



# HINDUSTHAN NATIONAL GLASS & INDUSTRIES LTD.

Registered Office : 2, Red Cross Place, Post Box : 2722, Kolkata - 700 001, India  
Tel. : 2254 3100, Fax : (91) (33) 2254 3130  
E-mail : hngkol@hngil.com, Website : www.hngil.com  
CIN - L26109WB1946PLC013294



SEC/SE/443

September 6, 2024

1. The Dy. Manager (Listing)  
**BSE LIMITED**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001  
**(Scrip Code: 515145)**
2. The Manager, Listing Department  
**National Stock Exchange of India Ltd.,**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai 400 051  
**(Scrip Code: HINDNATGLS)**
3. The Secretary  
**The Calcutta Stock Exchange Ltd.,**  
7, Lyons range, Kolkata-700 001  
**(Scrip Code: 10018003)**

Dear Sir(s)/Madam,

Sub: **Notice of the 78<sup>th</sup> Annual General Meeting and Annual Report for the Financial Year 2023-24**

Pursuant to Regulation 34 and 53 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of 78th Annual General Meeting ('AGM') of the Company along with Annual Report of the Company for the financial year 2023-24.

The 78<sup>th</sup> AGM of the Company is scheduled to be held on Monday, 30th September, 2024 at 11:00 a.m. (IST), through Video Conferencing/Other Audio Visual Means (VC/OAVM) facility. The said Notice of AGM along with the Annual Report for the financial year 2023-24 is also available on the website of the Company at [www.hngil.com](http://www.hngil.com).

Kindly, note that the soft copies of the Notice of AGM and the Annual Report for the financial year 2023-24 have been sent by e-mail to the Debenture Trustees and to those members whose e-mail id's are registered with the Company or Depositories in compliance with General Circular dated 5<sup>th</sup> May, 2020 and other subsequent circulars including the latest one being 25<sup>th</sup> September, 2023 issued by the Ministry of Corporate Affairs.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,  
For **Hindusthan National Glass & Industries Limited**

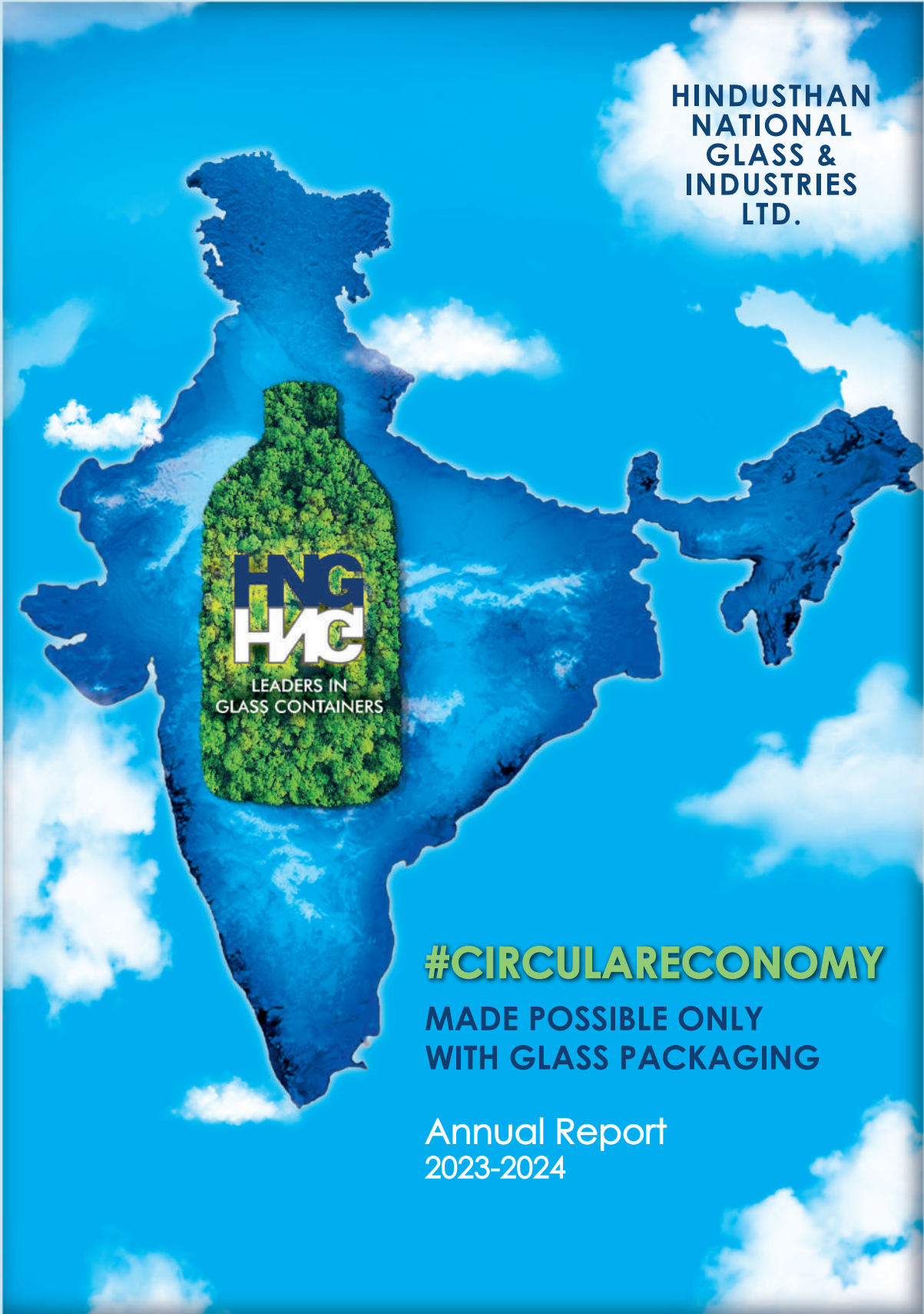
**(Jit Roy Choudhury)**  
Company Secretary & Compliance Officer



**Encl: As above**

• Glass is made of natural resources • Glass is inert

• Glass is infinitely recyclable • Glass is nonporous and impermeable • Glass is hygienic



**HINDUSTHAN  
NATIONAL  
GLASS &  
INDUSTRIES  
LTD.**

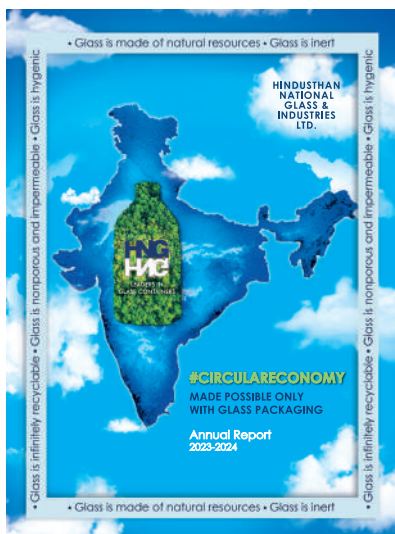
**#CIRCULARECONOMY**

**MADE POSSIBLE ONLY  
WITH GLASS PACKAGING**

**Annual Report  
2023-2024**

• Glass is made of natural resources • Glass is inert

• Glass is infinitely recyclable • Glass is nonporous and impermeable • Glass is hygienic



## Forward looking statements

In this Annual Report, we have disclosed forward looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements – written and oral – that we periodically make, contain forward looking statements that set out anticipated results based on the management’s plans and assumptions. We have tried wherever possible to identify such statements by using words such as ‘anticipates’, ‘estimates’, ‘expects’, ‘projects’, ‘intends’, ‘plans’, ‘believes’, and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward looking statements will be realised, although we believe that we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward looking statements, whether as a result of new information, future events or otherwise.



This Annual Report is available online at [www.hngil.com](http://www.hngil.com)

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## HINDUSTHAN NATIONAL GLASS & INDUSTRIES LIMITED

Registered Office: 2, Red Cross Place, Kolkata - 700 001

CIN - L26109WB1946PLC013294

Website: [www.hngil.com](http://www.hngil.com), Email: [cosec@hngil.com](mailto:cosec@hngil.com), Tel: (033) 2254 3100, Fax: (033) 2254 3130

### NOTICE OF THE 78<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the Seventy Eighth ("78th") Annual General Meeting ("AGM") of the Members of Hindusthan National Glass & Industries Limited will be held on Monday, 30th September 2024 at 11:00 A.M. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") facility to transact the following businesses:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 together with Reports of the Directors and the Auditors thereon.

