road, Kalina, Santacruz (East), Mumbai – 400 098. The Company is listed on BSE Limited and National Stock Exchange of India Ltd.

The Financial Statements of the Company for the year ended March 31, 2024 are approved by the Board of Directors on May 20, 2024.

B. Basis of Preparation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Amendment Rules as amended from time to time. The Company's Financial Statements for the year ended March 31, 2024 comprises of the Balance Sheet, Statement of Profit and Loss, Statement of Cash Flows, Statement of Changes in Equity and Notes to Financial Statements.

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

Current versus non-current classification:

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

Functional and Presentation Currency

The financial statements are presented in Indian rupee, which is the functional currency of the Company. All financial information has been rounded to the nearest lakhs, unless otherwise indicated.

Basis of Measurement

The Financial Statements have been prepared on a going concern basis using historical cost convention and on accrual method of accounting, except for:

- certain financial assets and liabilities, including financial instruments which have been measured at fair value or amortised cost as described below
- defined benefit plans which have been measured on the basis of actuarial valuation as required by relevant Ind ASs.

Key Accounting Estimates and Judgements:

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively. Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities, are included in the following notes:

(i) Determination of the estimated useful lives of property, plant and equipment and intangible assets.

(ii) Recognition and measurement of defined benefit obligations, key actuarial assumptions.

(iii) Fair valuation of employee share options, key assumptions made with respect to expected volatility and dividend yield.

(iv) Recognition and measurement of provisions and contingencies, key assumptions about the likelihood and magnitude of an outflow of resources.

(v) Recognition of deferred tax assets.

(vi) Fair value of financial instruments, including derivative contracts and applicable discount rate.

(vii) Impairment of financial and non-financial assets.

(viii) Measurement of Lease Liabilities and Right of Use Assets.

(ix) Key assumptions used in discounted cash flow projections .

Measurement of fair values

The Company's accounting policies and disclosures require the financial instruments to be measured at fair values.

The Company has an established control framework with respect to measurement of fair values. 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. The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information such as broker quotes or pricing services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusions that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

C. Recent Accounting Pronouncements

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. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

D Material Accounting Policies

a. Property, Plant & Equipment

(i) Recognition and Measurement

Property, plant and equipment is initially measured at cost net of tax credit availed less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises:

- its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Subsequent expenditure is capitalised only if it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

When significant parts of Property, Plant and Equipment are required to be replaced, the Company derecognises the replaced part and recognises the new part with its own associated useful life and it is depreciated accordingly.

(ii) Depreciation

Depreciable amount for property, plant and equipment is the cost of property, plant and equipment less its estimated residual value.

Depreciation is provided on Straight Line Method over the estimated useful lives of the property, plant and equipment prescribed under Schedule II to the Companies Act, 2013 on pro rata basis.

The estimated useful lives, residual values and depreciation methods are reviewed by the management at each reporting date and adjusted if appropriate.

(iii) Disposal or Retirement

Property, plant and equipment are derecognised either on disposal or when no economic benefits are expected from its use. The gain or loss arising from disposal of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and recognised in the Statement of Profit and Loss in the year of occurrence.

b. Capital Work In Progress

Capital work in progress includes the acquisition/commissioning cost of assets under expansion/ acquisition and pending commissioning. Expenditure of revenue nature related to such acquisition/expansion is also treated as capital work in progress and capitalised along with the asset.

c. Leases

(i) As a lessee

The Company's lease assets primarily consist of land and buildings. The Company assesses whether a contract contains a lease at the inception of the contract. Leases of assets (other than short term leases or leases for which the underlying asset is of low value) are recognised if the lease contract conveys the right to the Company to control the use of an identified asset for a period of time in exchange for consideration. A contract conveys the right to control the use of an identified asset for a period of time, if throughout the period of lease, the Company has both of the following:

a) The right to obtain substantially all of the economic benefits from use of the identified asset.

b) The right to direct the use of the identified asset.

At the date of commencement of lease, the Company recognises a Right-Of-Use asset and a corresponding lease liability for all lease arrangements in which it is a lessee except for leases for a term of twelve months or less (short term leases) and low value leases. For short term leases and low value leases, the Company recognises the lease payments as an expense on a straight-line basis over the lease term. Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. Right-of-use assets and lease liabilities include these options when it is reasonably certain that they will be exercised.

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred. The right-of-use is subsequently depreciated using the straight-line method from the commencement date to the the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date discounted using the the incremental borrowing rate in the country of domicile of the leases. The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments or if Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero. Lease liability and Right Of Use asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As a lessor

The Company's lease assets primarily consist of buildings and plant & machinery.

Leases for which the Company is a lessor is classified either as a finance or operating lease.

Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

For operating leases, rent income is recognised as income on a straight line basis over lease term unless the receipts are structured to increase in line with expected general inflation.

d. Intangible Assets

(i) Initial Recognition

Acquired Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition.

Internally generated intangible assets

Expenditure on research activities is recognised as expenses in the period in which it is incurred.

An internally generated intangible asset arising from development is recognised if, and only if, all of the following conditions have been met:

a) It is technically feasible to complete the intangible asset so that it will be available for use or sale.

b) There is an intention to complete the asset.

c) There is an ability to use or sell the asset.

d) The asset will generate future economic benefits.

e) Adequate resources are available to complete the development and to use or sell the asset.

f) The expenditure attributable to the intangible asset during development phase can be measured reliably.

Where no internally generated intangible asset can be recognised, the development expenditure is recognised in the Statement of Profit and Loss in the period in which it is incurred.

(ii) Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values using the Straight-Line Method over their estimated useful lives, and is recognised in Statement of Profit and Loss.

Estimated useful lives by major class of intangible assets are as follows:

Software - 3 to 6 years

Technical know-how - 10 years

(iii) Derecognition

An item of intangible asset is derecognised either on disposal or when no economic benefits are expected from its use or disposal. The gain or loss arising from disposal of intangible assets are determined by comparing the proceeds from disposal with the carrying amount of intangible assets and recognised in the Statement of Profit and Loss in the period of occurrence.

e. Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that the assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss (if any).

If the recoverable amount of asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense in the Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of an asset is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

f. Investment in Subsidiaries and Associate

Investment in equity shares of subsidiaries and associate are recorded at cost less accumulated impairment, if any, and reviewed for impairment at each reporting date. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries and associate, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

g. Financial Instruments

A financial instrument is a contract that gives rise to financial asset of one entity and financial liability or equity instrument of another entity.

I. Financial Assets

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

(i) Initial recognition and measurement

All financial assets are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition of financial assets, which are not at fair value through profit or loss, are added to the fair value on initial recognition.

(ii) Subsequent measurement and classification

For the purpose of subsequent measurement, the financial assets are classified into three categories on the basis of its business model for managing the financial assets :

- Financial assets at amortised cost
- Financial assets at Fair Value through Other Comprehensive Income (FVTOCI)
- Financial assets at Fair Value through profit or loss (FVTPL)

(iii) Financial assets at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold assets for collecting contractual cash flows and the contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method, less impairment, if any. The EIR amortisation is included in other income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

(iv) Financial asset at Fair Value Through Other Comprehensive Income (FVTOCI)

A financial asset is measured at Fair Value Through Other Comprehensive Income (FVTOCI) if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

(v) Financial asset at Fair Value Through Profit or Loss (FVTPL)

A financial asset which are not classified in any of the above categories are measured at FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'other income' in the Statement of Profit and Loss.

(vi) Financial assets as Equity Investments

All equity instruments other than investment in subsidiaries and associate are initially measured at fair value; the Company may, on initial recognition, irrevocably elect to measure the same either at FVTOCI or FVTPL.

The Company makes such election on an instrument-by-instrument basis. A fair value change on an equity instrument is recognised as other income in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVTOCI. Fair value changes excluding dividends, on an equity instrument measured at FVTOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

(vii) Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

(viii) Impairment of financial assets

The Company recognizes loss allowance using the Expected Credit Loss (ECL) model for financial assets which are not fair valued through profit and 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 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables. The application of simplified approach does not require the Company to track changes in credit risk.

II. Financial Liabilities

(i) Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost except hybrid instruments with embedded derivatives where the embedded derivative cannot be measured separately either at inception or at the end of a subsequent reporting financial period in which case it is measured at Fair Value through Profit or Loss. In case the embedded derivatives can be separated, the same is measured at Fair Value Through Profit or Loss and the host contract is measured at amortised cost.

(ii) Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in case of loans and borrowings and payables, net of directly attributable transaction costs.

(iii) Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and transactions costs. The EIR amortisation is included as finance costs in the Statement of Profit and Loss. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognised.

(iv) Financial guarantee contracts

Financial guarantee contracts issued by a Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the amount initially recognised less cumulative amount of income recognised in accordance with Ind AS.

(v) Compound financial instruments

Compound financial instruments issued by the Company which can be converted into fixed number of equity shares at the option of the holders irrespective of changes in the fair value of the instrument are accounted by separately recognising the liability and the equity components. The liability component is initially recognised at the fair value of a comparable liability that does not have an equity conversion option. The equity component is initially recognised at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. The directly attributable transaction costs are allocated to the liability and the equity components in proportion to their initial carrying amounts. Subsequent to initial recognition, FCCB being a hybrid contract, if the embedded derivative can be separated and measured, then the same is measured at fair value and designated as FVTPL, while the remaining liability component is subsequently measured at amortised cost using effective interest rate method. The equity component of a compound financial instrument is not remeasured subsequently.

(vi) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

III. Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

(i) Cash flow hedge

The Company classifies foreign exchange forward contracts that hedge foreign currency risk associated with highly probable forecast transactions as cash flow hedge and measures them at fair value. The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated under hedging reserve. The gain or loss relating to the ineffective portion is recognised immediately in the profit or loss, and is included in the 'Other income/expenses' line item. Amounts previously recognised in other comprehensive income and accumulated in equity relating to effective portion (as described above) are reclassified to the consolidated profit or loss in the periods when the hedged item affects consolidated profit or loss, in the same line as the recognised hedged item. The effective portion of the hedge is determined at the lower of the cumulative gain or loss on the hedging instrument from inception of the hedge and the cumulative change in the fair value of the hedged item from the inception of the hedge and the remaining gain or loss on the hedging instrument is treated as ineffective portion. Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no

longer qualifies for hedge accounting. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised in profit or loss.

(ii) Fair value hedge

Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognised in profit or loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting.

IV 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 or to realize the assets and settle the liabilities simultaneously.

V Incremental costs directly attributable to the issue of ordinary equity shares, are recognised as a deduction from equity.

h. Inventories

Inventories are valued at lower of cost and net realizable value. Costs are computed on weighted average basis and are net of GST credits.

Raw materials, packing materials and stores: Cost includes cost of purchase and other costs incurred in bringing the inventories to the present location and condition.

Finished Goods and Work in Progress: In case of manufactured inventories and work in progress, cost includes all costs of purchase, an appropriate share of production overheads based on the normal operating capacity and other costs incurred in bringing the inventories to the present location and condition.

Net Realizable Value: Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

i. Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank and on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flow, cash and cash equivalents consists of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

j. Provisions, Contingent Liabilities and Contingent Assets

(i) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of time value of money is material, provisions are discounted using a current pre tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

(ii) Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

(iii) Contingent Assets

Contingent Assets are not recognised in the financial statements. Contingent Assets if any, are disclosed in the notes to the financial statements.

k. Non-current assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset and its sale is highly probable. For the sale to be highly probable, the appropriate level of management must be committed to a plan to sell the asset and an active programme to locate a buyer and complete the plan must have been initiated.

l. Revenue Recognition

(i) Sale of goods

- Revenue from the domestic sales are recognised net of returns and allowances, trade discounts and volume rebates upon delivery which is when the control of the goods passes to the Customer and performance obligation is met at a point in time.
- Revenue from the export sales are recognised net of returns and allowances, trade discounts and volume rebates upon delivery, usually on the basis of dates of bill of lading which is when the control of the goods passes to the Customer and performance obligation is met at a point in time.

(ii) Sale of Service

Revenue is recognised from sale of services and services rendered by the Company pertaining to scaling of production process, engineering assistance, pilot projecting etc, when the performance obligation is satisfied and the services are rendered in accordance with the terms of customer contracts.

(iii) Export incentives

Revenue from export incentives are accounted on export of goods if the entitlements can be estimated with reasonable assurance and conditions precedent to claim are fulfilled.

(iv) Interest Income

(a) Interest income is recognised as the interest accrues (using the effective interest rate, that is, the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the net carrying amount of the financial asset).

b) Interest income on fixed deposits with banks is recognised on time basis.

(v) Dividend Income

Dividend income on investments is recognised when the right to receive dividend is established.

m. Employee Benefits

Liabilities in respect of employee benefits to employees are provided for as follows:

(i) Short term employee benefits:

Liabilities for wages, salaries, bonus and medical benefits including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognised in respect of employees' service up to the end of the reporting period and are measured at the amounts expected to be incurred when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Post-employment benefits:

Defined contribution plans

Payments to defined contribution plans for eligible employees in the form of superannuation fund and the Company's contribution to Provident Fund are recognised as an expense in the Statement of Profit and Loss as the related service is provided.

Defined benefit plans

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The Company's net obligation in respect of defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in current and prior periods, after discounting the same. The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. The defined benefit obligation recognised in the Balance Sheet represent the present value of the defined benefit obligation as reduced by the fair value of plan assets. Any defined benefit asset (negative defined benefit obligation resulting from this calculation) representing the present value of available refunds and reductions in future contributions to the plan is recognised.

All expenses represented by current service cost, past service cost, if any, and net interest expense / (income) on the net defined benefit liability / (asset) are recognised in the Statement of Profit and Loss. Remeasurements of the net defined benefit liability / (asset) comprising actuarial gains and losses are recognised immediately in Other Comprehensive Income (OCI).

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in the Statement of Profit and Loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

(iii) Other long-term employee benefits

Other long term employee benefits represent liabilities for earned leave that are not expected to be settled wholly within 12 months after the end of the period in which the employees render the service. These liabilities are measured as the present value of expected future payments to be made in respect of services provided by the employees up to the end of the reporting period using the projected unit credit method. Remeasurements are recognised in the Statement of Profit and Loss in the period in which they arise. Actuarial gains and losses in respect of such benefits are charged to the Statement of Profit and Loss in the period in which they arise.

n. Share-based payment transactions

Employees Stock Options Plans ("ESOPs"): The fair value of options granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees become unconditionally entitled to the options. The expense is recorded for each separately vesting portion of the award. The increase in equity recognised in connection with share based payment transaction is presented as a separate component in equity under "Employee Stock Options Outstanding".

o. Borrowing Cost

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs also include exchange differences on foreign currency borrowings to the extent they are regarded as an adjustment to interest costs.

Borrowing costs pertaining to the period from commencement of activities relating to the construction / development of qualifying asset till the time all activities necessary to prepare the qualifying asset for its intended use or sale are complete are capitalised. Any income earned from temporary investment of borrowed funds is deducted from borrowing costs incurred.

A qualifying asset is an asset that necessarily requires a substantial period of time to get ready to its intended use or sale.

All other borrowing costs are recognised as an expense in the period in which they are incurred.

p. Foreign currency transactions / translations

Transactions in foreign currencies are initially recorded at the functional currency spot rate of exchange prevailing on the date of transaction.

Monetary assets and liabilities denominated in foreign currencies and remaining unsettled at the reporting date are translated into the functional currency at the exchange rate prevailing on the reporting date.

Non- monetary items that are measured based on historical cost in a foreign currency are not translated.

Exchange differences arising on settlement of transactions or translation of monetary assets and liabilities at rates different from those at which they were translated on initial recognition during the period or in the previous financial statements are recognised in the Statement of Profit and Loss in the year in which they arise except for exchange differences recognised as a part of qualifying assets.

q. Income tax

Income tax expense comprises current and deferred tax. It is recognised in the Statement of Profit and Loss except to the extent that it relates to items recognised directly in other equity or in other comprehensive income, in which case, the tax is also recognised directly in other equity or other comprehensive income, respectively.

(i) Current Tax

Current tax is determined as the amount of tax payable or recoverable in respect of taxable income or loss for the year and any adjustment to the tax payable in respect of previous years. It is measured using tax rates that are enacted or substantively enacted at the reporting date.

Minimum Alternate Tax (MAT) is accounted as current tax when the Company is subjected to such provisions of the Income Tax Act, 1961. However, credit of such MAT paid is available when the Company is subject to tax as per normal provisions in the future.

Current tax assets and liabilities are offset only if, the Company:

a) has a legally enforceable right to set off the recognised amounts; and

b) Intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

(ii) Deferred Tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and amounts used for taxation purposes.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are amounts of income taxes in future periods in respect of deductible temporary differences, unused tax losses, and unused tax credits to the extent it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of the deferred tax asset to be utilised.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be recovered.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset only if:

a) The Company has a legally enforceable right to set off current tax assets against current tax liabilities; and

b) The deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

MAT (Minimum Alternate Tax) credit is recognised as an asset only when, and to the extent, there is convincing evidence that the Company will pay normal income tax during the specified period and the said is created by way of credit to the Statement of Profit and Loss and shown as MAT credit entitlement. The Company reviews carrying amount of MAT credit at each reporting date and writes down the same to the extent that there is no longer convincing evidence to the effect that the Company will pay normal income tax during the period.

r. Earnings per Share

Basic earnings per share are computed by dividing the net profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares outstanding during the year adjusted for the effect of all dilutive potential equity shares.

s. Dividend

The Company recognises a liability for any dividend declared but not distributed at the end of the reporting period, when the distribution is authorised and the distribution is no longer at the discretion of the Company on or before the end of the reporting period. As per Corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognised directly in other equity.

t. Segment Reporting

Operating Segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) which is a single business segment in Fine Chemicals.

u. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

2 (a) PROPERTY, PLANT & EQUIPMENT

₹ (in Lakh)

Particulars	Factory & Other Building	Site Development	Plant, Equipment & Machinery	Furniture & Fixtures	Vehicles	Computer/ Hardware Cost	Total
Gross Block							
Balance as at April 1, 2023	**7,683.77**	**262.18**	**53,069.63**	**406.39**	**325.33**	**385.78**	**62,133.08**
Additions	24.23	-	2,972.34	96.00	54.59	56.50	3,203.66
Deletions / Disposals	12.28	-	157.41	1.91	42.30	2.91	216.81
Balance as at March 31, 2024	**7,695.72**	**262.18**	**55,884.56**	**500.48**	**337.62**	**439.37**	**65,119.93**
Accumulated Depreciation							
Balance upto April 1, 2023	**441.30**	**26.64**	**8,112.95**	**18.47**	**53.63**	**203.64**	**8,856.63**
Depreciation for the year	341.38	8.92	3,568.01	69.83	40.80	81.29	4,110.23
Deletions / Disposals	3.59	-	130.81	1.89	35.56	2.78	174.63
Balance upto March 31, 2024	**779.09**	**35.56**	**11,550.15**	**86.41**	**58.87**	**282.15**	**12,792.23**
Net Carrying Amount as at March 31, 2024	**6,916.63**	**226.62**	**44,334.41**	**414.07**	**278.75**	**157.22**	**52,327.70**

₹ (in Lakh)

Particulars	Factory & Other Building	Site Development	Plant, Equipment & Machinery	Furniture & Fixtures	Vehicles	Computer/ Hardware Cost	Total
Gross Block							
Balance as at April 1, 2022	**4,170.48**	**255.75**	**26,527.08**	**559.73**	**65.37**	**399.62**	**31,978.03**
Additions	3,710.01	6.43	26,590.02	192.79	259.96	55.91	30,815.12
Deletions / Disposals	196.72	-	47.47	346.13	-	69.75	660.07
Balance as at March 31, 2023	**7,683.77**	**262.18**	**53,069.63**	**406.39**	**325.33**	**385.78**	**62,133.08**
Accumulated Depreciation							
Balance upto April 1, 2022	**405.32**	**17.88**	**5,937.59**	**297.66**	**28.18**	**201.69**	**6,888.32**
Depreciation for the year	222.87	8.76	2,219.08	54.98	25.45	71.07	2,602.21
Deletions / Disposals	186.89	-	43.72	334.17	-	69.12	633.90
Balance upto March 31, 2023	**441.30**	**26.64**	**8,112.95**	**18.47**	**53.63**	**203.64**	**8,856.63**
Net Carrying Amount as at March 31, 2023	**7,242.47**	**235.54**	**44,956.68**	**387.92**	**271.70**	**182.14**	**53,276.45**

2.a.i. Refer Note 2.2, 20.3, 23.1 and 23.2 for information on Property, Plant and Equipment pledged as security for borrowings.

2.a.ii Property, Plant & Equipment in Note 2(a) includes building, plant, equipment & machinery given on operating lease to a subsidiary for its manufacturing operations as under:

₹ (in Lakh)

Particulars	Factory & Other Building	Plant, Equipment & Machinery	Total
Gross Block			
Balance as at April 1, 2023	**212.40**	**8.60**	**221.00**
Additions	-	-	-
Deletions / Disposals / Adjustments	-	8.60	8.60
Balance as at March 31, 2024	**212.40**	**-**	**212.40**
Accumulated Depreciation			
Balance upto April 1, 2023	**27.17**	**4.22**	**31.39**
Depreciation for the year	6.73	1.04	7.77
Deletions / Disposals / Adjustments	-	5.26	5.26
Balance upto March 31, 2024	**33.90**	**-**	**33.90**
Net Carrying Amount as at March 31, 2024	**178.50**	**-**	**178.50**

₹ (in Lakh)

Particulars	Factory & Other Building	Plant, Equipment & Machinery	Total
Gross Block			
Balance as at April 1, 2022	**212.40**	**8.60**	**221.00**
Additions	-	-	**-**
Deletions / Disposals	-	-	**-**
Balance as at March 31, 2023	**212.40**	**8.60**	**221.00**
Accumulated Depreciation			
Balance upto April 1, 2022	**20.44**	**3.17**	**23.61**
Depreciation for the year	6.73	1.05	7.78
Deletions / Disposals	-	-	-
Balance upto March 31, 2023	**27.17**	**4.22**	**31.39**
Net Carrying Amount as at March 31, 2023	**185.23**	**4.38**	**189.61**

2.a.iii Details regarding maturity analysis of undiscounted lease income receivable

Particulars	As at March 31, 2024	As at March 31, 2023
For next year	3.25	39.00
In second year	-	3.25
Total	**3.25**	**42.25**

2 (b) Capital Work-in-Progress (CWIP)

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Capital Work-in-Progress	3,126.13	2,818.02
	3,126.13	**2,818.02**

2.b.i Capital Work-in-Progress includes ₹ Nil (2022-2023: ₹ 361.49 lakh) towards borrowing costs on general borrowing capitalised during the year. The average capitalisation rate for general borrowing for 2022-2023 was 9.02% p.a. Capital Work-in-Progress also includes ₹ Nil (2022-2023: ₹ 1,481.66 lakh) towards specific borrowing capitalised during the year. The capitalisation rate for 2022-2023 was 9.70% p.a.

2.b.ii Refer Note 42 (II) for disclosure of contractual commitments for the acquisition of Property, Plant and Equipment.

2.b.iii Capital Work-in-Progress Ageing Schedule

As at March 31, 2024

₹ (in Lakh)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	2,168.44	366.16	493.04	98.49	3,126.13
	2,168.44	**366.16**	**493.04**	**98.49**	**3,126.13**

Projects in Progress as on March 31, 2024 included projects amounting to ₹ 561.82 lakh which had exceeded their original budgeted cost and / or expected time of completion. These projects are expected to be completed within 1 year.

As at March 31, 2023

₹ (in Lakh)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	1,470.44	1,240.23	59.35	48.00	2,818.02
	1,470.44	**1,240.23**	**59.35**	**48.00**	**2,818.02**

3 RIGHT OF USE ASSETS

(a) Changes in the carrying value of right of use assets for the year ended March 31, 2024

₹ (in Lakh)

Particulars	Category of Asset				
	Land	Buildings	Plant, Equipment & Machinery	Computer / Hardware Cost	Total
Balance as at April 1, 2023	**1,852.17**	**1,041.30**	**76.90**	**137.30**	**3,107.67**
Additions	-	540.15	567.15	17.75	1,125.05
Deletions / Disposals	-	-	-	-	-
Depreciation for the year	(52.99)	(384.28)	(98.34)	(31.19)	(566.80)
Balance as at March 31, 2024	**1,799.18**	**1,197.17**	**545.71**	**123.86**	**3,665.92**

Changes in the carrying value of right of use assets for the year ended March 31, 2023

₹ (in Lakh)

Particulars	Category of Asset				
	Land	Buildings	Plant, Equipment & Machinery	Computer / Hardware Cost	Total
Balance as at April 1, 2022	**1,905.16**	**1,249.16**	**-**	**-**	**3,154.32**
Additions	-	144.75	80.75	144.16	369.66
Deletions / Disposals	-	-	-	-	-
Depreciation for the year	(52.99)	(352.61)	(3.85)	(6.86)	(416.31)
Balance as at March 31, 2023	**1,852.17**	**1,041.30**	**76.90**	**137.30**	**3,107.67**

(b) Movement in lease liabilities during the year ended March 31, 2024

₹ (in Lakh)

Particulars	Category of Asset				
	Land	Buildings	Plant, Equipment & Machinery	Computer / Hardware Cost	Total
Balance as at April 1, 2023	**5.56**	**1,055.05**	**78.95**	**140.48**	**1,280.04**
Additions	-	536.56	567.15	17.75	1,121.46
Deletions / Disposals	-	-	-	-	-
Interest incurred during the year	0.61	130.75	36.35	12.64	180.35
Payment of lease liabilities	(0.68)	(459.71)	(107.29)	(39.19)	(606.87)
Balance as at March 31, 2024	**5.49**	**1,262.65**	**575.16**	**131.68**	**1,974.98**

Movement in lease liabilities during the year ended March 31, 2023

₹ (in Lakh)

Particulars	Category of Asset				
	Land	Buildings	Plant, Equipment & Machinery	Computer / Hardware Cost	Total
Balance as at April 1, 2022	**5.62**	**1,239.86**	**-**	**-**	**1,245.48**
Additions	-	89.12	80.75	144.16	314.03
Deletions / Disposals	-	-	-	-	-
Interest incurred during the year	0.62	113.55	1.69	3.02	118.88
Payment of lease liabilities	(0.68)	(387.48)	(3.49)	(6.70)	(398.35)
Balance as at March 31, 2023	**5.56**	**1,055.05**	**78.95**	**140.48**	**1,280.04**

(c) Contractual maturities of lease liabilities on an undiscounted basis

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Less than one year	686.14	414.82
One to two years	698.93	383.97
Two to five years	952.42	771.52
More than five years	10.85	11.53
Total	**2,348.34**	**1,581.84**

(d) The Company has incurred ₹ 47.52 lakh (2022-2023: ₹ 98.17 lakh) towards short term leases (Refer Note 36).

4 (a) INTANGIBLE ASSETS

₹ (in Lakh)

Particulars	Software	Technical Knowhow	R & D Process Development	Total
Gross Block				
Balance as at April 1, 2023	**161.31**	**2,720.20**	**80.20**	**2,961.71**
Additions	-	-	-	-
Deletions / Disposals	-	-	-	-
Balance as at March 31, 2024	**161.31**	**2,720.20**	**80.20**	**2,961.71**
Accumulated Amortisation				
Balance upto April 1, 2023	**149.65**	**811.37**	**80.20**	**1,041.22**
Amortisation for the year	3.55	258.42	-	261.97
Deletions / Disposals	-	-	-	**-**
Balance upto March 31, 2024	**153.20**	**1,069.79**	**80.20**	**1,303.19**
Net Carrying Amount as at March 31, 2024	**8.11**	**1,650.41**	**-**	**1,658.52**

₹ (in Lakh)

Particulars	Software	Technical Knowhow	R & D Process Development	Total
Gross Block				
Balance as at April 1, 2022	**178.77**	**2,720.20**	**80.20**	**2,979.17**
Additions	1.34	-	-	1.34
Deletions / Disposals	18.80	-	-	18.80
Balance as at March 31, 2023	**161.31**	**2,720.20**	**80.20**	**2,961.71**
Accumulated Amortisation				
Balance upto April 1, 2022	**164.27**	**551.97**	**80.20**	**796.44**
Amortisation for the year	4.18	259.40	-	263.58
Deletions / Disposals	18.80	-	-	18.80
Balance upto March 31, 2023	**149.65**	**811.37**	**80.20**	**1,041.22**
Net Carrying Amount as at March 31, 2023	**11.66**	**1,908.83**	**-**	**1,920.49**

4 (b) INTANGIBLE ASSETS UNDER DEVELOPMENT AGEING SCHEDULE

As at March 31, 2024

₹ (in Lakh)

Particulars	Amount in Intangible Assets under Development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	-	-	17.85	-	17.85
	-	**-**	**17.85**	**-**	**17.85**

As at March 31, 2023

₹ (in Lakh)

Particulars	Amount in Intangible Assets under Development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	-	17.85	-	-	17.85
	-	**17.85**	**-**	**-**	**17.85**

5 INVESTMENTS

₹ (in Lakh)

Particulars		As at March 31, 2024		As at March 31, 2023	
		Number of Shares	Amount	Number of Shares	Amount
Investment in Equity Instruments (Fully Paid) (At Cost)					
Unquoted					
(i)	**Subsidiaries**				
	CFS Do Brasil Industria, Comercio, Importacao E Exportacao De Aditivos Alimenticios LTDA (of Brazilian Real 1 each)	7,851,644	1,603.12	7,851,644	1,603.12
	Solentus North America Inc.(of CAD $ 1 each) (Refer Note 5.1 and 5.10)	98,600	56.01	98,600	56.01
	CFS North America LLC (of US $ 1 each)	1,490,000	978.17	1,490,000	978.17
	Dresen Quimica S.A.P.I de C.V (of Mexican Pesos 1 each) (Refer Note 5.2, 5.3)	50,820,277	2,033.61	50,820,277	2,033.61
	CFS Europe S.p.A. (Refer Note 5.4)	2,000,000	1,178.56	2,000,000	1,178.56
	Industrias Petrotec de Mexico S.A. de C.V. (Refer Note 5.5)		6.86		6.84
	Chemolutions Chemicals Limited (of ₹ 10 each)	6,366,499	950.00	6,366,499	950.00
	CFS Wanglong Flavors (Ningbo) Co., Ltd. (Refer Note 5.6, 5.10 and 39)		629.76		629.73
	CFS Pahang Asia Pte Ltd. (of US $ 1 each)	25,500	17.89	25,500	17.89
	AlgalR NutraPharms Private Limited (of ₹ 10 each)	920,000	654.56	920,000	654.56
	CFS De Mexico Blends S.A.P.I. DE C.V. (Refer Note 5.7)		126.58		126.58
	CFS PP (M) SDN. BHD. (Refer Note 5.8)		-		-
	Total (i)		**8,235.12**		**8,235.07**
(ii)	**Others (Fully Paid) (At Cost)**				
	Fine Renewable Energy Limited (of ₹ 10 each) (Refer note 5.9 and 5.10)	50,995	5.10	50,995	5.10
	Saraswat Co-operative Bank Limited (of ₹ 10 each)	5,000	0.50	5,000	0.50
	Total (ii)		**5.60**		**5.60**
(iii)	**Total (i+ii)**		**8,240.72**		**8,240.67**
(iv)	Provision for impairment in value of investments (Refer Note 5.10)		(253.95)		(61.12)
(v)	**Net Investments (iii-iv)**		**7,986.77**		**8,179.55**
	Aggregate amount of unquoted investments		**8,240.72**		**8,240.67**
	Aggregate amount of impairment in value of investments		**253.95**		**61.12**

5.1 The Company had invested ₹ 56.01 lakh (March 31, 2023 : ₹ 56.01 lakh) in the share capital of Solentus North America Inc., its wholly owned subsidiary company (“the subsidiary”). The Company has decided to close the said subsidiary and has initiated the process of closure, which is delayed due to technical reasons. Consequently, the Company has made full provision for impairment in the value of said investment.

5.2 Includes ₹ 115.31 (March 31, 2023: ₹ 115.31 lakh) towards fair value of financial guarantees issued to a Bank in relation to loan availed by Dresen Quimica S.A.P.I. de C.V. 50,820,277 Equity Shares of Dresen Quimica are pledged in respect of the aforesaid loan.

5.3 Recognition of Put Option

As per the amended shareholders agreement dated October 18, 2021 entered into by the Company with the non-controlling shareholder of Dresen Quimica S.A.P.I. de C.V. (Dresen Quimica), on November 17, 2021, the Company, through its wholly owned subsidiary CFS De Mexico Blends S.A.P.I. De C.V., had acquired 33.50% stake in Dresen Quimica (total stake of CFS group - 98.50%) for a total consideration of US$ 8.50 million equivalent to ₹ 6,344.80 lakh. The balance 1.50% non-controlling interest was to extinguish on payment of preferred dividend by Dresen Quimica over a period upto March 31, 2024 amounting to US$ 4.623 million as escalated by 3% per annum from January 1, 2021 till the date of respective payments with no other participating rights in profits to the non-controlling interest from January 1, 2021. The aforesaid preferred dividend has been paid to the tune of US$ 4.704 million (including escalated amount of US$ 0.073 million) before March 31, 2024, of which US$ 3.004 million was paid during the current financial year. Consequently, the balance stake of 1.5% was acquired for 8.385 million Mexican pesos (US$ 0.506 million), which has resulted in making Dresen Quimica a wholly owned step down subsidiary of the Company.

With acquisition of balance non-controlling interest on or before March 31, 2024, the put option with the non-controlling shareholder which was exercisable, if the payments of preferred dividend are inadequate, has extinguished.

5.4 Includes ₹ 125.33 lakh (March 31, 2023: ₹ 125.33 lakh) towards fair value of financial guarantees issued to a Bank in relation to loan availed by CFS Europe S.p.A.

5.5 ₹ 6.86 lakh (March 31, 2023: ₹ 6.84 lakh) is towards fair value of employee stock options under CFS Employee Stock Option Scheme, 2018 (ESOP 2018) given to an employee of Industrias Petrotec de Mexico S.A. de C.V. (Refer Note 19.4).

5.6 Includes ₹ 6.87 lakh (March 31, 2023: ₹ 6.84 lakh) towards fair value of employee stock options under CFS Employee Stock Option Scheme, 2018 (ESOP 2018) given to an employee of CFS Wanglong Flavours (Ningbo) Co. Ltd. (Refer Note 19.4).

5.7 The Company had participated in 50,000 shares of CFS De Mexico Blends S.A.P.I. DE C.V. (CFS Blends) its wholly owned subsidiary. The amount towards the aforesaid subscription has not been remitted as on March 31, 2024.

Includes ₹ 126.58 lakh (March 31, 2023: ₹ 126.58 lakh) towards fair value of financial guarantees issued to a Bank in relation to loan availed for acquisition of 33.5% stake in Dresen Quimica. 50,820,277 Equity Shares of Dresen Quimica held by the Company are pledged in respect of the loan. 50,000 Equity Shares of CFS Blends to be pledged in respect of the loan.

5.8 There are no operations in CFS PP(M) SDN.BHD till date. No amount towards subscription of shares has been remitted as on March 31, 2024.

5.9 During the year, Fine Renewable Energy Limited has made an application to the Registrar of Companies, under Section 248 of the Companies Act, 2013, for removal of its name from the Register of Companies ('Register'). The application is under process as of date.

5.10 The provision for impairment in the value of investments represents the provision in respect of investments in the following:

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Fine Renewable Energy Limited	5.10	5.10
Solentus North America Inc.	56.01	56.01
CFS Wanglong Flavors (Ningbo) Co., Ltd. (Refer Note 39)	192.84	-
Total	**253.95**	**61.11**

6 LOANS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Loans to related parties (Refer Note 6.1, 6.3, 14 and 43(III)(4))	469.06	991.48
Unsecured, credit impaired		
Loans to related parties	189.18	189.18
Less:- Provision for credit impaired (Refer Note 6.3, 14, and 43(III)(4))	(189.18)	(189.18)
	469.06	**991.48**

6.1 The loans to subsidiaries have been made for general corporate purpose of each subsidiary. These loans are given at rates comparable to the average commercial rate of interest and in compliance with the provision of Companies Act, 2013.

6.2 No loans are due from Directors or other officers of the Company either severally or jointly with any other person or amount due by firms or private companies in which any director is a partner, a director or a member.

6.3 The Company had given loans of ₹ 189.18 lakh (₹ 242.27 lakh including interest of ₹ 53.09 lakh (Refer Note 15) to Solentus North America Inc., its wholly owned subsidiary company. The Company had also provided advances of ₹ 15.79 lakh to Solentus North America Inc. (Refer Note 15). The Company has decided to close the said subsidiary and has initiated the process of closure, which is delayed due to technical reasons. Consequently, the Company has made full provision for the said loans and advances. (Refer Note 5.1).

7 OTHER FINANCIAL ASSETS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Security deposit	304.00	390.81
Derivative assets (Refer Note 7.1 and 15)	-	183.18
Balances with banks to the extent held as margin money or security against borrowings, guarantees and other commitments which have original maturity period of more than 12 months.	19.83	-
	323.83	**573.99**

7.1 The derivative asset amounting to ₹ Nil (March 31, 2023: ₹ 369.74 lakh) represents the embedded derivative portion of compound financial instrument i.e Foreign Currency Convertible Bonds (FCCBs). The Company has measured the embedded derivative at FVTPL and the host contract has been accounted at amortised cost.

On May 11, 2023, the FCCB holder (International Finance Corporation) exercised its option to convert the FCCBs amounting to USD 15 million. 10,258,986 Equity shares were allotted by the Company on May 12, 2023. The change in the carrying amount of the embedded derivative asset during the year till May 12, 2023 amounting to ₹ 469.54 lakh (2022-2023: ₹ 29.66 lakh) has been recognised in the Statement of Profit and Loss (Refer Note 30(b)).

The derivative asset was extinguished on conversion of FCCBs into equity shares. The fair value of the derivative asset of ₹ 839.28 lakh as on May 12, 2023, has been recognised under 'Reserve on conversion of FCCBs' under Other Equity as per the provisions of IND AS 32 - Financial Instruments (Refer Note 19.7).

8 INCOME TAX ASSETS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Advance Tax and Tax Deducted at Source (Net of Provision for Tax)	1,079.37	494.15
	1,079.37	**494.15**

9 OTHER NON-CURRENT ASSETS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Capital advances	438.29	414.65
Prepaid expenses	55.72	14.22
Unsecured, credit impaired		
Capital advances	1.45	-
Less: Provision for credit impaired	(1.45)	-
	494.01	**428.87**

10 INVENTORIES

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Raw materials and Packing materials		
(i) in stock	14,110.71	12,859.89
(ii) in transit	177.42	128.11
Work-in-progress	5,483.21	6,875.67
Finished goods	5,183.24	4,713.46
Stock-in-trade	65.72	35.03
Stores and spares	470.95	586.11
	25,491.25	**25,198.27**

10.1 Refer Note 20.2.(a) - 20.2.(g) , 23.1 and 23.2 for information on inventories pledged as security for borrowings.

10.2 The above amounts are net of provision in respect of write down towards slow moving and non moving inventories amounting to ₹ 515.91 lakh (2022-2023: ₹ 445.82 lakh). These are recognised as an expense under Note 31, Note 32 and Note 36.

10.3 The above amounts are net of provision in respect of write down of inventories of Catechol and downstream products to net realisable value amounting to ₹ 3,681.08 lakh (2022-2023: ₹ Nil). These are recognised as an expense under Note 31 and Note 32.

11 TRADE RECEIVABLES

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured		
Considered good (Refer Note 11.1)	49,325.52	53,196.30
Less: Loss allowance (Refer Note 11.3)	(144.38)	(566.57)
	49,181.14	**52,629.73**
Credit impaired	225.50	-
Less: Loss allowance (Refer Note 11.3)	(225.50)	-
	-	**-**
	49,181.14	**52,629.73**

11.1 Includes ₹ 36,806.82 lakh (March 31, 2023: ₹ 37,064.84 lakh) from related parties. (Refer Note 43(III)(1))

11.2 Details of ageing of gross amount of trade receivables outstanding from the due date of payment

As at March 31, 2024

₹ (in Lakh)

Particulars	Not Due	Outstanding for the following periods from the due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed, considered good	14,046.47	8,702.82	3,253.94	6,447.67	4,849.26	12,025.36	49,325.52
Undisputed, credit impaired	-	-	-	-	122.15	103.35	225.50
	14,046.47	**8,702.82**	**3,253.94**	**6,447.67**	**4,971.41**	**12,128.71**	**49,551.02**

As at March 31, 2023

₹ (in Lakh)

Particulars	Not Due	Outstanding for the following periods from the due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed, considered good	14,994.84	8,225.29	2,951.09	7,804.92	12,678.17	6,541.99	53,196.30
	14,994.84	**8,225.29**	**2,951.09**	**7,804.92**	**12,678.17**	**6,541.99**	**53,196.30**

11.3 Details of loss allowance

The Company has used practical expedient by computing expected credit loss allowance for trade receivables (excluding subsidiaries) by taking into consideration historical credit loss experience and adjusted for forward looking information. The expected credit loss is calculated on the basis of ageing of the days, the receivables are due and the expected credit loss rate.

The movement in loss allowance is as follows:

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance as at beginning of the year	566.57	254.92
Add: Created during the year	-	375.55
Less: Released / Reversed during the year	(196.69)	(63.90)
Balance as at end of the year	**369.88**	**566.57**

11.4 The carrying amount of trade receivables include receivables discounted with banks, which are with re-course to the Company. Accordingly, the Company continues to recognise the transferred receivables in its Balance Sheet. The carrying amount of these receivables is ₹ 106.64 lakh (March 31, 2023: ₹ 754.80 lakh). The corresponding carrying amount of associated liabilities are recognised as short term borrowings. (Refer Note 23.2.b and Note 23.3)

12 Cash and Cash Equivalents

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with banks in current accounts	65.08	432.93
Cash on hand	2.62	2.13
	67.70	**435.06**

13 Bank Balances other than Cash and Cash Equivalents

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Earmarked balances with banks (Refer Note 13.1)	-	7.36
Balances with banks to the extent held as margin money or security against borrowings, guarantees and other commitments which have original maturity period of more than three months but less than 12 months.	1,327.79	540.17
	1,327.79	**547.53**

13.1 Earmarked balance with banks refers to balance carried in designated bank accounts towards unclaimed dividend.

14 LOANS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Secured, considered good		
Loans to others	1,000.00	1,000.00
Unsecured, considered good		
Loans to related parties (Refer Note 14.1, 14.2, 14.4 and 43(III)(4))	4,202.31	3,279.01
	5,202.31	**4,279.01**

14.1 The loans to subsidiaries have been made for general corporate purposes of each subsidiary. These loans are given at rates comparable to the average commercial rate of interest and in compliance with the provision of Companies Act, 2013.

14.2 Loans to related parties are as follows: (Refer Note 43(III)(4))

₹ (in Lakh)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Balance	Maximum outstanding during the year	Balance	Maximum outstanding during the year
Subsidiaries				
CFS Do Brasil Industria, Comercio, Importacao E Exportacao De Aditivos Alimenticios LTDA	1,667.47	1,667.90	1,643.61	1,660.03
Solentus North America Inc	189.18	189.18	189.18	189.18
CFS North America LLC	1,659.14	1,659.56	1,635.40	1,651.74
AlgalR NutraPharms Private Limited	1,344.76	1,344.76	991.48	991.48
	4,860.55	**4,861.40**	**4,459.67**	**4,492.43**

14.3 Additional information on the above

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Disclosed as		
Current	5,202.31	4,279.01
Non-Current (before provision for impairment of ₹ 189.18 lakh (March 31, 2023: ₹ 189.18 lakh) towards Solentus North America Inc (Refer Note 6.3)	658.24	1,180.66
	5,860.55	**5,459.67**

14.4 The details of loans given to related parties which are repayable on demand are as follows:

Type of Borrower	As at March 31, 2024		As at March 31, 2023	
	Amount of loans outstanding	Percentage to the total loans	Amount of loans outstanding	Percentage to the total loans
Related Parties	3,711.07	63%	3,468.19	64%
	3,711.07	**63%**	**3,468.19**	**64%**

14.5 No loans are due from Directors or other officers of the Company either severally or jointly with any other person or amount due by firms or private companies in which any director is a partner, a director or a member.

15 OTHER FINANCIAL ASSETS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Security deposits	30.50	34.51
Receivable from Subsidiaries (Refer Note 43(III)(5)		
Interest on loans		
Considered good	1,787.88	1,469.77
Considered credit impaired (Refer Note 6.3)	53.09	53.09
Less: Provision for credit impaired	(53.09)	(53.09)
Other receivable (Refer Note 43(III)(6))		
Considered good	525.26	450.01
Considered credit impaired (Refer Note 6.3)	15.79	15.79
Less: Provision for credit impaired	(15.79)	(15.79)
Derivative assets (Refer Note 7.1)	-	186.56
Interest receivable from others	88.20	25.02
Other receivable	5.96	116.52
Unsecured, credit impaired		
Security deposits	66.08	66.08
Less: Provision for credit impaired	(66.08)	(66.08)
	2,437.80	**2,282.39**

16 OTHER CURRENT ASSETS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Advances to vendors (Refer Note 16.1)	79.14	84.47
Prepaid expenses	288.64	814.92
Balance with Statutory / Government Authorities	1,568.41	865.27
Others (Refer Note 42.1)	198.86	228.54
Unsecured, credit impaired		
Advances to vendors	429.47	428.80
Less:- Provision for credit impaired	(429.47)	(428.80)
	2,135.05	**1,993.20**

16.1 Includes ₹ 27.30 lakh (March 31, 2023: ₹ 27.30 lakh) towards advances given to related parties (Refer Note 43(III)(7)).

17 ASSET CLASSIFIED AS HELD FOR SALE

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Freehold land	207.19	207.19
	207.19	**207.19**

17.1 The Company intends to dispose off freehold land situated at Pali in the next 12 months. This land was not utilised by the Company for its operations. No impairment loss was recognised neither on reclassification of the land as held for sale nor as at reporting date, as the management expects that the fair value (estimated based on the recent market prices of similar properties in similar locations) less costs to sell is higher than the carrying amount.

18 EQUITY SHARE CAPITAL

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
a) Authorised :		
180,000,000 Equity Shares of ₹ 1 each (March 31, 2023: 180,000,000 Equity Shares of ₹ 1 each).	1,800.00	1,800.00
	1,800.00	**1,800.00**
b) Issued, Subscribed and Paid - up:		
167,465,207 Equity Shares of ₹ 1 each (March 31, 2023: 157,093,496 Equity Shares of ₹ 1 each).	1,674.65	1,570.93
	1,674.65	**1,570.93**

c) Reconciliation of number of shares and amount outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	₹ (in Lakh)	No. of Shares	₹ (in Lakh)
Equity Shares				
Outstanding at the beginning of the year	157,093,496	1,570.93	156,984,246	1,569.84
Add: Issued pursuant to exercise of employee stock options scheme /plan	112,725	1.13	109,250	1.09
Add: Issued pursuant to conversion of Foreign Currency Convertible Bonds (FCCBs) (Refer Note 18 (g))	10,258,986	102.59	-	-
Outstanding at the end of the year	**167,465,207**	**1,674.65**	**157,093,496**	**1,570.93**

d) Rights, preferences and restrictions attached to Equity Shares

The Company has only one class of shares having par value of ₹ 1 per share. Each holder of Equity Shares is entitled to one vote per share. The Company declares and pays dividends 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. In the event of liquidation of the Company, the holders of Equity Shares are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

e) Shareholders holding more than 5% Equity Shares as at the end of the year

Name of the Shareholder	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	% held	No. of Shares	% held
Infinity Direct Holdings	20,688,600	12.35	25,500,000	16.23
Ashish Subhash Dandekar	19,648,650	11.73	14,837,250	9.44
Anfima Nv	11,082,161	6.62	-	-
Infinity Holdings	10,663,586	6.37	10,663,586	6.79
ICICI Prudential Smallcap Fund	-	-	9,673,633	6.16
SBI Flexicap Fund	-	-	8,554,216	5.45
	62,082,997	**37.07**	**69,228,685**	**44.07**

f) Shares reserved for issue under options outstanding as at the end of the year on un-issued share capital:

i) The Company has 4,500,000 (March 31, 2023: 4,500,000) Equity Shares reserved for issue under Employee Stock Option Plan, 2021 as at March 31, 2024. As at March 31, 2024, the Company has not issued grant letters to any eligible employees under the said plan.

ii) The Company has 4,400,000 (March 31, 2023: 4,400,000) Equity Shares reserved for issue under Employee Stock Option Plan, 2020 as at March 31, 2024. As at March 31, 2024, the Company has issued grant letters for 3,912,096 options under the said plan. 3,899,596 options (March 31, 2023: 3,912,096) are unexercised as at March 31, 2024 (Refer Note 33.2.1 for terms of employee stock options).

iii) The Company has 1,500,000 (March 31, 2023: 1,500,000) Equity Shares reserved for issue under Employee Stock Option Scheme, 2018 as at March 31, 2024. As at March 31, 2024, the Company has issued grant letters for 621,000 options under the said scheme. 181,275 options (March 31, 2023: 201,500) are unexercised as at March 31, 2024 (Refer Note 33.2.2 for terms of employee stock options).

g) Terms of any securities convertible / converted into equity shares issued along with earliest date of conversion

As at March 31, 2023, the Company had 10,258,986 Equity Shares reserved towards conversion of FCCBs (Refer Note 20.1 for terms of FCCBs) at a conversion price of ₹ 105 per share. The FCCBs were converted during the year on May 12, 2023 and 10,258,986 fully paid-up Equity Shares of face value of ₹ 1 per equity share were issued.

h) **Shareholding of promoters as at the end of the year and percentage change during the year**

Name of the Shareholder	As at March 31, 2024		As at March 31, 2023		% change during the year#	As at March 31, 2022		% change during the year*
	No. of Shares	% held	No. of Shares	% held		No. of Shares	% held	
Infinity Direct Holdings	20,688,600	12.35%	-	-	12.35%	-	-	-
Ashish Subhash Dandekar	19,648,650	11.73%	14,837,250	9.44%	2.29%	14,060,400	8.96%	0.48%
Anfima Nv	11,082,161	6.62%	-	-	6.62%	-	-	-
Infinity Holdings	10,663,586	6.37%	-	-	6.37%	-	-	-
Infinity Direct Holdings Sidecar I	5,541,074	3.31%	-	-	3.31%	-	-	-
Camart Finance Ltd.	5,319,360	3.18%	5,319,360	3.39%	(0.21%)	5,319,360	3.39%	-
Vibha Agencies Pvt. Ltd.	2,606,340	1.56%	2,606,340	1.66%	(0.10%)	2,606,340	1.66%	-
Anagha Subhash Dandekar	2,293,906	1.37%	2,293,906	1.46%	(0.09%)	1,517,056	0.97%	0.49%
Cafco Consultants Limited	1,497,600	0.89%	1,497,600	0.95%	(0.06%)	1,497,600	0.95%	-
Subhash Digambar Dandekar	1,016,000	0.61%	1,016,000	0.65%	(0.04%)	1,016,000	0.65%	-
Radha Pandit	69,650	0.04%	-	-	0.04%	-	-	-
Anand Y Pandit	8,842	0.01%	-	-	0.01%	-	-	-
S D Dandekar (HUF)	-	-	-	-	-	1,028,900	0.66%	(0.66%)
Rajani Subhash Dandekar	-	-	-	-	-	524,800	0.33%	(0.33%)
M K Falcon Agro Tech Pvt. Ltd.	-	-	-	-	-	-	-	-
	80,435,769	**48.04%**	**27,570,456**	**17.55%**		**27,570,456**	**17.57%**	

#Pursuant to shares issued on conversion of FCCBs, open offer made during the year and exercise of employee stock options.

*Pursuant to shares issued on exercise of employee stock options.

i) **Open Offer under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SEBI (SAST) Regulations)**

On April 17, 2023, Infinity Direct Holdings ("Acquirer 1") and Infinity Direct Holdings Sidecar I ("Acquirer 2") (collectively referred to as the "Acquirers") along with Infinity Holdings ("PAC 1"), Anfima Nv ("PAC 2") and one of the promoters of the Company, Mr. Ashish Dandekar ("PAC 3"), in the capacity of persons acting in concert (collectively referred to as "PACs") have entered into the Voting and Cooperation Agreement which sets out the common objective of the Acquirers and PACs, on and from the completion of the Open Offer and payment of the Offer Price to the Eligible Public Shareholders who have tendered their Equity Shares in the Open Offer at a price of ₹ 160/- (Rupees One Hundred Sixty Only) per Offer Share ("Offer Price") as per the SEBI (SAST) Regulations, of pooling their shares and voting rights in the Company together in order to jointly exercise control over the Company by:

(i) cooperating with each other in the acquisition of shares and voting rights in the Company,

(ii) consulting with each other in respect of any (intended) transfers of their equity shares of the Company,

(iii) consulting each other and coordinating the exercise of their respective voting rights in any shareholders' resolution or shareholders' meeting of the Company, and

(iv) consulting with each other regarding the composition of board of directors of the Company ("Board") and the nomination of representatives on the Board.

As a result of this and pursuant to the Open Offer, the Acquirers and PAC 1 and PAC 2 were classified as persons acting in concert with PAC 3 and each of the Acquirers, PAC 1 and PAC 2 were classified as promoters of the Company and formed part of the promoter group of the Company, thereby exercising joint control over the Company.

19 OTHER EQUITY

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Equity component of Foreign Currency Convertible Bonds (FCCBs) (Refer Note 19.1)	**330.97**	**330.97**
Capital Reserve (Refer Note 19.2)	**2,166.13**	**2,166.13**
Securities Premium (Refer Note 19.3)		
Opening Balance	38,265.48	38,187.22
Issue of Equity Shares pursuant to exercise of Employee Stock Options scheme / plan	56.91	53.53
Issue of Equity Shares pursuant to conversion of FCCBs (Refer Note 19.7)	10,669.35	-
Transferred from Employee Stock Option Outstanding	30.44	24.73
Closing Balance	**49,022.18**	**38,265.48**
Employee Stock Option Outstanding (Refer Note 19.4)		
Opening Balance	1,430.68	1,219.50
Additions during the year	0.92	235.91
Transferred to Securities Premium	(30.44)	(24.73)
Transferred to Retained Earnings	(5.72)	-
Closing Balance	**1,395.44**	**1,430.68**
General Reserve (Refer Note 19.5)	**2,532.04**	**2,532.04**
Retained Earnings		
Opening Balance	17,679.25	12,980.67
(Loss) / Profit for the year	(5,138.92)	4,755.47
Remeasurement of defined employee benefit plan	(5.56)	(56.89)
Transferred from Employee Stock Option Outstanding	5.72	-
Closing Balance	**12,540.49**	**17,679.25**
Recognition of Put Option (Refer Note 5.3)	**247.80**	**247.80**
Effective portion of Cash Flow Hedges (Refer Note 19.6)		
Opening Balance	(9.07)	-
Additions/(Reversals) during the year	1.10	(9.07)
Closing Balance	**(7.97)**	**(9.07)**
Reserve on conversion of FCCBs (Refer Note 19.7)	**1,669.67**	**-**
	69,896.75	**62,643.28**

Nature and Purpose of Reserves:

19.1 Equity component of Foreign Currency Convertible Bonds (FCCBs)

At the time of initial recognition, FCCBs issued by the Company are split into equity and liability component and presented under other equity and non-current financial liabilities respectively.

19.2 Capital Reserve

Capital Reserve comprises of amount received pursuant to preferential share warrants forfeited by the Company on account of warrants not exercised by the allottees.

19.3 Securities Premium

The Securities premium account has been created to record the premium on issue of Equity Shares.

19.4 Employee Stock Option Outstanding

The Company has Employee Stock Option Scheme / Plan under which options to subscribe to the Company's shares have been given to certain employees of the Group. This reserve is used to recognise the value of equity settled share based payments provided to the employees, including Key Management Personnel, as a part of their remuneration.

The addition to Employee Stock Options Outstanding during the year is on account of CFS Employees' Stock Option Scheme, 2018.

19.5 General Reserve

General Reserve is created from time to time by way of transfer of profits from Retained Earnings.

19.6 Effective Portion of Cash Flow Hedges

The Company uses foreign exchange forward contracts as part of its risk management policy for managing foreign currency risk. The effective portion of change in the fair value of forward contracts classified as cash flow hedges is recognised in other comprehensive income and accumulated in other equity under cash flow hedge reserve.

19.7 Reserve on conversion of FCCBs

On May 11, 2023, International Finance Corporation exercised its option to convert the Foreign Currency Convertible Bonds (FCCBs) amounting to USD 15 million into 10,258,986 equity shares of face value of ₹ 1 each of the company at the conversion price of ₹ 105 per equity share which were allotted on May 12, 2023. As per the provisions of IND AS 32 - Financial Instruments, the amortised value of the FCCBs of ₹ 13,280.89 lakh and the fair value of the derivative of ₹ 839.28 lakh both as on May 12, 2023, have been recognised as follows:

a) ₹ 102.59 lakh being 10,258,986 equity shares of ₹ 1 each under 'Equity Share Capital',

b) ₹ 10,669.35 lakh being 10,258,986 equity shares of ₹ 104 each under 'Securities Premium Account' and

c) The balance amount of ₹ 1,669.67 lakh under 'Reserve on conversion of FCCBs' under Other Equity.

20 BORROWINGS

₹ (in Lakh)

Particulars		As at March 31, 2024		As at March 31, 2023	
		Non-current	Current	Non-current	Current
I	**Foreign Currency Convertible Bonds - Unsecured (Refer Note 20.1)**	-	-	6,614.58	6,839.05
II	**Term Loans**				
(a)	**From Banks -Secured**				
	In Rupees (Refer Note 20.2)	3,519.99	1,062.64	2,144.46	1,032.13
(b)	**From Others - Secured**				
	In Foreign Currency (Refer Note 20.3)	18,710.81	2,532.57	20,472.07	1,363.42
		22,230.80	**3,595.21**	**29,231.11**	**9,234.60**

20.1 Foreign Currency Convertible Bonds -Unsecured

Foreign Currency Convertible Bonds (FCCBs) denominated in USD carried at ₹ 13,453.63 lakh as at March 31, 2023 represent 30 unsecured, unlisted and unrated FCCBs of US$ 5,00,000 each aggregating to US$ 15,000,000. FCCBs are convertible into Company's fully paid equity shares of ₹ 1 each at a conversion price of ₹ 105 per share at the option of the bond holder. If the conversion option is not exercised by the bond holder, the amount is payable in two equal instalments at the end of September 14, 2023 and September 14, 2024. The simple interest at the rate of 5.5% per annum from October 29, 2021 (4.5% per annum from inception upto October 28, 2021) is payable semi-annually on the outstanding amount of FCCBs, compound interest at the rate of 1% per annum from October 29, 2021 (2% per annum from inception upto October 28, 2021) and additional interest at the rate of 0.5% shall accrue on semi-annual basis and be payable in two equal instalments on the 5th and 6th anniversary of the FCCB subscription date. These Bonds were converted during the year and 10,258,986 Equity Shares were issued on May 12, 2023.

20.2 Term Loans from Banks in Rupees - Secured

(a) ₹ 747.35 lakh (March 31, 2023: ₹ 1,121.15 lakh) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Company along with other working capital lenders. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in remaining 24 monthly instalments by March 2026. The current interest rate is at a spread of 60 basis points over 1 year EBLR.

(b) ₹ 317.81 lakh (March 31, 2023: ₹ 459.06 lakh) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Company along with other working capital lenders. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in remaining 27 monthly instalments by June 2026. The current interest rate is at a spread of 100 basis points over 1 year MCLR.

(c) ₹ 773.78 lakh (March 31, 2023: ₹ 1,187.10 lakh) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Company. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in remaining 23 monthly instalments by February 2026. The current interest rate is at a spread of 100 basis points over 6 months MCLR.

(d) ₹ 160.42 lakh (March 31, 2023: ₹ 229.17 lakh) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Company. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in remaining 28 monthly instalments by July 2026. The current interest rate is at a spread of 100 basis points over 1 year MCLR.

(e) ₹ 317.00 lakh (March 31, 2023: ₹ Nil) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Company. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in 48 monthly instalments by April 2029 commencing after a moratorium period of two years from the date of first disbursement. The current interest rate is at a spread of 75 basis points over 1 year MCLR, subject to maximum 9.25% p.a.

(f) ₹ 1,104.06 lakh (March 31, 2023: ₹ Nil) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Company. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in 48 monthly instalments by February 2029 commencing after a moratorium period of two years from the date of first disbursement. The current interest rate is at a spread of 100 basis points over 6 months MCLR, subject to maximum 9.25% p.a.

(g) ₹ 978.00 lakh (March 31, 2023: ₹ Nil) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Company. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in 48 monthly instalments by April 2029 commencing after a moratorium period of two years from the date of first disbursement. The current interest rate is at a spread of 100 basis points over 1 year MCLR, subject to maximum 9.25% p.a.

(h) ₹ 121.89 lakh (March 31, 2023: ₹ 150.70 lakh) secured by way of hypothecation of vehicle. The loan is repayable in remaining 42 monthly instalments by September 2027. The current interest rate is 8.05% p.a.

(i) ₹ 23.14 lakh (March 31, 2023: ₹ 29.41 lakh) secured by way of hypothecation of vehicle. The loan is repayable in remaining 38 monthly instalments by May 2027. The current interest rate is 7.25% p.a.

(j) ₹ 39.18 lakh (March 31, 2023: ₹ Nil) secured by way of hypothecation of vehicle. The loan is repayable in remaining 52 monthly instalments by July 2028. The current interest rate is 8.70% p.a.

20.3 Loan from others in Foreign Currency - Secured

(a) ₹ 11,352.57 lakh (March 31, 2023: ₹ 12,129.03 lakh) secured by first pari passu charge over entire movable and immovable fixed assets at Plot No. Z/96/D at Dahej SEZ. The loan is repayable in remaining 11 semi-annual instalments by July 2029. The current interest rate is at spread of 443 basis points over 6 months SOFR.

(b) ₹ 9,890.81 lakh (March 31, 2023: ₹ 9,706.46 lakh) secured by first pari passu charge over entire movable and immovable fixed assets at Plot No. Z/96/D at Dahej SEZ. The loan is repayable from April 2025 in 24 structured quarterly instalments by January 2031 commencing after moratorium period of 7 quarters. The current interest rate is at a spread of 400 basis points over SOFR.

20.4 The balances shown above include interest accrued amounting to ₹ 456.90 lakh (March 31, 2023: ₹ 1,142.31 lakh)

21 PROVISIONS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for employment benefits		
Compensated Absences	496.64	470.08
	496.64	**470.08**

22 DEFERRED TAX ASSETS / LIABILITIES (NET)

(a) Movement in Deferred Tax Balances

₹ (in Lakh)

Particulars	As at April 1, 2023	Movement during the year		As at March 31, 2024
		Recognised in Profit and Loss	Recognised in OCI	Deferred Tax (Liabilities)/ Assets
Deferred Tax Asset/ (Liabilities)				
Property, Plant and Equipment and Intangible Assets	(4,820.83)	(1,702.70)	-	(6,523.53)
Right Of Use Assets	(438.72)	(213.59)	-	(652.31)
Lease Liabilities	445.35	242.87	-	688.22
Provision for Doubtful Debts and Advances	480.83	(85.66)	-	395.17
Transaction cost (net) relating to borrowings	75.64	(5.73)	-	69.91
Employee Benefits	356.39	16.64	2.98	376.01
Unabsorbed Depreciation	-	2,168.35	-	2,168.35
Unutilised MAT Credit	2,252.14	(139.57)	-	2,112.57
Indextaion benefit on long term capital asset	59.68	5.54	-	65.22
Payable to Micro & Small Enterprises	-	667.67	-	667.67
Others	79.10	(129.50)	(0.60)	(51.02)
Deferred Tax Asset/ (Liabilities)	**(1,510.42)**	**824.32**	**2.38**	**(683.74)**

₹ (in Lakh)

Particulars	As at April 1, 2022	Movement during the year		As at March 31, 2023
		Recognised in Profit and Loss	Recognised in OCI	Deferred Tax (Liabilities)/ Assets
Deferred Tax Asset/ (Liabilities)				
Property, Plant and Equipment and Intangible Assets	(3,050.28)	(1,770.55)	-	(4,820.83)
Right Of Use Assets	(436.51)	(2.21)	-	(438.72)
Lease Liabilities	433.26	12.09	-	445.35
Provision for Doubtful Debts and Advances	286.41	194.42	-	480.83
Transaction cost (net) relating to borrowings	33.40	42.24	-	75.64
Employee Benefits	325.99	(0.15)	30.55	356.39
Unabsorbed Depreciation	371.57	(371.57)	-	-
Unutilised MAT Credit	1,007.99	1,244.15	-	2,252.14
Indextaion benefit on long term capital asset	-	59.68	-	59.68
Others	(2.60)	76.83	4.87	79.10
Deferred Tax Asset/ (Liabilities)	**(1,030.77)**	**(515.07)**	**35.42**	**(1,510.42)**

(b) Tax recognised in Profit and Loss

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current Tax		
In respect of the current year	-	1,313.18
In respect of prior year	-	78.88
	-	**1,392.06**
Deferred Tax		
Origination and reversal of Tax on Temporary Differences	(963.89)	1,759.22
(Origination) / Utilisation of MAT Credit Entitlement	139.57	(1,244.15)
	(824.32)	**515.07**
Tax expense for the year	**(824.32)**	**1,907.13**

(c) Tax recognised in Other Comprehensive Income

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Items that will not be reclassified to Profit and Loss		
Remeasurements of Defined Benefit Plans	(2.98)	(30.55)
Items that will be reclassified to Profit and Loss		
The effective portion of gains and loss on hedging insturments in a cash flow hedge	0.60	(4.87)
	(2.38)	**(35.42)**

(d) Reconciliation of Effective Tax Rate

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit Before Tax	(5,963.24)	6,662.60
Statutory income tax rate #	34.944%	34.944%
Expected Income Tax Expense	**-**	**2,328.18**
Tax effect of:		
Effect of income exempt from tax / non taxable on compliance of conditions	-	(404.96)
Effect of income chargeable at specified tax rates	139.57	(1,854.16)
Effect of expenses / provisions allowable / deductible in determining taxable profit	(500.82)	(316.13)
Effect of net additional / (reversal) of provision in respect of prior years	-	78.88
Effect of allowances on Property, Plant & Equipment / Intangible Assets and unabsorbed depreciation	(465.65)	2,082.44
Others	2.58	(7.12)
Total Income Tax Expense	**(824.32)**	**1,907.13**

The Company has elected not to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019 for the current financial year. The tax rate applicable to the Company for the current financial year is 34.944%.

23 Borrowings

₹ (in Lakh)

	Particulars	As at March 31, 2024	As at March 31, 2023
I	**Loans repayable on demand**		
	From Banks -Secured		
	Working capital loans (Refer Note 23.1)	19,203.96	20,401.14
II	**Other Short Term Borrowings**		
(a)	**From Banks -Secured**		
	Working capital loans (Refer Note 23.2)	809.80	1,254.88
(b)	**From Banks -Unsecured**		
	Working capital loans (Refer Note 23.3)	-	312.19
(c)	**From Others -Unsecured**		
	Working capital loans (Refer Note 23.4)	3,322.62	-
III	**Current maturities of long-term borrowings (Refer Note 20)**	3,595.21	9,234.60
		26,931.59	**31,202.81**

23.1 Loans repayable on demand - Secured

₹ 19,203.96 lakh (March 31, 2023: ₹ 20,401.14 lakh) on account of working capital facilities availed from banks and are secured by first pari passu charge over Company's current assets, both present and future. Further, secured by first pari passu charge by an equitable mortgage on the entire movable and immovable fixed assets of the Company, both present and future, excluding assets exclusively charged to other lenders. The said working capital facilities are additionally guaranteed by Mr. Ashish Dandekar, Promoter, Chairman & Managing Director of the Company. The current interest rates range from 8.95% to 10.75% p.a.

23.2 Other Short Term Borrowings from banks - Secured

(a) ₹ 703.16 lakh (March 31, 2023: ₹ 812.27 lakh) towards buyers credit availed from banks and is secured by security stated against Note 23.1.

(b) ₹ 106.64 lakh (March 31, 2023: ₹ 442.61 lakh) towards export bill discounting availed from banks and is secured by security stated against Note 23.1.

23.3 Other Short Term Borrowings from banks- Unsecured

₹ Nil (March 31, 2023: ₹ 312.19 lakh) towards export bill discounting availed from banks.

23.4 Other Short Term Borrowings from others- Unsecured

(a) ₹ 2,161.79 lakh (March 31, 2023: ₹ Nil) towards purchase bill discounting availed from a financial institution. The current interest rate is in the range of 8.75% p.a. to 10.50% p.a.

(b) ₹ 745.89 lakh (March 31, 2023: ₹ Nil) towards purchase and service bill discounting from various banks registered under TReDS platform of Mynd Online National Exchange. The current interest rates are in the range of 7.99% p.a. to 8.50% p.a.

(c) ₹ 414.94 lakh (March 31, 2023: ₹ Nil) towards purchase and service bill discounting from various banks registered under TReDS platform of Receivable Exchange of India Limited (RXIL). The current interest rate is 8.50% p.a.

23.5 The Company does not have any charges which are yet to be registered with the Registrar of Companies (ROC) beyond the statutory period. Further, no certification in relation to the satisfaction of charge received from the banks are pending for submission with ROC.

23.6 The Company has submitted stock statements, debtors statements and other information / returns as required by the banks on a monthly as well as quarterly basis. Such monthly / quarterly statements and returns are generally in agreement with the books of account except for differences in some cases on account of valuation, provisions etc, the impact of which is not material.

23.7 Movement in borrowings

₹ (in Lakh)

Particulars	As at April 01, 2023	Cash flows	Non-cash changes	As at March 31, 2024
Non-current borrowings	38,555.71	(139.51)	(12,590.19)	25,826.01
Current borrowings	21,878.21	1,368.17	90.00	23,336.38
Total borrowings	**60,433.92**	**1,228.66**	**(12,500.19)**	**49,162.39**

Non-cash changes during the year include changes on account of conversion of FCCBs to equity amounting to INR 13,280.89 lakh.

₹ (in Lakh)

Particulars	As at April 01, 2022	Cash flows	Non-cash changes	As at March 31, 2023
Non-current borrowings	26,812.78	9,119.59	2,623.34	38,555.71
Current borrowings	18,019.74	2,962.91	895.56	21,878.21
Total borrowings	**44,832.52**	**12,082.50**	**3,518.90**	**60,433.92**

23.8 The balances shown above include interest accrued amounting to ₹ 6.49 lakh (March 31, 2023: ₹ 49.94 lakh).

24 TRADE PAYABLES

₹ (in Lakh)

Particulars		As at March 31, 2024	As at March 31, 2023
(A)	Total outstanding dues of Micro Enterprises and Small Enterprises (Refer Note 24.3)	3,878.27	1,614.01
(B)	Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises (Refer Note: 24.1)	24,542.44	23,267.48
		28,420.71	**24,881.49**

24.1 Includes ₹ 7,889.63 lakh (March 31, 2023: ₹ 9,754.62 lakh) towards related parties. (Refer Note 43(III)(2) and (3))

24.2 Details of ageing of trade payables outstanding from the due date for payment
As at March 31, 2024

₹ (in Lakh)

Particulars	Not Due	Outstanding for the following periods from the due date of payment					Total
		Less than 6 months	6 months - 1 year	1 - 2 years	2-3 years	More than 3 years	
Undisputed, MSME	1,358.59	1,827.36	473.10	98.58	19.32	101.32	3,878.27
Undisputed, Others	11,776.50	4,633.90	265.47	1,478.43	631.84	5,756.30	24,542.44
	13,135.09	**6,461.26**	**738.57**	**1,577.01**	**651.16**	**5,857.62**	**28,420.71**

As at March 31, 2023

₹ (in Lakh)

Particulars	Not Due	Outstanding for the following periods from the due date of payment					Total
		Less than 6 months	6 months - 1 year	1 - 2 years	2-3 years	More than 3 years	
Undisputed, MSME	865.68	622.38	88.19	5.02	12.94	19.80	1,614.01
Undisputed, Others	9,529.75	3,946.74	2,321.08	1,558.28	3,822.36	2,089.27	23,267.48
	10,395.43	**4,569.12**	**2,409.27**	**1,563.30**	**3,835.30**	**2,109.07**	**24,881.49**

24.3 Due to Micro and Small Enterprises

The amount due to Micro and Small Enterprises as defined in "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors. The credit period varies as per the contractual terms with suppliers. No interest is generally charged by the suppliers. The disclosure relating to Micro and Small Enterprises is as under:

₹ (in Lakh)

	Particulars	As at March 31, 2024	As at March 31, 2023
a)	The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year		
	Principal	3,491.38	1,470.05
	Interest	386.89	143.96
b)	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	Nil	Nil
c)	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	214.43	111.92
d)	The amount of interest accrued and remaining unpaid at the end of each accounting year	172.46	32.04
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	386.89	143.96
f)	Balance as at the year end	**3,878.27**	**1,614.01**

24.4 Relationship with struck off companies

₹ (in Lakh)

Name of struck off company	Nature of transactions	Transaction during the year ended March 31, 2024	Balance outstanding as on March 31, 2024	Transaction during the year ended March 31, 2023	Balance outstanding as on March 31, 2023	Relationship with struck off company
Melfrank Engineers	Interest on delayed payment to Micro Enterprise	-	0.01	-	-	Vendor

25 OTHER FINANCIAL LIABILITIES

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Unpaid / Unclaimed dividends (Refer Note 25.1)	-	5.97
Deposits	16.66	0.29
Payable towards purchase of property, plant and equipment	1,156.56	1,146.18
Put option liability (Refer Note 5.3)	-	-
Unearned premium on financial guarantees given to subsidiaries	99.01	126.36
Fair value of forward contracts	14.05	13.94
Other outstanding liabilities	871.46	746.94
	2,157.74	**2,039.68**

25.1 There are no amounts due to be credited to Investor Education and Protection Fund in accordance with Section 125 of the Companies Act, 2013 as at the year end.

26 OTHER CURRENT LIABILITIES

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Statutory dues	306.63	306.88
Advance received from customers	2,122.81	2,753.54
	2,429.44	**3,060.42**

27 PROVISIONS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for Employee Benefits		
Compensated absences	220.97	153.13
Balance with Gratuity Fund (Refer Note 33.1(c))	81.38	94.28
	302.35	**247.41**

28 CURRENT TAX LIABILITIES

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for Tax (Net of Income Tax Assets)	-	1,243.23
	-	**1,243.23**

29 REVENUE FROM OPERATIONS

₹ (in Lakh)

Particulars		For the year ended March 31, 2024	For the year ended March 31, 2023
(a)	**Sale of Products**		
	Finished goods	74,606.46	77,308.96
	Traded goods	1,006.75	742.45
		75,613.21	**78,051.41**
(b)	**Other Operating Revenues**		
	Service income	1,689.19	874.77
	Sale of scrap	23.81	17.39
		1,713.00	**892.16**
		77,326.21	**78,943.57**

29.1 Revenue from contracts with customers disaggregated based on geography

The revenue from contracts with customers are disaggregated based on geography to comply with Ind AS 115, although it is not reviewed for evaluating financial performance for the purpose of segment reporting.

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Domestic	24,540.02	25,452.09
Exports	51,073.19	52,599.32
Total	**75,613.21**	**78,051.41**

29.2 The amounts receivable from customers become due after expiry of credit period which ranges between 15 to 120 days. There is no significant financing component in any transaction with the customers.

29.3 The Company does not have any remaining performance obligation as contracts entered for sale of goods are for a short duration.

29.4 Revenue from sale of products includes gain of ₹ 75.15 lakh (2022-23: Loss ₹ 167.55 lakh) pertaining to effective portion of changes in fair value of foreign exchange forward contracts classified as cash flow hedges.

30 OTHER INCOME

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(a) Interest Income On		
Bank deposits	52.39	57.38
Loans to subsidiaries & others	415.11	345.32
Other financial assets carried at amortised cost	6.40	7.22
	473.90	**409.92**
(b) Other Non-Operating Income		
Gain on foreign exchange transactions and translation	541.51	2,377.32
Guarantee commission income	27.35	27.27
Net gain on fair value changes of derivative instruments (Refer Note 7.1)	469.54	29.66
Lease income	39.01	39.01
Miscellaneous income	336.95	-
	1,414.36	**2,473.26**
	1,888.26	**2,883.18**

31 COST OF MATERIALS CONSUMED

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Raw materials and Packing materials consumed		
Opening inventories	12,988.00	6,317.17
Add: Purchases	43,929.05	46,946.22
Less: Closing inventories	(14,288.13)	(12,988.00)
	42,628.92	**40,275.39**

32 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening Inventories		
Finished goods	4,713.46	1,009.75
Stock-in-trade	35.03	65.47
Work-in-progress	6,875.67	6,288.34
	11,624.16	**7,363.56**
Closing Inventories		
Finished goods	5,183.24	4,713.46
Stock-in-trade	65.72	35.03
Work-in-progress	5,483.21	6,875.67
	10,732.17	**11,624.16**
	891.99	**(4,260.60)**

33 EMPLOYEE BENEFITS EXPENSE

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries and wages (Refer Note 33.1(a))	5,895.91	5,146.64
Contributions to -		
Provident Fund and other Funds (Refer Note 33.1 (b))	338.77	296.44
Gratuity Fund (Refer Note 33.1 (c))	89.27	55.90
Share based payments (Employee Stock Option Plan / Scheme) (Refer Note 33.2)	0.85	234.10
Staff welfare expenses	303.57	285.81
	6,628.37	**6,018.89**
Less: Reimbursement of expenses	(33.53)	(47.44)
	6,594.84	**5,971.45**

33.1 Employee Benefit Plans

(a) Other long term employee benefits

Leave encashment is payable to the employees of the Company due to death, retirement, superannuation or resignation. Employees are entitled to encash leave while in service. The leave encashment benefit is payable to all the eligible employees of the Company at the rate of daily salary as per current accumulation of leave days.