#### SPECIAL BUSINESS:

2. Appointment of Shri. Neeraj Kumar Sureka (DIN: 002231914) as an Independent Director of the Company

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 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act and Regulation 16 (1) (b), 17 (1A) and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) Shri. Neeraj Kumar Sureka (DIN: 002231914) who was appointed as an Additional Director effective 20th June, 2024, and who shall hold office upto the date of this AGM, be and is hereby appointed as a Non Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years commencing from 20th June, 2024 to 19th June, 2029;

**RESOLVED FURTHER THAT** the Resolution Professional/Directors be and are hereby authorized to do all such acts deeds, matters and things and take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

**For Hindusthan National Glass & Industries Limited**

(Company undergoing Corporate Insolvency Resolution Process)

Place: Kolkata

Date: 3rd September, 2024

**Jit Roy Choudhury**

Company Secretary

(ACS -44368)

#### Registered Office:

2 Red Cross Place  
Kolkata – 700001, West Bengal  
CIN: L26109WB1946PLC013294

#### Taken on record by

**Girish Siriram Juneja**

Resolution Professional for Hindusthan National Glass & Industries Limited

Reg No: IBBI/IPA-001/IP-P00999/2017-2018/11646





## Notice

### NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('The Act') setting out material facts concerning the businesses under Item No. 2 of the accompanying Notice, is annexed hereto.
2. Pursuant to the Ministry of Corporate Affairs ('MCA') General Circular No. 14/2020 dated April 08, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, General Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 (collectively referred to as "MCA Circulars") read with the Securities and Exchange Board of India ("SEBI") Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 ("SEBI Circulars"), physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the 78th AGM of the Company through VC/OAVM.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the MCA, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the 78th AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the 78th AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Pursuant to the provisions of Section 108 of the Act 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 ('SEBI Listing Regulations'), and the MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 and January 13, 2020 the, Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 78th 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 for the 78th AGM will be provided by NSDL.

The remote e-Voting period will commence on Friday, 27th September, 2024 (9:00 A.M. IST) and will end on Sunday, 29th September, 2024 (5:00 P.M. IST). During this period, the Members of the Company, holding shares either in physical or dematerialized mode, as on the cut-off date, i.e., Monday, 23rd September, 2024 may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by NSDL for voting thereafter.

Only those Members who are present in the Meeting through VC or OAVM facility and have not cast their votes on resolutions through remote e-Voting and are otherwise not barred from doing so, shall be allowed to vote through e-Voting system during the AGM. However, Members who would have cast their votes by remote e-Voting may attend the Meeting, but shall neither be allowed to change it subsequently nor cast votes again during the Meeting and accordingly, their presence shall also be counted for the purpose of quorum under Section 103 of the Act. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Thursday, 5th September, 2024 being the cut-off date, are entitled to vote on the Resolutions set forth in the Notice. The voting rights of the Members shall be in proportion to their share(s) of the paid-up equity share capital of the Company as on the cut-off date. A person who is not a member as on the cut-off date, i.e., Thursday, 5th September, 2024 should treat this Notice for information purpose only.

In line with the MCA Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.hngil.com](http://www.hngil.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](http://www.bseindia.com) and [www.nseindia.com](http://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](http://www.evoting.nsdl.com).

## Notice (Contd.)

The Board has appointed Ms. Kumkum Rathi of M/s. M. Rathi & Co., Company Secretaries (Membership No.: FCS-6016 and C.P. No. 6209), as the Scrutinizer for scrutinizing the process of remote e-Voting and also e-Voting during the Meeting in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of the Meeting, count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-Voting in presence of at least two witnesses not in employment of the Company and submit a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, not later than 2 (Two) working days after the conclusion of the Meeting. Thereafter, the Results of e-Voting shall be declared forthwith by the Chairman or by any other director/person duly authorised in this regard. The Results declared along with the Report of the Scrutinizer shall be placed on the Company's website ([www.hngil.com](http://www.hngil.com)) and on the e-Voting website of NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) immediately after the results are declared and shall simultaneously be communicated to the Stock Exchanges where the equity shares of the Company are listed. The results declared along with the said Report shall also be displayed at the Registered Office of the Company. Subject to the receipt of requisite number of votes, the businesses mentioned in the Notice / the resolutions forming part of the Notice shall be deemed to be passed on the date of the AGM, i.e., Monday, 30th September, 2024.

7. The relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations) in respect of Director seeking re-appointment at the 78th AGM is annexed in **Annexure-1**.
8. Institutional / Corporate Shareholders (i.e. other than Individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing Body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through its registered email address to [mrathico@gmail.com](mailto:mrathico@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
9. As per Regulation 40 of SEBI Listing Regulations, the securities of Listed Companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agent ('RTA'), M/s Maheshwari Datamatics Private Limited ("MDPL") for assistance in this regard at our RTA's email id [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com).
10. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with MDPL in case the shares are held by them in physical form. An email id registration form is enclosed to this notice.
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to MDPL, in case the shares are held by them in physical form.
12. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13, enclosed to this notice. Members are requested to submit the said details to their DP, in case the shares are held by them in electronic form and to MDPL, in case the shares are held in physical form at its email id i.e. [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com).
13. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or MDPL, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
14. In case of joint holders, the Member whose name appears as the first holder, in the order of names as per the Register of Members of the Company will be entitled to vote at 78th AGM.
15. In compliance with the aforesaid MCA Circulars and SEBI Circulars, the Notice of the 78th 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 [www.hngil.com](http://www.hngil.com), websites of the Stock Exchanges. i.e. BSE Limited, National Stock Exchange of India Limited and Calcutta Stock Exchange at [www.bseindia.com](http://www.bseindia.com), [www.nseindia.com](http://www.nseindia.com) and [www.cse-india.com](http://www.cse-india.com) respectively, and on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
16. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 24th September, 2024 to Monday, 30th September, 2024 (both days inclusive) for the purpose of 78th AGM.

## Notice (Contd.)

17. Pursuant to the amendments made to Section 139 of the Act, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors, has been withdrawn from the Statute. In view of the above, ratification by the Members for continuance of appointment of Statutory Auditors at this AGM are not being sought.
18. 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 under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to cosec@hngil.com.
19. Pursuant to Rule 3 of the Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012 (including amendments if any), the Company has uploaded the details of unpaid and unclaimed amounts lying with it on the MCA website.

The Company has transferred the unpaid dividend amount of INR 12,792/- for FY 2012-13 to the IEPF account. However, the linking of the amount transferred by the Bank to the MCA/IEPF account is pending due to some technical glitch. The Company is continuously communicating with the Bank/ MCA and taking steps to resolve the issue. Equity shares in respect of which, the dividend for the year 2012-13 remained unclaimed for seven consecutive years has been transferred to the IEPF Authority, in compliance with Section 124 of the Act read with Rule 6 of the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2017, after giving individual notices to concerned Shareholders and advertisements in newspapers.

20. Considering the Meeting would be held through VC/OAVM, the route map for the venue is not annexed to the Notice. The deemed venue for the AGM shall be the Registered office of the Company.
21. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING THE 78TH ANNUAL GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on **Friday, 27th September, 2024, at 9.00 A.M. and ends on Sunday, 29th September, 2024 at 5,00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **Monday, 23rd September, 2024**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Monday, 23rd September, 2024**.

22. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of SEBI Listing Regulations, as amended, MCA Circulars, SEBI Circulars, SS-2 issued by the ICSI, the Company is pleased to provide to its members, facility to exercise their right to vote on all resolutions set forth in the Notice, electronically, through electronic voting (e-Voting) services (both Remote e-Voting and e-Voting at AGM) facilitated by NSDL. All items of the business specified in the Notice may be transacted through remote e-Voting (facility to cast vote from a place other than the venue of the AGM) or e-Voting (facility to cast vote electronically at AGM) services provided by NSDL. Instructions and other information relating to remote e-Voting/ e-Voting are given in the notice under steps for e-Voting. It may be noted that the facility for e-Voting at AGM shall be available for members who have not cast their vote through Remote e-Voting. Members who have cast their vote through Remote e-Voting may attend the AGM through VC/ OAVM but shall not be entitled to cast their votes at the Meeting once again.