The Privilege Leave encashment liability and amount charged to Statement of Profit and Loss determined on actuarial valuation using projected unit credit method are as under:

(i) Provisions in Balance Sheet:

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Current	220.97	153.13
Non-Current	496.64	470.08
	717.61	**623.21**

(ii) Recognised in Statement of Profit and Loss

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Expenses	94.40	178.11

(b) Defined Contribution Plans:

The contributions to the Provident Fund of eligible employees are made to a Government administered Provident Fund and there are no further obligations beyond making such contribution. Under the plan, the Company has contributed ₹ 338.77 lakh during the year (2022-2023: ₹ 296.44 lakh).

(c) Defined Benefit Plans:

The Company makes contributions to the Group Gratuity cum Life Assurance Scheme administered by the Life Insurance Corporation of India, a funded defined benefit plan for qualifying employees. On retirement / resignation, the Scheme provides for payment as per the provisions of Payment of Gratuity Act, 1972 with vesting period of 5 years of service. On death / permanent disablement in service, vesting period is not applicable.

The most recent actuarial valuation of plan assets and present value of defined benefit obligation of gratuity was carried out as at March 31, 2024. The present value of defined benefit obligation and the related current service cost and past service cost were measured using the Projected Unit Credit Method. The following table summaries the net benefit expense recognised in the Statement of Profit and Loss, the details of the defined benefit obligation and the funded status of the Company's gratuity plan:

₹ (in Lakh)

Particulars		As at March 31, 2024	As at March 31, 2023
I	**Change in the Present Value of Projected Benefit Obligation**		
	Present Value of Benefit Obligation at the beginning of the year	669.38	527.65
	Interest Cost	50.20	38.15
	Current Service Cost	82.20	51.76
	Benefits paid from the Fund	(44.76)	(39.78)
	Actuarial (Gains) / Losses on Obligations - Due to Change in Financial Assumptions	14.41	72.71
	Actuarial (Gains) / Losses on Obligations - Due to Experience	(9.87)	18.89
	Present Value of Benefit Obligation at the end of the year	**761.56**	**669.38**
II	**Change in the Fair Value of Plan Assets**		
	Fair Value of Plan Assets at the beginning of the year	575.10	470.42
	Interest Income	43.13	34.01
	Contributions by the Employer	110.71	106.29
	Benefits paid from the Fund	(44.76)	(39.78)
	Return on Plan Assets, excluding Interest Income	(4.00)	4.16
	Fair Value of Plan Assets at the end of the year	**680.18**	**575.10**
III	**Net Asset / (Liability) recognised in Balance Sheet**		
	Present value of defined benefit obligation at the end of the year	(761.56)	(669.38)
	Fair value of plan assets at the end of the year	680.18	575.10
	Net Asset / (Liability) at the end of the year	**(81.38)**	**(94.28)**

₹ (in Lakh)

Particulars		As at March 31, 2024	As at March 31, 2023
IV	**Expenses recognised in the Statement of Profit and Loss**		
	Current Service Cost	82.20	51.76
	Net Interest Cost	7.07	4.14
	Expenses recognised in the Statement of Profit and Loss	**89.27**	**55.90**
V	**Expenses recognised in the Other Comprehensive Income (OCI)**		
	Actuarial (Gains) / Losses on Obligation for the year	4.54	91.60
	Return on Plan Assets, excluding Interest Income	4.00	(4.16)
	Net (Income) / Expense for the year recognised in OCI	**8.54**	**87.44**
VI	**Actuarial assumptions considered**		
(i)	Discount rate	7.22%	7.50%
(ii)	Expected return on plan assets	7.22%	7.50%
(iii)	Salary escalation rate	7.00%	7.00%
(iv)	Rate of employee turnover	4.00%	4.00%
(v)	Mortality Table	Indian Assured Lives Mortality (2012-2014) Urban	Indian Assured Lives Mortality (2012-2014) Urban
	The assumptions of future salary increases, considered in actuarial valuation take into account inflation, seniority, promotion and other relevant factors.		
VII	**Category of asset as at the end of the year**		
	Insurer Managed Funds (100%)		
	(Fund is managed by LIC as per guidelines of Insurance Regulatory and Development Authority of India. Category-wise composition of plan assets is not available).		
VIII	**Maturity profile of Benefit Payments**		
(i)	Year 1	96.13	50.95
(ii)	Year 2	36.67	82.53
(iii)	Year 3	83.57	46.77
(iv)	Year 4	59.36	77.37
(v)	Year 5	99.64	50.87
(vi)	Years 6 -10	363.96	341.39
(vii)	Years 11 and above	721.20	663.13
	Maturity Analysis of benefit payments is undiscounted cash flows considering future salary, attrition and death in respective year for members as mentioned above.		

₹ (in Lakh)

Particulars		As at March 31, 2024	As at March 31, 2023
IX	**Sensitivity Analysis of Projected Benefit Obligation for Significant Assumptions**		
	Projected Benefit Obligation on Current Assumptions	**761.56**	**669.38**
	1% increase in Discount Rate	(49.10)	(43.03)
	1% decrease in Discount Rate	56.30	49.18
	1% increase in Salary Escalation Rate	55.87	48.93
	1% decrease in Salary Escalation Rate	(49.63)	(43.60)
	1% increase in Rate of Employee Turnover	(1.55)	0.02
	1% decrease in Rate of Employee Turnover	1.49	(0.18)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting year, which is the same method as applied in calculating the defined benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

33.2 Employee Stock Option Plan / Scheme

33.2.1 Employee Stock Option Plan 2020

The Company has granted options on August 20, 2020 to senior management employees under “CFSL Employees Stock Option Plan, 2020” (ESOP 2020) approved by the Board of Directors, Shareholders and Remuneration Committee. The options granted under this plan are equity settled. The details of the plan are summarised below:

Particulars	Details of options
Options granted	3,912,096
Exercise Price	63.59
Market Price of shares as on grant date	70.65
Basis of Exercise Price	At discount to Market Price
Vesting Period	2 years

a) Details of option granted are as under:

Particulars	No. of Options	Weighted Average Exercise Price (WAEP) (₹)	No. of Options	Weighted Average Exercise Price (WAEP) (₹)
	March 31, 2024		March 31, 2023	
Options outstanding at the beginning of the year	3,912,096	63.59	3,912,096	63.59
Options granted during the year	-	-	-	-
Options exercised during the year	12,500	63.59	-	-
Options expired / lapsed and forfeited during the year*	-	-	-	-
Options eligible for re-issue	-	-	-	-
Options outstanding at the end of the year	3,899,596	63.59	3,912,096	63.59
Exercisable at the end of the year	3,899,596	63.59	3,912,096	63.59
Other Information:				
Average of exercise price of options outstanding at the end of the year (₹)	63.59		63.59	
Average Share price during the year (₹)	147.23		133.07	
Weighted average remaining contractual life of the option outstanding at the end of the year	N.A.		N.A.	
Weighted average fair value of the options as on date of grant (granted during the year)	N.A.		N.A.	

* The options lapsed under the Scheme are added to the stock inventory and may be granted afresh by the Compensation Committee to such eligible employees as it may deem fit in its sole discretion.

Option pricing model used	**Black-Scholes Option Pricing Model**

b) Assumptions used in arriving at fair value of options are as under:

Particulars	Details	Description of input used
Risk free interest rate	4.98%	Based on yield to maturity on zero coupon government securities having a maturity of 5 years.
Expected life of stock options	4 years	Period for which options are expected to be alive
Expected volatility	54.00%	Volatility is a measure of the amount by which a price is expected to fluctuate during a period based on the historic data.
Expected dividend yield	Nil	The dividends declared by the Company in the past and its share price.
Price of share on the date of granting of options	70.65	Fair market value
The fair value of options:	**35.38**	

33.2.2 Employee Stock Option Scheme 2018

The Company has granted options on April 08, 2019 and March 22, 2024 to eligible employees of Group under "CFS - Camlin Fine Sciences Employees Stock Option Scheme, 2018" (ESOP - 2018) approved by the Board of Directors, Shareholders and Remuneration Committee. The options granted under this scheme are equity settled. The details of the scheme are summarised below:

Particulars	**Details of options**					**Total**
	1st Vesting	**2nd Vesting**	**3rd Vesting**	**4th Vesting**	**5th Vesting**	
Options granted	135,250	135,250	135,250	135,250	80,000	**621,000**
Exercise Price	50.00	50.00	50.00	50.00	85.00	
Market Price of shares as on grant date	50.00	50.00	50.00	50.00	100.35	
Basis of Exercise Price	At market price				At discount to market price	
Vesting Period	1 year	2 years	3 years	4 years	1 year	

a) Details of options granted are as under:

Particulars	**No. of Options**	**Weighted Average Exercise Price (WAEP) (₹)**	**No. of Options**	**Weighted Average Exercise Price (WAEP) (₹)**
	March 31, 2024		**March 31, 2023**	
Options outstanding at the beginning of the year	201,500	50.00	310,750	50.00
Options granted during the year	80,000	85.00	-	-
Options exercised during the year	100,225	50.00	109,250	50.00
Options expired / lapsed and forfeited during the year*	15,000	50.00	-	-
Options eligible for re-issue	15,000	50.00	-	-
Options outstanding at the end of the year	181,275	50.00	201,500	50.00
Exercisable at the end of the year (Tranche 1-4)	101,275	50.00	201,500	50.00
Exercisable at the end of the year (Tranche 5)	80,000	85.00	-	-
Other Information:				
Average of exercise price of options outstanding at the end of the year (Tranche 1-4) (₹)	50.00		50.00	
Average of exercise price of options outstanding at the end of the year (Tranche 5) (₹)	85.00		N.A.	

Particulars	No. of Options	Weighted Average Exercise Price (WAEP) (₹)	No. of Options	Weighted Average Exercise Price (WAEP) (₹)
	March 31, 2024		March 31, 2023	
Average Share price during the year (₹)	147.23		133.07	
Weighted average remaining contractual life of the option outstanding at the end of the year (Tranche 1 -4)	N.A.		0.01 years	
Weighted average remaining contractual life of the option outstanding at the end of the year (Tranche 5)	0.98 years		N.A.	
Weighted average fair value of the options as on date of grant (granted during the year)	35.86		N.A.	
*78,500 options lapsed under the Scheme are added to the stock inventory and may be granted afresh by the Compensation Committee to such eligible employees as it may deem fit in its sole discretion.				
Option pricing model used	**Black-Scholes Option Pricing Model**			

b) Assumptions used in arriving at fair value of options are as under:

Particulars	Vesting Period					Description of input used
	1st Vesting	2nd Vesting	3rd Vesting	4th Vesting	5th Vesting	
Risk free interest rate	7.41%	7.41%	7.41%	7.41%	7.10%	Based on yield to maturity on zero coupon government securities maturing after 1 year / 5 years.
Expected life of stock options	1 year	2 years	3 years	4 years	2 years	Period for which options are expected to be alive
Expected volatility	59.31%	59.31%	59.31%	59.31%	40.99%	Volatility is a measure of the amount by which a price is expected to fluctuate during a period based on the historic data.
Expected dividend yield	Nil	Nil	Nil	Nil	Nil	The dividends declared by the Company in the past and its share price.
Price of share on the date of granting of options	50	50	50	50	100.35	Fair market value
Fair value of options	12.78	18.43	22.64	26.02	35.86	

34 FINANCE COSTS

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest expense	4,940.83	4,683.10
Interest on lease liabilities (Refer Note 3(b))	180.35	118.88
Foreign exchange loss / (gain) (Refer Note 34.1)	168.78	2,518.93
Other borrowing cost	142.64	224.46
Total Finance Costs	**5,432.60**	**7,545.37**
Less: Interest income from temporary investments	-	(7.98)
Less: Capitalised to Capital Work in Progress (Refer Note 2.b.i)	-	(1,843.15)
	5,432.60	**5,694.24**

34.1 Foreign Exchange loss / (gain) includes exchange loss on foreign currency borrowings amounting to ₹ Nil (2022-2023: ₹ 321.86 lakh), regarded as an adjustment to interest costs.

35 DEPRECIATION AND AMORTISATION EXPENSE

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation on Property, Plant and Equipment (Refer Note 2(a))	4,110.23	2,602.21
Depreciation / Amortisation on Right-Of-Use Assets (Refer Note 3(a))	566.80	416.31
Amortisation on Intangible Assets (Refer Note 4)	261.97	263.58
	4,939.00	**3,282.10**

36 OTHER EXPENSES

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Consumption of stores and spares	1,772.13	1,453.36
Power and fuel	8,995.61	9,276.16
Short term leases (Refer Note 3(d))	47.52	98.17
Rates and taxes	78.35	76.22
Insurance	762.23	579.56
Repairs to building	33.76	1.39
Repairs - plant and equipment	998.77	481.13

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Repairs - others	951.51	468.40
Sub-contract charges	1,886.41	2,189.24
Labour charges	2,105.87	1,658.27
Advertisement and sales promotion	566.84	993.29
Transport and forwarding charges	1,701.08	2,052.51
Commission / discount / service charges on sales	225.16	150.88
Travelling and conveyance	907.06	914.17
Directors' fees	75.95	61.25
Auditor's remuneration (Refer Note 37)	61.61	50.69
Commission to directors	45.00	45.00
Legal & professional fees	597.32	620.49
Bad debts written off	-	63.90
Provision for doubtful debts written back	-	(63.90)
Provision for credit loss	(196.69)	375.56
Provision for doubtful advances and deposits	2.12	139.74
Loss on property, plant and equipment sold / discarded	40.19	25.83
Corporate Social Responsibility Contribution (Refer Note 38)	88.00	58.00
Bank charges	275.47	338.15
Insurance claim loss	-	244.63
Export licenses written off	-	49.56
Interest on delayed payment to Micro and Small Enterprises	476.65	206.35
Establishment expenses	312.06	303.95
Water charges	197.17	174.83
Miscellaneous expenses	670.56	601.80
	23,677.71	**23,688.58**
Less: Reimbursement of expenses	(26.04)	(41.45)
	23,651.67	**23,647.13**

37 AMOUNT PAID TO AUDITORS

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Audit Fees	60.00	50.00
Certification	-	0.45
Reimbursement of Expenses	1.61	0.24
Total	**61.61**	**50.69**

38 CORPORATE SOCIAL RESPONSIBILITY

The Company has spent ₹ 88 lakh during the financial year (2022-2023: ₹ 58 lakh) as per the provisions of Section 135 of the Companies Act, 2013 read with Schedule VII thereof, towards Corporate Social Responsibility (CSR) activities.

a) Gross amount required to be spent by the Company during the year - ₹ 88.00 lakh (2022-2023: ₹ 58.00 lakh)

b) Amount spent during the year on:

₹ (in Lakh)

Particulars	Amount spent in cash	Amount yet to be paid in cash	Total
Year ending March 31, 2024			
(i) Construction / Acquisition of any asset	-	-	-
(ii) On purpose other than (i) above	88.00	-	88.00
Year ending March 31, 2023			
(i) Construction / Acquisition of any asset	-	-	-
(ii) On purpose other than (i) above	58.00	-	58.00

c) Nature of CSR activities during the year

The Company operates CSR Policy in the areas of promoting healthcare, education including special education and employment enhancing vocation skills especially among children, the differently abled, tribal communities and measures for reducing inequalities faced by socially and economically backward classes. The projects identified and adopted are as per the activities included and amended from time to time in Schedule VII of the Companies Act, 2013.

During the year, the Company has spent ₹ 88 lakh towards CSR activities through NGOs operating in the said areas.

39 EXCEPTIONAL ITEM

Our JV Partner, Ningbo Wanglong Tech Co.,Ltd. (WLT) has informed that they have arrived at an out of Court Settlement with the litigant in the Supreme Court Order regarding the infringement of intellectual property whereby the manufacturing facility of our 51% subsidiary CFS Wanglong Flavors (Ningbo) Co., Ltd. (CFSWL) was stopped from manufacturing of Methyl Vanillin. The said settlement, inter alia, :

(a) Precludes any punitive action against CFSWL and also absolves it from payment of any penalty under the original judgement,

(b) Precludes CFSWL from manufacturing any Methyl Vanillin in China, and

(c) Allows CFSWL to manufacture, market and sell any product other than Methyl Vanillin, in China at the facility owned by CFSWL.

Pursuant to the above settlement, it has been decided to utilise the aforesaid facility to manufacture Heliotropin, an aromatic product which is a downstream of Catechol. The Management has initated the process of re-purposing of the said plant.

Based on the above circumstances, during the year ended March 31, 2024, the Company considered indicators of impairment with respect to the Investments in and Assets of CFSWL such as manufacture of alternate product, cost and time requirement for re-purposing the plant, current and forecasted economic scenario and market of the alternate product, outlook of future profitability and recoverability of intergroup outstanding.

The computation of impairment uses cash flow forecasts which cover a period of five years and future projections taking the analysis out into perpetuity based on a steady state. Key assumptions for the computation of the value in use are those regarding the discount rates, exchange rates, market demand, sales volume and price, cost of manufacture and conversion. For the purpose of computation of impairment, a post-tax discount rate of 13.68% is considered while a growth rate of 1% is used to extrapolate the cash flows beyond those considered for the forecast period.

The outcome of impairment assessment as on March 31, 2024 resulted in recognition of provision for impairment of investment in CFSWL amounting to ₹ 192.84 lakh.

40 EARNINGS PER SHARE

a) Basic Earnings Per Share

The calculation of basic earnings per share is based on the (loss) / profit attributable to ordinary shareholders and weighted average number of ordinary shares outstanding.

i) (Loss) / Profit attributable to ordinary shareholders

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(Loss) / Profit attributable to ordinary shareholders of the Company	(5,138.92)	4,755.47
Add: Interest (net of tax) on Foreign Currency Convertible Bonds (FCCBs) pursuant to conversion after the reporting period (Refer Note 18(g))	-	562.28
Adjusted (loss) / profit attributable to ordinary shareholders of the Company	**(5,138.92)**	**5,317.75**

ii) Weighted average number of ordinary shares

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Number of equity shares at the beginning of the year	157,093,496	156,984,246
Add: Effect of employee stock options exercised	62,269	71,956
Add: Effect of shares issued pursuant to conversion of FCCBs during the year (Refer Note 18(g))	9,109,755	-
Add: Effect of shares issued pursuant to conversion of FCCBs after the reporting period (Refer Note 18(g))	-	10,258,986
Weighted average number of equity shares for Basic EPS	**166,265,520**	**167,315,188**

Basic Earnings Per Share (Amount in ₹)	**(3.09)**	**3.18**

b) Diluted Earnings Per Share

The calculation of diluted earnings per share is based on the (loss) / profit attributable to ordinary shareholders and weighted average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares.

i) (Loss) / Profit attributable to ordinary shareholders

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(Loss) / Profit attributable to ordinary shareholders of the Company	(5,138.92)	4,755.47
Add: Interest (net of tax) on Foreign Currency Convertible Bonds (FCCBs) pursuant to conversion after the reporting period (Refer Note 18(g))	-	562.28
Adjusted (loss) / profit attributable to ordinary shareholders of the Company	**(5,138.92)**	**5,317.75**

ii) Weighted average number of ordinary shares

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Weighted average number of equity shares outstanding (Basic)	166,265,520	167,315,188
Add: Potential equity shares under Employee Stock Option Plan / Scheme (Refer Note 33.2)	2,316,052	2,168,401
Weighted average number of equity shares for Diluted EPS	**168,581,572**	**169,483,589**

Diluted Earnings Per Share (Amount in ₹)	**(3.05)**	**3.14**

41 SEGMENT REPORTING

As per the requirements of Ind AS 108 on "Operating Segments", segment information has been provided in Note 43 to the Consolidated Financial Statements.

42 CONTINGENT LIABILITIES AND COMMITMENTS

₹ (in Lakh)

Particulars		As at March 31, 2024	As at March 31, 2023
I	**Contingent liabilities**		
a)	**Claims for Excise Duties, Taxes and Other Matters**		
i)	In respect of Income Tax matter	2,000.34	1,680.72
ii)	In respect of Excise Matter	356.02	356.02

₹ (in Lakh)

	Particulars	As at March 31, 2024	As at March 31, 2023
b)	**In respect of Bank guarantees issued**	878.46	229.80
c)	**Guarantees given on behalf of Subsidiaries**		
	In respect of corporate guarantees issued against the borrowings of:		
i)	Dresen Quimica S.A.P.I. De C.V	2,109.37	2,079.17
	Loan balance outstanding in respect of the above guarantee is ₹ 1,319.48 lakh (March 31, 2023: ₹ 1,660.42 lakh)		
ii)	Chemolutions Chemicals Limited	-	50.00
	Loan balance outstanding in respect of the above guarantee is ₹ Nil (March 31, 2023: ₹ Nil)		
iii)	CFS De Mexico Blends S.A.P.I. DE C.V.	7,211.84	7,108.63
	Loan balance outstanding in respect of the above guarantee is ₹ 4,790.33 lakh (March 31, 2023: ₹ 5,718.87 lakh)		
d)	**In respect of compensation attributed by the National Green Tribunal (NGT) (Refer Note 42.1)**	1,712.31	1,712.31
e)	**In respect of Notice received from Vendors**	120.91	207.86
II	**Commitments**		
	Value of contracts (net of advance) remaining to be executed on capital account not provided for	93.79	311.79

42.1 Pursuant to the directions of the Honorable Supreme Court dated December 14, 2020, National Green Tribunal had reheard the matter and vide its direction dated January 24, 2022 had enhanced the portion of compensation attributable to the Company for alleged violations of environmental norms by manufacturers at Tarapur MIDC for an amount of ₹ 1,712.31 lakh from ₹ 515.56 lakh. The Honourable Supreme Court vide its order dated April 27, 2022 has stayed the proceedings of the aforesaid directions until the matter is heard. Further the Honourable Supreme Court has directed to deposit ₹ 515.56 lakh until the matter is heard. The Company has deposited ₹ 154.97 lakh which is disclosed as recoverable advance (Refer Note 16). Based on the assessment of the management, the Company believes that it has strong grounds to defend its position against these directions and hence no provision for the compensation is considered necessary in the financial statements.

42.2 There are numerous interpretative issues relating to the Supreme Court judgements on Provident Fund dated February 28, 2019. As a matter of caution, the Company has made a provision on a prospective basis from the date of the Supreme Court Order and the provisions will be updated on receiving further clarity on the subject.

43 RELATED PARTY DISCLOSURES

I List of Related Parties as required by Ind AS 24,"Related Party Disclosures", are given below:

i Related parties where control exists

Subsidiaries

CFS Do Brasil Industria, Comercio, Importacao De Exportacao De Aditivos Alimenticios LTDA (herein after referred as "CFS do Brazil")

Solentus North America Inc

CFS North America LLC

Chemolutions Chemicals Limited

CFS Wanglong Flavors (Ningbo) Co., Ltd.

Dresen Quimica S.A.P.I. De.C.V.

CFS Pahang Asia Pte Ltd

CFS Europe S.P.A.

AlgalR Nutrapharms Pvt. Ltd.

CFS De Mexico Blends S.A.P.I. DE C.V.

CFS PP (M) SDN.BHD. (with effect from July 1, 2022)

Step down subsidiaries

Industrias Petrotec de Mexico S.A.De.C.V.

Britec S.A.

Inovel S.A.S

Nuvel S.A.C

Grinel S.R.L

CFS De Chile SpA

CFS Argentina S.A

ii Key Management Personnel (KMP)

a) Chairman and Managing Director

Ashish Dandekar

b) Managing Director

Nirmal Momaya

c) Non-Executive Directors

Anagha Dandekar

Amol Shah

Sutapa Banerjee

Harsha Raghavan

Sarvjit Singh Bedi (upto April 19, 2023)

Joseph Conrad D'souza

Mahabaleshwar Palekar

Pradip Kanakia

Thomas Videbaek (upto February 23, 2023)

d) Executive Director

Arjun Dukane

e) **Chief Financial Officer**
Santosh Parab

f) **Company Secretary**
Rahul Sawale

iv **Relatives of KMP**
Subhash Dandekar - Management Consultant / Relative of Managing Director

v **Entities where control / significant influence by KMP and their relatives exist**
Fine Renewable Energy Limited
Abana Medisys Private Limited
Pagoda Advisors Private Limited
Hardware Renaissance Inc
Kokuyo Camlin Ltd

vi **Post-employment benefit plan**
Camlin Fine Sciences Limited Group Gratuity Scheme

II The details of transactions with related parties during the year are given below:

₹ (in Lakh)

Sr. No	Nature of Transactions	Name of Related Party	For the year ended March 31, 2024	For the year ended March 31, 2023
1	**Sale of products (Net of returns)**	CFS Europe S.P.A	2,782.09	3,121.13
		CFS do Brazil	6,286.24	4,924.16
		CFS North America LLC	2,206.47	1,641.95
		Dresen Quimica S.A.P.I. De.C.V.	3,612.24	2,865.70
		Inovel S.A.S.	249.57	732.62
		Nuvel S.A.C.	107.79	-
		CFS De Chile SpA	192.51	-
		Hardware Renaissance Inc.	156.73	183.06
		AlgalR NutraPharms Private Limited	-	1.00
			15,593.64	**13,469.62**
2	**Services availed:**			
	(a) Reimbursement of IT services	CFS Europe S.P.A	29.79	42.56
		CFS do Brazil	2.98	4.26
		CFS North America LLC	7.45	10.64
		Dresen Quimica S.A.P.I. De.C.V.	14.89	25.05
		CFS Wanglong Flavors (Ningbo) Co., Ltd.	4.47	6.38
			59.58	**88.89**

₹ (in Lakh)

Sr. No	Nature of Transactions	Name of Related Party	For the year ended March 31, 2024	For the year ended March 31, 2023
	(b) Job work charges	Chemolutions Chemicals Limited	**-**	**153.46**
3	**Purchase of goods**	CFS Europe S.P.A	**109.05**	**605.59**
4	**Interest Income**	CFS do Brazil	139.35	136.56
		CFS North America LLC	139.00	135.88
		AlgalR NutraPharms Private Limited	66.57	45.07
			344.92	**317.51**
5	**Investments**	Industrias Petrotec de Mexico S.A.De.C.V. (Refer Note 5.5)	0.02	0.91
		CFS Wanglong Flavors (Ningbo) Co., Ltd. (Refer Note 5.6)	0.03	0.91
			0.05	**1.82**
6	**Loans given**	AlgalR NutraPharms Private Limited	**353.27**	**311.07**
7	**Material advance received**	CFS do Brazil	**96.32**	**-**
8	**Consultancy / Professional services**	Subhash Dandekar	**6.60**	**6.60**
9	**Lease Income**	Chemolutions Chemicals Limited	**39.01**	**39.01**
10	**Guarantee Commission Income**	Dresen Quimica S.A.P.I. De.C.V.	6.22	6.20
		CFS De Mexico Blends S.A.P.I. DE C.V.	21.13	21.07
			27.35	**27.27**
11	**Re-imbursement of expenses**	CFS North America LLC	91.04	321.61
		CFS Europe S.P.A	3.01	4.27
		Dresen Quimica S.A.P.I. De.C.V.	5.12	3.19
		CFS Wanglong Flavors (Ningbo) Co. Ltd.	-	0.16
		AlgalR NutraPharms Private Limited	-	0.29
			99.17	**329.52**

₹ (in Lakh)

Sr. No	Nature of Transactions	Name of Related Party	For the year ended March 31, 2024	For the year ended March 31, 2023
12	**Compensation to KMP**	Short term benefits (including bonus and value of perquisites)*	875.35	793.48
		Post employment and long term benefits	37.66	50.16
		Share-based payments	0.26	239.16
		Sitting fees	75.95	61.25
		Commission to Non-Executive Directors	45.00	45.00
			1,034.22	**1,189.05**
13	**Contribution paid to the Group Gratuity Scheme**	Paid to Life Insurance Corporation on behalf of Camlin Fine Sciences Limited Group Gratuity Scheme	**110.71**	**106.29**
14	**Provision for impairment in the value of investment**	CFS Wanglong Flavors (Ningbo) Co. Ltd.	**192.84**	-

*The compensation to Key Managerial Personnel figures does not include premium paid for group medical and accident insurance.

III The details of outstanding with related parties as at year end are given below:

₹ (in Lakh)

Sr. No	Nature of Transactions	Name of Related Party	As at March 31, 2024	As at March 31, 2023
1	**Trade Receivable**	CFS Europe S.P.A	2,510.16	2,069.60
		CFS do Brazil	14,906.20	14,487.17
		Dresen Quimica S.A.P.I. De.C.V.	1,650.61	512.85
		CFS North America LLC	5,409.84	7,692.20
		Inovel S.A.S.	71.29	220.90
		CFS Wanglong Flavors (Ningbo) Co., Ltd.	11,743.49	11,575.43
		CFS Argentina S.A.	236.89	233.50
		AlgalR NutraPharms Private Limited	44.31	44.31
		Nuvel S.A.C.	38.62	-
		Hardware Renaisance Inc.	195.41	228.88
			36,806.82	**37,064.84**

₹ (in Lakh)

Sr. No	Nature of Transactions	Name of Related Party	As at March 31, 2024	As at March 31, 2023
2	**Trade Payable**	CFS Europe S.P.A	948.43	2,728.43
		CFS Wanglong Flavors (Ningbo) Co., Ltd.	5,993.60	6,071.36
		Chemolutions Chemicals Limited	210.83	317.39
			7,152.86	**9,117.18**
3	**Other Payable**	CFS do Brazil	148.65	146.52
		CFS Europe S.P.A	102.71	101.68
		CFS Wanglong Flavors (Ningbo) Co., Ltd.	2.76	2.87
		CFS North America LLC	482.65	386.37
			736.77	**637.44**
4	**Loan and Advances Receivable**	CFS do Brazil	1,667.47	1,643.61
		Solentus North America Inc	189.18	189.18
		CFS North America LLC	1,659.14	1,635.40
		AlgalR NutraPharms Private Limited	1,344.76	991.48
			4,860.55	**4,459.67**
		Allowance for Credit Impaired (Refer Note 6.3)	(189.18)	(189.18)
			4,671.37	**4,270.49**
5	**Interest Receivable**	CFS do Brazil	752.23	624.00
		Solentus North America Inc	53.09	53.09
		CFS North America LLC	915.07	785.10
		AlgalR NutraPharms Private Limited	120.58	60.67
			1,840.97	**1,522.86**
		Allowance for Credit Impaired (Refer Note 6.3, Note 15)	(53.09)	(53.09)
			1,787.88	**1,469.77**
6	**Other Receivable**	CFS Europe S.P.A	43.26	10.24
		CFS do Brazil	15.50	12.33
		Solentus North America Inc	15.79	15.79
		CFS North America LLC	200.08	189.12
		Dresen Quimica S.A.P.I De C.V.	114.36	92.87
		CFS Wanglong Flavors (Ningbo) Co., Ltd.	52.80	47.61

₹ (in Lakh)

Sr. No	Nature of Transactions	Name of Related Party	As at March 31, 2024	As at March 31, 2023
		CFS De Mexico Blends S.A.P.I. DE C.V.	98.97	97.55
		AlgalR NutraPharms Private Limited	0.29	0.29
			541.05	**465.80**
		Allowance for Credit Impaired (Refer Note 6.3, Note 15)	(15.79)	(15.79)
			525.26	**450.01**
7	**Material Advance given**	AlgalR NutraPharms Private Limited	**27.30**	**27.30**
8	**Compensation to KMP**	Post employment and long term benefits	245.68	208.02
		Commission payable to Non-Executive Directors	45.00	45.00
			290.68	**253.02**

44 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

a) Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

₹ (in Lakh)

March 31, 2024	Carrying amount/Fair Value			Fair Value Hierarchy			
	Fair Value Through Profit or Loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial Assets							
Non Current							
Loans	-	469.06	469.06	-	-	-	-
Security deposits	-	304.00	304.00	-	-	-	-
Bank balances held as margin money	-	19.83	19.83	-	-	-	-

₹ (in Lakh)

March 31, 2024	Carrying amount/Fair Value			Fair Value Hierarchy			
	Fair Value Through Profit or Loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Current							
Trade receivables	-	49,181.14	49,181.14	-	-	-	-
Cash and cash equivalents	-	67.70	67.70	-	-	-	-
Bank balances other than above	-	1,327.79	1,327.79	-	-	-	-
Loans	-	5,202.31	5,202.31	-	-	-	-
Security deposits	-	30.50	30.50	-	-	-	-
Other financial assets	-	2,407.30	2,407.30	-	-	-	-
	-	**59,009.63**	**59,009.63**	**-**	**-**	**-**	**-**
Financial Liabilities							
Non Current							
Term loans	-	22,230.80	22,230.80	-	-	-	-
Lease liabilities	-	1,470.94	1,470.94	-	-	-	-
Current							
Borrowings	-	26,931.59	26,931.59	-	-	-	-
Lease liabilities	-	504.04	504.04	-	-	-	-
Trade payables	-	28,420.71	28,420.71	-	-	-	-
Put Option Liability (Refer Note 44.a.2)	-	-	-	-	-	-	-
Fair value of forward contracts	14.05	-	14.05	-	14.05	-	14.05
Other financial liabilities	-	2,143.69	2,143.69	-	-	-	-
	14.05	**81,701.77**	**81,715.82**	**-**	**14.05**	**-**	**14.05**

44.a.1 The above table excludes investments in subsidiaries amounting to ₹ 7,986.77 lakh (March 31, 2023: ₹ 8,179.55 lakh) measured at amortised cost net of provision for impairment in the value of investments.

44.a.2 The put option liability as at March 31, 2023 has extinguished during the year consequent to full payment of preferred dividend to the non-controlling shareholder of Dresen Quimica (Refer Note 5.3)

₹ (in Lakh)

March 31, 2023	Carrying amount/Fair Value			Fair Value Hierarchy			
	Fair Value Through Profit or Loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial Assets							
Non Current							
Loans	-	991.48	991.48	-	-	-	-
Security deposits	-	390.81	390.81	-	-	-	-
Derivative assets	183.18	-	183.18	-	183.18	-	183.18
Current							
Trade receivables	-	52,629.73	52,629.73	-	-	-	-
Cash and cash equivalents	-	435.06	435.06	-	-	-	-
Bank Balances other than above	-	547.53	547.53	-	-	-	-
Loans	-	4,279.01	4,279.01	-	-	-	-
Security deposits	-	100.59	100.59	-	-	-	-
Derivative assets	186.56	-	186.56	-	186.56	-	186.56
Other financial assets	-	1,995.24	1,995.24	-	-	-	-
	369.74	**61,369.45**	**61,739.19**	**-**	**369.74**	**-**	**369.74**
Financial Liabilities							
Non Current							
Foreign Currency Convertible Bonds	-	6,614.58	6,614.58	-	-	-	-
Term loans	-	22,616.53	22,616.53	-	-	-	-
Lease liabilities	-	998.48	998.48	-	-	-	-
Current							
Borrowings	-	31,202.81	31,202.81	-	-	-	-
Trade payables	-	24,881.49	24,881.49	-	-	-	-
Lease liabilities	-	281.56	281.56	-	-	-	-
Put option liability (Refer Note 44.a.4)	-	-	-	-	-	-	-
Fair value of forward contracts	13.94	-	13.94	-	13.94	-	13.94
Other financial liabilities	-	2,025.74	2,025.74	-	-	-	-
	13.94	**88,621.19**	**88,635.13**	**-**	**13.94**	**-**	**13.94**

44.a.3 The above table excludes investments in subsidiaries amounting to ₹ 8,179.55 lakh (March 31, 2022: ₹ 8,177.73 lakh) measured at amortised cost net of provision for impairment in the value of investments.

44.a.4 The value of put option liability as on March 31, 2023 is immaterial (Refer Note 5.3). The fair value hierarchy for put option liability is Level 3.

b) Fair value hierarchy (Refer Note B to material accounting policies)

c) Measurement of Fair Value

The fair values of financial assets or liabilities are included at the amount 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. Methods and assumptions used to estimate the fair values are consistent in both years. The following methods and assumptions are used to estimate the fair values:

(i) The Management assesses that fair values of trade receivables, cash and cash equivalents, other bank balances, loans, trade payables, current borrowings and other financial liabilities (current), approximate to their carrying amounts largely due to the short-term maturities of these instruments. The Company does not anticipate that the carrying amount would be significantly different from the values that would eventually be received or settled.

(ii) The embedded derivative in FCCB is fair valued by an external independent valuer by computing the average cash flows determined through the Monte Carlo Simulation technique based on the market observable rates and published price.

(iii) The fair value of forward contracts for the remaining maturity period of the contracts is determined using Mark-to-Market report provided by the Company's bankers.

Unobservable inputs used in Level 3 of fair value hierarchy for the year ended March 31, 2023

The fair value of put option was calculated by an independent expert based on the shareholders agreement using 'Income Approach'. The unobservable inputs used in fair valuation under level 3 are determined by considering historical financial statements, management's estimates of probability of put option being exercised by the non-controlling shareholders, Share Holders' Agreement, discount rate and the review of projected revenue and profits after tax.

d) Risk Management Framework

The Company's business activities expose it to a variety of financial risks, namely credit risk, liquidity risk and market risks. Market risks comprise of currency risk and interest rate risk. The Company's Senior Management and Key Management Personnel have the ultimate responsibility for managing these risks. The Company has a process to identify and analyse the risks faced by the Company, to set appropriate risk limits, to control and monitor risks and adherence to these limits. Risk Management policies and systems are reviewed regularly to reflect changes in market conditions and Company's activities. Further, Audit Committee undertakes regular reviews of Risk Management Controls and Procedures.

(i) Credit Risk

Credit risk is the risk that a customer or counterparty fails to meet its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from its operating activities (trade receivables) and from its financing activities including investments in mutual funds, deposits with banks and financial institutions and financial instruments.

Trade Receivables

Credit risk from trade receivables is managed by establishing credit limits, credit approvals and monitoring creditworthiness of the customers. Outstanding customer receivables are regularly monitored. The Company has computed credit loss allowances based on Expected Credit Loss Model, which excludes transactions with subsidiaries.

The ageing of trade receivables is as follows:

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Not due	14,046.47	14,994.84
Less than 6 months	8,702.82	8,225.29
6 months - 1 year	3,253.94	2,951.09
1-2 years	6,447.67	7,804.92
2-3 years	4,971.41	12,678.17
More than 3 years	12,128.71	6,541.99
	49,551.02	**53,196.30**
Less: - Loss allowance	(369.88)	(566.57)
	49,181.14	**52,629.73**

Term Deposits and Bank Balances

The Company's exposure in term deposits with banks is limited, as the counterparties are highly rated banks.

(ii) Liquidity Risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses.