### **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 and joining virtual meeting for Individual shareholders holding securities in demat mode**

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

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

## Notice (Contd.)

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the <b>"Beneficial Owner"</b> icon under <b>"Login"</b> which is available under <b>'IDeAS'</b> section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on <b>"Access to e-Voting"</b> under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>"Register Online for IDeAS Portal"</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol>
	<ol style="list-style-type: none"> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App <b>"NSDL Speede"</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>  <p>The image shows the text "NSDL Mobile App is available on" above the App Store and Google Play logos. Below each logo is a QR code for scanning to download the app.</p> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>



## Notice (Contd.)

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

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

### How to Login to NSDL e-Voting website?

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***

## Notice (Contd.)

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
  - b) "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

### **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

#### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [mrathico@gmail.com](mailto:mrathico@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

## Notice (Contd.)

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

- 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 [cosec@hngil.com](mailto:cosec@hngil.com).
- 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 [cosec@hngil.com](mailto:cosec@hngil.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
- Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
- In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

### **THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

- 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 [cosec@hngil.com](mailto:cosec@hngil.com).
- 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 [cosec@hngil.com](mailto:cosec@hngil.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
- Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
- 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.

### **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

- Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- Shareholders are encouraged to join the Meeting through Laptops for better experience.
- Further Shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

## Notice (Contd.)

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cosec@hngil.com. The same will be replied by the company suitably.
7. Shareholders who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/ folio number, PAN and mobile number by sending email to [cosec@hngil.com](mailto:cosec@hngil.com) from their registered email address on or before Friday, 6th September, 2024 by 5:00 p.m. IST. Only those Shareholders who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM
8. The Company reserves the right to restrict the number of questions and number of speakers as appropriate for smooth conduct of the AGM.

### ANNEXURE TO THE NOTICE

#### EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

#### SPECIAL RESOLUTION

##### Item No 2:

The RP & Directors of the Company based on the approval of Committee of Creditors (CoC) and on the recommendation of the Remuneration and Nomination Committee, had appointed Shri. Neeraj Kumar Sureka (DIN: 002231914) as an Additional Non – Executive Independent Director of the Company w.e.f. 20th June, 2024.

Further, Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 ('the Act') and regulations 16(1)(b) and 17(1A) read with other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) (including any statutory modification(s) or re-enactment thereof for the time being in force), the RP and Directors of the Company at their meeting held on 20th June, 2024, has proposed Shri Neeraj Kumar Sureka (DIN: 002231914) to re-designate as Director and appoint himself as an Independent Director of the Company (subject to the approval of the members at the 78th Annual General Meeting) .

The Company has also received a declaration from Shri. Neeraj Kumar Sureka (DIN: 002231914) as specified under Section 149(6) and Schedule IV of the Companies Act, 2013. Shri Neeraj Kumar Sureka (DIN:002231914), being eligible for appointment as an Independent Director, offering himself for appointment.

Shri Neeraj Kumar Sureka was born on 14.09.1968. He is a Chartered Accountant, Insolvency Professional and IDBI Registered Valuer. He has more than 30 years of experience in the fields of audit, income-tax, corporate law and bank finance.

Shri. Neeraj Kumar Sureka (DIN: 002231914) does not hold by himself or for any other person on a beneficial basis, any shares in the Company. In the opinion of the RP and Directors, he fulfils the conditions specified under the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) read with 17(1A) & other applicable provisions of the Listing Regulations for his appointment as a Non-Executive Independent Director of the Company. He is independent of the management of the Company. The RP and Directors considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail his services as an Independent Director. Accordingly, the RP and Directors recommends Special Resolution in relation to his appointment as an Independent Director for a term of five consecutive years with effect from 20th June 2024, for the approval by the shareholders of the Company.

Except Shri Neeraj Kumar Sureka, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the accompanying Notice of the AGM. Shri. Neeraj Kumar Sureka (DIN: 002231914) is not related to any Director of the Company.

This Explanatory Statement together with the accompanying Notice of the AGM may also be regarded as disclosure under Regulation 36(3) of the Listing Regulations (as given below explanatory statement to Item no. 2) and Secretarial Standard on General Meetings (SS-2) of ICSI.





**Notice** (Contd.)

**Annexure -1**

**Disclosure relating to Directors pursuant to Regulation 36(3) of SEBI Listing Regulations and Secretarial Standards on General Meetings (SS-2):**

Name	Shri Neeraj Kumar Sureka
DIN	002231914
Date of Birth	14-09-1968
Brief Resume of the Director	<p>Shri Sureka is a Chartered Accountant, Insolvency Professional, IBBI Registered Valuer-SFA.</p> <ul style="list-style-type: none"> <li>• He has more than 30 years of experience in the fields of audit, income tax, corporate law and bank finance.</li> <li>• He has handled Corporate Insolvency &amp; Resolution Process &amp; Liquidation process as Resolution Professional.</li> <li>• He has issued more than seventy Valuation Reports related to Ind-AS, Merger, CIRP Valuation, Issue of Shares, Buyback of Shares, DCF Valuation, Valuation under Income Tax Act.</li> </ul>
Expertise in specific functional areas	Shri Sureka being a Chartered Accountant is an expert in the fields of audit, income-tax, corporate law and bank finance. Further, being a Resolution Professional, he has handled as Corporate Insolvency & Resolution Process and Liquidation process.
Disclosure of relationships between directors inter-se	Not related to any Director of the Company.
Name of listed entities in which the person also holds the directorship and the membership of Committees of the board [along with listed entities from which the person has resigned in the past three years];	NIL
Shareholding of Non-Executive Directors [in the listed entity, including shareholding as a beneficial owner];	NIL
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Shri Sureka is a qualified Chartered Accountant and an Insolvency Resolution Professional who shall bring in his immense experience and add value to the Company in the fields on audit, income tax, corporate law and in matters relating to Corporate Insolvency Resolution Process of the Company.

**For Hindusthan National Glass & Industries Limited**

(Company undergoing Corporate Insolvency Resolution Process)

**Jit Roy Choudhury**

Company Secretary  
(ACS -44368)

Place: Kolkata  
Date: :3rd September, 2024

**Registered Office:**

2 Red Cross Place  
Kolkata – 700001, West Bengal  
CIN: L26109WB1946PLC013294

**Taken on record by**

**Girish Siriram Juneja**

Resolution Professional for Hindusthan National Glass & Industries Limited  
Reg No: IBBI/IPA-001/IP-P00999/2017-2018/11646



## HINDUSTHAN NATIONAL GLASS & INDUSTRIES LIMITED

Registered Office: 2, Red Cross Place, Kolkata - 700 001

CIN - L26109WB1946PLC013294

Website: [www.hngil.com](http://www.hngil.com), Email: [cosec@hngil.com](mailto:cosec@hngil.com), Tel: (033) 2254 3100, Fax: (033) 2254 3130

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### E-MAIL REGISTRATION-CUM-CONSENT FORM

To,  
The Company Secretary,  
**Hindusthan National Glass & Industries Limited,**  
2, Red Cross Place, Kolkata- 700 001

I/We the members of the Company do hereby request you to kindly register/ update my e-mail address with the Company. I/ We, do hereby agree and authorize the Company to send me/ us all the communications in electronic mode at the e-mail address mentioned below. Please register the below mentioned e-mail address / mobile number for sending communication through e-mail/ mobile.

Folio No:..... DP-ID:..... Client ID: .....

Name of the Registered Holder (1st):.....

Name of the joint holder(s) (2nd): .....(3rd):.....

Registered Address: .....

.....Pin: .....

Mobile Nos. (to be registered): .....

Email id (to be registered):.....

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#### Signature of the Shareholder(s)\*

\* Signature of all the shareholders is required in case of joint holding.



## HINDUSTHAN NATIONAL GLASS & INDUSTRIES LIMITED

Registered Office: 2, Red Cross Place, Kolkata - 700 001

CIN - L26109WB1946PLC013294

Website: [www.hngil.com](http://www.hngil.com), Email: [cosec@hngil.com](mailto:cosec@hngil.com), Tel: (033) 2254 3100, Fax: (033) 2254 3130

### FORM NO. SH-13 NOMINATION FORM

(Pursuant to Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014)

To,  
The Company Secretary,  
**Hindusthan National Glass & Industries Limited,**

2, Red Cross Place, Kolkata- 700 001

I/ We.....the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest all the rights in respect of such securities in the event of my/our death.

**1. PARTICULARS OF THE SECURITIES (in respect of which nomination is being made) -**

**Nature of securities:**.....  
**Folio No. .... No. of Securities:**.....  
**Certificate No. ....Distinctive No.:**.....

**2. PARTICULARS OF NOMINEE/S —**

(a) Name : \_\_\_\_\_  
(b) Date of Birth : \_\_\_\_\_  
(c) Father's/Mother's/Spouse's name : \_\_\_\_\_  
(d) Occupation : \_\_\_\_\_  
(e) Nationality : \_\_\_\_\_  
(f) Address : \_\_\_\_\_  
(g) E-mail id : \_\_\_\_\_  
(h) Relationship with the security holder : \_\_\_\_\_

**3. IN CASE NOMINEE IS A MINOR –**

(a) Date of birth : \_\_\_\_\_  
(b) Date of attaining majority : \_\_\_\_\_  
(c) Name of guardian : \_\_\_\_\_  
(d) Address of guardian : \_\_\_\_\_  
Name : \_\_\_\_\_  
Address : \_\_\_\_\_  
Name of the Security Holder(s) : \_\_\_\_\_  
Signatures : \_\_\_\_\_  
Witness with name and address : \_\_\_\_\_

**Instructions:**

1. Please read the instructions given below very carefully and follow the same to the letter. If the form is not filled as per instructions, the same will be rejected.
2. The nomination can be made by individuals only. Non individuals including society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family, holder of power of attorney cannot nominate. If the Shares are held jointly, all joint holders shall sign (as per the specimen registered with the Company) the nomination form.
3. A minor can be nominated by a holder of Shares and in that event the name and address of the Guardian shall be given by the holder.
4. The nominee shall not be a trust, society, body corporate, partnership firm, Karta of Hindu Undivided Family, or a power of attorney holder. A non-resident Indian can be a nominee on re-patriable basis.
5. Transfer of Shares in favour of a nominee shall be a valid discharge by a Company against the legal heir(s).
6. Only one person can be nominated for a given folio.
7. Details of all holders in a folio need to be filled; else the request will be rejected.
8. The nomination will be registered only when it is complete in all respects including the signature of (a) all registered holders (as per specimen lodged with the Company) and (b) the nominee.
9. Whenever the Shares in the given folio are entirely transferred or dematerialised, then this nomination will stand rescinded.
10. Upon receipt of a duly executed nomination form, the Registrars & Transfer Agent of the Company will register the form and allot a registration number. The registration number and folio no. should be quoted by the nominee in all future correspondence.
11. The nomination can be varied or cancelled by executing fresh nomination form.
12. The Company will not entertain any claims other than those of a registered nominee, unless so directed by a Court.
13. The intimation regarding nomination / nomination form shall be filed in duplicate with the Registrars & Transfer Agents of the Company who will return one copy thereof to the members.
14. For shares held in dematerialised mode nomination is required to be led with the Depository Participant in their prescribed form.



## Director's Report

*Dear Members,*

We hereby present the Annual Report together with the Audited Accounts of our business and operations for the financial year ended 31st March, 2024.

The Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, vide its order dated October 21, 2021 had admitted the Company for initiation of Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016 (IBC) ("the Code") and had appointed Mr. Girish Siriram Juneja having Registration no IBBI/IPA-001/IP-P00999/2017-18/11646 as the Interim Resolution Professional. In an appeal filed by the promoters with NCLAT opposing the admission of the Company to Insolvency the Hon'ble NCLAT New Delhi stayed the Constitution of the CoC (Committee of Creditors) by its order dated October 28, 2021. Further NCLAT vide its order dated January 18, 2022 vacated the stay on the formation of CoC. Thereafter at the 1st Meeting of the Committee of Creditors of the Company held on January 28, 2022 the e-voting results of which concluded on February 9, 2022, the appointment of the Interim Resolution Professional Mr. Girish Siriram Juneja was confirmed as the Resolution Professional (RP) and he is being supported in the CIRP process by EY Restructuring LLP as the Insolvency Professional Entity.

As per the provision of the Code, the RP had initiated the resolution process of the Company and had invited expression of interest through publication of Form G on March 25, 2022. The RP received various Expression of Interests from different applicants and he had received resolution plans on July 25, 2022. On October 28, 2022, the resolution plan submitted by AGI Greenpac Limited (AGI) has been approved by the CoC and accordingly, the RP had filed the plan for approval with the Hon'ble NCLT, the outcome of which is pending as on the date of finalization of this report.

### FINANCIAL HIGHLIGHTS\*

(INR in Lakhs)

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Gross sales (including excise duty)	2,55,235	2,45,735
Profit before interest, depreciation and tax	35,650	-9,926
Interest and finance charges	435	2,734
Profit/Loss before depreciation and tax	35,215	-12,659
Depreciation	8,809	10,631
Exceptional items	10,158	-
Profit/Loss before tax & after exceptional profit	16,249	-23,290
Profit/Loss for the year (Before Other Comprehensive Income)	16,337	-23,332
Balance brought forward from previous year	-1,88,805	-1,65,378
Amount available for appropriation	-1,72,271	-1,88,805
Balance carried forward to the next year	-1,72,271	-1,88,805

\*figures have been regrouped and rounded off.

### RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

During the financial year under review, your Company reported gross sales of Rs. 2,55,235 Lakhs in F.Y. 2023-24 compared to Rs. 2,45,735 Lakhs in F.Y. 2022-23. Your Company recorded a positive EBITDA of Rs. 35,650 Lakhs in comparison to loss of Rs. 9,926 Lakhs in the last financial year 2022-23, thereby improving its performance to a great extent. Further, your Company has strengthened its financial position and reported a net profit of Rs. 16,337 Lakhs in the financial year under review in comparison to a net loss of Rs. 23,332 Lakhs during the last financial year 2022-23.

The financial position of the Company has improved significantly in the current financial year. The Company has generated sufficient funds and is in discussion with the Committee of Creditors ("CoC") to undertake capex on select furnaces in a phased manner.

### DIVIDEND & RESERVE

Your Directors do not recommend any dividend for the financial year ended 31st March, 2024. Further, during the financial year under review, no amount was transferred to General Reserve.

## Director's Report *(Contd.)*

### ISSUE OF SHARES

The paid up Equity Share Capital as at 31st March, 2024 stood at 17,91,07,130 i.e. 8,95,53,565 equity shares of Rs. 2/- each. The Company has not issued shares with differential voting rights, nor has granted any stock options or sweat equity. As on 31st March, 2024, none of the Directors of the Company, hold instruments convertible into equity shares of the Company.

### SUBSIDIARY COMPANY

As on 31st March, 2024, your Company does not have any Subsidiary Company.

### DIRECTORS & KEY MANAGERIAL PERSONNEL

Since the Company is undergoing Corporate Insolvency Resolution Process (CIRP) w.e.f 21st October 2021, the powers of the Board of Directors have been suspended and such powers are vested with Mr. Girish Siriram Juneja, in the capacity of Resolution Professional.

Shri Sanjay Somany (DIN:- 00124538) was the Chairman & Managing Director of the Company. At present his powers to act for the company as a Director is suspended.

Shri Mukul Somany (DIN:- 00124625) was Vice - Chairman & Managing Director of the Company. At present his powers to act for the company as a Director is suspended.

Shri Ratna Kumar Daga (DIN: 00227746), Smt. Rita Bhimani (DIN: 07106069) & Shri Amal Chandra Saha (DIN: 00443348) are the Independent Directors of the Company as on 31st March, 2024.

Shri Ratna Kumar Daga ceased to be Independent Director w.e.f. the close of business hours on 31st March, 2024, upon completion of two consecutive terms as Independent Director of the Company. Further, pursuant to the approval of the Committee of Creditors (CoC) and upon the recommendation of the Nomination and Remuneration Committee of the Company, the RP and Directors at their meeting held on 20th June, 2024, approved the appointment of Mr. Neeraj Kumar Sureka (DIN: 02231914) as the Additional Non Executive Independent Director of the Company, subject to the approval of shareholders at the ensuing AGM of the Company.

The Company has received declarations from all the Independent Directors of the Company, confirming that they meet the criteria of Independence, as prescribed under Section 149(6) of the Companies Act, 2013. Roles, responsibilities and duties of Independent Directors are uploaded on the Company's website at the link <https://www.hngil.com/uploads/0c768d3f360c86deb947e544428b07dc.pdf>

Pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a structured questionnaire was prepared, after taking into consideration the various aspects of the Board's functioning, composition of the Board, its Committees, culture, execution and performance of specific duties, obligations and governance. The Company has devised a Policy for performance evaluation of Independent Directors and Board, which include criteria for performance evaluation of the non-executive directors and executive directors.

The performance evaluation of the Independent Directors, Chairman and the Non Independent Directors were carried out. The RP and Directors expressed their satisfaction with the evaluation process, on the basis of recommendations from Nomination and Remuneration Committee.

The following policies of the Company are attached herewith and marked as "Annexure I":

- A. Nomination & Remuneration Policy.
- B. Board Evaluation Policy.

### KEY MANAGERIAL PERSONNEL

Shri Jit Roy Choudhury has been appointed as the Company Secretary & Compliance Officer of the Company with effect from 16th April, 2024 and Smt. Pritha Bose had resigned with effect from 30th January, 2024. Shri Bimal Kumar Garodia is acting as the Chief Financial Officer of the Company since 26th April, 2008 and continues to act so.