Tabulated below are the Company's remaining contractual maturities of financial liabilities as at the reporting date with agreed repayment periods. The tables have been drawn up considering the undiscounted contractual cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows.

₹ (in Lakh)

March 31, 2024	Carrying Amount	Contractual cash flows				
		Total	Within 12 months	1-2 years	2-5 years	More than 5 years
Financial Liabilities						
Non Current						
Borrowings						
Term loans	22,230.80	28,321.95		7,250.58	16,327.46	4,743.91
Lease liabilities	1,470.94	1,662.20	-	698.93	952.42	10.85
Current						
Borrowings	26,931.59	29,249.18	29,249.18	-	-	-
Trade payables	28,420.71	28,420.71	28,420.71	-	-	-
Lease liabilities	504.04	686.14	686.14	-	-	-
Other financial liabilities	2,157.74	2,157.74	2,157.74	-	-	-
Financial guarantee*	-	9,321.21	9,321.21	-	-	-
	81,715.82	**99,819.13**	**69,834.98**	**7,949.51**	**17,279.88**	**4,754.76**

₹ (in Lakh)

March 31, 2023	Carrying Amount	Contractual cash flows				
		Total	Within 12 months	1-2 years	2-5 years	More than 5 years
Financial Liabilities						
Non Current						
Borrowings						
Foreign Currency Convertible Bonds (FCCBs)#	6,614.58	224.46	224.46	-	-	-
Term Loans	22,616.53	30,130.92	-	4,509.74	15,450.36	10,170.82
Lease liabilities	998.48	1,167.02	-	383.97	771.52	11.53
Current						
Borrowings	31,202.81	32,650.80	32,650.80	-	-	-
Trade payables	24,881.49	24,881.49	24,881.49	-	-	-
Lease liabilities	281.56	414.82	414.82	-	-	-
Other financial liabilities	2,039.68	2,039.68	2,039.68	-	-	-
Financial guarantee*	-	9,237.80	9,237.80	-	-	-
	88,635.13	**100,746.99**	**69,449.05**	**4,893.71**	**16,221.88**	**10,182.35**

#FCCBs have been converted into equity shares of the Company on May 12, 2023, i.e. after the end of the financial year . The cash flows shown above represent interest payable till the date of conversion.

*The amounts included above for financial guarantee contracts are the maximum amounts the Company could be forced to settle under the arrangement for the full guaranteed amount if that amount is claimed by the counterparty to the guarantee. Based on expectations at the end of the reporting period, the Company considers that it is more likely than not that such an amount will not be payable under the arrangement.

(iii) Currency Risk

The Company's operations result in it being exposed to foreign currency risk on account of trade receivables, trade payables, borrowings and lendings. The foreign currency risk may affect the Company's income and expenses, or its financial position and cash flows. The objective of the Company's Management of foreign currency risk is to maintain this risk within acceptable parameters, while optimising returns.

The Company uses derivative financial instruments such as foreign exchange forward contracts to hedge its risks associated with foreign exchange fluctuations. The outstanding position and notional value of forward exchange contracts is as under:

Figures (in Lakh)

Particulars	Currency Pair	As at March 31, 2024		As at March 31, 2023	
		Amount (USD)	Amount (₹)	Amount (USD)	Amount (₹)
Cash Flow Hedge					
Sell	USD / ₹	252.39	21,141.31	204.50	17,026.58
Fair Value Hedge					
Sell	USD / ₹	55.21	4,603.03	37.00	3,069.93

The movement in effective portion of Cash Flow Hedge Reserve (CFHR) is as under:

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Balance as at the beginning of the year	(9.07)	-
Net (losses) / gains recognised in CFHR	76.85	(181.49)
Amount re-classified from CFHR and included in the statement of Profit & Loss (due to settlement of contracts) within revenue from operations	(75.15)	167.55
Deferred tax	(0.60)	4.87
Balance as at the end of the year	**(7.97)**	**(9.07)**

The Company's exposure to unhedged foreign currency denominated monetary assets and liabilities at the end of the reporting period expressed in ₹ (in lakh), is as follows:

a) Trade receivables

Figures (in Lakh)

Foreign Currency	As at March 31, 2024		As at March 31, 2023	
	Amount (in original currency)	Amount (in ₹)	Amount (in original currency)	Amount (in ₹)
USD	507.76	42,334.10	526.13	43,237.83
EURO	0.50	45.03	0.50	44.58
AED	3.63	82.53	-	-
		42,461.66		**43,282.41**

b) Loan and other receivable

Figures (in Lakh)

Foreign Currency	As at March 31, 2024		As at March 31, 2023	
	Amount (in original currency)	Amount (in ₹)	Amount (in original currency)	Amount (in ₹)
USD	65.70	5,477.92	66.90	5,498.09
EURO	0.48	43.26	0.11	10.24
		5,521.18		**5,508.33**

c) Borrowings

Figures (in Lakh)

Foreign Currency	As at March 31, 2024		As at March 31, 2023	
	Amount (in original currency)	Amount (in ₹)	Amount (in original currency)	Amount (in ₹)
USD	264.51	22,053.17	438.49	36,043.93
		22,053.17		**36,043.93**

d) Trade payable

Figures (in Lakh)

Foreign Currency	As at March 31, 2024		As at March 31, 2023	
	Amount (in original currency)	Amount (in ₹)	Amount (in original currency)	Amount (in ₹)
USD	136.92	11,415.18	133.05	10,934.01
EURO	1.75	157.55	1.35	120.20
RMB	0.24	2.79	0.24	2.87
		11,575.52		**11,057.08**

The following significant exchange rates have been applied during the year:

Currency Pair	Year end spot rate as at	
	March 31, 2024	March 31, 2023
USD / ₹	83.3739	82.1807
EUR / ₹	90.2178	89.3070
RMB / ₹	11.6390	11.9640
AED / ₹	22.7198	22.3760

Sensitivity for above exposures

A fluctuation in the exchange rates of 5% with other conditions remaining unchanged would have the following effect on Company's profit or loss before tax and equity for the year ended March 31, 2024 and March 31, 2023:

₹ (in Lakh)

Particulars	Impact on (loss)/profit before tax		Impact on equity	
	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2024	For the year ended March 31, 2023
USD / ₹ increase by 5%	702.35	163.81	456.92	106.57
USD / ₹ decrease by 5%	(702.35)	(163.81)	(456.92)	(106.57)
EUR / ₹ increase by 5%	(3.46)	(3.27)	(2.25)	(2.13)
EUR / ₹ decrease by 5%	3.46	3.27	2.25	2.13

(iv) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to risk of change in market interest rates relates primarily to its borrowings. The Company's borrowings are at floating rates and its future cash flows will fluctuate due to changes in market interest rates.

The interest rate profile of the Company’s interest bearing financial instruments at the end of the reporting period is as follows:

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Financial Liabilities		
Borrowings		
Fixed rate instruments		
Foreign Currency Convertible Bonds	-	13,453.63
Term loans (including current maturities)	2,422.22	-
Variable rate instruments		
Term loans (including current maturities)	23,403.79	25,012.08
Cash credit	19,203.96	20,401.14
Other short term loans	4,132.41	1,567.07
	49,162.38	**60,433.92**

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Financial Assets		
Fixed rate instruments		
Fixed deposits	1,347.62	540.17
Security deposits	400.58	425.32
Loans given	5,860.55	5,459.67
	7,608.75	**6,425.16**

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rate with other conditions remaining unchanged would have the following effect on Company's profit or loss before tax and equity for the year ended March 31, 2024 and March 31, 2023. This calculation assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The year end balances are not necessarily representative of the average debt outstanding during the period. The analysis assumes that all other variables, in particular foreign currency exchange rates remains constant.

₹ (in Lakh)

Particulars	Impact on (loss)/profit before tax		Impact on equity (Net of Tax)	
	100 BP increase	100 BP decrease	100 BP increase	100 BP decrease
Financial Liabilities				
Variable rate instruments - Borrowings				
Cash flow sensitivity				
March 31, 2024	**(491.56)**	**491.56**	**(319.79)**	**319.79**
March 31, 2023	(469.30)	469.30	(305.31)	305.31

45 CAPITAL MANAGEMENT

The primary objective of the Company's capital management is to maintain an efficient capital structure and to maximise shareholder’s value. The Management seeks to maintain a balance between higher returns that is achieved by raising funds through equity and the advantages by a sound capital position.

The Company monitors capital using a ratio of ‘Net Debt to Equity’. For this purpose, Capital includes issued capital and all other equity reserves. Net Debt is defined as total borrowings less cash & bank balances and other current investments.

The Company's Net Debt to Equity ratio are as follows:

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current borrowings #	22,230.80	29,231.11
Current borrowings	26,931.59	31,202.81
Gross Debt	**49,162.39**	**60,433.92**
Less : Cash and cash equivalents	67.70	435.06
Less : Bank balances other than above	1,347.62	547.53
Net Debt	**47,747.07**	**59,451.33**
Total Equity	**71,571.40**	**64,214.21**
Net Debt to Equity Ratio	**0.67**	**0.93**

#Non-current borrowings as at March 31, 2023 include FCCBs, being compound financial instruments convertible into equity shares of the Company at the option of the holder of bonds. The FCCBs have been converted into equity shares of the Company on May 12, 2023.

46 DISCLOSURES U/S 186(4) OF THE COMPANIES ACT, 2013

a Details of investments made are disclosed in Note 5.

b Details of Loans given to subsidiaries, associates, firms/companies in which directors are interested are disclosed in Note:14.1, 14.2 and 14.3.

c Details of Guarantee given on behalf are disclosed in Note: 42(I)(c).

47 DISCLOSURES MADE IN TERMS OF SCHEDULE V OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

For disclosure of loans, investments and Guarantee- 'Refer Note 46'. Further, there is no investment in shares of the Company by the parties to whom loan have been given.

48 ANALYTICAL RATIOS

Ratio Name	Numerator	Denominator	Current Period			Previous Period			% Variance	Reason for Variance
			Numerator	Denominator	Ratio Value	Numerator	Denominator	Ratio Value		
Current Ratio	Current Assets	Current Liabilities	85,843.04	60,745.87	1.41	87,365.19	62,956.60	1.39	1.83%	-
Debt Equity Ratio	Total Debt	Shareholders Equity	49,162.39	71,571.40	0.69	60,433.92	64,214.21	0.94	(27.01%)	Conversion of FCCBs during the year, leading to reduction in outstanding debt.
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	5,232.68	6,416.84	0.82	13,731.80	4,349.56	3.16	(74.17%)	Loss incurred during the year.
Return on Equity	Net profit after taxes	Average Shareholders Equity	(5,138.92)	67,892.81	(7.57%)	4,755.47	61,724.19	7.70%	(198.24%)	Loss incurred during the year.
Inventory Turnover Ratio	Cost of goods sold	Average inventory	44,366.75	25,344.76	1.75	36,569.23	19,723.96	1.85	(5.58%)	-
Trade Receivables Turnover Ratio	Sales	Average trade receivables	77,326.21	50,905.44	1.52	78,943.57	48,347.47	1.63	(6.97%)	-
Trade Payables Turnover Ratio	Cost of goods sold	Average trade payables	44,774.90	26,651.10	1.68	47,500.66	23,020.84	2.06	(18.58%)	Increase in average trade payable outstanding during the year.
Net Capital Turnover Ratio	Sales	Average Working Capital	77,326.21	24,752.88	3.12	78,943.57	24,541.76	3.22	(2.88%)	-
Net Profit Ratio	Net profit after taxes	Sales	(5,138.92)	77,326.21	(6.65%)	4,755.47	78,943.57	6.02%	(210.32%)	Loss incurred during the year.
Return on Capital Employed	Earnings before interest, depreciation and taxation	Capital Employed	(337.80)	121,417.53	(0.28%)	12,356.84	126,158.54	9.79%	(102.84%)	Loss incurred during the year.

49 ADDITIONAL REGULATORY INFORMATION

a) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

b) The Company has not been declared as wilful defaulter by any lender who has the powers to declare a company as wilful defaulter at any time during the financial year or after the end of the reporting period but before the date when financial statements are approved.

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

d) The Company does not have any approved scheme of Arrangement during the year.

e) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall;

   (i) 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

   (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

f) The Company has not received any funds from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding that the Company shall;

   (i) 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

   (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

g) The Company does not have any transaction not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

h) The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year.

50 Previous year’s figures have been regrouped / reclassified wherever necessary to conform to current year’s classification and are considered to be not material..

Independent Auditor's Report

TO THE MEMBERS OF
CAMLIN FINE SCIENCES LIMITED

Report on the Audit of the Consolidated Ind-AS Financial Statements

Opinion

We have audited the accompanying Consolidated Ind-AS Financial Statements of **CAMLIN FINE SCIENCES LIMITED** (hereinafter referred to as the "Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2024, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity, the Consolidated Statement of Cash Flows for the year then ended, and the Notes to the Consolidated Ind-AS Financial Statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind-AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors referred to in the Other Matters paragraph below, the aforesaid consolidated Ind-AS 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 with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2024, of consolidated loss, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Ind-AS Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated Ind-AS financial statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained, along with the consideration of audit reports of the other auditors referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 39 to the Consolidated Ind-AS Financial Statements, relating to Impairment of Investment in and Assets of CFS Wanglong Flavors (Ningbo) Co., Ltd. (CFSWL) (a subsidiary Company). The Supreme People's Court of China ("Honorable Court") had imposed a penalty amounting to RMB 159.32 million i.e. ₹ 18,543.25 Lakh on the JV partner in the subsidiary company and others for alleged infringement of intellectual property used in the manufacturing process. An amount of RMB 11.15 million i.e. ₹ 1,297.75 Lakh which is 7% of the total penalty imposed was attributed to the subsidiary. As a matter of abundant legal caution, the subsidiary company had stopped the production facility till further directions of the Honorable Court. As per the terms of the shareholders' agreement dated April 28, 2017, and amendments made thereafter, the Holding Company and its subsidiary company are indemnified against penalty and/or legal consequences emanating from the violation of the intellectual property rights. During the quarter ended March 31, 2024, the JV Partner has represented to the Holding Company that they have arrived at an out of Court Settlement with the litigant regarding the infringement of intellectual property. The said settlement, inter alia:

(a) precludes any punitive action against the subsidiary company and also absolves it from payment of any penalty under the original judgement,

(b) precludes the subsidiary company from manufacturing Methyl Vanillin in China, and

(c) allows the subsidiary company to manufacture, market and sell any product other than Methyl Vanillin, in China at the facility owned by the subsidiary company.

The Board of Directors of the Holding Company had already approved a plan to use the aforesaid facility to manufacture Heliotropin, an aromatic product which is downstream of Catechol. As of March 31, 2024, the Company has evaluated the carrying value of its investments in and receivables from its subsidiary company by considering certain factors which are more fully discussed in the aforesaid note and assessed the same for impairment test.

The outcome arising on such impairment assessment as at March 31, 2024, resulted in impairment provision aggregating to ₹ 2,700.84 lakh in its Consolidated Ind-AS Financial Statements comprising of impairment of Goodwill ₹ 571.63 lakh, Inventories and Receivables (net of payables) ₹ 549.15 lakh and Property, Plant and Equipment ₹ 1,580.06 lakh.

Our opinion on the consolidated Ind-AS financial statements is not modified in respect of the above matter.

Information Other than the Consolidated Ind-AS Financial Statements and Auditor’s Report Thereon

The Holding Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, namely Financial Highlights, Directors’ Report, Report on Corporate Governance and Business Responsibility and Sustainability Report but does not include the consolidated Ind-AS financial statements and our auditor’s report thereon.

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

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

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

Responsibilities of Management and Those Charged with Governance for the Consolidated Ind-AS Financial Statements

The Holding Company’s Board of Directors is responsible for the preparation and presentation of these consolidated Ind-AS financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind-AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind-AS financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated Ind-AS financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Ind-AS Financial Statements

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

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

(a) Identify and assess the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

(b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, 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.

(c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

(d) Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

(e) Evaluate the overall presentation, structure and content of the consolidated Ind-AS financial statements, including the disclosures, and whether the consolidated Ind-AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

(f) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated Ind-AS financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated Ind-AS financial statements of such entities included in the consolidated Ind-AS financial statements of which we are the independent auditors. For the other entities included in the consolidated Ind-AS financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated Ind-AS financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matters:

1. We did not audit the financial statements of twelve subsidiaries incorporated outside India and two subsidiaries in India included in the consolidated Ind-AS financial statements, whose financial statements reflect total asset of ₹ 1,12,076.44 lakh as at March 31, 2024, total revenue of ₹ 1,11,675.95 lakh and net cash flows amounting to ₹ (1,454.60) lakh for the year ended on that date, as considered

in the consolidated Ind-AS financial statements. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Consolidated Ind-AS Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditors.

The subsidiaries which are incorporated outside India, whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's Management has converted the financial statements of such subsidiaries incorporated outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India (Indian Accounting Standards 'Ind AS'). We have audited these conversion adjustments made by the Holding Company's Management. Our opinion in so far as it relates to the amounts and disclosures included in respect of such subsidiaries incorporated outside India is based on the report of the other auditors and the conversion adjustments made by the Holding Company's Management and audited by us.

2. We did not audit the financial statements of four subsidiaries incorporated outside India, whose financial statements reflect total assets of ₹ 1,870.44 lakh as at March 31, 2024, total revenues of ₹ 2,593.96 lakh and net cash flows amounting to ₹ (205.94) lakh for the year ended on that date, as considered in the consolidated Ind-AS financial statements. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated Ind-AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

Our opinion on the consolidated Ind-AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report, to the extent applicable, and on the consideration of the report of the other auditor as noted in the Other Matters paragraph above that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the consolidated Ind-AS financial statements.

   (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind-AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

   (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the

Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind-AS financial statements.

(d) In our opinion, the aforesaid consolidated Ind-AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rules issued thereunder.

(e) On the basis of the written representations received from the Directors of the Holding Company as on March 31, 2024, taken on record by the Board of Directors of the Holding Company and the report of the statutory auditors of its subsidiary companies incorporated in India, none of the Directors of the Group companies incorporated in India is disqualified as on March 31, 2024, from being appointed as a Director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of internal financial controls with reference to financial statements of the Holding Company and its subsidiaries incorporated in India and the operating effectiveness of such controls, refer to our separate report in **"Annexure A"**.

(g) 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 ("the Rules"), in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors, as noted in the Other Matters paragraph above:

i. The consolidated Ind-AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group - Refer Note 41.I to the consolidated Ind-AS financial statements.

ii. The Group did not have any long-term contracts during the year ended March 31, 2024, for which there were any material foreseeable losses. Derivative contracts are appropriately dealt with in the books of account.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiaries incorporated in India during the year ended March 31, 2024.

iv. The respective Management of the Holding Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the auditors of such subsidiaries respectively that;

(a) to the best of their knowledge and belief, other than as disclosed in the Note 48(5) to the consolidated Ind-AS financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries 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 Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) to the best of their knowledge and belief, other than as disclosed in the Note 48(6) to the consolidated Ind-AS financial statements, no funds have been received by the Holding Company or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Based on such audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) of the Rules, as provided under (a) and (b) above, contain any material misstatement.

v. As per information and explanations represented by Management and based on the records of the Holding Company and based on the consideration of the reports of the other auditors, as noted in the Other Matters paragraph above, the Holding Company and its subsidiary companies incorporated in India have not declared or paid any dividend during the year.

vi. Based on our examination which included test checks and that performed by the respective auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, the Holding Company and it's subsidiaries have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except in respect of one of the subsidiary company, accounting software had no audit trail (edit log) facility from April 1, 2023 to December 17, 2023. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with, in respect of accounting software for the period for which the audit trail feature was enabled and operating.

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

2. In our opinion and according to information and explanations given to us and based on the consideration of the reports of the other auditors, as noted in the Other Matters paragraph above, where applicable, managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act.

3. According to the information and explanations given to us, and based on Companies (Auditor's Report) Order, 2020 ("the CARO") report issued by the component auditors of two subsidiary companies included in the consolidated Ind-AS financial statements of the Company, to which reporting under CARO is applicable, in respect of a subsidiary, the details of the company and the paragraph numbers of the CARO report containing the qualifications or adverse remarks is tabulated as under:

Name	**CIN**	**Holding / Subsidiary**	**Clause number of the CARO report which is qualified or adverse**
AlgalR Nutrapharms Private Limited	U74900TN2014PTC096649	Subsidiary	vii (a)

For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 104607W/W100166
FARHAD M. BHESANIA

PARTNER
Membership Number: 127355
UDIN: 24127355BKBHZZ4438

Place: Mumbai
Date: May 20, 2024

Annexure A to the Independent Auditor's Report

Referred to in Para 1 (f) 'Report on Other Legal and Regulatory Requirements' in our Independent Auditor's Report to the members of the Company on the consolidated Ind-AS financial statements for the year ended March 31, 2024.

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **CAMLIN FINE SCIENCES LIMITED** ("the Holding Company") and its subsidiaries, which are companies incorporated in India, as of March 31, 2024 in conjunction with our audit of the Consolidated Financial Statements of the Company for the year ended and as on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiaries, which are incorporated in India, are 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Holding Company and its subsidiaries company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system with reference to the financial statement of the Holding Company and its subsidiary companies, which are companies incorporated in India.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated Ind-AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated Ind-AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated Ind-AS financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Holding Company and it's subsidiaries which are companies incorporated in India have, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Holding Company and it's subsidiary companies incorporated in India, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements insofar as it relates to the subsidiaries which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 104607W/W100166

FARHAD M. BHESANIA
PARTNER
Membership Number: 127355
UDIN: 24127355BKBHZZ4438

Place: Mumbai
Date: May 20, 2024

Consolidated Balance Sheet

as at March 31, 2024

₹ (in Lakh)

Particulars	Notes	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	2(a)	71,224.24	75,251.60
Capital Work-in-Progress	2(b)	4,556.45	4,083.62
Right of Use Assets	3(a)	4,452.13	4,108.44
Goodwill	39	4,707.66	5,279.29
Intangible Assets	4(a)	1,250.75	1,122.28
Intangible Assets under development	4(b)	30.51	218.55
Financial Assets			
Investments	5	787.58	795.88
Other Financial Assets	6	1,387.79	1,662.41
Deferred Tax Assets (Net)	7	4,050.32	2,997.51
Income Tax Assets	8	2,117.52	1,257.73
Other Non-Current Assets	9	540.75	450.70
Total Non-Current Assets		**95,105.70**	**97,228.01**
Current Assets			
Inventories	10	51,270.41	56,814.39
Financial Assets			
Trade Receivables	11	28,515.16	30,458.89
Cash and Cash Equivalents	12	8,025.47	9,374.24
Bank Balances other than Cash and Cash Equivalents	13	1,327.79	548.57
Loans	14	1,006.13	1,013.95
Other Financial Assets	15	180.93	414.00
Other Current Assets	16	9,533.62	9,950.63
Total Current Assets		**99,859.51**	**108,574.67**
Assets Held For Sale	17	207.19	207.19
TOTAL ASSETS		**195,172.40**	**206,009.87**
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	18	1,674.65	1,570.93
Other Equity	19	84,800.43	80,366.47
Non-Controlling Interests	20	(780.04)	471.04
Total Equity		**85,695.04**	**82,408.44**
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	21	33,271.85	40,809.53
Lease Liabilities	3(b)	1,715.99	1,433.06
Other Financial Liabilities	22	33.05	29.64
Provisions	23	510.63	481.47
Deferred Tax Liabilities (Net)	7	683.70	1,510.42
Other Non-Current Liabilities	24	34.66	38.60
Total Non-Current Liabilities		**36,249.88**	**44,302.72**
Current Liabilities			
Financial Liabilities			
Borrowings	25	32,493.91	37,149.10
Lease Liabilities	3(b)	821.39	662.70
Trade Payables	26		
(A) Total outstanding dues of Micro Enterprises and Small Enterprises		3,878.27	1,614.01
(B) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises		28,585.64	27,221.07
Other Financial Liabilities	27	3,193.46	6,392.14
Other Current Liabilities	28	3,278.43	3,786.10
Provisions	29	957.79	1,048.61
Current Tax Liabilities	30	18.59	1,424.98
Total Current Liabilities		**73,227.48**	**79,298.71**
Total Liabilities		**109,477.36**	**123,601.43**
TOTAL EQUITY AND LIABILITIES		**195,172.40**	**206,009.87**
Material Accounting Policies			

The accompanying notes 1 to 50 form an integral part of the Consolidated Financial Statements

As per our Report of even date

For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 104607W/W100166

FARHAD M. BHESANIA
PARTNER
Membership Number: 127355

Mumbai, Dated: May 20, 2024

Signatures to the Consolidated Balance Sheet and Notes to Consolidated Financial Statements
For and on behalf of the Board

Ashish Dandekar
Chairman & Managing Director
DIN: 01077379

Nirmal Momaya
Managing Director
DIN: 01641934

Santosh Parab
Chief Financial Officer

Rahul Sawale
Company Secretary & VP – Legal
Membership Number: A 29314

Mumbai, Dated: May 20, 2024

Consolidated Statement of Profit & Loss

for the year ended March 31, 2024

₹ (in Lakh)

Particulars	Notes	For the year ended March 31, 2024	For the year ended March 31, 2023
INCOME			
Revenue from Operations	31	161,306.20	168,156.40
Other Income	32	1,555.64	579.93
Total Income		**162,861.84**	**168,736.33**
EXPENSES			
Cost of Materials Consumed	33	74,661.46	85,557.32
Purchases of Stock-in-Trade		11,425.87	6,070.82
Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	34	5,274.78	(10,304.99)
Employee Benefits Expense	35	17,874.77	16,262.09
Finance Costs	36	6,030.49	5,850.48
Depreciation and Amortisation Expense	37	7,860.61	6,251.21
Other Expenses	38	44,677.81	50,043.86
Total Expenses		**167,805.79**	**159,730.79**
(Loss) / Profit before exceptional items and tax		**(4,943.95)**	**9,005.54**
Exceptional Items	39	**4,980.40**	**967.84**
(Loss) / Profit Before Tax		**(9,924.35)**	**8,037.70**
Tax Expense			
Current tax	7(b)	2,487.23	2,867.78
Deferred tax	7(b)	(1,924.07)	1,188.88
Total Tax Expense		**563.16**	**4,056.66**
(Loss) / Profit for the Year		**(10,487.51)**	**3,981.04**
Other Comprehensive Income			
(A) Items that will not be reclassified to Profit or Loss			
Remeasurements of Defined Benefit Plans		(9.07)	(93.35)
Income Tax relating to items that will not be reclassified to Profit or Loss	7(c)	2.98	30.55
(B) Items that will be reclassified to Profit or Loss			
Exchange differences in translating the financial statements of foreign operations		1,801.40	2,095.02
The effective portion of gains and losses on hedging instruments in a cash flow hedge		1.70	(13.94)
Income Tax relating to items that will be reclassified to Profit or Loss	7(c)	(0.60)	4.87
Total Other Comprehensive Income for the Year		**1,796.41**	**2,023.15**
Total Comprehensive Income for the Year		**(8,691.10)**	**6,004.19**
(Loss) / Profit for the Year attributable to:			
Owners of the Company		(9,275.34)	5,210.64
Non-Controlling Interests		(1,212.17)	(1,229.60)
Total Other Comprehensive Income for the Year attributable to:			
Owners of the Company		1,835.36	2,034.40
Non-Controlling Interests		(38.95)	(11.25)
Total Comprehensive Income for the Year attributable to:			
Owners of the Company		(7,439.98)	7,245.04
Non-Controlling Interests		(1,251.12)	(1,240.85)
Earnings per Equity Share (Face Value ₹ 1 each)	40		
Basic		(5.58)	3.45
Diluted		(5.50)	3.41
Material Accounting Policies	1		

The accompanying notes 1 to 50 form an integral part of the Consolidated Financial Statements

As per our Report of even date

For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 104607W/W100166

FARHAD M. BHESANIA
PARTNER
Membership Number: 127355

Mumbai, Dated: May 20, 2024

Signatures to the Consolidated Statement of Profit and Loss and Notes to Consolidated Financial Statements
For and on behalf of the Board

Ashish Dandekar
Chairman & Managing Director
DIN: 01077379

Nirmal Momaya
Managing Director
DIN: 01641934

Santosh Parab
Chief Financial Officer

Rahul Sawale
Company Secretary & VP – Legal
Membership Number: A 29314

Mumbai, Dated: May 20, 2024

Consolidated Statement of Cash Flows

for the year ended March 31, 2024

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash Flow from Operating Activities		
(Loss)/Profit Before Tax	(9,924.35)	8,037.70
Adjustment for:		
Depreciation and amortisation expense	7,860.61	6,251.21
Finance costs	6,030.49	5,850.48
Foreign exchange loss / (gain) (unrealised)	3,656.76	(887.74)
Loss on sale of Property, Plant & Equipment	14.52	6.49
Provision for impairment in the value of assets	4,980.40	967.84
Allowance / (Reversal) for credit loss	(196.98)	312.74
Allowance for doubtful advances	2.12	141.51
Expenses / (reversal) recognised in respect of equity settled share based payments	0.90	235.91
Provision for defined benefit plans and compensated absences	506.54	250.57
Interest income	(122.89)	(73.19)
Hyperinflationary effect on Consolidated Statement of Profit and Loss	(535.10)	(75.71)
Revaluation of inventory	3,681.08	-
Net gain arising on financial liabilities measured at Fair Value Through Profit or Loss (FVTPL)	(469.65)	(29.66)
Operating Profit before working capital changes	**15,484.45**	**20,988.15**
Adjustment for:		
Increase/(Decrease) in Non financial liabilities	(1,085.47)	309.60
Increase/(Decrease) in Financial liabilities	67.03	3,358.68
(Increase)/Decrease in Non financial assets	1,063.53	(20,575.73)
(Increase)/Decrease in Financial assets	3,122.05	3,028.78
Cash generated from operations	**18,651.59**	**7,109.48**
Taxes paid (net)	(4,753.41)	(2,019.66)
Net cash flow from operating activities	**13,898.18**	**5,089.82**
Cash Flow from Investing Activities		
Purchase of Property, Plant & Equipment	(6,057.56)	(14,430.87)
Sale of Property, Plant & Equipment	55.80	90.09
Sale/ (Purchase) of non-current investments	8.30	(73.33)
Loans given to others	-	(1,005.47)
Maturity of / (Investment in) fixed deposit	(779.22)	2,883.83
Interest received	122.89	73.19
Net Cash Flows used in investing activities	**(6,649.79)**	**(12,462.56)**

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash Flow from Financing Activities		
Proceeds from issue of equity shares under Employee Stock Option Scheme / Plan	58.04	54.63
Proceeds from / (Repayment of) long term borrowings (net)	2,503.49	8,084.25
Proceeds from / (Repayment of) short term borrowings (net)	17.81	5,227.37
Payment of lease liabilities	(1,085.53)	(821.73)
Interest paid	(7,277.90)	(5,193.63)
Payment of preferred dividend	(2,813.07)	(1,385.08)
Net cash flow (used in) / from Financing Activities	**(8,597.16)**	**5,965.81**
Net decrease in Cash & Cash Equivalents	(1,348.77)	(1,406.92)
Cash & Cash Equivalents at the beginning of the year	9,374.24	10,781.16
Cash & Cash Equivalents at the end of year	**8,025.47**	**9,374.24**

Notes:

(a) The above Consolidated Statement of Cash Flows has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS 7) - Statement of Cash Flows.

(b) Cash and Cash Equivalents comprises of :

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with banks in current accounts	8,016.30	9,365.94
Cash on hand	9.17	8.30
Cash and cash equivalents in Consolidated Statement of Cash Flows	**8,025.47**	**9,374.24**

As per our Report of even date

For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 104607W/W100166

FARHAD M. BHESANIA
PARTNER
Membership Number: 127355

Mumbai, Dated: May 20, 2024

Signatures to the Consolidated Statement of Cash Flows and Notes to Consolidated Financial Statements
For and on behalf of the Board

Ashish Dandekar
Chairman & Managing Director
DIN: 01077379

Nirmal Momaya
Managing Director
DIN: 01641934

Santosh Parab
Chief Financial Officer

Rahul Sawale
Company Secretary & VP – Legal
Membership Number: A 29314

Mumbai, Dated: May 20, 2024

Consolidated Statement of Changes in Equity

for the year ended March 31, 2024

A) EQUITY SHARE CAPITAL

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the reporting year	**1,570.93**	**1,569.84**
Issued pursuant to exercise of Employee Stock Options	1.13	1.09
Issued pursuant to conversion of Foreign Currency Convertible Bonds (FCCBs)	102.59	-
Changes in equity share capital during the year	**103.72**	**1.09**
Balance at the end of the reporting year	**1,674.65**	**1,570.93**

B) OTHER EQUITY

₹ (in Lakh)

Particulars	Equity Component of Foreign Currency Convertible Bonds (FCCBs)	Reserves and Surplus						Revaluation Surplus	Foreign Currency Translation Reserve (FCTR)	Effective portion of Cash Flow hedges	Loss on change in proportion held by non-controlling interests	Reserve for conversion on FCCBs	Total before Non - Controlling Interest	Non-Controlling Interest	Total after Non - Controlling Interest
		Capital Reserve	Capital Reserve on Consolidation	Securities Premium	Employee Stock Option Outstanding	General Reserve	Retained Earnings								
Balance as at March 31, 2022	**330.97**	**2,220.05**	**1,080.63**	**38,187.22**	**1,219.50**	**2,536.29**	**23,242.70**	**8,258.05**	**1,070.68**	**-**	**(4,922.53)**	**-**	**73,223.56**	**1,711.91**	**74,935.47**
Profit for the Year	-	-	-	-	-	-	5,210.64	-	-	-	-	-	5,210.64	-	5,210.64
Remeasurement of Defined Benefit Plans	-	-	-	-	-	-	(62.80)	-	-	-	-	-	(62.80)	-	(62.80)
Exchange differences in translating the financial statements of foreign operations	-	-	-	-	-	-	-	-	2,091.82	-	-	-	2,091.82	-	2,091.82
Effective portion of Cash Flow Hedges	-	-	-	-	-	-	-	-	-	(9.07)	-	-	(9.07)	-	(9.07)
Total Comprehensive Income for the year	**-**	**-**	**-**	**-**	**-**	**-**	**5,147.84**	**-**	**2,091.82**	**(9.07)**	**-**	**-**	**7,230.59**	**-**	**7,230.59**
Issue of Equity Shares pursuant to exercise of Employee Stock Options (ESOP)	-	-	-	53.53	-	-	-	-	-	-	-	-	53.53	-	53.53
Fair valuation of share based payments	-	-	-	-	235.91	-	-	-	-	-	-	-	235.91	-	235.91
Transferred to Securities Premium	-	-	-	24.73	(24.73)	-	-	-	-	-	-	-	-	-	-
Depreciation on revaluation of assets transferred to retained earnings	-	-	-	-	-	-	1,873.93	(1,873.93)	-	-	-	-	-	-	-
Movement in Loss on change in proportion held by non-controlling interests	-	-	-	-	-	-	-	-	-	-	(377.12)	-	(377.12)	-	(377.12)
Movement in Non-Controlling Interests	-	-	-	-	-	-	-	-	-	-	-	-	-	(1,240.87)	(1,240.87)
Balance as at March 31, 2023	**330.97**	**2,220.05**	**1,080.63**	**38,265.48**	**1,430.68**	**2,536.29**	**30,264.47**	**6,384.12**	**3,162.50**	**(9.07)**	**(5,299.65)**	**-**	**80,366.47**	**471.04**	**80,837.51**

₹ (in Lakh)

Particulars	Equity Component of Foreign Currency Convertible Bonds (FCCBs)	Reserves and Surplus						Revaluation Surplus	Foreign Currency Translation Reserve (FCTR)	Effective portion of Cash Flow hedges	Loss on change in proportion held by non-controlling interests	Reserve for conversion on FCCBs	Total before Non - Controlling Interest	Non-Controlling Interest	Total after Non - Controlling Interest
		Capital Reserve	Capital Reserve on Consolidation	Securities Premium	Employee Stock Option Outstanding	General Reserve	Retained Earnings								
Loss for the year	-	-	-	-	-	-	(9,275.34)	-	-	-	-	-	(9,275.34)	-	(9,275.34)
Remeasurement of Defined Benefit Plans	-	-	-	-	-	-	(6.09)	-	-	-	-	-	(6.09)	-	(6.09)
Exchange differences in translating the financial statements of foreign operations	-	-	-	-	-	-	-	-	1,843.57	-	-	-	1,843.57	-	1,843.57
Effective portion of Cash Flow Hedges	-	-	-	-	-	-	-	-	-	1.10	-	-	1.10	-	1.10
Total Comprehensive Income for the year	**-**	**-**	**-**	**-**	**-**	**-**	**(9,281.43)**	**-**	**1,843.57**	**1.10**	**-**	**-**	**(7,436.76)**	**-**	**(7,436.76)**
Issue of Equity Shares pursuant to exercise of Employee Stock Options (ESOP)	-	-	-	56.91	-	-	-	-	-	-	-	-	56.91	-	56.91
Issue of Equity Shares pursuant to conversion of FCCBs	-	-	-	10,669.35	-	-	-	-	-	-	-	-	10,669.35	-	10,669.35
Fair valuation of Share Based Payments	-	-	-	-	0.92	-	-	-	-	-	-	-	0.92	-	0.92
Transferred to Securities Premium	-	-	-	30.44	(30.44)	-	-	-	-	-	-	-	-	-	-
Transferred to Retained Earnings	-	-	-	-	(5.72)	-	5.72	-	-	-	-	-	-	-	-
Depreciation on revaluation of assets transferred to retained earnings	-	-	-	-	-	-	1,893.04	(1,893.04)	-	-	-	-	-	-	-
Movement in Loss on change in proportion held by non-controlling interests	-	-	-	-	-	-	-	-	-	-	(526.13)	-	(526.13)	-	(526.13)
Reserve on conversion of FCCBs	-	-	-	-	-	-	-	-	-	-	-	1,669.67	1,669.67	-	1,669.67
Movement in Non-Controlling Interests	-	-	-	-	-	-	-	-	-	-	-	-	-	(1,251.08)	(1,251.08)
Balance as at March 31, 2024	**330.97**	**2,220.05**	**1,080.63**	**49,022.18**	**1,395.44**	**2,536.29**	**22,881.80**	**4,491.08**	**5,006.07**	**(7.97)**	**(5,825.78)**	**1,669.67**	**84,800.43**	**(780.04)**	**84,020.39**

The accompanying notes 1 to 50 form an integral part of the Consolidated Financial Statements

As per our Report of even date

For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 104607W/W100166

FARHAD M. BHESANIA
PARTNER
Membership Number: 127355

Mumbai, Dated: May 20, 2024

Signatures to the Consolidated Statement of Changes in Equity and Notes to Consoldiated Financial Statements
For and on behalf of the Board

Ashish Dandekar
Chairman & Managing Director
DIN: 01077379

Nirmal Momaya
Managing Director
DIN: 01641934

Santosh Parab
Chief Financial Officer

Rahul Sawale
Company Secretary & VP – Legal
Membership Number: A 29314

Mumbai, Dated: May 20, 2024

NOTE 1 : Material Accounting Policies

A. Group Overview:

Camlin Fine Sciences Limited ("the Holding Company") including its subsidiaries, collectively referred to as "the Group" is engaged in research, development, manufacturing and marketing of speciality chemicals, ingredients and additive blends. The Holding Company is a public listed Company incorporated and domiciled in India having its registered office at Floor 2 to 5, In G.S. Point, CST Road, Kalina, Santacruz (East) Mumbai 400 098. The Holding Company is listed on BSE Limited and National Stock Exchange of India Ltd.