## Director's Report (Contd.)

The details of Key Managerial Personnel of the Company are as follows:-

SI No.	Name of Key Managerial Personnel	Designation
1	Shri Sanjay Somany	Managing Director (Suspended)
2	Shri Mukul Somany	Managing Director (Suspended)
3	Shri Bimal Kumar Garodia	Chief Financial Officer
4	Shri Jit Roy Choudhury	Company Secretary & Compliance Officer

### DIRECTORS' RESPONSIBILITY STATEMENT

The financial statements of your Company for the financial year ended March 31, 2024 have been taken on record by the Resolution Professional while discharging the powers of the erstwhile Board of Directors of your Company which were conferred upon him in accordance with the Hon'ble NCLT Order dated October 21, 2021 to run your Company as a going concern during CIRP. Hence the financial statements for the financial year ended March 31, 2024, have been prepared on "going concern" assumptions.

Further, pursuant to Section 134(5) of the Act, the Directors and the RP hereby confirm that –

- In the preparation of the annual accounts for the financial year ended 31st March, 2024, the applicable Accounting Standards had been followed along with proper explanation relating to material departures.
- They 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 31st March, 2024 and of the profit of the Company for the financial year ended on that date.
- They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- As stated above, the annual accounts have been prepared on a 'going concern basis'.
- They 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
- They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to Rule 3 of the Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012, including any till date amendments, the Company has uploaded the details of unpaid and unclaimed amounts lying with it on the Ministry of Corporate Affairs website.

The Company has transferred the unpaid dividend amount for FY 2012-13 amounting to INR 12,792/- to the IEPF account. However, the linking of the amount transferred by the Bank to the MCA/IEPF account is pending due to some technical glitch. The Company is continuously communicating with the Bank/ MCA and taking steps to resolve the issue. Equity shares in respect of which, the dividend for the year 2012-13 remained unclaimed for seven consecutive years has been transferred to the IEPF Authority, in compliance with Section 124 of the Companies Act, 2013, read with rule 6 of the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2017, after giving individual notices to concerned Shareholders and advertisements in newspapers.

### CORPORATE GOVERNANCE

The Company has been practicing the principles of good corporate governance with a view to achieve transparent, accountable and fair management. The Report on Corporate Governance, along with the Certificate from a firm of Practising Company Secretaries M/s. M. Rathi & Co., confirming the compliance of Corporate Governance, as stipulated in Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations & Disclosures Requirement) Regulations, 2015, forms an integral part of the Annual Report.

## Director's Report *(Contd.)*

### CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

The contracts/arrangements/transactions entered by the Company during the financial year 2023-24 with the related parties were in the ordinary course of business and on an arm's length basis. All the related party transactions are undertaken with the approval of the Audit Committee and are periodically placed before the RP and Directors for their review. During the financial year 2023-24, the Company has not entered into any contracts/arrangements/transactions with related parties, which could be considered material in accordance with the policy on materiality of related party transactions.

The Policy on materiality of related party transactions and dealing with related party transactions, as approved by the Board may be accessed on the Company's website at the link: <https://www.hngil.com/uploads/c90668a5f25a922faa07d164c0a9568c.pdf>

### CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Corporate Social Responsibility Committee has been formulated and comprises of Shri Mukul Somany (Chairman), Shri Sanjay Somany and Smt. Rita Bhimani as members. Since, the average net profits of the Company made during the three immediately preceding financial years is negative, the Company, was not required to incur any expenditure on CSR activities. The CSR Policy may be accessed on the Company's website at the link: <https://www.hngil.com/uploads/93ba57f26619b9fa9dae1ca3538f3446.pdf>

### DEBT MANAGEMENT

The Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, vide its order dated October 21, 2021 had admitted the Company for initiation of Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016 (IBC) ("the Code") and appointed Mr. Girish Siriram Juneja having Registration no IBBI/IPA-001/IP-P00999/2017-18/11646 as the Interim Resolution Professional. In an appeal filed by the promoters with NCLAT opposing the admission of the Company to Insolvency the Hon'ble NCLAT New Delhi stayed the Constitution of the CoC (Committee of Creditors) by its order dated October 28, 2021. Subsequently NCLAT vide its order dated January 18, 2022 vacated the stay on the formation of COC. Thereafter at the 1st Meeting of the COC of the Company held on January 28, 2022 the e-voting results of which concluded on February 9, 2022, the appointment of the Interim Resolution Professional Mr. Girish Siriram Juneja was confirmed as the Resolution Professional (RP) and he is being supported in the CIRP process by EY Restructuring LLP as the Insolvency Professional Entity.

As per the CIRP timelines, the 180 days of the CIRP period (excluding 82 days of stay period) expired on July 10, 2022. The RP had filed an application for an extension with the Hon'ble National Company Law Tribunal, Kolkata Bench seeking an extension of 90 days i.e. till October 08, 2022 under Section 12(2) of the Code and the same was approved. The RP had filed for further extension of another 30 days and the same was also approved extending the last date of CIRP to November 06, 2022. As per the provision of IBC 2016, the RP had initiated the resolution process for the Company by inviting expression of interest through publication of Form G on March 25, 2022. RP received various Expression of Interests from different applicants and he received the resolution plans on July 25, 2022. On October 28, 2022, the resolution plan submitted by AGI Greenpac Limited (AGI) has been approved by the CoC and accordingly, the RP has filed the plan for approval with the Hon'ble NCLT, Kolkata bench on November 05, 2022 which is pending as on the date of finalization of this report. Further some related applications have been filed with Hon'ble Supreme Court, the outcome of which is pending as on date.

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis under Schedule V read with Regulation 34(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 has been presented in a separate section and forms part of this Annual Report.

### CONSOLIDATED FINANCIAL STATEMENTS

During the financial year under review, the Company has no subsidiary and/or joint venture and/or associate Company and accordingly, your Company is not required to prepare consolidated financial statements, including Form AOC-1 for the F.Y.2023-24.

### RISK MANAGEMENT

Risk management is embedded in your Company's operating framework. The Company manages and monitors various risks and uncertainties that can have some adverse impact on the Company's business. Your Company believes that managing risks helps in maximising returns. Your Company is giving major thrust in developing and strengthening its internal audit, so





## Director's Report (Contd.)

that risk threat can be mitigated. The Company's approach to address business risks is comprehensive and includes periodic review, mitigating controls and reporting mechanism.

Since, your Company is not among top 1000 listed companies based on market capitalization as on 31st March, 2024, constitution of Risk Management Committee is not required, in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, However the provisions of Section 177(4) (vii) of the Companies Act, 2013 requires that every Audit Committee shall act in accordance with the terms of reference specified in writing by the Board, which shall inter alia include evaluation of risk management systems. In line with above, it is therefore, required for the Company to frame and adopt a "Risk Management Policy"(this Policy) in accordance with Section 134(3)(n), 177 (4)(vii) and other applicable provisions of the Companies Act,2013, read with regulation 17(9), 21 and other applicable regulations of the SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015.

The Company has a formal Risk Management Policy and the same may be accessed on the Company's website at the link <https://www.hngil.com/uploads/10250602fdfe89b1148677226c6055fd.pdf>

### INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY

Your Company has a comprehensive and effective internal control and risk mitigation system, including internal financial control, for all the major processes, to ensure reliability of financial reporting, timely feedback on operational and strategic goals, compliance with policies, procedures, law and regulations, safeguarding of assets and economical and efficient use of resources. The Company's internal control system is commensurate with its size, scale and complexities of its operations. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry.

The Audit Committee of the Company actively reviews the adequacy and effectiveness of the Internal Control Systems and suggests improvements. The Company has a robust Management Information System (MIS), which is an integral part of the control mechanism.

### AUDITORS AND AUDITORS' REPORT

#### Statutory Auditors

The Company has the following joint Statutory Auditors namely: -

M/s Lodha & Co LLP, Chartered Accounts (ICAI Registration Number 301051E/E300284), who were appointed as the Joint Statutory Auditors of the Company, to hold office for a term of 5 (five) consecutive years from the conclusion of the 76th Annual General Meeting (AGM) till the conclusion of the 81st AGM of the Company to be held in the year 2027.

M/s JKVS & Co, (Formerly M/s Jitendra K Agarwal & Associates) Chartered Accountants (Firm Registration No. 318086E). who were appointed as the Joint Statutory Auditors of the Company at the AGM held on 12th September, 2023 to hold office for a term of 5 (five) consecutive years from the conclusion of the 77th AGM until the conclusion of the 82nd AGM of the Company to be held in the year 2028.