The Financial Statements of the Group for the year ended March 31, 2024 are approved by the Board of Directors on May 20, 2024.

B. Basis of Preparation of Consolidated Financial Statements

The financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Amendment Rules as amended from time to time. The Group's Financial Statements for the year ended March 31, 2024 comprises of the Balance Sheet, Statement of Profit and Loss, Statement of Cash Flows, Statement of Changes in Equity and the Notes to Consolidated Financial Statements.

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

Current versus non-current classification:

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

Functional and Presentation Currency

The financial statements are presented in Indian rupee, which is the functional currency of the Holding Company. All financial information has been rounded to the nearest lakh, unless otherwise indicated.

a. Basis of Measurement

The Financial Statements have been prepared on a going concern basis using historical cost convention and on accrual method of accounting, except for:

- certain financial assets and liabilities, including financial instruments which have been measured at fair value or amortised cost as described below.
- defined benefit plans which have been measured on the basis of actuarial valuation as required by relevant Ind ASs.
- financial statements of a subsidiary whose functional currency is the currency of hyperinflationary economy are stated in terms of the measuring unit at the end of the reporting period.

b. Key Accounting Estimates and Judgements:

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively. Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities, are included in the following notes:

(i) Determination of the estimated useful lives of property, plant and equipment and intangible assets.

(ii) Recognition and measurement of defined benefit obligations, key actuarial assumptions.

(iii) Fair valuation of employee share options, key assumptions made with respect to expected volatility and dividend yield.

(iv) Recognition and measurement of provisions and contingencies, key assumptions about the likelihood and magnitude of an outflow of resources.

(v) Recognition of deferred tax assets.

(vi) Fair value of financial instruments, including derivative contracts and applicable discount rate.

(vii) Impairment of financial and non-financial assets.

(viii) Measurement of Lease Liabilities and Right of Use Assets.

(ix) Key assumptions used in discounted cash flow projections.

c. Measurement of fair values

The Group's accounting policies and disclosures require the financial instruments to be measured at fair values.

The Group has an established control framework with respect to measurement of fair values. The Group 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. The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information such as broker quotes or pricing services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusions that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

C. Recent Accounting Developments

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. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

D. Significant Accounting Policies

a. Business Combination

The Group accounts for each business combination (other than common control transactions) by applying the acquisition method. The acquisition date is the date on which control is transferred to the acquirer. Judgment is applied in determining the acquisition date and determining whether control is transferred from one party to another.

The Group measures goodwill as of the applicable acquisition date at excess of the fair value of the consideration transferred, including the recognised amount of any non-controlling interest in the acquiree, less the net recognised amount (measured at fair value) of the identifiable assets acquired and liabilities (including contingent liabilities in case such a liability represents a present obligation and arises from a past event, and its fair value can be measured reliably) assumed. When the fair value of the net identifiable assets acquired and liabilities assumed exceeds the consideration transferred, a bargain purchase gain is recognised as capital reserve on consolidation.

Transaction costs that the Group incurs in connection with a business combination are expensed as incurred.

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest’s proportionate share of the acquiree’s identifiable net assets.

Put options issued to non-controlling interests are recognised as a liability and the subsequent changes in fair value of the put option liability are recognised in Consolidated Statement of Profit and Loss.

Common control transactions are accounted for based on pooling of interests method where the assets and liabilities of the acquiree are recorded at their existing carrying values, the identity of reserves of the acquiree is preserved and the difference between consideration and the face value of the share capital of the acquiree is adjusted with capital reserve on consolidation.

The financial information in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the financial statements irrespective of the actual date of the combination.

b. Subsidiaries

Subsidiaries are all entities that are controlled by the Company. Control exists when the Group is exposed to, or has the ability to affect those returns through power over the entity. In assessing control, potential voting rights are considered only if the rights are substantive. The financial statements of subsidiaries are included in these consolidated financial statements from the date that control commences until the date that control ceases. For the purpose of preparing these consolidated financial statements, the accounting policies of subsidiaries have been changed where necessary to align them with the policies adopted by the Group.

Upon loss of control, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in the consolidated statement of Profit & Loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost and the differential is recognised in Consolidated Statement of profit or loss. Subsequently, it is accounted for as an equity-accounted investee depending on the level of influence retained.

c. Associates

Associates are those entities over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the entities but is not control or joint control of those policies. Significant influence is presumed to exist when the Group holds between 20% and 50% of the voting power of another entity.

d. Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in full while preparing these consolidated financial statements. Unrealised gains or losses arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the investee.

e. Acquisition of non-controlling interests

Acquisition of some or all of the non-controlling interest ("NCI") is accounted for as a transaction with equity holders in their capacity as equity holders. Consequently, the difference arising between the fair value of the purchase consideration paid and the carrying value of the NCI is recorded as an adjustment to retained earnings that is attributable to the Holding company. The associated cash flows are classified as investing activities. No goodwill is recognised as a result of such transaction. Obligation to acquire non-controlling interests is regarded as a financial liability.

f. Basis of Consolidation

I Principles of consolidation

(i) The consolidated financial statements relate to Camlin Fine Sciences Limited, its subsidiaries and an associate.

(ii) Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control over a subsidiary.

(iii) The financial statements of the Company and its Subsidiary Companies have been consolidated on a line-by-line basis by adding together like items of assets, liabilities, income and expenses. Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are fully eliminated while preparing these consolidated financial statements.

(iv) The financial statements of the subsidiary companies used in the consolidation are drawn up to the same reporting date as that of the Company.

(v) The consolidated financial statements are prepared by adopting uniform accounting policies for like transactions and other events in similar circumstances. When necessary, adjustments are made to the financial statements of subsidiaries to bring their policies in line with the Group's accounting policies.

II Investments in Associate

An associate is an entity over which the Group has significant influence. Investment in associate is accounted by using the equity method of accounting, after initially being recognised at cost.

g. Property, Plant & Equipment

(i) Recognition and Measurement

Property, plant and equipment is initially measured at cost net of tax credit availed less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises:

- its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Subsequent expenditure is capitalised only if it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably.

When significant parts of Property, Plant and Equipment are required to be replaced, the

Group recognises the replaced part and recognises the new part with its own associated useful life and it is depreciated accordingly.

Revaluation of property, plant and equipment is made for a class of property, plant and equipment. Any increase in the carrying amount of property, plant and equipment is recognised (net of tax) in other comprehensive income and accumulated in equity under the heading revaluation surplus. The difference between depreciation based on the revalued carrying amount of the assets and depreciation based on the assets' original cost is transferred from revaluation surplus to retained earnings.

(ii) Depreciation

Depreciable amount for property, plant and equipment is the cost of property, plant and equipment less its estimated residual value.

Depreciation is provided on Straight Line Method over the estimated useful lives of the property, plant and equipment prescribed under Schedule II to the Companies Act, 2013 on pro rata basis. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on internal technical evaluation.

The estimated useful lives, residual values and depreciation methods are reviewed by the management at each reporting date and adjusted if appropriate.

(iii) Disposal or Retirement

Property, plant and equipment are derecognised either on disposal or when no economic benefits are expected from its use. The gain or loss arising from disposal of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and recognised in the Consolidated Statement of Profit and Loss in the year of occurrence.

h. Capital Work In Progress

Capital work in progress includes the acquisition/commissioning cost of assets under expansion/ acquisition and pending commissioning. Expenditure of revenue nature related to such acquisition/expansion is also treated as capital work in progress and capitalized along with the asset.

i. Leases

The Group assesses whether a contract contains a lease at the inception of the contract. Leases of assets (other than short term leases or leases for which the underlying asset is of low value) are recognised if the lease contract conveys the right to the Group to control the use of an identified asset for a period of time in exchange for consideration. A contract conveys the right to control the use of an identified asset for a period of time, if throughout the period of lease, the Group has both of the following:

a) The right to obtain substantially all of the economic benefits from use of the identified asset.

b) The right to direct the use of the identified asset.

At the date of commencement of lease, the Group recognises a Right-Of-Use asset and a corresponding lease liability for all lease arrangements in which it is a lessee except for leases for a term of twelve months or less (short term leases) and low value leases. For short term leases and low value leases, the Group recognises the lease payments as an expense on a straight-line basis over the lease term. Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. Right-of-use assets and lease liabilities include these options when it is reasonably certain that they will be exercised.

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term.

The lease liability is initially measured at the present value of future lease payments. The lease payments are discounted using the incremental borrowing rate in the country of domicile of the leases. The lease liability is subsequently measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments or if Group changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Lease Liabilities and Right-of-Use Asset have been presented seperately in the Consolidated Balance Sheet and lease payments have been classified as financing cash flows.

j. Intangible Assets

(i) Initial Recognition

Acquired Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition.

Internally generated intangible assets

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

An internally generated intangible asset arising from development is recognised if, and only if, all of the following conditions have been met:

a) It is technically feasible to complete the intangible asset so that it will be available for use or sale.

b) There is an intention to complete the asset.

c) There is an ability to use or sell the asset.

d) The asset will generate future economic benefits.

e) Adequate resources are available to complete the development and to use or sell the asset.

f) The expenditure attributable to the intangible asset during development phase can be measured reliably.

Where no internally generated intangible asset can be recognised, the development expenditure is recognised in the Consolidated Statement of Profit and Loss in the period in which it is incurred.

(ii) Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values using the Straight-Line Method over their estimated useful lives, and is recognised in Consolidated Statement of profit and loss.

Estimated useful lives by major class of intangible assets are as follows:

Software - 3 to 6 years

Technical know-how - 5 to 41 years

(iii) Derecognition

An item of intangible asset is derecognised either on disposal or when no economic benefits are expected from its use. The gain or loss arising from disposal of intangible assets are determined by comparing the proceeds from disposal with the carrying amount of intangible assets and recognised in the Consolidated Statement of Profit and Loss in the period of occurrence.

k. Impairment of non-financial assets

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that the assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss (if any).

If the recoverable amount of asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense in the Consolidated Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of an asset is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the Consolidated Statement of Profit and Loss.

l. Investment in Associate (Equity accounted investees)

Investment in associate is accounted by using the equity method of accounting, after initially being recognised at cost. When the Group's share of losses exceeds its interest in an equity accounted investee, the carrying amount of that interest (including any long-term investments) is reduced to zero and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the investee. If the associate subsequently reports profits, the entity resumes recognizing its share of those profits only after its share of the profits equals the share of losses not recognized.

Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investment in associate, the difference between net disposal proceeds and the carrying amounts are recognized in the Consolidated Statement of Profit and Loss.

m. Financial Instruments

A financial instrument is any contract that gives rise to financial asset of one entity and financial liability or equity instrument of another entity.

I. Financial Assets

Financial assets are recognised when the Group becomes a party to the contractual provisions of the instrument.

(i) Initial recognition and measurement

All financial assets are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition of financial assets, which are not at fair value through profit or loss, are added to the fair value on initial recognition.

(ii) Subsequent measurement and classification

For the purpose of subsequent measurement, the financial assets are classified into three categories on the basis of its business model for managing the financial assets

- Financial assets at amortised cost
- Financial assets at Fair Value Through Other Comprehensive Income (FVTOCI)
- Financial assets at Fair Value Through Profit or Loss (FVTPL)

(iii) Financial assets at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold assets for collecting contractual cash flows and the contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method, less impairment, if any. The EIR amortisation is included in other income in the Consolidated Statement of Profit and Loss. The losses arising from impairment are recognised in the Consolidated Statement of Profit and Loss.

(iv) Financial asset at Fair Value through other comprehensive income (FVTOCI)

A financial asset is measured at fair value through other comprehensive income (FVTOCI) if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

Interest income measured using the EIR method and impairment losses, if any are recognised in the Consolidated Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from equity to'other income' in the Consolidated Statement of Profit and Loss.

(v) Financial Asset at Fair Value through profit or loss (FVPTL)

A financial asset which are not classified in any of the above categories are measured at FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'other income' in the Consolidated Statement of Profit and Loss.

(vi) Financial Assets as Equity Investments

All equity instruments other than investment in associate are initially measured at fair value; the Group may, on initial recognition, irrevocably elect to measure the same either at FVTOCI or FVTPL.

The Group makes such election on an instrument-by-instrument basis. A fair value change on an equity instrument is recognised as other income in the Consolidated Statement of Profit and Loss unless the Group has elected to measure such instrument at FVTOCI. Fair value changes excluding dividends, on an equity instrument measured at FVTOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the Consolidated Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Consolidated Statement of Profit and Loss.

(vii) Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised (i.e. removed from consolidated balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

(viii) Impairment of Financial Assets

The Group recognizes loss allowance using the Expected Credit Loss (ECL) model for financial assets which are not fair valued through profit and 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 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

For trade receivables only, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables. The application of simplified approach does not require the Group to track changes in credit risk.

II. Financial Liabilities

(i) Classification

The Group classifies all financial liabilities as subsequently measured at amortised cost except hybrid instruments with embedded derivatives where the embedded derivative cannot be measured separately either at inception or at the end of a subsequent reporting financial period in which case it is measured at Fair Value Through Profit or Loss. In case the embedded derivatives can be separated, the same is measured at Fair Value Through Profit or Loss and the host contract is measured at amortised cost.

(ii) Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in case of loans and borrowings and payables, net of directly attributable transaction costs.

(iii) Loans and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and transactions costs. The EIR amortisation is included as finance costs in the Consolidated Statement of Profit and Loss. Gains and losses are recognised in the Consolidated Statement of Profit and Loss when the liabilities are derecognised.

(iv) Compound financial instruments

Compound financial instruments issued by the Holding Company which can be converted into fixed number of equity shares at the option of the holders irrespective of changes in the fair value of the instrument are accounted by separately recognising the liability and the equity components. The liability component is initially recognised at the fair value of a comparable liability that does not have an equity conversion option. The equity component is initially recognised at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. The directly attributable transaction costs are allocated to the liability and the equity components in proportion to their initial carrying amounts. Subsequent to initial recognition, FCCB being a hybrid contract, if the embedded derivative can be separated and measured, then the same is measured at fair value and designated as FVTPL, while the remaining liability component is subsequently measured at amortised cost using Effective Interest Rate method. The equity component of a compound financial instrument is not remeasured subsequently.

(v) Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Consolidated Statement of Profit and Loss.

III. Derivative financial instruments

The Group uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

(i) Cash flow hedge

The Group classifies foreign exchange forward contracts that hedge foreign currency risk associated with highly probable forecast transactions as cash flow hedge and measures them at fair value. The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated under hedging reserve. The gain or loss relating to the ineffective portion is recognised immediately in the profit or loss, and is included in the 'Other income/expenses' line item. Amounts previously recognised in other comprehensive income and accumulated in equity relating to effective portion (as described above) are reclassified to the consolidated profit or loss in the periods when the hedged item affects consolidated profit or loss, in the same line as the recognised hedged item. The effective portion of the hedge is determined at the lower of the cumulative gain or loss on the hedging instrument from inception of the hedge and the cumulative change in the fair value of the hedged item from the inception of the hedge and the remaining gain or loss on the hedging instrument is treated as ineffective portion. Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no

longer qualifies for hedge accounting. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised in profit or loss.

(ii) Fair value hedge

Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognised in profit or loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting.

IV. 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 or to realize the assets and settle the liabilities simultaneously.

V. Incremental costs directly attributable to the issue of ordinary equity shares, are recognised as a deduction from equity.

n. Inventories

Inventories are valued at lower of cost and net realizable value. Costs are computed on weighted average basis and are net of GST credits.

Raw materials, packing materials and stores: Cost includes cost of purchase and other costs incurred in bringing the inventories to the present location and condition.

Finished Goods and Work in Progress: In case of manufactured inventories and work in progress, cost includes all costs of purchase, an appropriate share of production overheads based on the normal operating capacity and other costs incurred in bringing the inventories to the present location and condition. In case of joint products, the costs are allocated on a rational and consistent basis.

Net Realizable Value: Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

o. Cash and Cash Equivalents

Cash and cash equivalents in the Consolidated Balance Sheet comprise cash at bank and on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the Consolidated Statement of Cash Flow, cash and cash equivalents consists of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

p. Provisions, Contingent Liabilities and Contingent Assets

(i) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. The expense relating to a provision is presented in the Consolidated Statement of Profit and Loss net of any reimbursement.

If the effect of time value of money is material, provisions are discounted using a current pre tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

(ii) Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

(iii) Contingent Assets

Contingent Assets are not recognised in the Consolidated Financial Statements. Contingent Assets if any, are disclosed in the notes to the Consolidated Financial Statements.

q. Non-current assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset and its sale is highly probable. For the sale to be highly probable, the appropriate level of management must be committed to a plan to sell the asset and an active programme to locate a buyer and complete the plan must have been initiated.

r. Revenue Recognition

(i) Sale of Goods

- Revenue from the domestic sales are recognised net of returns and allowances, trade discounts and volume rebates upon delivery which is when the control of the goods passes to the Customer and performance obligation is met at a point in time.
- Revenue from the export sales are recognised net of returns and allowances, trade discounts and volume rebates upon delivery, usually on the basis of dates of bill of lading which is when the control of the goods passes to the Customer and performance obligation is met at a point in time.

(ii) Sale of services

Revenue is recognised from sale of services when the performance obligation is satisfied and the services are rendered in accordance with the terms of customer contracts. In case of services rendered by the Holding Company pertaining to scaling of production process, engineering assistance, pilot projecting etc, revenue is recognised when the performance obligation is satisfied and the services are rendered in accordance with the terms of customer contracts.

(iii) Export Incentives

Revenue from export incentives are accounted on export of goods if the entitlements can be estimated with reasonable assurance and conditions precedent to claim are fulfilled.

(iv) Interest Income

(a) Interest income is recognized as the interest accrues (using the effective interest rate, that is, the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the net carrying amount of the financial asset).

b) Interest income on fixed deposits with banks is recognised on time basis.

(v) Dividend Income

Dividend income on investments is recognised when the right to receive dividend is established.

s. Employee Benefits

Liabilities in respect of employee benefits to employees are provided for as follows:

(i) Short term employee benefits:

Liabilities for wages, salaries, bonus and medical benefits including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognised in respect of employees' service up to the end of the reporting period and are measured at the amounts expected to be incurred when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the Consolidated balance sheet.

(ii) Post-Employment Benefits:

Defined Contribution Plans

Payments to defined contribution plans for eligible employees in the form of superannuation fund and the Company's contribution to Provident Fund are recognised as an expense in the Consolidated Statement of Profit and Loss as the related service is provided.

Defined Benefit Plans

The Group has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The Group's net obligation in respect of defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in current and prior periods, after discounting the same. The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. The defined benefit obligation recognised in the Consolidated Balance Sheet represent the present value of the defined benefit obligation as reduced by the fair value of plan assets. Any defined benefit asset (negative defined benefit obligation resulting from this calculation) representing the present value of available refunds and reductions in future contributions to the plan is recognised.

All expenses represented by current service cost, past service cost, if any, and net interest expense / (income) on the net defined benefit liability / (asset) are recognised in the Consolidated Statement of Profit and Loss. Re-measurements of the net defined benefit liability / (asset) comprising actuarial gains and losses are recognised immediately in Other Comprehensive Income (OCI).

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in the Consolidated Statement of Profit and Loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

(iii) Other long-term employee benefits

Other long term employee benefits represent liabilities for earned leave that are not expected to be settled wholly within 12 months after the end of the period in which the employees render the service. These liabilities are measured as the present value of expected future payments to be made in respect of services provided by the employees up to the end of the reporting period using the projected unit credit method. Re-measurements are recognised in the Consolidated Statement of Profit and Loss in the period in which they arise. Actuarial gains and losses in respect of such benefits are charged to the Consolidated Statement of Profit and Loss in the period in which they arise.

t. Share-Based Payment

Employees Stock Options Plans ("ESOPs"): The fair value of options granted to employees is recognized as an employee expense, with a corresponding increase in equity, over the period that the employees become unconditionally entitled to the options. The expense is recorded for each separately vesting portion of the award. The increase in equity recognized in connection with share based payment transaction is presented as a separate component in equity under "Employee Stock Options Outstanding".

u. Government Grants

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

The benefit of loans or similar assistance provided by governments or related institutions, with an interest rate below the current applicable market rate is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in the consolidated statement of profit and loss in the period in which they become receivable.

v. Borrowing Cost

Borrowing costs are interest and other costs that the Group incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs also include exchange differences on foreign currency borrowings to the extent they are regarded as an adjustment to interest costs.

Borrowing costs pertaining to the period from commencement of activities relating to the construction / development of qualifying asset till the time all activities necessary to prepare the qualifying asset for its intended use or sale are complete are capitalised. Any income earned from temporary investment of borrowed funds is deducted from borrowing costs incurred.

A qualifying asset is an asset that necessarily requires a substantial period of time to get ready to its intended use or sale.

All other borrowing costs are recognised as an expense in the period in which they are incurred.

w. Foreign Currency Transactions / Translations

Transactions in foreign currencies are initially recorded at the functional currency spot rate of exchange prevailing on the date of transaction.

Monetary assets and liabilities denominated in foreign currencies and remaining unsettled at the reporting date are translated into the functional currency at the exchange rate prevailing on the reporting date.

Non- monetary items that are measured based on historical cost in a foreign currency are not translated.

Exchange differences arising on settlement of transactions or translation of monetary assets and liabilities at rates different from those at which they were translated on initial recognition during the period or in the previous financial statements are recognised in the Consolidated Statement of Profit and Loss in the year in which they arise except for exchange differences recognised as a part of qualifying assets.

In case of foreign operations whose functional currency is different from the Holding Company's functional currency, the assets and liabilities of such foreign operations, including goodwill and fair value adjustments arising upon acquisition, are translated to the reporting currency at exchange rates at the reporting date. The income and expenses of such foreign operations are translated to the reporting currency at the average exchange rates prevailing during the year. Resulting foreign currency differences are recognised in Other Comprehensive Income / (Loss) and accumulated within equity as a part of Foreign Currency Translation Reserve (FCTR). The financial statements of a subsidiary whose functional currency is the currency of hyperinflationary economy, the inflation effects of origin country are recognised and subsequently translated into reporting currency. When a foreign operation is disposed of, in part or in full, the relevant amount in FCTR is transferred to the Consolidated Statement of Profit and Loss.

x. Income Tax

Income tax expense comprises current and deferred tax. It is recognised in the Consolidated Statement of Profit and Loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income, in which case, the tax is also recognized directly in equity or other comprehensive income, respectively.

(i) Current Tax

Current tax is determined as the amount of tax payable or recoverable in respect of taxable income or loss for the year and any adjustment to the tax payable in respect of previous years. It is measured using tax rates that are enacted or substantively enacted at the reporting date.

In case of Indian entities, Minimum Alternate Tax (MAT) is accounted as current tax when these entities are subjected to such provisions of the Income Tax Act, 1961. However, credit of such MAT paid is available when these entities are subject to tax as per normal provisions in the future.

Current tax assets and liabilities are offset only if, the Group:

a) has a legally enforceable right to set off the recognised amounts; and

b) Intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

(ii) Deferred Tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and amounts used for taxation purposes.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are amounts of income taxes in future periods in respect of deductible temporary differences, unused tax losses, and unused tax credits to the extent it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of the deferred tax asset to be utilised.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be recovered.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset only if:

a) The Group has a legally enforceable right to set off current tax assets against current tax liabilities; and

b) The deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

MAT (Minimum Alternate Tax) credit is recognised as an asset only when, and to the extent, there is convincing evidence that the Group will pay normal income tax during the specified period and the said is created by way of credit to the Consolidated Statement of Profit and

Loss and shown as MAT credit entitlement. The Group reviews carrying amount of MAT credit at each reporting date and writes down the same to the extent that there is no longer convincing evidence to the effect that the Group will pay normal income tax during the period.

y. Recognition of effects of inflation in countries with hyperinflationary economic environment

The Group recognises the effect of inflation on the financial statements of a subsidiary that operates in hyperinflationary economic environment which consists of:

- using inflation factors to restate non-monetary assets such as inventories, property, plant and equipment including related costs and expenses when such assets are consumed or depreciated.
- applying inflation factors to restate capital stock, net income, retained earnings by the necessary amount to maintain the purchasing power equivalent in the currency of the country on the dates when such capital was contributed or income was generated upto the reporting date.
- include the gain or loss in consolidated statement of profit and loss.

The Group restates the financial information of subsidiary that operates in hyperinflationary economic environment using the general price index of the country.

z. Earnings per Share

Basic earnings per share are computed by dividing the net profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares outstanding during the year adjusted for the effect of all dilutive potential equity shares.

aa. Dividend

The Group recognises a liability for any dividend declared but not distributed at the end of the reporting period, when the distribution is authorised and the distribution is no longer at the discretion of the Group on or before the end of the reporting period. As per Corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

ab. Segment Reporting

Operating Segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) which is a single business segment in Speciality Chemicals.

ac. Events after the reporting period

When events occur after the reporting period provide evidence of the conditions that existed at the end of the reporting period, the impact of such events is adjusted in the financials statements. Otherwise, events after the reporting period of material size or nature are only disclosed.

2(a) PROPERTY, PLANT & EQUIPMENT

₹ (in Lakh)

Particulars	Freehold Land	Leasehold Improvement	Factory & Other Building	Site Development	Plant, Equipment & Machinery	Furniture & Fixtures	Vehicles	Computer / Hardware Cost	Total
Gross Block									
Balance as at April 1, 2023	**329.58**	**677.49**	**10,846.97**	**355.12**	**86,113.73**	**824.27**	**588.13**	**545.21**	**100,280.50**
Additions	-	111.61	155.58	-	3,658.01	105.11	72.63	93.92	4,196.86
Deletions / Disposals	-	-	12.28	-	157.41	1.91	123.63	20.91	316.14
Foreign currency translation difference	3.10	52.54	(13.56)	(2.52)	382.70	17.78	15.68	8.08	463.80
Balance as at March 31, 2024	**332.68**	**841.64**	**10,976.71**	**352.60**	**89,997.03**	**945.25**	**552.81**	**626.30**	**104,625.02**
Accumulated Depreciation									
Balance upto April 1, 2023	**-**	**218.14**	**1,487.89**	**91.40**	**22,387.04**	**279.35**	**278.13**	**286.95**	**25,028.90**
Depreciation for the year (Refer Note 2.a.ii)	-	43.82	496.59	26.10	5,888.75	107.93	62.16	115.10	6,740.45
Deletions / Disposals	-	-	3.59	-	130.81	1.89	97.47	12.06	245.82
Impairment (Refer Note 39)	-	-	533.35	-	1,046.72	-	-	-	1,580.07
Foreign currency translation difference	-	15.65	3.10	(1.75)	247.01	14.85	13.39	4.93	297.18
Balance upto March 31, 2024	**-**	**277.61**	**2,517.34**	**115.75**	**29,438.71**	**400.24**	**256.21**	**394.92**	**33,400.78**
Net Carrying Amount as at March 31, 2024	**332.68**	**564.03**	**8,459.37**	**236.85**	**60,558.32**	**545.01**	**296.60**	**231.38**	**71,224.24**

₹ (in Lakh)

Particulars	Freehold Land	Leasehold Improvement	Factory & Other Building	Site Development	Plant, Equipment & Machinery	Furniture & Fixtures	Vehicles	Computer / Hardware Cost	Total
Gross Block									
Balance as at April 1, 2022	**311.65**	**587.68**	**7,176.71**	**348.54**	**56,830.95**	**964.86**	**404.12**	**499.59**	**67,124.10**
Additions	-	12.52	3,733.57	6.43	26,857.89	203.99	259.96	76.16	31,150.52
Deletions / Disposals	-	12.28	196.72	-	53.24	346.13	97.89	75.54	781.80
Foreign currency translation difference	17.93	89.57	133.41	0.15	2,478.13	1.55	21.94	45.00	2,787.68
Balance as at March 31, 2023	**329.58**	**677.49**	**10,846.97**	**355.12**	**86,113.73**	**824.27**	**588.13**	**545.21**	**100,280.50**
Accumulated Depreciation									
Balance upto April 1, 2022	**-**	**143.58**	**1,228.38**	**64.90**	**16,504.44**	**520.13**	**239.97**	**239.34**	**18,940.74**
Depreciation for the year (Refer Note 2.a.ii)	-	53.57	376.80	26.42	4,495.02	89.19	65.05	94.09	5,200.14
Deletions / Disposals	-	-	186.89	-	44.72	334.17	47.79	71.65	685.22
Foreign currency translation difference	-	20.99	69.60	0.08	1,432.30	4.20	20.90	25.17	1,573.24
Balance upto March 31, 2023	**-**	**218.14**	**1,487.89**	**91.40**	**22,387.04**	**279.35**	**278.13**	**286.95**	**25,028.90**
Net Carrying Amount as at March 31, 2023	**329.58**	**459.35**	**9,359.08**	**263.72**	**63,726.69**	**544.92**	**310.00**	**258.26**	**75,251.60**

2.a.i Refer Note 21.3, 21.5, 25.1.a, 25.2.a and 25.2.b for information on Property, Plant and Equipment pledged as security for borrowings.

2.a.ii Depreciation for the current year includes additional depreciation on account of revaluation in respect of plant, equipment and machinery in relation to subsidiary in Italy amounting to ₹ 1,893.04 lakh (2022-2023: ₹ 1,873.93 lakh).

2(b) CAPITAL WORK-IN-PROGRESS (CWIP)

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Capital Work-in-Progress	4,556.45	4,083.62
	4,556.45	**4,083.62**

2.b.i Capital Work-in-Progress includes ₹ Nil (2022-2023: ₹ 361.49 lakh) towards borrowing costs on general borrowing capitalised during the year. The average capitalisation rate for general borrowing for 2022-2023 was 9.02% p.a. Capital Work-in-Progress also includes ₹ Nil (2022-2023: ₹ 1,481.66 lakh) towards specific borrowing capitalised during the year. The capitalisation rate for 2022-2023 was 9.70% p.a.

2.b.ii Refer Note 41 (II) for disclosure of contractual commitments for the acquisition of Property, Plant and Equipment.

2.b.iii Capital Work-in-Progress Ageing Schedule

As at March 31, 2024

₹ (in Lakh)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	2,578.04	796.42	745.82	436.17	4,556.45
	2,578.04	**796.42**	**745.82**	**436.17**	**4,556.45**

Projects in Progress as on March 31, 2024 include projects amounting to ₹ 1,260.60 lakh which have exceeded their original budgeted cost and / or expected time of completion. These projects are expected to be completed within 1 year.

As at March 31, 2023

₹ (in Lakh)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	1,774.93	1,839.27	420.57	48.85	4,083.62
	1,774.93	**1,839.27**	**420.57**	**48.85**	**4,083.62**

Projects in Progress as on March 31, 2023 include projects amounting to ₹ 702.69 lakh which had exceeded their original budgeted cost and / or expected time of completion. These projects are expected to be completed within 1 year.

3 RIGHT OF USE ASSETS

(a) Changes in the carrying value of right of use assets during the year ended March 31, 2024

₹ (in Lakh)

Particulars	Category of Asset					
	Land	Buildings	Plant & Machinery	Vehicles	Computer / Hardware Cost	Total
Balance as at April 1, 2023	**2,152.24**	**1,636.83**	**76.90**	**105.17**	**137.30**	**4,108.44**
Additions	-	540.15	567.15	134.40	17.75	1,259.45
Deletions / Disposals	-	-	-	(5.72)	-	(5.72)
Depreciation for the year	(59.58)	(684.79)	(98.34)	(71.86)	(31.19)	(945.76)
Foreign currency translation difference	(8.16)	41.33	-	2.55	-	35.72
Balance as at March 31, 2024	**2,084.50**	**1,533.52**	**545.71**	**164.54**	**123.86**	**4,452.13**

Changes in the carrying value of right of use assets during the year ended March 31, 2023

₹ (in Lakh)

Particulars	Category of Asset					
	Land	Buildings	Plant & Machinery	Vehicles	Computer / Hardware Cost	Total
Balance as at April 1, 2022	**2,211.52**	**2,078.96**	**-**	**80.83**	**-**	**4,371.31**
Additions	-	144.74	80.75	54.77	144.16	424.42
Deletions / Disposals	-	-	-	-	-	-
Depreciation for the year	(59.77)	(674.07)	(3.85)	(31.52)	(6.86)	(776.07)
Foreign currency translation difference	0.49	87.20	-	1.09	-	88.78
Balance as at March 31, 2023	**2,152.24**	**1,636.83**	**76.90**	**105.17**	**137.30**	**4,108.44**

(b) Movement in lease liabilities during the year ended March 31, 2024

₹ (in Lakh)

Particulars	Category of Asset					
	Land	Buildings	Plant & Machinery	Vehicles	Computer / Hardware Cost	Total
Balance as at April 1, 2023	**5.59**	**1,760.66**	**78.95**	**110.08**	**140.48**	**2,095.76**
Additions	-	536.58	567.15	134.40	17.75	1,255.88
Deletions / Disposals	-	-	-	(5.89)	-	(5.89)
Interest incurred during the year	0.61	163.08	36.34	16.98	12.64	229.65
Payment of lease liabilities	(0.68)	(850.38)	(107.28)	(84.42)	(39.19)	(1,081.95)
Foreign currency translation difference	-	40.63	-	3.30	-	43.93
Balance as at March 31, 2024	**5.52**	**1,650.57**	**575.16**	**174.45**	**131.68**	**2,537.38**

Movement in lease liabilities during the year ended March 31, 2023

₹ (in Lakh)

Particulars	Category of Asset					
	Land	Buildings	Plant & Machinery	Vehicles	Computer / Hardware Cost	Total
Balance as at April 1, 2022	**5.65**	**2,213.71**	**-**	**82.83**	**-**	**2,302.19**
Additions	-	89.13	80.75	54.77	144.16	368.81
Deletions / Disposals	-	-	-	-	-	-
Interest incurred during the year	0.62	164.55	1.69	8.19	3.02	178.07
Payment of lease liabilities	(0.68)	(775.16)	(3.49)	(35.70)	(6.70)	(821.73)
Foreign currency translation difference	-	68.43	-	(0.01)	-	68.42
Balance as at March 31, 2023	**5.59**	**1,760.66**	**78.95**	**110.08**	**140.48**	**2,095.76**

(c) Contractual maturities of lease liabilities on an undiscounted basis

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Less than one year	1,023.97	834.56
One to two years	905.29	667.16
Two to five years	1,004.36	942.34
More than five years	10.85	11.53
Total	**2,944.47**	**2,455.59**

(d) The Group has incurred ₹ 1,001.91 lakh (2022-2023: ₹ 887.17 lakh) towards short term leases (Refer Note 38)

4 (a) INTANGIBLE ASSETS

₹ (in Lakh)

Particulars	Software	Technical Know-How	Development Expenditure	R & D Process Development	Patents	Total
Gross Block						
Balance as at April 1, 2023	**255.12**	**508.72**	**1,930.16**	**80.20**	**-**	**2,774.20**
Additions	13.51	-	289.36	-	-	302.87
Deletions / Disposals	-	-	-	-	-	-
Impairment (Refer Note 39)	-	-	-	-	-	-
Foreign currency translation difference	2.21	-	13.75	-	-	15.96
Balance as at March 31, 2024	**270.84**	**508.72**	**2,233.27**	**80.20**	**-**	**3,093.03**
Accumulated Amortisation						
Balance upto April 1, 2023	**196.54**	**203.02**	**1,172.16**	**80.20**	**-**	**1,651.92**
Amortisation for the year	22.33	43.57	108.50	-	-	174.40
Deletions / Disposals	-	-	-	-	-	-
Impairment (Refer Note 39)	-	-	-	-	-	-
Foreign currency translation difference	1.07	-	14.89	-	-	15.96
Balance upto March 31, 2024	**219.94**	**246.59**	**1,295.55**	**80.20**	**-**	**1,842.28**
Net Carrying Amount as at March 31, 2024	**50.90**	**262.13**	**937.72**	**-**	**-**	**1,250.75**

₹ (in Lakh)

Particulars	Software	Technical Know-How	Development Expenditure	R & D Process Development	Patents	Total
Gross Block						
Balance as at April 1, 2022	**250.26**	**508.72**	**1,847.37**	**80.20**	**2,141.08**	**4,827.63**
Additions	23.08	-	-	-	-	23.08
Deletions / Disposals	18.80	-	-	-	-	18.80
Impairment (Refer Note 39)	-	-	-	-	2,150.76	2,150.76
Foreign currency translation difference	0.58	-	82.79	-	9.68	93.05
Balance as at March 31, 2023	**255.12**	**508.72**	**1,930.16**	**80.20**	**-**	**2,774.20**
Accumulated Amortisation						
Balance upto April 1, 2022	**196.35**	**157.88**	**1,089.60**	**80.20**	**1,016.98**	**2,541.01**
Amortisation for the year	18.21	45.14	50.34	-	161.31	275.00
Deletions / Disposals	18.80	-	-	-	-	18.80
Impairment (Refer Note 39)	-	-	-	-	1,182.92	1,182.92
Foreign currency translation difference	0.78	-	32.22	-	4.63	37.63
Balance upto March 31, 2023	**196.54**	**203.02**	**1,172.16**	**80.20**	**-**	**1,651.92**
Net Carrying Amount as at March 31, 2023	**58.58**	**305.70**	**758.00**	**-**	**-**	**1,122.28**

4 (b) INTANGIBLE ASSETS UNDER DEVELOPMENT AGEING SCHEDULE

As at March 31, 2024

₹ (in Lakh)

Particulars	Amount in Intangible Assets under Development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	10.29	2.37	17.85	-	30.51
	10.29	**2.37**	**17.85**	**-**	**30.51**

As at March 31, 2023

₹ (in Lakh)

Particulars	Amount in Intangible Assets under Development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	200.70	17.85	-	-	218.55
	200.70	**17.85**	**-**	**-**	**218.55**

5 INVESTMENTS

₹ (in Lakh)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number of Shares	Amount	Number of Shares	Amount
Investment in Equity Instruments (Fully Paid) (At Cost)				
Unquoted				
(i) Subsidiaries				
Dresen Quimica, S.A.P.I de C.V (Refer Note 5.1)	-	615.15	-	615.15
(ii) Others				
Fine Renewable Energy Limited (of ₹ 10 each)	50,995	5.10	50,995	5.10
Ravenna Servizi Industrial Consortium (of EUR 1 each)	224,359	171.93	224,359	171.93
Unicredit Bank (of EUR 1 each)	-	-	10,000	8.30
Saraswat Co-Operative Bank Limited (of ₹ 10 each)	5,000	0.50	5,000	0.50
Total (ii)		**177.53**		**185.83**
(iii) Total (i+ii)		**792.68**		**800.98**
(iv) Provision for impairment in value of investments (Refer Note 5.2)		(5.10)		(5.10)
(v) Net Investments (iii-iv)		**787.58**		**795.88**
Aggregate amount of unquoted investments		**787.58**		**795.88**
Aggregate amount of impairment in value of investments		**5.10**		**5.10**

5.1 As per the amended shareholders agreement dated October 18, 2021 entered into by the Holding Company with the non-controlling shareholder of Dresen Quimica S.A.P.I. de C.V. (Dresen Quimica), on November 11, 2021, the Holding Company, through its wholly owned subsidiary CFS De Mexico Blends S.A.P.I. De C.V., had acquired 33.50% stake in Dresen Quimica (total stake of CFS group - 98.50%) for a total consideration of US$ 8.50 million equivalent to ₹ 6,344.80 lakh. The balance 1.50% non-controlling interest was to extinguish on the payment of preferred dividend by Dresen Quimica over a period upto March 31, 2024 amounting to US$ 4.623 million as escalated by 3% per annum from January 1, 2021 till the date of respective payments with no other participating rights in profits to the non-controlling interest from January 1, 2021. The aforesaid preferred dividend has been paid to the tune of US$ 4.704 million (including escalated amount of US$ 0.073 million) before March 31, 2024, of which US$ 3.004 million was paid during the current financial year. Consequently, the balance stake of 1.50% was acquired for 8.385 million Mexican pesos (US $ 0.506 million), which has resulted in making Dresen Quimica a wholly owned step down subsidiary of the Company.

With acquisition of balance non-controlling interest on or before March 31, 2024, the put option with the non-controlling shareholder which was exercisable, if the payments of preferred dividend are inadequate, has extinguished.

5.2 During the year, Fine Renewable Energy Limited has made an application to the Registrar of Companies, under Section 248 of the Companies Act, 2013, for removal of its name from the Register of Companies (‘Register’). The application is under process as of date.

The provision for impairment in the value of investments represents the provision in respect of investments in Fine Renewable Energy Limited.

6 OTHER FINANCIAL ASSETS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Security deposits	1,367.96	1,479.23
Derivative asset (Refer Note 6.1 and Note 15)	-	183.18
Balances with banks to the extent held as margin money or security against borrowings, guarantees and other commitments which have original maturity period of more than 12 months.	19.83	-
	1,387.79	**1,662.41**

6.1 The derivative asset amounting to ₹ Nil (March 31, 2023: ₹ 369.74 lakh) represents the embedded derivative portion of compound financial instrument i.e Foreign Currency Convertible Bonds (FCCBs). The Holding Company has measured the embedded derivative at FVTPL and the host contract has been accounted at amortised cost.

On May 11, 2023, the FCCB holder (International Finance Corporation) exercised its option to convert the FCCBs amounting to USD 15 million. 10,258,986 Equity shares were allotted by the Holding Company on May 12, 2023. The change in the carrying amount of the embedded derivative asset during the year till May 12, 2023 amounting to ₹ 469.54 lakh (2022-2023: ₹ 29.66 lakh) has been recognised in the Consolidated Statement of Profit and Loss (Refer Note 32(b)).

The derivative asset was extinguished on conversion of FCCBs into equity shares. The fair value of the derivative asset of ₹ 839.28 lakh as on May 12, 2023, has been recognised under 'Reserve on conversion of FCCBs' under Other Equity as per the provisions of IND AS 32 - Financial Instruments (Refer Note 19.10).

7 DEFERRED TAX ASSETS / (LIABILITIES) (NET)

a) Movement in Deferred Tax Balances

₹ (in Lakh)

Particulars	As at April 1, 2023		Movement during the year		As at March 31, 2024	
	Deferred Tax Assets / (Liabilities)	Deferred Tax Assets / (Liabilities)	Recognised in Consolidated Statement of Profit and Loss	Recognised in OCI	Deferred Tax Assets/ (Liabilities)	Deferred Tax Assets/ (Liabilities)
Deferred Tax Assets/ (Liabilities)						
Property, Plant and Equipment & Intangible Assets	(16.31)	(4,820.83)	(1,694.98)	-	(8.59)	(6,523.53)
Right of use assets	-	(438.72)	(213.59)	-	-	(652.31)
Lease liabilities	-	445.35	242.87	-	-	688.22
Provision for bad and doubtful debts and advances	(1.26)	480.83	(88.18)	-	(3.78)	395.17
Transaction costs (net) relating to borrowings	-	75.64	(5.74)	-	(0.01)	69.91
Employee benefits	(1.73)	356.39	16.64	2.98	(1.73)	376.01
Unabsorbed depreciation / losses	780.70	-	3,274.42	-	1,886.77	2,168.35
Items allowable for tax purposes on payment	264.00	-	285.70	-	549.70	-
Consolidation adjustments	1,371.18	-	(391.57)	-	979.61	-
Unutilised MAT credit	-	2,252.14	(139.57)	-	-	2,112.57
Indexation benefit on long term capital asset	-	59.68	5.54	-	-	65.22
Payable to Micro & Small Enterprises	-	-	667.67	-	-	667.67
Others	129.79	79.10	(35.14)	(0.60)	224.13	(50.98)
Exchange differences	471.14	-	-	-	424.22	-
Deferred Tax Assets/ (Liabilities)	**2,997.51**	**(1,510.42)**	**1,924.07**	**2.38**	**4,050.32**	**(683.70)**

Deferred Tax Asset has been recognised at INR 4,055.12 lakh (March 31, 2023: INR 780.70 lakh) based on the current sale contracts on hand, and the probable future taxable profits based on the budgets of the Group.

₹ (in Lakh)

Particulars	As at April 1, 2022		Movement during the year		As at March 31, 2023	
	Deferred Tax Assets / (Liabilities)	Deferred Tax Assets / (Liabilities)	Recognised in Consolidated Statement of Profit and Loss	Recognised in OCI	Deferred Tax Assets/ (Liabilities)	Deferred Tax Assets/ (Liabilities)
Deferred Tax Assets/ (Liabilities)						
Property, Plant and Equipment & Intangible Assets	(39.14)	(3,050.28)	(1,747.72)	-	(16.31)	(4,820.83)
Right of use assets	-	(436.51)	(2.21)	-	-	(438.72)
Lease liabilities	-	433.26	12.09	-	-	445.35
Provision for bad and doubtful debts and advances	474.09	286.41	(280.93)	-	(1.26)	480.83
Transaction costs (net) relating to borrowings	-	33.40	42.24	-	-	75.64
Employee benefits	3.73	325.99	(5.61)	30.55	(1.73)	356.39
Unabsorbed depreciation / losses	785.02	371.57	(375.89)	-	780.70	-
Items allowable for tax purposes on payment	300.15	-	(36.15)	-	264.00	-
Consolidation adjustments	1,594.49	-	(223.31)	-	1,371.18	-
Unutilised MAT credit	-	1,007.99	1,244.15	-	-	2,252.14
Indexation benefit on long term capital asset	-	-	59.68	-	-	59.68
Others	81.84	(2.60)	124.78	4.87	129.79	79.10
Exchange differences	437.87	-	-	-	471.14	-
Deferred Tax Assets/ (Liabilities)	**3,638.05**	**(1,030.77)**	**(1,188.88)**	**35.42**	**2,997.51**	**(1,510.42)**

Deferred Tax Asset has been recognised at INR 780.70 lakh (March 31, 2022: INR 1,156.59 lakh) based on the current sale contracts on hand, and the probable future taxable profits based on the budgets of the Group.

7 b) Tax expense recognised in Consolidated Statement of Profit and Loss

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current Tax		
In respect of current year	2,487.23	2,785.81
In respect of prior year	-	81.97
	2,487.23	**2,867.78**
Deferred Tax		
Origination and reversal of tax on temporary differences	(2,063.64)	2,433.03
(Origination)/Utilisation of MAT Credit Entitlement	139.57	(1,244.15)
	(1,924.07)	**1,188.88**
Tax expense for the year	**563.16**	**4,056.66**

c) Tax recognised in Other Comprehensive Income

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Items that will not be reclassified to Profit and Loss		
Remeasurements of defined benefit plans	(2.98)	(30.55)
Items that will be reclassified to Profit and Loss		
The effective portion of gains and losses on hedging instruments in a cash flow hedge	0.60	(4.87)
Total	**(2.38)**	**(35.42)**

d) Reconciliation of Effective Tax Rate

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(Loss)/ Profit Before Tax	**(9,924.35)**	**8,037.70**
Statutory Indian Income Tax rate#	34.944%	34.944%
Expected Income Tax Expense	**-**	**2,808.69**
Tax effect of:		
Effect of income exempt from tax / non taxable on compliance of conditions	15.40	(1,262.95)
Effect of income chargeable at specified tax rates	(634.01)	(2,030.71)
Effect of expenses / provisions allowable / deductible in determining taxable profit	(437.56)	(309.92)
Effect of net additional / (reversal) of provision in respect of prior years	(181.61)	78.86
Effect of allowances on Property, Plant & Equipment / Intangible Assets and unabsorbed depreciation	(3,474.81)	2,152.28
Effect of unrecognised deferred tax assets	4,865.86	2,045.83
Others	409.89	574.58
Total Income Tax Expense	**563.16**	**4,056.66**

The Holding Company has elected not to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019 for the current financial year. The tax rate applicable to the Company for the current financial year is 34.944%.

e) Unrecognised tax items

As at March 31, 2024, unrecognised deferred tax assets on account of tax losses for which no deferred tax assets is recognised is ₹ 7,754.69 lakh (March 31, 2023: ₹ 4,173.37 lakh) in various jurisdictions, which can be carried forward up to a specified period or indefinitely. The total unused tax losses as at March 31, 2024 is ₹ 28,965.47 lakh (March 31, 2023: ₹ 17,883.91 lakh).

8 INCOME TAX ASSETS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Advance Tax and Tax Deducted at Source (Net of Provision for Tax)	2,117.52	1,257.73
	2,117.52	**1,257.73**

9 OTHER NON-CURRENT ASSETS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Capital advances	484.07	418.28
Prepaid expenses	56.68	32.42
Unsecured, credit impaired		
Capital advances	1.45	-
Less: Provision for credit impaired	(1.45)	-
	540.75	**450.70**

10 INVENTORIES

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Raw materials and Packing materials		
(i) in stock	24,446.27	24,009.35
(ii) in transit	4,847.70	2,769.37
Work-in-progress	8,414.29	10,323.39
Finished goods	13,032.98	15,348.52
Stock-in-trade	1,988.24	3,038.38
Stores and spares	1,272.65	1,325.38
	54,002.13	**56,814.39**
Less: Inventory impairment (Refer Note 10.4 and 10.5)	(2,731.72)	-
	51,270.41	**56,814.39**

10.1 Refer Note 21.3.(a) - 21.3.(g), 25.1.a, 25.2.a and 25.2.b for information on inventories pledged as security for borrowings.

10.2 The above amounts are net of provision in respect of write down towards slow moving and non moving inventories amounting to ₹ 515.91 lakh (2022-2023: ₹ 445.82 lakh). These are recognised as an expense under Note 33, 34 and 38.

10.3 The above amounts are net of provision in respect of write down of inventories of Catechol and downstream products to net realisable value amounting to ₹ 3,681.08 lakh (2022-2023: ₹ Nil). These are recognised as an expense under Note 33 & 34.

10.4 Inventory impairment includes ₹ 2,290.11 lakh (2022-2023: ₹ Nil) in respect of write down of inventories of catalyst and other materials at CFS Europe S.p.A to net realisable value. This has been disclosed as an exceptional item under Note 39(I).

10.5 Inventory impairment also includes ₹ 441.61 lakh (2022-2023: ₹ Nil) in respect of write down of inventories of raw materials and work-in-progress at CFS Wanglong Flavors (Ningbo) Co., Ltd. to net realisable value. This has been disclosed as an exceptional item under Note 39(II).

11 TRADE RECEIVABLES

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured		
Considered good (Refer Note 11.1)	28,741.04	30,981.23
Less: Loss Allowance (Refer Note 11.3)	(225.88)	(522.34)
	28,515.16	**30,458.89**
Which have significant increase in credit risk	-	2,655.50
Less: Loss Allowance (Refer Note 11.3)	-	(2,655.50)
	-	**-**
Credit impaired	225.50	5.63
Less: Loss Allowance (Refer Note 11.3)	(225.50)	(5.63)
	-	**-**
	28,515.16	**30,458.89**

11.1 Includes ₹ 195.41 lakh (March 31, 2023: ₹ 228.88 lakh) from related parties. (Refer Note 42(III)(1))

11.2 Details of ageing of gross amount of trade receivables outstanding from the due date of payment

As at March 31, 2024

₹ (in Lakh)

Particulars	Not Due	Outstanding for the following periods from the due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed, considered good	20,957.14	6,110.31	434.79	34.74	30.08	1,064.06	28,631.12
Disputed, considered good	-	-	9.02	23.18	2.56	75.16	109.92
Undisputed, credit impaired	-	-	-	-	122.15	103.35	225.50
	20,957.14	**6,110.31**	**443.81**	**57.92**	**154.79**	**1,242.57**	**28,966.54**

As at March 31, 2023

₹ (in Lakh)

Particulars	Not Due	Outstanding for the following periods from the due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed, considered good	24,843.67	4,171.10	174.83	90.24	428.99	1,201.72	30,910.55
Disputed, considered good	-	-	-	-	-	70.68	70.68
Disputed, which have significant increase in credit risk	-	-	-	-	-	2,655.50	2,655.50
Disputed, credit impaired	-	-	-	-	-	5.63	5.63
	24,843.67	**4,171.10**	**174.83**	**90.24**	**428.99**	**3,933.53**	**33,642.36**

11.3 Details of loss allowance

The Group has used practical expedient by computing expected credit loss allowance for trade receivables by taking into consideration historical credit loss experience and adjusted for forward looking information. The expected credit loss is calculated on the basis of ageing of the days the receivables are due and the expected credit loss rate.

The movement in loss allowance is as follows:

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance as at beginning of the year	3,183.47	2,774.62
Add: Created during the year	116.49	312.74
Less: Released / reversed during the year	(2,863.48)	(63.90)
Add /(Less):- Effect of foreign currency translation differences	14.90	160.01
Balance as at end of the year	**451.38**	**3,183.47**

11.4 The carrying amount of trade receivables include receivables discounted with banks, which are with re-course to the Group. Accordingly, the Group continues to recognise the transferred receivables in its Consolidated Balance Sheet. The carrying amount of these receivables is ₹ 106.64 lakh (March 31, 2023: ₹ 754.80 lakh). The corresponding carrying amount of associated liabilities are recognised as short term borrowings. (Refer Note 25.2.b and 25.3.a)

12 CASH AND CASH EQUIVALENTS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with banks in current accounts	8,016.30	9,365.94
Cash on hand	9.17	8.30
	8,025.47	**9,374.24**

13 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Earmarked balances with banks (Refer Note 13.1)	-	7.36
Balances with banks to the extent held as margin money or security against borrowings, guarantees and other commitments which have original maturity period of more than three months but less than 12 months.	1,327.79	541.21
	1,327.79	**548.57**

13.1 Earmarked balances with banks refers to balance carried in designated bank accounts towards unclaimed dividend.

14 LOANS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Secured, considered good		
Loans to others	1,000.00	1,000.00
Unsecured, considered good		
Loans to employees	6.13	13.95
	1,006.13	**1,013.95**

14.1 No loans are due from Directors or other officers of the Holding Company either severally or jointly with any other person or amount due by firms or private companies in which any director is a partner, a director or a member.

15 OTHER FINANCIAL ASSETS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Security deposits	83.57	82.66
Derivative asset (Refer Note 6.1)	-	186.56
Others	97.36	144.78
Unsecured, credit impaired		
Security deposits	66.08	66.08
Less: Provision for credit impaired	(66.08)	(66.08)
	180.93	**414.00**

16 OTHER CURRENT ASSETS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Advances to vendors	1,352.65	640.24
Prepaid expenses	826.70	1,138.83
Balance with Statutory/Government Authorities	7,034.71	7,713.96
Others (Refer Note 41.1)	319.56	457.60
Unsecured, credit impaired		
Advances to vendors	431.24	430.57
Less: Provision for credit impaired	(431.24)	(430.57)
	9,533.62	**9,950.63**

17 ASSETS CLASSIFIED AS HELD FOR SALE

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Freehold land	207.19	207.19

17.1 The Holding Company intends to dispose off freehold land situated at Pali in the next 12 months. This land was not utilised by the Holding Company for its operations. No impairment loss was recognised neither on reclassification of the land as held for sale nor as at reporting date, as the management expects that the fair value (estimated based on the recent market prices of similar properties in similar locations) less costs to sell is higher than the carrying amount.

18 EQUITY SHARE CAPITAL

₹ (in Lakh)

Particulars		As at March 31, 2024	As at March 31, 2023
a)	**Authorised**		
	180,000,000 Equity Shares of ₹ 1 each (March 31, 2023: 180,000,000 Equity Shares of ₹ 1 each)	1,800.00	1,800.00
		1,800.00	**1,800.00**
b)	**Issued, Subscribed and Paid - up**		
	167,465,207 Equity Shares of ₹ 1 each (March 31, 2023: 157,093,496 Equity Shares of ₹ 1 each).	1,674.65	1,570.93
		1,674.65	**1,570.93**

c) Reconciliation of number of shares and amount outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	₹ (in Lakh)	No. of Shares	₹ (in Lakh)
Equity Shares				
Outstanding at the beginning of the year	157,093,496	1,570.93	156,984,246	1,569.84
Add: Issued pursuant to exercise of employee stock options	112,725	1.13	109,250	1.09
Add: Issued pursuant to conversion of Foreign Currency Convertible Bonds (FCCBs) (Refer Note 18(g))	10,258,986	102.59	-	-
Outstanding at the end of the year	**167,465,207**	**1,674.65**	**157,093,496**	**1,570.93**

d) Rights, preferences and restrictions attached to Equity Shares

The Holding Company has only one class of shares having par value of ₹ 1 per share. Each holder of Equity Shares is entitled to one vote per share. The Holding Company declares and pays dividends 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. In the event of liquidation of the Holding Company, the holders of Equity Shares are eligible to receive the remaining assets of the Holding Company after distribution of all preferential amounts, in proportion to their shareholding.

e) Shareholders holding more than 5% Equity Shares as at the end of the year

Name of the shareholder	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	% held	No. of Shares	% held
Infinity Direct Holdings	20,688,600	12.35	25,500,000	16.23
Ashish Subhash Dandekar	19,648,650	11.73	14,837,250	9.44
Anfima NV	11,082,161	6.62	-	-
Infinity Holdings	10,663,586	6.37	10,663,586	6.79
ICICI Prudential Smallcap Fund	-	-	9,673,633	6.16
SBI Flexicap Fund	-	-	8,554,216	5.45
	62,082,997	**37.07**	**69,228,685**	**44.07**

f) Shares reserved for issue under options outstanding as at the end of the year on un-issued share capital:

i) The Holding Company has 4,500,000 (March 31, 2023: 4,500,000) Equity Shares reserved for issue under Employee Stock Option Plan, 2021 as at March 31, 2024. As on March 31, 2024, the Holding Company has not issued grant letters to any eligible employees under the said plan.

ii) The Holding Company has 4,400,000 (March 31, 2023: 4,400,000) Equity Shares reserved for issue under Employee Stock Option Plan, 2020 as at March 31, 2024. As at March 31, 2024, the Holding Company has issued grant letters for 3,912,096 options to eligible employees under the said plan. 3,899,596 options (March 31, 2023: 3,912,096) are unexercised as at March 31, 2024 (Refer Note 35.2.1 for terms of employee stock options).

iii) The Holding Company has 1,500,000 (March 31, 2023: 1,500,000) Equity Shares reserved for issue under Employee Stock Option Scheme, 2018 as at March 31, 2024. As at March 31, 2024, the Holding Company has issued grant letters for 621,000 options under the said scheme. 181,275 options (March 31, 2023: 201,500) are unexercised as at March 31, 2024 (Refer Note 35.2.2 for terms of employee stock options).

g) Terms of any securities convertible / converted into equity shares issued along with earliest date of conversion

As at March 31, 2023, the Holding Company had 10,258,986 Equity Shares reserved towards conversion of FCCBs (Refer Note 21.1 for terms of FCCBs) at a conversion price of ₹ 105 per share. The FCCBs were converted during the year on May 12, 2023 and 10,258,986 fully paid-up Equity Shares of face value of ₹ 1 per equity share were issued.

h) Shareholding of promoters as at the end of the year and percentage change during the year

Name of the Shareholder	As at March 31, 2024		As at March 31, 2023		% change during the year#	As at March 31, 2022		% change during the year*
	No. of Shares	% held	No. of Shares	% held		No. of Shares	% held	
Infinity Direct Holdings	20,688,600	12.35%	-	-	12.35%	-	-	-
Ashish Subhash Dandekar	19,648,650	11.73%	14,837,250	9.44%	2.29%	14,060,400	8.96%	0.48%
Anfima NV	11,082,161	6.62%	-	-	6.62%	-	-	-
Infinity Holdings	10,663,586	6.37%	-	-	6.37%	-	-	-
Infinity Direct Holdings Sidecar I	5,541,074	3.31%	-	-	3.31%	-	-	-
Camart Finance Ltd.	5,319,360	3.18%	5,319,360	3.39%	(0.21%)	5,319,360	3.39%	-
Vibha Agencies Pvt. Ltd.	2,606,340	1.56%	2,606,340	1.66%	(0.10%)	2,606,340	1.66%	-
Anagha Subhash Dandekar	2,293,906	1.37%	2,293,906	1.46%	(0.09%)	1,517,056	0.97%	0.49%
Cafco Consultants Limited	1,497,600	0.89%	1,497,600	0.95%	(0.06%)	1,497,600	0.95%	-
Subhash Digambar Dandekar	1,016,000	0.61%	1,016,000	0.65%	(0.04%)	1,016,000	0.65%	-
Radha Pandit	69,650	0.04%	-	-	0.04%	-	-	-
Anand Y Pandit	8,842	0.01%	-	-	0.01%	-	-	-
S D Dandekar (HUF)	-	-	-	-	-	1,028,900	0.66%	(0.66%)
Rajani Subhash Dandekar	-	-	-	-	-	524,800	0.33%	(0.33%)
M K Falcon Agro Tech Pvt. Ltd.	-	-	-	-	-	-	-	-
	80,435,769	**48.04%**	**27,570,456**	**17.55%**		**27,570,456**	**17.57%**	

#Pursuant to shares issued on conversion of FCCBs, open offer made during the year and exercise of employee stock options.

*Pursuant to shares issued on exercise of employee stock options.

i) Open Offer under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SEBI (SAST) Regulations)

On April 17, 2023, Infinity Direct Holdings ("Acquirer 1") and Infinity Direct Holdings Sidecar I ("Acquirer 2") (collectively referred to as the "Acquirers") along with Infinity Holdings ("PAC 1"), Anfima Nv ("PAC 2") and one of the promoters of the Company, Mr. Ashish Dandekar ("PAC 3"), in the capacity of persons acting in concert (collectively referred to as "PACs") have entered into the Voting and Cooperation Agreement which sets out the common objective of the Acquirers and PACs, on and from the completion of the Open Offer and payment of the Offer Price to the Eligible Public Shareholders who have tendered their Equity Shares in the Open Offer at a price of ₹ 160/- (Rupees One Hundred Sixty Only) per Offer Share ("Offer Price") as per the SEBI (SAST) Regulations, of pooling their shares and voting rights in the Company together in order to jointly exercise control over the Company by:

(i) cooperating with each other in the acquisition of shares and voting rights in the Company,

(ii) consulting with each other in respect of any (intended) transfers of their equity shares of the Company,

(iii) consulting each other and coordinating the exercise of their respective voting rights in any shareholders' resolution or shareholders' meeting of the Company, and

(iv) consulting with each other regarding the composition of board of directors of the Company ("Board") and the nomination of representatives on the Board.

As a result of this and pursuant to the Open Offer, the Acquirers and PAC 1 and PAC 2 were classified as persons acting in concert with PAC 3 and each of the Acquirers, PAC 1 and PAC 2 were classified as promoters of the Company and formed part of the promoter group of the Company, thereby exercising joint control over the Company.

19 OTHER EQUITY

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Equity component of Foreign Currency Convertible Bonds (FCCBs) (Refer Note 19.1)	**330.97**	**330.97**
Capital Reserve (Refer Note 19.2)	**2,220.05**	**2,220.05**
Capital Reserve on Consolidation (Refer Note 19.3)	**1,080.63**	**1,080.63**
Securities Premium (Refer Note 19.4)		
Opening Balance	38,265.48	38,187.22
Issue of equity shares pursuant to exercise of employee stock options	56.91	53.53
Issue of equity shares pursuant to conversion of Foreign Currency Convertible Bonds	10,669.35	-
Transferred from Employee Stock Option Outstanding	30.44	24.73
Closing Balance	**49,022.18**	**38,265.48**
Employee Stock Option Outstanding (Refer Note 19.5)		
Opening Balance	1,430.68	1,219.50
Additions during the year	0.92	235.91
Transferred to Securities Premium	(30.44)	(24.73)
Transferred to Retained Earnings	(5.72)	-
Closing Balance	**1,395.44**	**1,430.68**
General Reserve (Refer Note 19.6)	**2,536.29**	**2,536.29**
Retained Earnings		
Opening Balance	30,264.47	23,242.70
(Loss)/ Profit for the Year	(9,275.34)	5,210.64
Remeasurement of defined employee benefit plan	(6.09)	(62.80)
Depreciation for the year on revaluation of assets transferred from revaluation surplus	1,893.04	1,873.93
Transferred from Employee Stock Option Outstanding	5.72	-
Closing Balance	**22,881.80**	**30,264.47**

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Revaluation Surplus (Refer Note 19.7)		
Opening Balance	6,384.12	8,258.05
Depreciation for the year on revaluation of assets transferred to retained earnings	(1,893.04)	(1,873.93)
Closing Balance	**4,491.08**	**6,384.12**
Foreign Currency Translation Reserve		
Opening Balance	3,162.50	1,070.68
Additions during the Year	1,843.57	2,091.82
Closing Balance	**5,006.07**	**3,162.50**
Effective portion of Cash Flow Hedges (Refer Note 19.8)		
Opening Balance	(9.07)	-
Additions/(Reversals) during the year	1.10	(9.07)
Effective portion of Cash Flow Hedges	**(7.97)**	**(9.07)**
Loss on change in proportion held by non-controlling interests (Refer Note 19.9)	**(5,825.78)**	**(5,299.65)**
Reserve on conversion of FCCBs (Refer 19.10)	**1,669.67**	**-**
	84,800.43	**80,366.47**

Nature and Purpose of Reserves :

19.1 Equity component of Foreign Currency Convertible Bonds (FCCBs)

At the time of initial recognition, FCCBs issued by the Holding Company are split into equity and liability component and presented under other equity and non-current financial liabilities respectively.

19.2 Capital Reserve

i. Capital Reserve comprises of amount received pursuant to preferential share warrants forfeited by the Holding Company on account of warrants not exercised by the allottees.

ii Capital reserve also includes a non-distributable profit reserve for EUR 78,903 (₹ 53.92 lakh) being subordinated to the collection of a receivable due from one supplier of CFS Europe S.p.A. and approved in accordance with a resolution passed by the shareholders of CFS Europe S.p.A.

19.3 Capital Reserve on Consolidation

Gain on bargain purchase, i.e. excess of fair value of net assets acquired over the fair value of consideration in a business combination is recognised as Capital Reserve on Consolidation.

19.4 Securities Premium

The Securities premium account has been created to record the premium on issue of Equity Shares.

19.5 Employee Stock Option Outstanding

The Holding Company has Employee Stock Option Plan / Scheme under which options to subscribe to the Holding Company's shares have been given to certain employees of the Group. This reserve is used to recognise the value of equity settled share based payments provided to the employees, including Key Management Personnel, as a part of their remuneration.

The addition to Employee Stock Options Outstanding during the year is on account of CFS Employees' Stock Option Scheme, 2018 and CFS Employees' Stock Option Plan, 2020.

19.6 General Reserve

General Reserve is created from time to time by way of transfer of profits from Retained Earnings.

19.7 Revaluation Surplus

During the financial year ended March 31, 2021, CFS Europe SpA, a wholly owned subsidiary of the Holding Company had revalued a class of assets, being plant and machinery of diphenol plant based on the certificate issued by an independent approved valuer. Consequently, the said assets are stated at revalued amount of ₹ 16,526.76 lakh as against the cost of ₹ 6,194.88 lakh. The surplus on revaluation amounting to ₹ 10,021.92 lakh (net of tax payable of ₹ 309.96 lakh) was accounted through Revaluation Surplus.

The difference, during the year, between depreciation based on the revalued carrying amount and based on the original cost of the plant & machinery amounting to ₹ 1,893.04 lakh has been transferred to retained earnings.

19.8 Effective portion of Cash Flow Hedges

The Group uses foreign exchange forward contracts as part of its risk management policy for managing foreign currency risk. The effective portion of change in the fair value of forward contracts classified as cash flow hedges is recognised in other comprehensive income and accumulated in other equity under cash flow hedge reserve.

19.9 Loss on change in proportion held by non-controlling interest

Further to Note 5.1, in terms of provisions of Ind AS 110, the difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid, is to be attributed to the owners' equity. Accordingly, difference amounting to ₹ 1,101.47 lakh has been adjusted under ' Other Equity'.

Further to Note 5.1 and in terms of the provisions of Ind AS 110, the obligation to acquire non-controlling interests, valued at the unpaid portion of the preferred dividend as escalated by 3% per annum till March 31, 2023, is a financial liability. The aforesaid financial liability has been recognised and disclosed under Note 27 and the corresponding impact has been adjusted and disclosed under Other Equity.

19.10 Reserve on conversion of FCCBs

On May 11, 2023, International Finance Corporation exercised its option to convert the Foreign Currency Convertible Bonds (FCCBs) amounting to USD 15 million into 10,258,986 equity shares of face value of ₹ 1 each of the company at the conversion price of ₹ 105 per equity share which were allotted on May 12, 2023. As per the provisions of IND AS 32 - Financial Instruments, the amortised value of the FCCBs of ₹ 13,280.89 lakh and the fair value of the derivative of ₹ 839.28 lakh both as on May 12, 2023, have been recognised as follows:

a) ₹ 102.59 lakh being 10,258,986 equity shares of ₹ 1 each under 'Equity Share Capital',

b) ₹ 10,669.35 lakh being 10,258,986 equity shares of ₹ 104 each under 'Securities Premium Account' and

c) The balance amount of ₹ 1,669.67 lakh under 'Reserve on conversion of FCCBs' under Other Equity.

20 NON-CONTROLLING INTERESTS

20.1 The details of Non-Controlling Interests in Subsidiaries are provided below:

₹ (in Lakh)

Name of the subsidiary	Country of Incorporation	Share of Non-Controlling Interests		Loss allocated to Non-Controlling Interests during the year		Accumulated Non-Controlling Interests	
		As at March 31, 2024	As at March 31, 2023	For the year ended March 31, 2024	For the year ended March 31, 2023	As at March 31, 2024	As at March 31, 2023
Dresen Quimica S.A.P.I. de C.V. (Dresen Quimica)	Mexico	-	1.50%	-	-	-	-
Chemolutions Chemicals Limited	India	5.92%	5.92%	(7.01)	0.45	16.23	23.24
CFS Wanglong Flavors (Ningbo) Co. Ltd.	China	49.00%	49.00%	(1,135.78)	(1,174.88)	(451.11)	723.59
CFS Pahang Asia Pte Ltd.	Singapore	49.00%	49.00%	(1.61)	(1.88)	9.61	11.21
AlgalR Nutrapharms Private Limited	India	20.00%	20.00%	(67.77)	(53.29)	(354.77)	(287.00)
CFS PP (M) SDN. BHD.#	Malaysia	49.00%	49.00%	-	-	-	-
				(1,212.17)	**(1,229.60)**	**(780.04)**	**471.04**

#There are no operations in the Company during the year. No amount towards subscription of shares has been remitted as on March 31, 2024.

20.2 Movement of Non-Controlling Interests

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the year	**471.04**	**1,711.91**
Share of Loss for the year	(1,212.17)	(1,229.60)
Effect of foreign currency translation differences	(38.91)	(11.27)
Balance at the end of the year	**(780.04)**	**471.04**

20.3 The summarised financial information of subsidiaries with non-controlling interests are as follows:

The summarised financial information of subsidiaries below represents amounts before intra group eliminations.

₹ (in Lakh)

Particulars	Dresen Quimica S.A.P.I. de C.V.*		Chemolutions Chemicals Limited		CFS Wanglong Flavors (Ningbo) Co. Ltd.		CFS Pahang Asia Pte. Ltd.		AlgalR Nutrapharms Private Limited	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Non-current assets	**-**	4,777.17	**63.57**	116.21	**4,564.15**	7,919.84	**1.48**	1.48	**387.05**	347.53
Current assets	**-**	27,358.03	**229.18**	345.42	**7,983.02**	8,745.68	**20.54**	23.82	**214.35**	163.84
Non-current liabilities	**-**	1,601.05	**-**	3.22	**864.25**	832.01	**-**	-	**1,547.04**	1,131.78
Current liabilities	**-**	8,375.07	**7.13**	54.36	**13,933.91**	13,427.92	**2.67**	2.67	**198.21**	184.02
Equity attributable to the owners	**-**	22,159.08	**269.39**	380.81	**(1,799.88)**	1,682.00	**9.74**	11.42	**(789.08)**	(517.43)
Non-controlling interests	**-**	-	**16.23**	23.24	**(451.11)**	723.59	**9.61**	11.21	**(354.77)**	(287.00)
Total income	**-**	35,424.66	**0.42**	154.26	**1.09**	14.55	**-**	-	**191.84**	208.72
Total expenses	**-**	31,124.39	**104.91**	142.33	**1,674.76**	2,103.80	**3.29**	3.84	**530.75**	480.86
Exceptional item (Refer Note 39)	**-**	-	**-**	-	**2,700.84**	967.84	**-**	-	**-**	-
Profit / (loss) for the year	**-**	3,120.78	**(118.44)**	7.63	**(4,409.01)**	(2,467.21)	**(3.29)**	(3.84)	**(338.91)**	(272.14)
Profit / (loss) attributable to owners of the Company	**-**	3,120.78	**(111.43)**	7.18	**(3,273.23)**	(1,292.33)	**(1.68)**	(1.96)	**(271.14)**	(218.85)
Profit / (loss) attributable to non-controlling interests	**-**	-	**(7.01)**	0.45	**(1,135.78)**	(1,174.88)	**(1.61)**	(1.88)	**(67.77)**	(53.29)

*The details of non-controlling interests and summarised financial information for Dresen Quimica S.A.P.I. de C.V. shown above are consolidated results of Dresen Quimica and its five subsidiaries.

21 BORROWINGS

₹ (in Lakh)

	Particulars	As at March 31, 2024		As at March 31, 2023	
		Non-current	Current	Non-current	Current
I	**Foreign Currency Convertible Bonds - Unsecured (Refer Note 21.1)**	-	-	6,614.58	6,839.05
II	**Term Loans**				
(a)	**From Banks - Secured**				
(i)	In Foreign Currency (Refer Note 21.2)	4,554.26	1,555.55	6,156.53	1,547.63
(ii)	In Rupees (Refer Note 21.3)	3,519.99	1,062.64	2,144.46	1,032.13
(b)	**From Banks - Unsecured**				
	In Foreign Currency (Refer Note 21.4)	6,080.54	3,996.99	5,024.35	3,038.52
(c)	**From Others - Secured**				
	In Foreign Currency (Refer Note 21.5)	18,710.81	2,532.57	20,472.07	1,363.42
(d)	**From Others - Unsecured**				
	In Foreign Currency (Refer Note 21.6)	406.25	-	397.54	-
		33,271.85	**9,147.75**	**40,809.53**	**13,820.75**

21.1 Foreign Currency Convertible Bonds - Unsecured

Foreign Currency Convertible Bonds (FCCBs) denominated in USD carried at ₹ 13,453.63 lakh as at March 31, 2023 represent 30 unsecured, unlisted and unrated FCCBs of US$ 5,00,000 each aggregating to US$ 15,000,000. FCCBs are convertible into Holding Company's fully paid equity shares of ₹ 1 each at a conversion price of ₹ 105 per share at the option of the bond holder. If the conversion option is not exercised by the bond holder, the amount is payable in two equal instalments at the end of September 14, 2023 and September 14, 2024. The simple interest at the rate of 5.5% per annum from October 29, 2021 (4.5% per annum from inception upto October 28, 2021) is payable semi-annually on the outstanding amount of FCCBs, compound interest at the rate of 1% per annum from October 29, 2021 (2% per annum from inception upto October 28, 2021) and additional interest at the rate of 0.5% shall accrue on semi-annual basis and be payable in two equal instalments on the 5^{th} and 6^{th} anniversary of the FCCB subscription date. These Bonds were converted during the year and 10,258,986 Equity Shares were issued on May 12, 2023.

21.2 Term Loans from Banks in Foreign Currency - Secured

a) ₹ Nil (March 31, 2023: ₹ 162.56 lakh) pertains to subsidiary in Brazil secured against trade receivables. The loan is repaid during the year.

b) ₹ Nil (March 31, 2023: ₹ 162.31 lakh) pertains to subsidiary in Brazil secured against trade receivables. The loan is repaid during the year.

c) ₹ 1,319.48 lakh (March 31, 2023: ₹ 1,660.42 lakh) pertains to subsidiary in Mexico secured by pledge of 100% equity shares of Dresen Quimica S.A.P.I. de C.V. held by the Holding Company and held by CFS De Mexico Blends S.A.,P.I. DE C.V. (CFS Blends). Further secured by corporate guarantee of the Holding Company to the extent of US$ 2.53 million. The loan is repayable in remaining 15 structured quarterly instalments by November 2027. The current interest rate is at a spread of 320 basis points over 3 month USD SOFR.

d) ₹ 4,790.33 lakh (March 31, 2023: 5,718.87 lakh) pertains to subsidiary in Mexico secured by pledge of 100% equity shares of Dresen Quimica S.A.P.I. de C.V. held by the Holding Company and held by CFS Blends. 100% equity shares of CFS Blends held by the Holding Company to be pledged in respect of the aforesaid loan. Further secured by corporate guarantee of the Holding Company to the extent of US$ 8.65 million. The loan is repayable in remaining 15 structured quarterly instalments by November 2027. The current interest rate is at a spread of 320 basis points over 3 month USD SOFR.