#### Statutory Auditors' Report

The following audit qualification were given by the Auditors in their Audit Report dated 28th May, 2024:

Details of Audit Qualification:

- (i) Qualification regarding Going Concern.
- (ii) Qualification regarding adjustment against outstanding loan balances.
- (iii) Qualification regarding non accounting of interest post initiation of CIRP.
- (iv) Qualification regarding reinstatement of ECB Borrowing and related interest.
- (v) Qualification regarding set aside corpus fund by consortium lenders for meeting legal expenses.
- (vi) Qualification regarding non-reconciliation of certain debit and credit balances.
- (vii) Qualification regarding final decision and outcome of Corporate Insolvency Resolution Process (CIRP).
- (viii) Qualification regarding written back interest on MSME Vendors on PRE ICD Balance.

## Director's Report *(Contd.)*

Further, the Statutory Auditor of the Company have not reported any fraud to the Audit Committee of the Company as specified Section 143(12) of the Companies Act, 2013, during the financial year under review.

The management response to the following qualifications / observations made in the Independent Auditors Report is stated as under:

### Management Response

The Management/RP is of the view that they are making best efforts to achieve favorable order in ongoing litigations in order to protect the value of the assets and is continuously working on making efforts to improve operations. As per rules and regulations of the Corporate Insolvency Resolution Process (CIRP) stipulated under the Insolvency and Bankruptcy Code 2016 ('the code'), RP had invited resolution plans from the eligible prospective resolution applicants and he received resolution plan on July 25, 2022, On October 28, 2022 the Resolution plan submitted by AGI Greenpac Limited (AGI) had been approved by the CoC and accordingly, the RP filed the plan for approval with the Hon'ble NCLT, Kolkata Bench on November 05, 2022, which is pending as on date. In line with the objective of the code to run the Company as Going Concern, the financial results for the financial year ended 31st March, 2024 have been prepared on Going Concern basis. In view of the Management and RP, the Going Concern assumption considered for the preparation of financial results has not been vitiated. The ultimate outcome can only be ascertained after initiation of Resolution Plan.

Further, the management is of the view that based on the written representations received from the Directors as on March 31, 2024, taken on record by the RP & the directors and the legal opinion obtained by the Company from a Senior Advocate who is a Government Pleader – High Court for the State of West Bengal, none of the Directors are disqualified from being appointed as a Director in terms of Section 164 (2) of the Act as on March 31, 2024.

### INTERNAL AUDITORS

The Company previously had an In-house management team to review and report on Internal Control Systems until July 2023.

Subsequently, upon recommendation of the Audit Committee in August 2023, M/s Grant Thornton Bharat LLP ('GT') was appointed as the Internal Auditors of the Company to review and report on efficacy of the Internal Control System. GT team presents its Internal Audit Reports to the Audit Committee of the Company and the Committee reviews and recommends actions to be taken pursuant to the observations and findings of the auditors.

The Committee mandatorily reviews information such as Internal Audit Reports related to internal control weakness, management discussion & analysis of financial condition and result of operations, statement of significant related party transactions and such other matters as prescribed.

### SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder, the Company has appointed Shri Babu Lal Patni (F.C.S. No. 2304, C.P. No. 1321), Practicing Company Secretary, to conduct the Secretarial Audit for the financial year 2023-24. The Secretarial Audit Report for the financial year ended 31st March, 2024, is annexed herewith and marked as "Annexure II" to this report.

### ANNUAL SECRETARIAL COMPLIANCE REPORT

Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 8, 2019 issued by the SEBI, the Company has received Annual Secretarial Compliance Report from Shri Babul Lal Patni, Practicing Company Secretary on compliance of all applicable SEBI Regulations and Circulars/Guidelines issued thereunder and the same has been submitted to the Stock Exchanges within the timelines specified in Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### DISCLOSURES

#### Audit Committee

As on 31.03.2024, the Audit Committee comprises of 2(Two) Independent Directors namely Shri Ratna Kumar Daga (Chairman and Independent Director) & Shri Amal Chandra Saha (Member and Independent Director) and 1 (One) Executive Director, namely Shri Mukul Somany as member. All the recommendations made by the Audit Committee were accepted by the RP and Directors, during the financial year 2023-24.

## Director's Report (Contd.)

The composition of the Audit Committee as on 31st March, 2024 is as follows:

SI No.	Name of Key Managerial Personnel	Designation
1	Shri Ratna Kumar Daga	Chairman
2	Shri Amal Chandra Saha	Member
3	Shri Mukul Somany	Member

Further, Shri Ratna Kumar Daga ceased to be Independent Director w.e.f close of business hours on 31st March, 2024 upon completion of two consecutive terms as Independent Director of the Company and accordingly his position as a Chairman of the Audit Committee got relinquished and subsequently the Company at the meeting of the RP and Directors held on 16th April, 2024 appointed Smt. Rita Bhimani as a member of the Audit Committee and redesignated Shri Amal Chandra Saha as the Chairman of the Audit Committee. Moreover, the Company at the meeting of the RP and Directors held on 20th June, 2024 appointed Mr. Neerj Kumar Sureka as a member in place of Smt. Rita Bhimani.

It is also to be noted that after the initiation of CIRP, all meetings of the Committee are chaired by the RP.

### Vigil Mechanism/Whistle Blower Policy

The Company has a Vigil Mechanism, which also incorporates a Whistle Blower Policy for Directors and Employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of conduct. Disclosures can be made by a Whistle Blower, through an email to the Chairman of the Audit Committee.

The Policy may be accessed on the Company's website at the link: <https://www.hngil.com/uploads/6d68cf57fb915efa23aa97c7b76c0301.pdf>

### Secretarial Standards

During the financial year under review, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

### Meetings of the RP & Directors

During the financial year under review 5 (five) meetings of the RP and the Directors (Suspended) have been held Physically and through Video Conferencing (VC) or Other Audio Visuals Means (OAVM) in accordance with various Circulars issued by Securities Exchange Board of India and Ministry of Corporate Affairs in view of COVID-19 pandemic situation. The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013. Details of compositions of the Board and other Board Committees and other information are provided in the Corporate Governance Report.

### Annual Return

The Annual Return as required under Section 92 and Section 134 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is posted on Company's website at [www.hngil.com](http://www.hngil.com).

### Particulars of Loans, Guarantees or Investment made, guarantee given and securities provided.

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 utilized by the recipient are provided in the Financial Statements.

### Change in nature of Business

During the financial year under review, there has been no change in the nature of business of the Company.

### Remuneration from Subsidiary

Since the Company has no Subsidiary, this is not applicable.

### Significant or Material Order

Except as disclosed in this Report, no significant and material order was passed by any regulator or court or tribunal, which impacts the going concern status of the Company or will have any bearing on Company's operations in future.

## Director's Report *(Contd.)*

### Material Event

A severe accidental fire incident occurred at the manufacturing facility of the Company situated at Sinnar, Malegaon, Maharashtra on December 29, 2023. The fire caused severe damages to various property, plant and equipment and work in progress, resulting in disruptions in the day-to-day operations and suspension of the manufacturing process. Although the fire caused damages to property and plant and machinery, it did not lead to any injury or loss of human lives. Further, the Company was adequately covered with an Industrial All Risk Insurance Policy, which included coverage on reinstatement value of the damage and Business Interruption Loss. The Company had timely initiated the process of intimating the insurance company which appointed a surveyor to assess the extent of loss incurred. Pending final estimate of the loss, the Company has made provisions on account of property, plant and equipment, molten glass as work in progress and some spares.

### Material Changes and Commitments

The Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, vide its order dated October 21, 2021 had admitted the Company for initiation of Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016 (IBC) ("the Code") and the management of the affairs of the Company is vested with the RP.

### Sexual Harassment

The company has in place a Policy for Prevention of Sexual Harassment at the Workplace in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. No complaint was pending at the beginning of the year, no complaint was received during the year, and hence, no complaint was pending at the end of the year.

### Annual Listing Fees

The Company's shares continue to be listed at the National Stock Exchange of India Limited, BSE Limited and The Calcutta Stock Exchange Limited.

The Annual Listing fee for the F.Y. 2024-25 has been paid to all these Exchanges.

### Particulars of Employees and Related Disclosures

In terms of Section 197(12) of the Act, read with Rule 5(1) (2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rule 2014, a Statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set-out and other details as required in the said rule are provided as "Annexure III".

### Conservation of Energy, Technology Absorption And Foreign Exchange Earnings And Outgo

The statements containing the required particulars under the Act are provided as "Annexure IV" and forms a part of this report.

### DISCLOSURE IN RESPECT OF STATUS OF APPLICATION OR PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE

The Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, vide its order dated October 21, 2021 had admitted the Company for initiation of Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016 (IBC) ("the Code") and had appointed Mr. Girish Siriram Juneja having Registration no IBBI/IPA-001/IP-P00999/2017-18/11646 as the Interim Resolution Professional. In a appeal filed by the promoters with the NCLAT opposing the admission of the Company to Insolvency the Hon'ble NCLAT New Delhi stayed the Constitution of the CoC (Committee of Creditors) by its order dated October 28, 2021. Subsequently NCLAT vide its order dated January 18, 2022 vacated the stay on the formation of COC. Thereafter at the 1st Meeting of the Committee of Creditors of the Company held on January 28, 2022 the e-voting results of which concluded on February 9, 2022, the appointment of the Interim Resolution Professional Mr. Girish Siriram Juneja was confirmed as the Resolution Professional (RP) and he is being supported in the CIRP process by EY Restructuring LLP as the Insolvency Professional Entity.

As per the CIRP timelines, the 180 days of the CIRP period (excluding 82 days of stay period) had expired on July 10, 2022. The RP had filed an application for extension with the Hon'ble National Company Law Tribunal, Kolkata Bench seeking an extension for a period of 90 days i.e. till October 08, 2022 under Section 12(2) of the Code and the same was approved. The RP had filed for obtaining further extension of 30 days and the same was also approved extending the last date of CIRP as



## Director's Report (Contd.)

November 06, 2022. As per the provision of IBC 2016, the RP had initiated the resolution process for the Company by inviting expression of interest through publication of Form G on March 25, 2022. The RP received various Expression of Interests from the different applicants and finally he had received resolution plans on July 25, 2022. On October 28, 2022, the resolution plan submitted by AGI Greenpac Limited (AGI) had been approved by the CoC and accordingly, the RP had filed the plan for approval with the Hon'ble NCLT, Kolkata bench on November 05, 2022 which is pending as on the date of finalization of this report. Pending this, related applications were filed before Hon'ble NCLAT, New Delhi, which have been dismissed. Consequent to this, applications were filed before the Hon'ble Supreme Court of India and the matter is still pending before the apex court.

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

During the financial year under review, no such instances took place.

### **Personnel and Industrial Relations**

Your Company takes pride in the commitment, competence and dedication shown by its employees in all the areas of business. People are the Company's key assets. The focus in F.Y. 2023-24, was on enhancing employee engagement and driving performance excellence, to achieve the Company's long term vision. Your Company is consolidating the human resource operations and the internal systems, to enhance the operations of the Company. The Company continued to actively drive the Ethics and Compliance agenda via trainings, programs and employee engagements, focusing on non-retaliation and zero tolerance to non-compliance. HR function is a critical pillar to support the organization's growth and its sustainability in the long run.

### **Acknowledgements**

Your Directors & RP would like to place on record, their appreciation to the employees, at all levels, for their contribution to the Company's performance, but for whose hard work and support, your Company's achievements would not have been possible. Your Directors & RP also wish to thank its customers, dealers, agents, suppliers, investors and bankers, for their continued support and faith reposed in the Company.

**For and on behalf of the Company**

**Mukul Somany**

*Director*

(DIN: 00124625)

Place : Kolkata

Date : 14.08.2024

Powers of the board are suspended from the Insolvency Commencement Date

Taken on record by

**Girish Siriram Juneja**

*Resolution Professional for Hindusthan National Glass & Industries Limited*

Reg.: IBBI/IPA001/IP-P00999/2017-2018/11646

## Annexure - I to the Director's Report

### IA. Nomination & Remuneration Policy

#### 1. Introduction

The Company considers human resources as its invaluable assets. This policy on nomination and remuneration of Directors, Key Managerial Personnel (KMP) and other employees has been formulated in terms of the provisions of the Companies Act, 2013 and the Listing Obligations and Disclosure Requirements, Regulations, 2015 (hereinafter referred as "Listing Regulations") in order to pay equitable remuneration to the Directors, KMP and employees of the Company and harmonize the aspirations of human resources, consistent with the goals of the Company.

#### 2. Objective and purpose of the policy

**The objectives and purpose of this policy are:**

- 2.1. To formulate the criteria for determining qualification, competencies, positive attributes and independence, for appointment of a Director (Executive/Non-Executive) and recommend to the Board, policies relating to the remuneration of the Directors, Key Managerial Personnel and other employees. This includes, reviewing and approving corporate goals and objectives relevant to the compensation of the Vice Chairmen & Managing Directors (VC & MD) and Executive Director (ED), evaluating the VC & MD's and ED's performance in light of those goals and objective and either as a committee or together with the other independent directors (as directed by the Board), determine and approve the VC & MD's and ED's compensation level, based on this evaluation and making recommendations to the Board, with respect to executive officer compensation and incentive compensation that are subject to Board's approval.
- 2.2. The policy also addresses the following items: Committee member qualifications; Committee member appointment and removal; Committee structure and operations and Committee reporting to the Board.
- 2.3. To formulate the criteria for evaluation of performance of all the Directors on the Board.
- 2.4. To devise a policy on Board diversity; and
- 2.5. To lay out remuneration principles for employees, linked to their effort, performance and achievement relating to the Company's goals.

#### 3. Constitution of the Nomination and Remuneration Committee

The Board has constituted the "Nomination and Remuneration Committee" of the Board on May 20, 2014. This is in line with the requirements under the Companies Act, 2013 ("Act").

The Board has authority to reconstitute this Committee from time to time.

##### Definitions

'Board' means Board of Director of the Company. 'Directors' means Directors of the Company.

'Committee' means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board, in accordance with the Act and applicable Listing Regulations.

'Company' means Hindusthan National Glass & Industries Limited.

'Independent Director' means a Director referred to in Section 149(6) of the Companies Act, 2013 and Relevant Rules therein. 'Key Managerial Personnel (KMP)' means –

- i. The Managing Director or the Chief Executive Officer or the manager and in the absence, a Whole-time Director;
- ii. The Company Secretary and
- iii. The Chief Financial Officer
- iv. 'Senior Management' means personnel of the Company, who are members of its core management team excluding Board of Directors, comprising all members of management one level below the Executive Directors, including the functional heads. Unless the context otherwise requires, words and expressions used in this policy and not defined herein, but defined in the Companies Act, 2013 and Listing Regulations, as may be amended from time to time, shall have the meaning respectively, assigned to them therein.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein, but defined



## Annexure - I to the Director's Report (Contd.)

in the Companies Act, 2013 and "Listing Regulations" as may be amended from time to time, shall have the meaning respectively, assigned to them therein.

### General

This policy is divided in three parts.

Part – A covers the matters to be dealt with and recommended by the Committee to the Board; Part - B covers the appointment and nomination and Part - C covers remuneration and perquisites etc.

This policy shall be included in the Report of the Board of Directors.

### Part – A

#### Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee

#### The following matters shall be dealt by the Committee:-

**a) Size and composition of the Board:**

Review the size and composition of the Board, to ensure that it is structured, to make appropriate decisions, with a variety of perspectives and skills, in the best interest of the Company as a whole;

**b) Directors:**

Formulate the criteria determining qualifications, positive attributes and independence of a Director and recommending candidates to the Board, when circumstances warrant the appointment of a new Director, having regard to the range of skills, experience and expertise on the Board as a whole which will complement the best for Board;

**c) Succession plans:**

Establishing and reviewing Board and senior executive succession plans, in order to ensure and maintain an appropriate balance of skills, experience and expertise on the Board and Senior Management;

**d) Evaluation of performance:**

Make recommendations to the Board on appropriate performance criteria for the Directors.

Formulate the criteria and framework for evaluation of performance of every Director on the Board of the Company.

Identify ongoing training and education programs for the Board to ensure that Non-Executive Directors are provided with adequate information, regarding the options of the business, the industry and their legal responsibilities and duties.

**e) Board diversity:**

The Committee assist the Board in ensuring Board, nomination process with the diversity of gender, thought, experience, knowledge and perspective in the Board, in accordance with the Board Diversity Policy.

**f) Remuneration framework and policies:**

Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board, a policy relating to the remuneration for the Directors, Key Managerial Personnel and other employees.