21.3 Term Loans from Banks in Rupees - Secured

a) ₹ 747.35 lakh (March 31, 2023: ₹ 1,121.15 lakh) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Holding Company along with other working capital lenders. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Holding Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in remaining 24 monthly instalments by March 2026. The current interest rate is at a spread of 60 basis points over 1 year EBLR.

b) ₹ 317.81 lakh (March 31, 2023: ₹ 459.06 lakh) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Holding Company along with other working capital lenders. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Holding Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in remaining 27 monthly instalments by June 2026. The current interest rate is at a spread of 100 basis points over 1 year MCLR.

c) ₹ 773.78 lakh (March 31, 2023: ₹ 1,187.10 lakh) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Holding Company. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Holding Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in remaining 23 monthly instalments by February 2026. The current interest rate is at a spread of 100 basis points over 6 months MCLR.

d) ₹ 160.42 lakh (March 31, 2023: ₹ 229.17 lakh) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Holding Company. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Holding Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in remaining 28 monthly instalments by July 2026. The current interest rate is at a spread of 100 basis points over 1 year MCLR.

e) ₹ 317.00 lakh (March 31, 2023: ₹ Nil) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Holding Company. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Holding Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in 48 monthly instalments by March 2029 commencing after a moratorium period of two years from the date of first disbursement. The current interest rate is at a spread of 75 basis points over 1 year MCLR, subject to maximum 9.25% p.a.

f) ₹ 1,104.06 lakh (March 31, 2023: ₹ Nil) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Holding Company. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Holding Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in 48 monthly instalments by February 2029 commencing after a moratorium period of two years from the date of first disbursement. The current interest rate is at a spread of 100 basis points over 6 months MCLR, subject to maximum 9.25% p.a.

g) ₹ 978.00 lakh (March 31, 2023: ₹ Nil) secured by first pari passu charge by way of hypothecation of inventories and book debts of the Holding Company. Further secured by first pari passu charge by an equitable mortgage on entire movable and immovable fixed assets of the Holding Company, both present and future, excluding assets charged exclusively to other lenders. The loan is repayable in 48 monthly instalments by April 2029 commencing after a moratorium period of two years from the date of first disbursement. The current interest rate is at a spread of 100 basis points over 1 year MCLR, subject to maximum 9.25% p.a.

h) ₹ 121.89 lakh (March 31, 2023: ₹ 150.70 lakh) secured by way of hypothecation of vehicle. The loan is repayable in remaining 42 monthly instalments by September 2027. The current interest rate is 8.05% p.a.

i) ₹ 23.14 lakh (March 31, 2023: ₹ 29.41 lakh) secured by way of hypothecation of vehicle. The loan is repayable in remaining 38 monthly instalments by May 2027. The current interest rate is 7.25% p.a.

j) ₹ 39.18 lakh (March 31, 2023: ₹ Nil) secured by way of hypothecation of vehicle. The loan is repayable in remaining 52 monthly instalments by July 2028. The current interest rate is 8.70% p.a.

21.4 Term loans from banks in foreign currency - unsecured

a) ₹ 173.94 lakh (March 31, 2023: ₹ 851.48 lakh) pertains to a subsidiary in Italy. The loan is repayable in remaining 1 instalment by April 2024. The interest rate is at a spread of 190 basis points over 3 month EURIBOR.

b) ₹ Nil (March 31, 2023: ₹ 133.96 lakh) pertains to a subsidiary in Italy. The loan is repaid during the year.

c) ₹ 554.64 lakh (March 31, 2023: ₹ 907.41 lakh) pertains to a subsidiary in Italy. The loan is repayable in remaining 6 structured instalments by July 2025. The current interest rate is 2.25% p.a.

d) ₹ Nil (March 31, 2023: ₹ 121.33 lakh) pertains to a subsidiary in Italy. The loan is repaid during the year.

e) ₹ 2,507.92 lakh (March 31, 2023: ₹ 3,138.16 lakh) pertains to a subsidiary in Italy. The loan is repayable in remaining 11 structured instalments by December 2026. The interest rate is at a spread of 160 basis points over 3 month EURIBOR.

f) ₹ 451.09 lakh (March 31, 2023: ₹ 781.44 lakh) pertains to a subsidiary in Italy. The loan is repayable in remaining 4 structured instalments by March 2025. The interest rate is at a spread of 90 basis points over 3 month EURIBOR.

g) ₹ 1,738.95 lakh (March 31, 2023: ₹ 2,129.09 lakh) pertains to a subsidiary in Italy. The loan is repayable in remaining 15 structured instalments by October 2027. The interest rate is at a spread of 160 basis points over 3 month EURIBOR.

h) ₹ 2,300.55 lakh (March 31, 2023: ₹ Nil) pertains to a subsidiary in Italy. The loan is repayable in remaining 17 structured instalments by June 2028. The interest rate is at a spread of 100 basis points over 3 month EURIBOR.

i) ₹ 2,350.44 lakh (March 31, 2023: ₹ Nil) pertains to a subsidiary in Italy. The loan is repayable in remaining 31 structured instalments by October 2026. The interest rate is at a spread of 25 basis points over 3 month EURIBOR.

21.5 Loan from others in foreign currency - secured

a) ₹ 11,352.57 lakh (March 31, 2023: ₹ 12,129.03 lakh) pertains to the Holding Company secured by first pari passu charge over entire movable and immovable fixed assets at Plot No. Z/96/D at Dahej SEZ. The loan is repayable in remaining 11 semi-annual instalments by July 2029. The current interest rate is at spread of 443 basis points over 6 months SOFR.

b) ₹ 9,890.81 lakh (March 31, 2023: ₹ 9,706.46 lakh) pertains to Holding Company secured by first pari passu charge over entire movable and immovable fixed assets at Plot No. Z/96/D at Dahej SEZ. The loan is repayable from April 2025 in 24 structured quarterly instalments by January 2031 commencing after moratorium period of 7 quarters. The current interest rate is at a spread of 400 basis points over SOFR.

21.6 Loan from others in Foreign Currency - Unsecured

₹ 406.25 lakh (March 31, 2023: ₹ 397.54 lakh) pertains to a subsidiary in China. The interest rate is 6.75% p.a.

21.7 The balances shown above include interest accrued amounting to ₹ 489.38 lakh (March 31, 2023: ₹ 1,330.29 lakh).

22 OTHER FINANCIAL LIABILITIES

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Grant Liability	33.05	29.64
	33.05	**29.64**

22.1 ₹ 33.05 lakh (March 31, 2023: ₹ 29.64 lakh) relates to grant-in-aid received by a subsidiary. The said grant has been recognised as government loan at below market rate of interest and measured in accordance with Ind AS 109 - Financial Instruments. The benefit of the below market rate of interest, measured as the difference between the fair value of the grant-in-aid determined in accordance with Ind AS 109 and the proceeds received is recognised as Government Grant.

23 PROVISIONS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for employement benefits		
Compensated absences	496.64	470.08
Gratuity	13.99	11.39
	510.63	**481.47**

24 OTHER NON-CURRENT LIABILITIES

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred grant liabilities	34.66	38.60
	34.66	**38.60**

24.1 ₹ 34.66 lakh (March 31, 2023: ₹ 38.60 lakh) relates to grant towards property, plant and equipment received by a subsidiary. The said grants are amortised on a systematic basis over the period of useful life of the assets towards which the grants are received. The unamortised portion of the grants received is disclosed as deferred grant liabilities.

25 BORROWINGS

₹ (in Lakh)

	Particulars	As at March 31, 2024	As at March 31, 2023
I	**Loans repayable on demand**		
	From Banks -Secured		
	Working capital loans (Refer Note 25.1)	19,213.74	20,401.14
II	**Other Short Term Borrowings**		
(a)	**From Banks -Secured**		
	Working capital loans (Refer Note 25.2)	809.80	1,324.72
(b)	**From Banks -Unsecured**		
	Working capital loans (Refer Note 25.3)	-	1,602.49
(c)	**From Others -Unsecured**		
	Working capital loans (Refer Note 25.4)	3,322.62	-
III	**Current maturities of long term borrowings (Refer Note 21)**	9,147.75	13,820.75
		32,493.91	**37,149.10**

25.1 Loans repayable on demand from banks - Secured

(a) ₹ 19,203.96 lakh (March 31, 2023: ₹ 20,401.14 lakh) pertains to the Holding Company on account of working capital facilities availed from banks and are secured by first pari passu charge over Holding Company's current assets, both present and future. Further, secured by first pari passu charge by an equitable mortgage on the entire movable and immovable fixed assets of the Holding Company, both present and future, excluding assets exclusively charged to other lenders. The said working capital facilities are additionally guaranteed by Mr. Ashish Dandekar, Promoter, Chairman & Managing Director of the Holding Company. The current interest rates range from 8.95% to 10.75% p.a.

(b) ₹ 9.78 lakh (March 31, 2023: ₹ Nil) pertains to a subsidiary in Brasil on account of overdraft facility availed from banks. The current interest rate is 14.69% p.a.

25.2 Other Short Term Borrowings from banks - Secured

(a) ₹ 703.16 lakh (March 31, 2023: ₹ 812.27 lakh) pertains to the Holding Company towards buyers credit availed from banks and is secured by security stated against Note 25.1.a.

(b) ₹ 106.64 lakh (March 31, 2023: ₹ 442.61 lakh) pertains to the Holding Company towards export bill discounting availed from banks and is secured by security stated against Note 25.1.a.

(c) ₹ Nil (March 31, 2023: ₹ 69.84 lakh) pertains to subsidiary in Brasil secured by receivables.

25.3 Other Short Term Borrowings from banks- Unsecured

(a) ₹ Nil (March 31, 2023: ₹ 312.19 lakh) pertains to Holding Company towards export bill discounting availed from banks.

(b) ₹ Nil (March 31, 2023: ₹ 1,290.30 lakh) pertains to Subsidiary in Italy towards vendor financing availed from banks.

25.4 Other Short Term Borrowings from others- Unsecured

(a) ₹ 2,161.79 lakh (March 31, 2023: ₹ Nil) pertains to Holding Company towards purchase bill discounting availed from a financial institution. The current interest rate is in the range of 8.75% p.a. to 10.50% p.a.

(b) ₹ 745.89 lakh (March 31, 2023: ₹ Nil) pertains to Holding Company towards purchase and service bill discounting from various banks registered under TReDS platform of Mynd Online National Exchange. The current interest rates are in the range of 7.99% p.a. to 8.50% p.a.

(c) ₹ 414.94 lakh (March 31, 2023: ₹ Nil) pertains to Holding Company towards purchase and service bill discounting from various banks registered under TReDS platform of Receivable Exchange of India Limited (RXIL). The current interest rate is 8.50% p.a.

25.5 The Holding Company has submitted stock statements, debtors statements and other information / returns as required by the banks on a monthly as well as quarterly basis. Such monthly / quarterly statements and returns are generally in agreement with the books of account except for differences in some cases on account of valuation, provisions etc, the impact of which is not material.

25.6 Movement in borrowings

₹ (in Lakh)

Particulars	As at March 31, 2023	Cash flows	Non-cash changes	As at March 31, 2024
Non-current borrowings	54,630.28	2,503.49	(14,714.17)	42,419.60
Current borrowings	23,328.35	17.81	-	23,346.16
Total borrowings	**77,958.63**	**2,521.30**	**(14,714.17)**	**65,765.76**

Non-cash changes during the year include changes on account of conversion of FCCBs to equity amounting to INR 13,280.89 lakh.

₹ (in Lakh)

Particulars	As at March 31, 2022	Cash flows	Non-cash changes	As at March 31, 2023
Non-current borrowings	44,224.05	8,084.25	2,321.98	54,630.28
Current borrowings	18,100.98	5,227.37	-	23,328.35
Total borrowings	**62,325.03**	**13,311.62**	**2,321.98**	**77,958.63**

25.7 The balances shown above include interest accrued amounting to ₹ 6.49 lakh (March 31, 2023: ₹ 49.94 lakh).

26 TRADE PAYABLES

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
(A) Total outstanding dues of Micro Enterprises and Small Enterprises	3,878.27	1,614.01
(B) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises (Refer Note 26.1)	28,585.64	27,221.07
	32,463.91	**28,835.08**

26.1 Details of ageing of trade payables outstanding from the due date for payment

As at March 31, 2024

₹ (in Lakh)

Particulars	Not Due	Outstanding for the following periods from the due date of payment					Total
		Less than 6 months	6 months - 1 year	1 - 2 years	2-3 years	More than 3 years	
Undisputed, MSME	1,358.59	1,827.36	473.10	98.58	19.32	101.32	3,878.27
Undisputed, Others	20,622.99	6,369.80	254.09	99.33	686.70	552.73	28,585.64
	21,981.58	**8,197.16**	**727.19**	**197.91**	**706.02**	**654.05**	**32,463.91**

As at March 31, 2023

₹ (in Lakh)

Particulars	Not Due	Outstanding for the following periods from the due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed, MSME	865.68	622.38	88.19	5.02	12.94	19.80	1,614.01
Undisputed, Others	19,305.54	5,592.02	1,083.57	893.26	121.02	225.66	27,221.07
	20,171.22	**6,214.40**	**1,171.76**	**898.28**	**133.96**	**245.46**	**28,835.08**

26.2 Relationship with struck off companies

₹ (in Lakh)

Name of struck off company	Nature of transactions	Transaction during the year ended March 31, 2024	Balance outstanding as on March 31, 2024	Transaction during the year ended March 31, 2023	Balance outstanding as on March 31, 2023	Relationship with struck off company
Melfrank Engineers	Interest on delayed payment to Micro Enterprise	-	0.01	-	-	Vendor

27 OTHER FINANCIAL LIABILITIES

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Unpaid / Unclaimed dividends (Refer Note 27.1)	-	5.97
Deposits	16.66	0.29
Payable towards purchase of Property, Plant and Equipment	1,201.54	1,149.34
Put Option Liability (Refer Note 5.1)	-	-
Fair Value of forward contracts	14.05	13.94
Obligation to acquire non-controlling interest in subsidiary (Refer Note 19.9 and Note 27.2)	-	2,813.07
Other outstanding liabilities	1,961.21	2,409.53
	3,193.46	**6,392.14**

27.1 There are no amounts due to be credited to Investor Education and Protection Fund in accordance with Section 125 of the Companies Act, 2013 as at the year end.

27.2 During the year, Dresen Quimica has declared and paid preferred dividend including escalated portion of USD 3 million (2022-23: USD 1.70 million) amounting to ₹ 2,063.07 lakh (2022-23: ₹ 1,385.08 lakh). The financial obligation thereof has been extinguished on March 31, 2024.

28 OTHER CURRENT LIABILITIES

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Advances received from customers	2,154.88	2,840.86
Statutory dues	1,119.61	941.30
Deferred grant liabilities (Refer Note 24.1)	3.94	3.94
	3,278.43	**3,786.10**

29 PROVISIONS

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for employment benefits		
Compensated absences	875.93	953.86
Gratuity	81.86	94.75
	957.79	**1,048.61**

30 CURRENT TAX LIABILITIES

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for Tax (Net of Income Tax Assets)	18.59	1,424.98
	18.59	**1,424.98**

31 REVENUE FROM OPERATIONS

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(a) Sale of Products		
Finished goods	147,137.23	155,685.70
Traded goods	12,365.13	11,444.41
	159,502.36	**167,130.11**

₹ (in Lakh)

Particulars		For the year ended March 31, 2024	For the year ended March 31, 2023
(b)	**Other Operating Revenues**		
	Export / Import incentives	65.68	98.35
	Service income	1,711.19	910.22
	Sale of scrap	26.97	17.72
		1,803.84	**1,026.29**
		161,306.20	**168,156.40**

31.1 Revenue from contracts with customers disaggregated based on geography

The revenue from contracts with customers are disaggregated based on geography to comply with Ind AS 115, although it is not reviewed for evaluating financial performance for the purpose of segment reporting.

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Domestic	24,726.95	25,654.77
Exports	134,775.41	141,475.34
Total	**159,502.36**	**167,130.11**

31.2 The amounts receivable from customers become due after expiry of credit period which ranges between 15 to 120 days. There is no significant financing component in any transaction with the customers.

31.3 The Group does not have any remaining performance obligation as contracts entered for sale of goods are for a short duration.

31.4 Revenue from sale of products includes gain of ₹ 75.15 lakh (2022-23: loss ₹ 167.55 lakh) pertaining to effective portion of changes in fair value of foreign exchange forward contracts classified as cash flow hedges.

32 OTHER INCOME

₹ (in Lakh)

Particulars		For the year ended March 31, 2024	For the year ended March 31, 2023
(a)	**Interest Income On**		
	Bank deposits	99.04	65.97
	Loan to others	70.19	27.80
	Refund of Income Tax	-	0.40
	Other financial assets carried at amortised cost	7.58	7.22
		176.81	**101.39**

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(b) Other Non-Operating Income		
Net gain on fair value changes of derivative instruments (Refer Note 6.1)	469.54	29.66
Miscellaneous income	909.29	448.88
	1,378.83	**478.54**
	1,555.64	**579.93**

33 COST OF MATERIALS CONSUMED

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Raw materials and Packing materials consumed		
Opening inventories	26,778.72	17,384.54
Add: Purchases	77,176.71	94,951.50
Less: Closing inventories	(29,293.97)	(26,778.72)
	74,661.46	**85,557.32**

34 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening Inventories		
Finished goods	15,348.52	6,228.60
Stock-in-trade	3,038.38	2,660.25
Work-in-progress	10,323.39	9,516.45
	28,710.29	**18,405.30**
Closing Inventories		
Finished goods	13,032.98	15,348.52
Stock-in-trade	1,988.24	3,038.38
Work-in-progress	8,414.29	10,323.39
	23,435.51	**28,710.29**
	5,274.78	**(10,304.99)**

35 EMPLOYEE BENEFITS EXPENSE

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries and wages (Refer Note 35.1.(a))	16,440.07	14,786.66
Contributions to -		
Provident Fund and other funds (Refer Note 35.1 (b))	349.30	306.88
Gratuity and other funds (Refer Note 35.1(c))	91.35	58.97
Share based payments (Employee Stock Option Plan) (Refer Note 35.2)	0.91	235.91
Staff welfare expenses	993.14	873.67
	17,874.77	**16,262.09**

35.1 Employee Benefit Plans

(a) Other long term employment benefits

Leave encashment is payable to the employees of the Group due to death, retirement, superannuation or resignation. Employees are entitled to encash leave while in service. The leave encashment benefit is payable to all the eligible employees of the Group at the rate of daily salary as per current accumulation of leave days.

The Privilege Leave encashment liability and amount charged to Consolidated Statement of Profit and Loss determined on actuarial valuation using projected unit credit method are as under:

(i) Provisions in Consolidated Balance Sheet:

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Current	875.93	953.86
Non-Current	496.64	470.08
	1,372.57	**1,423.94**

(ii) Recognised in Consolidated Statement of Profit and Loss

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Expenses	(51.37)	204.53

(b) Defined Contribution Plans:

The contributions to the Provident Fund of eligible employees are made to a Government administered Provident Fund and there are no further obligations beyond making such contribution. Under the plan, the Group has contributed ₹ 349.30 lakh during the year (2022-2023: ₹ 306.88 lakh).

(c) Defined Benefit Plans:

The Group makes contributions to the Group Gratuity cum Life Assurance Scheme administered by the Life Insurance Corporation of India, a funded defined benefit plan for qualifying employees. On retirement / resignation, the Scheme provides for payment as per the provisions of Payment of Gratuity Act, 1972 with vesting period of 5 years of service. On death / permanent disablement in service, vesting period is not applicable.

The most recent actuarial valuation of plan assets and present value of defined benefit obligation of gratuity was carried out as at March 31, 2024. The present value of defined benefit obligation and the related current service cost and past service cost were measured using the Projected Unit Credit Method. The following table summaries the net benefit expense recognised in the Consolidated Statement of Profit and Loss, the details of the defined benefit obligation and the funded status of the Group's gratuity plans:

₹ (in Lakh)

	Particulars	As at March 31, 2024	As at March 31, 2023
I	**Change in the Present Value of Projected Benefit Obligation**		
	Present Value of Benefit Obligation at the beginning of the year	681.22	530.52
	Interest Cost	51.09	38.36
	Current Service Cost	83.39	54.62
	Benefits paid from the Fund	(44.76)	(39.78)
	Actuarial (Gains) / Losses on Obligations - Due to Change in Financial Assumptions	14.83	72.54
	Actuarial (Gains) / Losses on Obligations - Due to Experience	(9.76)	24.96
	Present Value of Benefit Obligation at the end of the year	**776.01**	**681.22**
II	**Change in the Fair Value of Plan Assets**		
	Fair Value of Plan Assets at the beginning of the year	575.08	470.42
	Interest Income	43.13	34.01
	Contributions by the Employer	110.71	106.29
	Benefits paid from the Fund	(44.76)	(39.78)
	Return on Plan Assets, excluding Interest Income	(4.00)	4.14
	Fair Value of Plan Assets at the end of the year	**680.16**	**575.08**
III	**Net Asset / (Liability) recognised in Consolidated Balance Sheet**		
	Present value of defined benefit obligation at the end of the year	(776.01)	(681.22)
	Fair value of plan assets at the end of the year	680.16	575.08
	Net Asset / (Liability) at the end of the year	**(95.85)**	**(106.14)**

₹ (in Lakh)

	Particulars	As at March 31, 2024	As at March 31, 2023
IV	**Expenses recognised in the Consolidated Statement of Profit and Loss**		
	Current Service Cost	83.39	54.62
	Net Interest Cost	7.96	4.35
	Expenses recognised in the Consolidated Statement of Profit and Loss	**91.35**	**58.97**
V	**Expenses recognised in the Other Comprehensive Income (OCI)**		
	Actuarial (Gains) / Losses on Obligation for the year	5.07	97.49
	Return on Plan Assets, excluding Interest Income	4.00	(4.14)
	Net (Income) / Expense for the year recognised in OCI	**9.07**	**93.35**
VI	**Actuarial assumptions considered**		
(i)	Discount rate	7.21% - 7.22%	7.50%
(ii)	Expected return on plan assets	7.22%	7.50%
(iii)	Salary escalation rate	5% - 7%	5% - 7%
(iv)	Rate of employee turnover	2% - 4%	2% - 4%
(v)	Mortality Table	Indian Assured Lives Mortality (2012-2014) Urban	Indian Assured Lives Mortality (2012-2014) Urban
	The assumptions of future salary increases, considered in actuarial valuation take into account inflation, seniority, promotion and other relevant factors.		
VII	**Category of asset as at the end of the year**		
	Insurer Managed Funds (100%)		
	(Fund is managed by LIC as per guidelines of Insurance Regulatory and Development Authority of India. Category-wise composition of plan assets is not available).		
VIII	**Maturity profile of Benefit Payments**		
(i)	Year 1	96.60	51.41
(ii)	Year 2	37.14	82.99
(iii)	Year 3	84.15	47.23
(iv)	Year 4	59.94	77.89
(v)	Year 5	100.23	51.38
(vi)	Years 6 -10	367.27	344.00
(vii)	Years 11 and above	750.98	687.60
	Maturity Analysis of benefit payments is undiscounted cash flows considering future salary, attrition and death in respective year for members as mentioned above.		

₹ (in Lakh)

	Particulars	As at March 31, 2024	As at March 31, 2023
IX	**Sensitivity Analysis of Projected Benefit Obligation for Significant Assumptions**		
	Projected Benefit Obligation on Current Assumptions	**776.01**	**681.22**
	1% increase in Discount Rate	(50.47)	(44.13)
	1% decrease in Discount Rate	57.90	50.46
	1% increase in Salary Escalation Rate	56.57	49.32
	1% decrease in Salary Escalation Rate	(50.20)	(43.63)
	1% increase in Rate of Employee Turnover	(1.02)	0.59
	1% decrease in Rate of Employee Turnover	0.90	(0.81)

The sensitivity analysis have been determined based on reasonably possible changes in the respective assumptions occurring at the end of the reporting year, holding all other variables constant. The sensitivity analysis presented above may not be representative of the actual change in the Projected Benefit Obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the Projected Benefit Obligation has been calculated using the projected unit credit method at the end of the reporting year, which is the same method as applied in calculating the projected benefit obligation as recognised in the Consolidated Balance Sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

35.2 Employee Stock Option Plan / Scheme

35.2.1 Employee Stock Option Plan 2020

The Holding Company has granted options on August 20, 2020 to senior management employees under "CFSL Employees Stock Option Plan, 2020" (ESOP 2020) approved by the Board of Directors, Shareholders and Remuneration Committee. The options granted under this plan are equity settled. The details of the plan are summarised below:

Particulars	Details of options
Options granted	3,912,096
Exercise Price	63.59
Market Price of shares as on grant date	70.65
Basis of Exercise Price	At discount to Market Price
Vesting Period	2 years

a) Details of option granted are as under:

Particulars	No. of Options	Weighted Average Exercise Price (WAEP) (₹)	No. of Options	Weighted Average Exercise Price (WAEP) (₹)
	March 31, 2024		March 31, 2023	
Options outstanding at the beginning of the year	3,912,096	63.59	3,912,096	63.59
Options granted during the year	-	N.A.	-	N.A.
Options exercised during the year	12,500	N.A.	-	N.A.
Options expired / lapsed and forfeited during the year*	-	N.A.	-	N.A.
Options eligible for re-issue	-	63.59	-	63.59
Options outstanding at the end of the year	3,899,596	63.59	3,912,096	63.59
Exercisable at the end of the year	3,899,596	63.59	3,912,096	63.59
Other Information:				
Average of exercise price of options outstanding at the end of the year (₹)	63.59		63.59	
Average Share price during the year (₹)	147.23		133.07	
Weighted average remaining contractual life of the option outstanding at the end of the year	N.A.		N.A.	
Weighted average fair value of the options as on date of grant (granted during the year)	N.A.		N.A.	
*The options lapsed under the Scheme are added to the stock inventory and may be granted afresh by the Compensation Committee to such eligible employees as it may deem fit in its sole discretion.				
Option pricing model used	**Black-Scholes Option Pricing Model**			

b) Assumptions used in arriving at fair value of options are as under:

Particulars	Details	Description of input used
Risk free interest rate	4.98%	Based on yield to maturity on zero coupon government securities having a maturity of 5 years.
Expected life of stock options	4 years	Period for which options are expected to be alive
Expected volatility	54.00%	Volatility is a measure of the amount by which a price is expected to fluctuate during a period based on the historic data.
Expected dividend yield	Nil	The dividends declared by the Holding Company in the past and its share price.
Price of share on the date of granting of options	70.65	Fair market value
The fair value of options:	**35.38**	

35.2.2 Employee Stock Option Scheme 2018

The Holding Company has granted options on April 08, 2019 and March 22, 2024 to eligible employees of Group under "CFS Employees Stock Option Scheme, 2018" (ESOP - 2018) approved by the Board of Directors, Shareholders and Remuneration Committee. The options granted under this scheme are equity settled. The details of the scheme are summarised below:

Particulars	Details of options					Total
	1st Vesting	2nd Vesting	3rd Vesting	4th Vesting	5th Vesting	
Options granted	135,250	135,250	135,250	135,250	80,000	**621,000**
Exercise Price	50.00	50.00	50.00	50.00	85.00	
Market Price of shares as on grant date	50.00	50.00	50.00	50.00	100.35	
Basis of Exercise Price	At market price				At discount to market price	
Vesting Period	1 year	2 years	3 years	4 years	4 years	

a) Details of options granted are as under:

Particulars	No. of Options	Weighted Average Exercise Price (WAEP) (₹)	No. of Options	Weighted Average Exercise Price (WAEP) (₹)
	March 31, 2024		March 31, 2023	
Options outstanding at the beginning of the year	201,500	50.00	310,750	50.00
Options granted during the year	80,000	85.00	-	N.A.
Options exercised during the year	100,225	50.00	109,250	50.00
Options expired / lapsed and forfeited during the year*	15,000	50.00	-	N.A.
Options eligible for re-issue	15,000	50.00	-	N.A.
Options outstanding at the end of the year	181,275	50.00	201,500	50.00
Exercisable at the end of the year (Tranche 1-4)	101,275	50.00	201,500	50.00
Exercisable at the end of the year (Tranche 5)	80,000	85.00	-	-
Other Information:				
Average of exercise price of options outstanding at the end of the year (Tranche 1-4) (₹)	50.00		50.00	
Average of exercise price of options outstanding at the end of the year (Tranche 5) (₹)	85.00		N.A.	
Average Share price during the year (₹)	147.23		133.07	
Weighted average remaining contractual life of the option outstanding at the end of the year (Tranche 1 -4)	N.A.		0.01 year	
Weighted average remaining contractual life of the option outstanding at the end of the year (Tranche 5)	0.98 year		N.A.	
Weighted average fair value of the options as on date of grant (granted during the year)	35.86		N.A.	
*78,500 options lapsed under the Scheme are added to the stock inventory and may be granted afresh by the Compensation Committee to such eligible employees as it may deem fit in its sole discretion.				
Option pricing model used	**Black-Scholes Option Pricing Model**			

b) Assumptions used in arriving at fair value of options are as under:

Particulars	Vesting Period					Description of input used
	1st Vesting	2nd Vesting	3rd Vesting	4th Vesting	5th Vesting	
Risk free interest rate	7.41%	7.41%	7.41%	7.41%	7.10%	Based on yield to maturity on zero coupon government securities maturing after 1 year / 5 years.
Expected life of stock options	1 year	2 years	3 years	4 years	2 years	Period for which options are expected to be alive
Expected volatility	59.31%	59.31%	59.31%	59.31%	40.99%	Volatility is a measure of the amount by which a price is expected to fluctuate during a period based on the historic data.
Expected dividend yield	Nil	Nil	Nil	Nil	Nil	The dividends declared by the Holding Company in the past and its share price.
Price of share on the date of granting of options	50	50	50	50	100.35	Fair market value
Fair value of options	12.78	18.43	22.64	26.02	35.86	

36 FINANCE COSTS

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest expense	6,055.68	5,571.36
Interest on lease liabilities (Refer Note 3(b))	229.67	178.07
Foreign exchange loss / (gain) (Refer Note 36.1)	(419.58)	1,666.69
Other Borrowing Costs	164.72	285.49
Total Finance Costs	**6,030.49**	**7,701.61**
Less: Interest income from temporary investments	-	(7.98)
Less: Capitalised to Capital Work-in-Progress (Refer Note 2.b.i)	-	(1,843.15)
	6,030.49	**5,850.48**

36.1 Foreign Exchange Loss / (Gain) includes exchange loss on foreign currency borrowings amounting to ₹ Nil (2022-2023: ₹ 321.86 lakh), regarded as an adjustment to interest costs.

37 DEPRECIATION AND AMORTISATION EXPENSE

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation on Property, Plant and Equipment (Refer Note 2(a))	6,740.45	5,200.14
Depreciation/Amortisation on Right-Of-Use Assets (Refer Note 3(a))	945.76	776.07
Amortisation on Intangible Assets (Refer Note 4)	174.40	275.00
	7,860.61	**6,251.21**

38 OTHER EXPENSES

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Consumption of stores and spares	2,312.21	1,713.81
Power and fuel	12,102.84	20,126.74
Short term leases (Refer Note 3(d))	1,001.91	887.17
Rates and taxes	180.61	231.58
Insurance	1,463.79	1,088.90
Repairs - buildings	38.82	6.03
Repairs - plant and equipment	2,050.46	1,922.60
Repairs - others	1,738.22	1,166.30
Sub-Contract charges	2,388.55	2,550.17
Labour charges	2,107.25	1,693.76
Advertisement and sales promotion	868.60	1,014.82
Transport and forwarding charges	5,501.65	5,828.89
Commission / discount / service charges on sales	885.65	737.12
Travelling and conveyance	1,887.74	1,640.38
Directors' fees	75.95	61.25
Commission to directors	45.00	45.00
Auditor's remuneration	61.61	50.69
Legal & professional fees	2,697.66	2,795.69
Bad debts written off	2,674.94	65.09
Provision for doubtful debts written back	(2,666.50)	(63.90)
Provison / Allowance for Credit Loss	(196.98)	312.74

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Provision for doubtful advances	2.12	141.51
Loss on Property, Plant & Equipment sold / discarded	14.52	6.49
Loss on foreign currency transactions and translation	3,946.68	783.66
Corporate Social Responsibility Contribution	88.00	58.00
Bank charges	489.62	567.41
Effluent treatment expenses	822.09	1,659.67
Interest on delayed payment to Micro & Small Enterprises	476.65	206.35
Export licenses written off	-	49.56
Insurance claim loss	-	244.63
Establishment expenses	346.22	333.05
Water charges	328.27	333.61
Miscellaneous expenses	943.66	1,785.09
	44,677.81	**50,043.86**

39 EXCEPTIONAL ITEMS

I Impairment of Investment in and Assets of CFS Wanglong Flavors (Ningbo) Co., Ltd. (CFSWL)

Our JV Partner, Ningbo Wanglong Tech Co.,Ltd. (WLT) has informed that they have arrived at an out of Court Settlement with the litigant in the Supreme Court Order regarding the infringement of intellectual property whereby the manufacturing facility of our 51% subsidiary CFSWL was stopped from manufacturing of Methyl Vanillin. The said settlement, inter alia, :

(a) Precludes any punitive action against CFSWL and also absolves it from payment of any penalty under the original judgement,

(b) Precludes CFSWL from manufacturing any Methyl Vanillin in China, and

(c) Allows CFSWL to manufacture, market and sell any product other than Methyl Vanillin, in China at the facility owned by CFSWL.

Pursuant to the above settlement, it has been decided to utilise the aforesaid facility to manufacture Heliotropin, an aromatic product which is a downstream of Catechol. The management has initiated the process of re-purposing of the said plant.

Based on the above circumstances, during the year ended March 31, 2024, the company considered indicators of impairment with respect to the Investments in and Assets of CFSWL such as manufacture of alternate product, cost and time requirement for re-purposing the plant, current and forecasted economic scenario and market of the alternate product, outlook of future profitability and recoverability of intergroup outstanding.

The computation of impairment uses cash flow forecasts which cover a period of five years and future projections taking the analysis out into perpetuity based on a steady state. Key assumptions for the computation of the value in use are those regarding the discount rates, exchange rates, market demand, sales volume and price, cost of manufacture and conversion. For the purpose of computation of impairment, a post-tax discount rate of 13.68% is considered while a growth rate of 1% is used to extrapolate the cash flows beyond those considered for the forecast period.

The outcome of impairment assessment as on March 31, 2024 resulted in recognition of impairment loss of ₹ 2,700.84 lakh as follows:

(i) Property, Plant & Equipments ₹ 1,580.06 lakh

(ii) Impairment of Inventories & Receivables (net) ₹ 549.15 lakh

(iii) Write off of Goodwill ₹ 571.63 lakh

During FY 2022-23, intangible asset at CFSWL being patent pertaining to technical and process know-how for manufacture of Vanillin with carrying amount of ₹ 967.84 lakh was impaired.

II Impairment of Inventories of CFS Europe S.p.A.

Diphenol manufacturing plant of CFS Europe S.p.A. (wholly owned subsidiary) located at Ravenna Italy was temporarily shut down from August 15, 2023 due to difficult macro-economic situation in Europe, low pricing and weak demand. The shutdown continued as on date.

Management of the subsidiary, has planned to re-purpose the facility to manufacture alternative products such as MEHQ & Guaiacol and is in the process of financial closure of the project. Pursuant to the aforesaid plan, the inventory of catalyst held for manufacture of Di-phenol will be required to be sold in the open market. The unique nature of the catalyst and the cost of internal manufacture has led to write down of the cost of the catalyst to the current selling prices amounting to ₹ 2,279.56 lakh.

40 EARNINGS PER SHARE

a) Basic Earnings Per Share

The calculation of basic earnings per share is based on the (loss) / profit attributable to ordinary shareholders and weighted average number of ordinary shares outstanding.

i) (Loss) / Profit attributable to ordinary shareholders

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(Loss) / Profit attributable to ordinary shareholders of the Holding Company	(9,275.34)	5,210.64
Add: Interest (net of tax) on Foreign Currency Convertible Bonds (FCCBs) pursuant to conversion after the reporting period (Refer Note 18(g))	-	562.28
Adjusted (loss) / profit attributable to ordinary shareholders of the Holding Company	**(9,275.34)**	**5,772.92**

ii) Weighted average number of ordinary shares

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Number of equity shares at the beginning of the year	157,093,496	156,984,246
Add: Effect of employee stock option exercised	62,269	71,956
Particulars	**For the year ended March 31, 2024**	**For the year ended March 31, 2023**
Add: Effect of shares issued pursuant to conversion of FCCBs during the year (Refer Note 18(g))	9,109,755	-
Add: Effect of shares issued pursuant to conversion of FCCBs after the reporting period (Refer Note 18(g))	-	10,258,986
Adjusted weighted average number of equity shares for Basic EPS	**166,265,520**	**167,315,188**
Basic Earnings Per Share (Amount in ₹)	**(5.58)**	**3.45**

b) Diluted Earnings Per Share

The calculation of diluted earnings per share is based on the (loss)/ profit attributable to ordinary shareholders and weighted average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares.

i) (Loss) / Profit attributable to ordinary shareholders

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(Loss) / Profit attributable to ordinary shareholders of the Holding Company	(9,275.34)	5,210.64
Add: Interest (net of tax) on Foreign Currency Convertible Bonds (FCCBs) pursuant to conversion after the reporting period (Refer Note 18(g))	-	562.28
Adjusted (loss) / profit attributable to ordinary shareholders of the Holding Company	**(9,275.34)**	**5,772.92**

ii) Weighted average number of ordinary shares

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Weighted average number of equity shares outstanding (Basic)	166,265,520	167,315,188
Add: Potential equity shares under Employee Stock Option Plan / Scheme (Refer Note 35.2)	2,316,052	2,168,401
Adjusted weighted average number of equity shares for Diluted EPS	**168,581,572**	**169,483,589**
Diluted Earnings Per Share (Amount in ₹)	**(5.50)**	**3.41**

41 CONTINGENT LIABILITIES AND COMMITMENTS

₹ (in Lakh)

Particulars		As at March 31, 2024	As at March 31, 2023
I	**Contingent liabilities**		
a)	**Claims for Excise Duties, Taxes and Other Matters**		
	i) In respect of Income Tax matter	2,000.34	1,680.72
	ii) In respect of Excise Matter	356.02	356.02
b)	**In respect of bank guarantees issued**	878.46	229.80
c)	**In respect of compensation attributed by the National Green Tribunal (NGT) (Refer Note 41.1)**	1,712.31	1,712.31
d)	**In respect of notices received from vendors**	120.91	207.86
II	**Commitments**		
	Value of contracts (net of advance) remaining to be executed on capital account not provided for	93.79	311.79

41.1 Pursuant to the directions of the Honorable Supreme Court dated December 14, 2020, National Green Tribunal had reheard the matter and vide its direction dated January 24,2022 had enhanced the portion of compensation attributable to the Holding Company for alleged violations of environmental norms by manufacturers at Tarapur MIDC for an amount of ₹ 1,712.31 lakh from ₹ 515.56 lakh. The Honourable Supreme Court vide its order dated April 27, 2022 has stayed the proceedings of the aforesaid directions until the matter is heard. Further the Honourable Supreme Court has directed to deposit ₹ 515.56 lakh until the matter is heard. The Holding Company has deposited ₹ 154.97 lakh which is disclosed as recoverable advance (Refer Note 16). Based on the assessment of the management, the Holding Company believes that it has strong grounds to defend its position against these directions and hence no provision for the compensation is considered necessary in the consolidated financial statements.

41.2 There are numerous interpretative issues relating to the Supreme Court judgements on Provident Fund dated February 28, 2019. As a matter of caution, the Holding Company has made a provision on a prospective basis from the date of the Supreme Court Order and the provisions will be updated on receiving further clarity on the subject.

42 RELATED PARTY DISCLOSURES

I List of Related Parties as required by Ind AS 24 'Related Party Disclosures' are given below:

i Key Management Personnel (KMP)

a) Chairman and Managing Director

Ashish Dandekar

b) Managing Director

Nirmal Momaya

c) Non-Executive Directors

Anagha Dandekar
Amol Shah
Sutapa Banerjee
Harsha Raghavan
Sarvjit Singh Bedi (upto April 19, 2023)
Joseph Conrad D'souza
Mahabaleshwar Palekar
Thomas Videbaek (upto February 23, 2023)
Pradip Kanakia

d) Executive Director

Arjun Dukane

e) Chief Financial Officer

Santosh Parab

f) Company Secretary

Rahul Sawale

ii Relatives of KMP

Subhash Dandekar - Management Consultant / Relative of Managing Director

iii Entities where control / significant influence by KMP and their relatives exist

Fine Renewable Energy Limited
Abana Medisys Private Limited
Pagoda Advisors Private Limited
Hardware Renaissance Inc.
Kokuyo Camlin Limited

iv Post-employment benefit plan

Camlin Fine Sciences Limited Group Gratuity Scheme

II The details of transactions with related parties during the year are given below:

₹ (in Lakh)

Sr. No.	Nature of transactions	Name of Related Party	For the year ended March 31, 2024	For the year ended March 31, 2023
1	**Sale of products**	Hardware Renaissance Inc	**156.73**	**183.06**
2	**Consultancy / Professional services**	Subhash Dandekar	**6.60**	**6.60**
3	**Compensation to KMP**	Short term employee benefits (including bonus and value of perquisites)*	875.35	793.48
		Post employment and long term benefits	37.66	50.16
		Share based payment	0.26	239.16
		Sitting fees	75.95	61.25
		Commission to Non-Executive Directors	45.00	45.00
			1,034.22	**1,189.05**
4	**Contribution paid on behalf of Gratuity Trust**	Camlin Fine Sciences Limited Group Gratuity Scheme	**110.71**	**106.29**

*The compensation to Key Managerial Personnel figures does not include premium paid for group medical and accident insurance.

III The details of outstanding with related parties as at year end are given below:

₹ (in Lakh)

Sr. No.	Nature of transactions	Name of Related Party	As at March 31, 2024	As at March 31, 2023
1	**Trade Receivable**	Hardware Renaissance Inc	**195.41**	**228.88**
2	**Compensation to KMP**	Post employment and long term benefits	245.68	208.02
		Commission payable to Non-Executive Directors	45.00	45.00
			290.68	**253.02**

43 SEGMENT REPORTING

a) General Information

Factors used to identify the entity's reportable segments, including the basis of organisation

For Management purposes, the Group has only one reportable segment, namely, Speciality Chemicals. The Chairman & Managing Director of the Company who acts as the Chief Operating Decision Maker ('CODM'), evaluates the Group's performance and allocates resources based on an analysis of various performance indicators.

b) Information about products and services

The Group has revenues from external customers to the extent of ₹ 161,306.20 lakh (2022-23: ₹ 168,156.40 lakh) (Refer Note 31)

c) Information about geographical areas

The geographic information analyses the Group's revenue and non-current assets by the Holding Company's country of domicile. In presenting the geographical information, revenue in the disclosure below is based on the location of the product and service and assets in the disclosure below is based on the geographic location of the respective non current assets.

The revenue from India is ₹ 24,750.76 lakh (2022-23: ₹ 25,673.49 lakh) and from outside India is ₹ 136,355.44 lakh (2022-23: ₹ 142,482.91 lakh). Non-current assets other than financial instruments and deferred tax assets from India are ₹ 62,803.42 lakh (March 31, 2023: ₹ 62,495.16 lakh) and from outside India are ₹ 26,076.59 lakh (March 31, 2023: ₹ 29,277.05 lakh).

d) Information about major customers

No single customer contributed more than 10% to the Group’s revenue in FY 2023-24 and 2022-23.

44 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

a) Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

₹ (in Lakh)

March 31, 2024	Carrying amount / fair value			Fair value hierarchy			
	Fair value through Profit or Loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial Assets							
Non Current							
Security deposits	-	1,367.96	1,367.96	-	-	-	-
Bank balances held as margin money	-	19.83	19.83	-	-	-	-
Current							
Trade receivables	-	28,515.16	28,515.16	-	-	-	-
Cash and cash equivalents	-	8,025.47	8,025.47	-	-	-	-
Bank balances other than above	-	1,327.79	1,327.79	-	-	-	-
Loans	-	1,006.13	1,006.13	-	-	-	-
Security deposits	-	83.57	83.57	-	-	-	-
Other financial assets	-	97.36	97.36	-	-	-	-
	-	**40,443.27**	**40,443.27**	**-**	**-**	**-**	**-**

₹ (in Lakh)

March 31, 2024	Carrying amount / Fair Value			Fair value Hierarchy			
	Fair value through Profit or Loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial Liabilities							
Non Current							
Term loans	-	33,271.85	33,271.85	-	-	-	-
Lease liabilities	-	1,715.99	1,715.99	-	-	-	-
Other financial liabilities	-	33.05	33.05	-	-	-	-
Current							
Borrowings	-	32,493.91	32,493.91	-	-	-	-
Lease liabilities	-	821.39	821.39	-	-	-	-
Trade payables	-	32,463.91	32,463.91	-	-	-	-
Put Option Liability (Refer Note 44.a.2)	-	-	-	-	-	-	-
Fair value of forward contracts	14.05	-	14.05	-	14.05	-	14.05
Other financial liabilities	-	3,179.41	3,179.41	-	-	-	-
	14.05	**103,979.51**	**103,993.56**	**-**	**14.05**	**-**	**14.05**

44.a.1 The above table excludes investments amounting to ₹ 787.58 lakh (March 31, 2022: ₹ 795.88 lakh) measured at amortised cost net of provision for impairment in the value of investments.

44.a.2 The put option liability as at March 31, 2023 has extinguished during the year consequent to full payment of preferred dividend to the non-controlling shareholder of Dresen Quimica (Refer Note 5.1).

₹ (in Lakh)

March 31, 2023	Carrying amount / Fair Value			Fair value Hierarchy			
	Fair value through Profit or Loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial Assets							
Non Current							
Security deposits	-	1,479.23	1,479.23	-	-	-	-
Derivative asset	183.18	-	183.18	-	183.18	-	183.18
Current							
Trade receivables	-	30,458.89	30,458.89	-	-	-	-
Cash and cash equivalents	-	9,374.24	9,374.24	-	-	-	-
Bank balances other than above	-	548.57	548.57	-	-	-	-
Loans	-	1,013.95	1,013.95	-	-	-	-
Security deposits	-	82.66	82.66	-	-	-	-
Derivative asset	186.56	-	186.56	-	186.56	-	186.56
Other financial assets	-	144.78	144.78	-	-	-	-
	369.74	**43,102.32**	**43,472.06**	**-**	**369.74**	**-**	**369.74**

₹ (in Lakh)

March 31, 2023	Carrying amount / Fair Value			Fair value Hierarchy			
	Fair value through Profit or Loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial Liabilities							
Non Current							
Foreign Currency Convertible Bonds	-	6,614.58	6,614.58	-	-	-	-
Term loans	-	34,194.95	34,194.95	-	-	-	-
Lease liabilities	-	1,433.06	1,433.06	-	-	-	-
Other financial liabilities	-	29.64	29.64	-	-	-	-
Current							
Borrowings	-	37,149.10	37,149.10	-	-	-	-
Lease liabilities	-	662.70	662.70	-	-	-	-
Trade payables	-	28,835.08	28,835.08	-	-	-	-
Put Option Liability (Refer Note 44.a.4)	-	-	-	-	-	-	-
Fair value of forward contracts	13.94	-	13.94	-	13.94	-	13.94
Other financial liabilities	-	6,378.20	6,378.20	-	-	-	-
	13.94	**115,297.31**	**115,311.25**	**-**	**13.94**	**-**	**13.94**

44.a.3 The above table excludes investments amounting to ₹ 795.88 lakh (March 31, 2022: ₹ 722.55 lakh) measured at amortised cost net of provision for impairment in the value of investments.

44.a.4 The value of put option liability as on March 31, 2023 is immaterial. (Refer Note 5.1). The fair value hierarchy for put option liability is Level 3.

b) Fair value hierarchy (Refer Note B to material accounting policies)

c) Measurement of Fair Value

The fair values of financial assets or liabilities are included at the amount 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. Methods and assumptions used to estimate the fair values are consistent in both years. The following methods and assumptions are used to estimate the fair values:

(i) The Management assesses that fair values of trade receivables, cash and cash equivalents, other bank balances, loans, trade payables, current borrowings and other financial liabilities (current) approximate to their carrying amounts largely due to the short-term maturities of these instruments. The Group does not anticipate that the carrying amount would be significantly different from the values that would eventually be received or settled.

(ii) The embedded derivative in FCCB is fair valued by an external independent valuer by computing the average cash flows determined through Monte Carlo Simulation technique based on the market observable rates and published price.

(iii) The fair value of forward contracts for the remaining maturity period of the contracts is determined using Mark-to-Market report provided by the Company's bankers.

Unobservable inputs used in Level 3 of fair value hierarchy for the year ended March 31, 2023

The fair value of put option was calculated by an independent expert based on the shareholders agreement using 'Income Approach'. The unobservable inputs used in fair valuation under level 3 are determined by considering historical financial statements, management's estimates of probability of put option being exercised by the non-controlling shareholders, Share Holder's Agreement, discount rate and the review of projected revenue and profits after tax.

d) Risk Management Framework

The Group's business activities expose it to a variety of financial risks, namely credit risk, liquidity risk and market risks. Market risks comprise of currency risk and interest rate risk. The Group's Senior Management and Key Management Personnel have the ultimate responsibility for managing these risks. The Group has a process to identify and analyse the risks faced by the Group, to set appropriate risk limits, to control and monitor risks and adherence to these limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and Group's activities. Further, Audit Committee undertakes regular reviews of Risk Management Controls and Procedures.

(i) Credit Risk

Credit risk is the risk that a customer or counterparty fails to meet its contractual obligations resulting in financial loss to the Group. The Group is exposed to credit risk from its operating activities (trade receivables) and from its financing activities including investments in mutual funds, deposits with banks and financial institutions and financial instruments.

Trade Receivables

Credit risk from trade receivables is managed by establishing credit limits, credit approvals and monitoring creditworthiness of the customers. Outstanding customer receivables are regularly monitored. The Group has computed credit loss allowances based on Expected Credit Loss model.

The ageing of trade receivables is as follows:

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Not Due	20,957.14	24,843.67
Less than 6 months	6,110.31	4,171.10
6 months - 1 year	443.81	174.83
1-2 years	57.92	90.24
2-3 years	154.79	428.99
More than 3 years	1,242.57	3,933.53
	28,966.54	**33,642.36**
Less: - Loss allowance	(451.38)	(3,183.47)
	28,515.16	**30,458.89**

Term Deposits and Bank Balances

The Group's exposure in term deposits with banks is limited, as the counterparties are highly rated banks.

(ii) Liquidity Risk

Liquidity risk is the risk that the Group will face in meeting its obligations associated with its financial liabilities. The Group's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses.

Tabulated below are Group's remaining contractual maturities of financial liabilities as at the reporting date with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows.

₹ (in Lakh)

March 31, 2024	Carrying Amount	Contractual cash flows				
		Total	Within 12 months	1-2 years	2-5 years	More than 5 years
Financial Liabilities						
Non Current						
Borrowings	33,271.85	40,026.67	-	12,341.79	22,940.97	4,743.91
Lease liabilities	1,715.99	1,920.50	-	905.29	1,004.36	10.85
Other financial liabilities	33.05	33.05	-	33.05	-	-
Current						
Borrowings	32,493.91	35,045.19	35,045.19	-	-	-
Lease liabilities	821.39	1,023.97	1,023.97	-	-	-
Trade payables	32,463.91	32,463.91	32,463.91	-	-	-
Other financial liabilities	3,193.46	3,193.46	3,193.46	-	-	-
	103,993.56	**113,706.75**	**71,726.53**	**13,280.13**	**23,945.33**	**4,754.76**

₹ (in Lakh)

March 31, 2023	Carrying Amount	Contractual cash flows				
		Total	Within 12 months	1-2 years	2-5 years	More than 5 years
Financial Liabilities						
Non Current						
Borrowings						
Foreign Currency Convertible Bonds (FCCBs)#	6,614.58	224.46	224.46	-	-	-
Term loans	34,194.95	52,113.97	8,788.39	8,927.27	24,227.49	10,170.82
Lease liabilities	1,433.06	1,621.03	-	667.16	942.34	11.53
Other financial liabilities	29.64	29.64	-	29.64	-	-
Current						
Borrowings	37,149.10	39,143.02	39,143.02	-	-	-
Lease liabilities	662.70	834.56	834.56	-	-	-
Trade payables	28,835.08	28,835.08	28,835.08	-	-	-
Other financial liabilities	6,392.14	6,392.14	6,392.14	-	-	-
	115,311.25	**129,193.90**	**84,217.65**	**9,624.07**	**25,169.83**	**10,182.35**

FCCBs have been converted into equity shares of the Company on May 12, 2023, i.e. after the end of the financial year . The cash flows shown above represent interest payable till the date of conversion.

(iii) Currency Risk

The Group's operations result in it being exposed to foreign currency risk on account of trade receivables, trade payables and borrowings. The foreign currency risk may affect the Group's income and expenses, or its financial position and cash flows. The objective of the Group's management of foreign currency risk is to maintain this risk within acceptable parameters, while optimising returns.

The Group uses derivative financial instruments such as foreign exchange forward contracts to hedge its risks associated with foreign exchange fluctuations. The outstanding position and notional value of forward exchange contracts is as under:

Figures (in Lakh)

Particulars	Currency Pair	As at March 31, 2024		As at March 31, 2023	
		Amount (USD)	Amount (₹)	Amount (USD)	Amount (₹)
Cash Flow Hedge					
Sell	**USD / ₹**	252.39	21,141.31	204.50	17,026.58
Fair Value Hedge					
Sell	**USD / ₹**	55.21	4,603.03	37.00	3,069.93

The movement in effective portion of Cash Flow Hedge Reserve (CFHR) is as under:

₹ (in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Balance as at beginning of the year	(9.07)	-
Net (losses) / gains recognised in CFHR	76.85	(181.49)
Amount re-classified from CFHR and included in the consolidated statement of Profit & Loss (due to settlement of contracts) within revenue from operations	(75.15)	167.55
Deferred tax	(0.60)	4.87
Balance as at end of the year	**(7.97)**	**(9.07)**

The Group's exposure to unhedged foreign currency denominated monetary assets and liabilities at the end of the reporting period expressed in ₹ (in lakh), is as follows:

a) Trade receivables

Figures (in Lakh)

Foreign Currency	As at March 31, 2024		As at March 31, 2023	
	Amount (in original currency)	Amount (in ₹)	Amount (in original currency)	Amount (in ₹)
USD	173.24	14,443.88	171.87	13,912.93
EURO	29.77	2,768.79	24.89	2,381.33
MXP	706.14	6,865.61	434.15	1,759.18
RMB	75.45	815.48	85.16	1,021.30
BRL	-	-	103.43	1,486.64
		24,893.76		**20,561.38**

b) Loan and other receivable

Figures (in Lakh)

Foreign Currency	As at March 31, 2024		As at March 31, 2023	
	Amount (in original currency)	Amount (in ₹)	Amount (in original currency)	Amount (in ₹)
USD	15.64	1,286.17	15.14	1,207.15
EURO	15.69	1,433.53	14.55	1,334.67
MXP	940.40	4,730.61	1,303.61	5,946.28
RMB	87.13	1,014.22	88.85	1,063.07
BRL	3.44	57.23	8.57	139.17
		8,521.77		**9,690.34**

c) **Borrowings**

Figures (in Lakh)

Foreign Currency	As at March 31, 2024		As at March 31, 2023	
	Amount (in original currency)	Amount (in ₹)	Amount (in original currency)	Amount (in ₹)
USD	337.96	28,091.56	528.31	43,425.31
EURO	111.96	10,101.11	104.71	9,351.08
RMB	34.90	406.26	33.23	397.54
BRL	0.54	8.91	24.32	394.72
		38,607.84		**53,568.65**

d) **Trade payable**

Figures (in Lakh)

Foreign Currency	As at March 31, 2024		As at March 31, 2023	
	Amount (in original currency)	Amount (in ₹)	Amount (in original currency)	Amount (in ₹)
USD	56.37	4,699.53	52.65	3,996.72
EURO	11.56	1,044.01	51.32	4,582.45
MXP	1,437.33	7,226.28	1,292.84	5,902.05
RMB	158.32	1,842.70	117.00	1,429.71
BRL	34.05	566.05	27.08	487.30
		15,378.57		**16,398.23**

e) **Other payable**

Figures (in Lakh)

Foreign Currency	As at March 31, 2024		As at March 31, 2023	
	Amount (in original currency)	Amount (in ₹)	Amount (in original currency)	Amount (in ₹)
USD	2.77	231.09	36.12	2,970.33
EURO	8.88	802.22	13.33	1,191.46
MXP	64.10	322.47	125.29	571.51
RMB*	(37.11)	(431.93)	136.52	1,633.27
BRL	23.28	387.01	30.82	500.31
		1,310.86		**6,866.88**

* includes negative non-controlling interest at CFS Wanglong Flavors (Ningbo) Co., Ltd.

The following significant exchange rates have been applied during the year:

Currency Pair	Year end spot rate as at	
	March 31, 2024	March 31, 2023
USD / ₹	83.3739	82.1807
EUR / ₹	90.2178	89.3070
MXP / ₹	5.0304	4.5614
BRL / ₹	16.6250	16.2310
RMB / ₹	11.6390	11.9640

Sensitivity for above exposures

A fluctuation in the exchange rates of 5% with other conditions remaining unchanged would have the following effect on Group's profit or loss before tax and equity as at March 31, 2024 and March 31, 2023:

₹ (in Lakh)

Particulars	Impact on (loss) / profit before tax		Impact on equity	
	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2024	For the year ended March 31, 2023
USD / ₹ increase by 5%	(973.82)	(1,411.91)	86.50	(273.85)
USD / ₹ decrease by 5%	973.82	1,411.91	(86.50)	273.85
EUR / ₹ increase by 5%	1.11	14.91	(410.77)	(787.91)
EUR / ₹ decrease by 5%	(1.11)	(14.91)	410.77	787.91
MXP / ₹ increase by 5%	-	-	(318.72)	294.04
MXP / ₹ decrease by 5%	-	-	318.72	(294.04)
BRL / ₹ increase by 5%	-	-	(65.10)	212.34
BRL / ₹ decrease by 5%	-	-	65.10	(212.34)
RMB / ₹ increase by 5%	-	-	(75.83)	(39.73)
RMB / ₹ decrease by 5%	-	-	75.83	39.73

(iv) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to risk of change in market interest rates relates primarily to its borrowings. The Group's borrowings are at floating rates and its future cash flows will fluctuate because of changes in market interest rates.

The interest rate profile of the Group's interest bearing financial instruments at the end of the reporting period is as follows:

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Financial Liabilities		
Borrowings		
Fixed rate instruments		
Foreign Currency Convertible Bonds	-	13,453.63
Term loan	184.21	-
Loan from others	406.26	397.54
Variable rate instruments		
Term loans (including current maturities)	41,829.13	40,779.11
Cash credit	19,213.74	20,401.14
Other short term loans	4,132.42	2,927.21
	65,765.76	**77,958.63**
Financial Assets		
Fixed rate instruments		
Fixed deposits	1,347.62	541.21
Security deposits	1,517.61	1,627.97
	2,865.23	**2,169.18**

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rate with other conditions remaining unchanged would have the following effect on Group's profit or loss before tax and equity as at March 31, 2024 and March 31, 2023. This calculation assumes that the change occurs at the Balance Sheet date and has been calculated based on risk exposures outstanding as at that date. The year end balances are not necessarily representative of the average debt outstanding during the period. The analysis assumes that all other variables, in particular foreign currency exchange rates remains constant.

₹ (in Lakh)

Particulars	Impact on (loss) / profit before tax		Impact on equity (Net of Tax)	
	100 BP increase	100 BP decrease	100 BP increase	100 BP decrease
Financial Liabilities				
Variable rate instruments - Borrowings				
Cash flow sensitivity				
March 31, 2024	**(653.77)**	**653.77**	**(431.53)**	**431.53**
March 31, 2023	(640.97)	640.97	(423.10)	423.10

45 CAPITAL MANAGEMENT

The primary objective of the Group's capital management is to maintain an efficient capital structure and to maximise shareholder's value. The Management seeks to maintain a balance between higher returns that is achieved by raising funds through equity and the advantages by a sound capital position.

The Group monitors capital using a ratio of 'Net Debt to Equity'. For this purpose, Capital includes issued capital and all other equity reserves. Net Debt is defined as total borrowings less cash & bank balances and other current investments.

The Group's net debt to equity ratio is as follows:

₹ (in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current borrowings#	33,271.85	40,809.53
Current borrowings	32,493.91	37,149.10
Gross Debt	**65,765.76**	**77,958.63**
Less - Cash and cash equivalents	8,025.47	9,374.24
Less - Bank balances other than above	1,347.62	548.57
Net Debt	**56,392.67**	**68,035.82**
Total Equity	**86,475.08**	**81,937.39**
Net Debt to Equity ratio	**0.65**	**0.83**

Non-current borrowings as on March 31, 2023 includes FCCBs, being compound financial instruments convertible into equity shares of the Holding Company at the option of the holder of bonds. The FCCBs have been converted into equity shares of the Holding Company on May 12, 2023.

46 RECOGNITION OF EFFECTS OF INFLATION IN COUNTRIES WITH HYPERINFLATIONARY ECONOMIC ENVIRONMENT

The effect of inflation on the Consolidated Statement of Profit and Loss on account of a subsidiary that operates in hyperinflationary economic environment is as under:

(₹ in Lakh)

Particulars	Amount before hyperinflation effect	Effect of Inflation	For year ended March 31, 2024
INCOME			
Revenue from Operations	160,841.15	465.05	161,306.20
Other Income	1,433.42	122.22	1,555.64
Total Income	**162,274.57**	**587.27**	**162,861.84**

(₹ in Lakh)

Particulars	Amount before hyperinflation effect	Effect of Inflation	For year ended March 31, 2024
EXPENSES			
Cost of Materials Consumed	75,052.79	(391.33)	74,661.46
Purchases of Stock-in-Trade	10,696.42	729.45	11,425.87
Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	5,262.85	11.93	5,274.78
Employee Benefits Expense	17,851.74	23.03	17,874.77
Finance Costs	6,030.49	-	6,030.49
Depreciation and Amortisation Expense	7,860.43	0.18	7,860.61
Other Expenses	44,998.90	(321.09)	44,677.81
Total Expenses	**167,753.62**	**52.17**	**167,805.79**
Loss before exceptional items and tax	**(5,479.05)**	**535.10**	**(4,943.95)**

On December 13, 2023, Government of Argentina devalued its currency by about 50%. Other expenses for the year ended March 31, 2024 include foreign exchange loss of ₹ 1,185.10 lakh on account of the aforesaid devaluation.

47 Group Information

The following entities have been considered in the preparation of Consolidated Financial Statements:

Sr. No.	Name of the Entity	Country of Incorporation	% of ownership interest either directly or indirectly through Subsidiaries	
			As at March 31, 2024	As at March 31, 2023
I	**Subsidiaries**			
(a)	**Direct subsidiaries**			
1	CFS Do Brasil Industria Comercio Importacao E Exportacao De Aditivos Alimenticios LTDA (CFS Do Brasil)	Brazil	100%	100%
2	Solentus North America Inc.	Canada	100%	100%
3	CFS North America LLC	USA	100%	100%
4	Chemolutions Chemicals Limited	India	94.08%	94.08%
5	CFS Wanglong Flavors (Ningbo) Co., Ltd. (Refer Note 47.1)	China	51%	51%
6	CFS Pahang Asia Pte Ltd.	Singapore	51%	51%
7	Dresen Quimica, S.A.P.I. de C.V. (Refer Note 47.2)	Mexico	100%	98.50%
8	CFS Europe S.p.A.	Italy	100%	100%
9	AlgalR Nutrapharms Private Limited	India	80%	80%
10	CFS De Mexico Blends S.A.P.I. DE C.V. (Refer Note 47.3)	Mexico	100%	100%
11	CFS PP (M) SDN.BHD. (Refer Note 47.4)	Malaysia	51%	51%

Sr. No.	Name of the Entity	Country of Incorporation	% of ownership interest either directly or indirectly through Subsidiaries	
			As at March 31, 2024	As at March 31, 2023
(b)	**Indirect subsidiaries**			
1	Industrias Petrotec de Mexico, S.A. de C.V.	Mexico	100% held by Dresen Quimica, S.A.P.I. de C.V.	100% held by Dresen Quimica, S.A.P.I. de C.V.
2	Britec, S.A.	Guatemala	100% held by Dresen Quimica, S.A.P.I. de C.V.	100% held by Dresen Quimica, S.A.P.I. de C.V.
3	Inovel, S.A.S.	Colombia	100% held by Dresen Quimica, S.A.P.I. de C.V.	100% held by Dresen Quimica, S.A.P.I. de C.V.
4	Nuvel, S.A.C.	Peru	100% held by Dresen Quimica, S.A.P.I. de C.V.	100% held by Dresen Quimica, S.A.P.I. de C.V.
5	Grinel, S.R.L.	Republic of Dominicana	100% held by Dresen Quimica, S.A.P.I. de C.V.	100% held by Dresen Quimica, S.A.P.I. de C.V.
6	CFS Argentina S.A. (Refer Note 47.5)	Argentina	100%	100%
7	CFS De Chile SpA	Chile	100% held by CFS Do Brasil	100% held by CFS Do Brasil

47.1 The Holding Company holds 7.65% stake and CFS Europe S.p.A, holds 43.35% stake in CFS Wanglong Flavors (Ningbo) Co., Ltd.

47.2 The Holding Company holds 65.99% stake and CFS De Mexico Blends S.A.P.I. DE C.V., holds 34.01% stake in Dresen Quimica, S.A.P.I. de C.V.

47.3 The Holding Company has participated in 50,000 shares of CFS De Mexico Blends S.A.P.I. DE C.V. its wholly owned subsidiary. The amount towards the aforesaid subscription has not been remitted as on March 31, 2024.

47.4 The Holding Company has incorporated CFS PP(M) SDN. BHD., a subsidiary in Malaysia. There are no operations in the Company during the year. No amount towards subscription of shares has been remitted as on March 31, 2024.

47.5 CFS Do Brasil holds 99.85% stake and CFS Europe S.p.A holds 0.15% stake in CFS Argentina S.A.

48 ADDITIONAL REGULATORY INFORMATION

a) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

b) None of the Indian Companies in the Group have been declared as wilful defaulter by any lender who has the powers to declare a company as wilful defaulter at any time during the financial year or after the end of the reporting period but before the date when financial statements are approved.

c) Each Indian Company in the Group has complied with the number of layers prescribed under clause 87 of section 2 of Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.

d) The Group does not have any approved scheme of Arrangement during the year.

e) No Group Company has advance or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall;

(i) 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

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

f) No Group Company has received any funds from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding that the Company shall;

(i) 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

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

g) None of the Indian Companies in the Group have any transaction not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

h) The Group has not traded or invested in Crypto Currency or Virtual Currency during the financial year.

49 ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013, PERTAINING TO THE HOLDING COMPANY AND SUBSIDIARIES

Sr. No.	Name of Entity in the Group	Net Assets		Share in Profit/(Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
		As % of Consolidated Net Assets	Amount (₹ in Lakh)	As % of Consolidated Profit/(Loss)	Amount (₹ in Lakh)	As % of Consolidated Other Comprehensive Income	Amount (₹ in Lakh)	As % of Consolidated Total Comprehensive Income	Amount (₹ in Lakh)
	Holding Company								
	Camlin Fine Sciences Limited	82.77	71,571.40	55.40	(5,138.92)	(0.24)	(4.46)	69.13	(5,143.38)
	Subsidiaries								
	Indian								
1	Chemolutions Chemicals Limited	0.33	285.62	1.28	(118.44)	-	-	1.59	(118.44)
2	AlgalR Nutrapharms Private Limited	(1.32)	(1,143.87)	3.65	(338.91)	(0.03)	(0.53)	4.56	(339.44)
	Foreign								
1	CFS Europe S.P.A	18.44	15,945.33	163.36	(15,152.06)	12.61	231.44	200.55	(14,920.62)
2	CFS Do Brasil Industria Comercio Importacao E Exportacao De Aditivos Alimenticios LTDA	(4.15)	(3,591.55)	(5.14)	476.95	(5.83)	(107.02)	(4.97)	369.93
3	Solentus North America Inc	(0.45)	(391.67)	0.24	(21.90)	(0.29)	(5.30)	0.37	(27.20)
4	CFS North America LLC	(3.51)	(3,032.69)	(52.37)	4,857.84	(4.30)	(78.86)	(64.23)	4,778.98
5	Dresen Quimica S.A.P.I de C.V. (Refer Note)	30.95	26,760.34	(53.10)	4,925.59	127.86	2,346.75	(97.75)	7,272.34
6	CFS De Mexico Blends S.A.P.I. DE C.V.	(2.76)	(2,385.37)	(0.23)	21.62	(44.40)	(814.95)	10.66	(793.33)
7	CFS Wanglong Flavors (Ningbo) Co. Ltd.	(0.64)	(554.45)	31.09	(2,884.07)	(8.96)	(164.43)	40.97	(3,048.50)
8	CFS Argentina SA	(2.11)	(1,822.47)	12.05	(1,117.50)	18.02	330.77	10.57	(786.73)
9	CFS Chile SpA	0.16	136.22	0.94	(87.42)	(2.09)	(38.45)	1.69	(125.87)
10	CFS Pahang Asia Pte Ltd.	0.02	19.35	0.04	(3.29)	0.00	0.02	0.04	(3.27)
11	CFS PP (M) SDN. BHD. (Refer Note 47.5)	-	-	-	-	-	-	-	-
	Total	**117.73**	**101,796.19**	**157.21**	**(14,580.51)**	**92.35**	**1,694.98**	**173.18**	**(12,885.53)**

Sr. No.	Name of Entity in the Group	Net Assets		Share in Profit/(Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
		As % of Consolidated Net Assets	Amount (₹ in Lakh)	As % of Consolidated Profit/(Loss)	Amount (₹ in Lakh)	As % of Consolidated Other Comprehensive Income	Amount (₹ in Lakh)	As % of Consolidated Total Comprehensive Income	Amount (₹ in Lakh)
a)	**Consolidation eliminations/ adjustments**	**(18.63)**	**(16,101.15)**	**(44.13)**	**4,093.00**	**5.53**	**101.43**	**(56.37)**	**4,194.43**
b)	**Non-Controlling Interests**								
	Indian Subsidiaries								
	Chemolutions Chemicals Limited	0.02	16.23	0.08	(7.01)	-	-	0.09	(7.01)
	AlgalR Nutrapharms Private Limited	(0.41)	(354.77)	0.73	(67.77)	-	-	0.91	(67.77)
	Foreign Subsidiaries								
	CFS Wanglong Flavors (Ningbo) Co. Ltd.	(0.52)	(451.11)	12.25	(1,135.78)	(2.12)	(38.95)	15.79	(1,174.73)
	CFS Pahang Asia Pte Ltd.	0.01	9.61	0.02	(1.61)	-	-	0.02	(1.61)
	CFS PP (M) SDN. BHD. (Refer Note 47.5)	-	-	-	-	-	-	-	-
	Total Non-Controlling Interest	**(0.90)**	**(780.04)**	**13.08**	**(1,212.17)**	**(2.12)**	**(38.95)**	**16.81**	**(1,251.12)**
	Total Consolidated	**100.03**	**86,475.08**	**100.00**	**(9,275.34)**	**100.00**	**1,835.36**	**100.00**	**(7,439.98)**

Note The numbers for Dresen Quimica S.A.P.I. de C.V. shown above are consolidated numbers of Dresen Quimica and its five subsidiaries.

50 Previous year's figures have been regrouped / reclassified wherever necessary to conform to current year's classification and are considered to be not material.

Form AOC-I

Statement pursuant to first proviso to sub-section (3) of Section 129 of Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014, in the prescribed form AOC-I relating to Subsidiary Companies and Associate.

Part "A": Subsidiaries

(All amounts in ₹ lakh, except exchange rate)

Sr. No.	Name of Subsidiary	Reporting Period	Reporting Currency	Exchange Rate	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit / (Loss) Before Taxation	Provision for Taxation	Profit / (Loss) After Taxation	Proposed Dividend	% of Shareholding
1	CFS Europe S.p.A.	Apr 23 to Mar 24	EUR	90.22	1,053.23	14,892.10	30,438.26	14,664.87	171.92	22,705.26	(15,183.82)	31.76	(15,152.06)	-	100%
2	CFS Do Brasil Importacao E Exportacao De Aditivos Alimenticios LTDA.	Apr 23 to Mar 24	BRL	16.63	1,603.11	(5,194.66)	14,743.16	18,456.99	122.28	15,044.89	620.87	(143.92)	476.95	-	100%
3	Solentus North America Inc	Apr 23 to Mar 24	CAD	61.62	56.01	(447.68)	2.70	394.37	-	-	(21.90)	-	(21.90)	-	100%
4	CFS North America LLC	Apr 23 to Mar 24	USD	83.37	978.17	(4,010.86)	7,270.59	10,303.28	-	25,522.07	3,445.43	1,412.41	4,857.84	-	100%
5	Dresen Quimica, S.A.P.I. de C.V. ^#	Apr 23 to Mar 24	MXP	5.03	3,874.08	21,843.77	31,360.50	12,369.68	6,727.03	47,120.99	7,059.62	(2,066.61)	4,993.01	-	100%
6	Industrias Petrotec de Mexico, S.A. de C.V. ^#	Apr 23 to Mar 24	MXP	5.03	5.49	724.10	1,338.38	608.79	-	4,145.61	119.16	90.61	209.77	-	100%
7	Inovel, S.A.S.^#	Apr 23 to Mar 24	MXP	5.03	112.50	1,704.93	2,567.95	750.52	-	2,696.10	359.55	(139.35)	220.20	-	100%
8	Nuvel, S.A.C.^#	Apr 23 to Mar 24	MXP	5.03	42.78	1,579.11	2,526.20	904.31	-	2,111.03	13.19	-	13.19	-	100%
9	Britec, S.A.^#	Apr 23 to Mar 24	MXP	5.03	43.02	943.21	1,498.66	512.42	-	2,346.65	39.40	(9.85)	29.55	-	100%
10	Grinel, S.R.L. ^#	Apr 23 to Mar 24	MXP	5.03	2.06	-	2.06	-	-	-	-	-	-	-	100%
11	Chemolutions Chemicals Limited	Apr 23 to Mar 24	INR	1.00	676.70	(391.08)	292.76	7.14	-	-	(104.49)	(13.95)	(118.44)	-	94.08%
12	CFS Wanglong Flavors (Ningbo) Co.Ltd.*	Apr 23 to Mar 24	CNY	11.64	7,798.63	(8,353.08)	14,243.73	14,798.18	-	-	(2,849.57)	(34.50)	(2,884.07)	-	51%
13	CFS Argentina SA	Apr 23 to Mar 24	ARG	0.10	71.83	(1,894.30)	1,376.55	3,199.02	-	1,483.46	(1,081.05)	(36.45)	(1,117.50)	-	100%
14	CFS Chile SpA	Apr 23 to Mar 24	CLP	0.09	50.46	85.76	491.19	354.97	-	1,110.50	(87.42)	-	(87.42)	-	100%
15	CFS Pahang Asia Pte Ltd.	Apr 23 to Mar 24	SGD	61.81	35.11	(15.76)	22.02	2.67	-	-	(3.29)	-	(3.29)	-	51%
16	AlgalR Nutrapharms Private Limited	Apr 23 to Mar 24	INR	1.00	115.00	(1,258.87)	601.40	1,745.27	-	186.93	(338.91)	-	(338.91)	-	80%
17	CFS De Mexico Blends S.A.P.I. DE C.V.	Apr 23 to Mar 24	MXP	5.03	0.00	(2,385.37)	47.62	8,777.79	6,344.80	-	192.89	(171.27)	21.62	-	100%
18	CFS PP (M) SDN. BHD.@	Apr 23 to Mar 24	MYR	17.65	-	-	-	-	-	-	-	-	-	-	51%

^ The numbers shown above are unconsolidated numbers (before intercompany eliminations).

* The Company holds 7.65% stake and CFS Europe S.p.A, holds 43.35% stake in CFS Wanglong Flavors (Ningbo) Co. Ltd.

\# The Company holds 65.99% stake and CFS De Mexico Blends S.A.P.I. DE C.V., holds 34.01% stake in Dresen Quimica, S.A.P.I. de C.V. and its subsidiaries,

@ The Company has incorporated CFS PP(M) SDN. BHD., a subsidiary in Malaysia. There are no operations in the Company during the year. No amount towards subscription of shares has been remitted as on March 31, 2024.

Form AOC-1 (Contd.)

Part "B": Associates and Joint Ventures

1	Name of Associate	NA
2	Latest audited Balance Sheet Date	NA
3	Shares of Associate held by the company on the Year end	
	Number of Shares	NA
	Amount of Investment in Associate	NA
	Extend of Holding %	NA
4	Description of how there is Significant Influence	NA
5	Reason why the Associate is not consolidated	NA
6	Net worth attributable to Shareholding as per latest audited Balance Sheet (₹ in lakh)	NA
7	Profit for the Year	
	i. Considered in Consolidation (₹ in lakhs)	NA
	ii. Not Considered in Consolidation (₹ in lakhs)	NA
8	Names of associates or joint ventures which are yet to commence operations	NA

For and on behalf of the Board

Ashish Dandekar
Chairman & Managing Director
DIN: 01077379

Nirmal Momaya
Managing Director
DIN: 01641934

Santosh Parab
Chief Financial Officer

Rahul Sawale
Company Secretary & VP – Legal
Membership Number: A 29314

Mumbai, Dated: May 20, 2024

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DISCLAIMER

This document contains statements about expected future events and financials of Camlin Fine Sciences Limited, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.

IN/CORP/JUL082024

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