Formulate remuneration policy of the Company to ensure that:-

- (a) the level and composition or remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;
- (b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- (c) remuneration to Directors, Key Managerial Personnel and Senior Management, involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

## Annexure - I to the Director's Report (Contd.)

### Part – B Policy for appointment and removal of Director, KMP and Senior Management Appointment criteria and qualifications

1. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or senior management level and recommend to the Board his/her appointment.
2. A person to be appointed as Director, KMP or senior management level should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient/satisfactory for the concerned position.
3. A person, to be appointed as Director, should possess impeccable reputation for integrity, deep expertise and insights in sectors/ areas relevant to the Company, ability to contribute to the Company's growth, complimentary skills in relation to the other Board members.
4. The Company shall not appoint or continue the employment of any person as Managing Director/Executive Director, who has attained the age of seventy years or the age as may be prescribed in the Act.
5. A Whole-time KMP of the Company shall not hold office in more than one Company, except at its subsidiary Company at the same time. However, a Whole-time KMP can be appointed as a Director in any Company, with the permission of the Board of Directors of the Company.

#### Term/Tenure

1. Managing Director/Whole-time Director

The Company shall appoint or re-appoint any person, as its Managing Director and CEO or Whole-time Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

2. Independent Director

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment, on passing of a special resolution by the Company and disclosure of such appointment in the Board's Report.

No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment, after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company, in any other capacity, either directly or indirectly. However, if a person, who has already served as an Independent Director for five years or more in the Company, as on April 1, 2015 or such other date, as may be determined by the Committee, as per regulatory requirement, he/she shall be eligible for appointment for one more term of five years only.

At the time of appointment of Independent Director, it should be ensured that number of Boards, on which such Independent Director serves, is restricted to seven listed companies, as an Independent Director and three listed companies, as an Independent Director, in case, such person is serving as a Whole-time (Executive) Director of a listed company.

#### Removal

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made there under or under any other applicable Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director or KMP subject to the provisions and compliance of the said Act, rules and regulations.

#### Retirement

The whole-time Directors, KMP and senior management personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion, to retain the Whole-time Directors, KMP and senior management personnel, in the same position/remuneration or otherwise, even after attaining the retirement age, for the benefit of the Company.

## Annexure - I to the Director's Report (Contd.)

### Part C

#### Policy relating to the Remuneration for Directors, KMP and other employees

##### General

1. The remuneration/compensation/commission etc. to Directors will be determined by the Committee and recommended to the Board for approval.
2. The remuneration and commission to be paid to the Chairman & Managing Director and Vice Chairman & Managing Director, shall be in accordance with the provisions of the Companies Act, 2013, and the rules made thereunder.
3. Increments to the existing remuneration/compensation structure, may be recommended by the Committee to the Board, which should be within the limits approved by the Shareholders, in the case of Managing Director.
4. Where any insurance is taken by the Company, on behalf of its Managing Director, Chief Financial Officer, Company Secretary and any other employees, for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel, provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

##### Remuneration to KMP and other employees

The policy on remuneration for KMP (other than Chairman & Managing Director and Vice Chairman & Managing Director) and other employees, will be governed as per the HR Policy of the Company and increment will be paid accordingly.

Remuneration to Non-Executive / Independent Directors

##### 1. Remuneration

The remuneration payable to each Non-Executive Director is based on the remuneration structure, as determined by the Board and revised from time to time, depending on individual contribution, the Company's performance and the provisions of the Companies Act, 2013 and the rules made thereunder.

The remuneration to the Non-Executive Directors (including Independent Directors), may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1.5% of the profits of the Company, computed as per the applicable provisions of the Companies Act, 2013.

##### 2. Stock options

The Independent Directors shall not be entitled to any stock option of the Company.

##### Policy Review

This policy is framed based on the provisions of the Companies Act, 2013 and rules thereunder and the requirements of the Listing Regulations.

In case of any subsequent changes in the provisions of the Companies Act, 2013 or any other regulations, which makes any of the provisions in the policy inconsistent with the Act or regulations, then the provisions of the Act or regulations would prevail over the policy and the provisions in the policy, would be modified in due course to make it consistent with law.

This policy shall be reviewed by the Nomination & Remuneration Committee, as and when, any changes are to be incorporated in the policy, due to change in Regulations or as maybe felt appropriate by the Committee. Any changes or modification in the policy as recommended by the Committee would be given for the approval of the Board of Directors.

##### IB. Board Evaluation Policy

##### 1. Introduction

- 1.1 The challenge for Board is to prevent crisis in the organisation they govern. Performance evaluation is a key means by which Board can recognise and correct corporate governance problems and add real value to their organisations.
- 1.2 Board and Director's evaluation involves Board members undertaking a constructive but critical review of their own performance, identifying strengths, weaknesses and implementing plans for on Board performance and governance processes, is the most crucial element of Director's evaluation.

## Annexure - I to the Director's Report (Contd.)

**1.3** To enable Directors of the Company to evaluate their individual performance, as well as the collective performance of the Board, the Board has developed a framework for evaluating Board effectiveness. This policy is in compliance with Section 178 of the Companies Act, 2013, read with the applicable rules thereto and Listing Regulations.

### 2. Purpose

**2.1** The primary objective of the Policy is to provide a framework and set standards for the evaluation of the Board as a whole, its Committees and Directors. The Company aims to achieve a balance of merit, experience and skills on the Board.

**2.2** The Board's policy is to assess the effectiveness of the Board as a whole and its Board Committees. Individual Board members are assessed on their effective contribution and commitment to their role and responsibilities as directors. The Board evaluation process shall be carried out by the Nomination and Remuneration Committee of the Board of Directors ("The NR Committee").

### 3. Objectives of evaluation

3.1 The objective to undertake evaluation of Board and Individual Directors are as under:

- (a) To demonstrate commitment to performance management;
- (b) To review problems in the dynamics of the Board room or between the Board and Management;
- (c) To enhance good corporate governance;
- (d) To provide Directors with guidance for their learning and growth; and
- (e) To develop appropriate skills, competencies and motivation on the Board.

### 4. Scope of Evaluation

4.1 Evaluation of the Board as a whole

Regular evaluation of the Board as a whole can be seen as a process, that ensures Directors develop a shared understanding of their governance, role and responsibilities. It serves as an excellent familiarisation tool for Board.

4.2 Individual Directors' Evaluation

Individual evaluation provides the Board with an opportunity to probe particular issues in depth.

### 5. Method of Evaluation

5.1 Depending on the degree of formality, the objectives of the evaluation and their sources available, the evaluation process will involve a range of qualitative and quantitative techniques.

5.2 To evaluate Individual Directors, either self or peer evaluation techniques is to be used. The aim of self-evaluation is to encourage Directors, to reflect on their contributions to Board activities and have them identify their personal strengths and weaknesses. An objective view is best gained through peer evaluation, whereby Directors identify each other's individual strengths and weaknesses. By having members of the Board evaluate each other, it is possible to gain a more rounded picture of the strengths and weaknesses of each director and their contribution to the effectiveness of the Board. It can also be used to identify skill gaps on the Board.

### 6. Process for Evaluation of the Board as a whole and its Board Committees

6.1 Each of the Directors will complete all sections of the Board Self Evaluation Form honestly and sincerely. The Directors will also be required to provide comments, to explain the ratings allocated. A rating scale of "1" to "5" is employed, wherein "1" denotes a critical rating and "5" denotes a strong rating.

6.2 The above Forms will be submitted by the Directors to the NR Committee on an annual basis, within 30 days of the end of every financial year.

6.3 Based on the Forms submitted, the NR Committee shall assess and discuss the performance of the Board as a whole and its Committees every year and ascertain key areas for improvement and the requisite follow-up actions.

## Annexure - I to the Director's Report (Contd.)

### 7. Process for evaluation of Individual Directors

- 7.1 The evaluation/assessment of the Directors of the Company is to be conducted on an annual basis and to satisfy the requirements of the Listing Regulations.
- 7.2 The Non-Executive Directors ('NED's'), led by the NR Committee Chairman shall assess the performance of the Chairman and other Directors. The Chairman shall meet with each Individual Director to discuss the evaluation and any matter relating to the functioning of the Board.
- 7.3 Each NED's contribution will be assessed by the Chairman and the results of the assessment will be discussed with the NR Committee Chairman.
- 7.4 Criteria for assessment of NED's include attendance record, intensity of participation at meetings, quality of intervention and special contributions.
- 7.5 Each of the Directors (other than director being evaluated) will complete all sections of Individual Director Assessment Form and NED's Assessment Form, honestly and sincerely. The Directors will also be required to provide comments, to explain the ratings allocated. A rating scale of "1" to "5" is employed, wherein "1" denotes critical rating and "5" denotes a strong rating.
- 7.6 The following criteria may assist in determining, how effective the performances of the Directors have been:
  - leadership & stewardship abilities
  - contributing to clearly defined corporate objectives & plans
  - communication of expectations & concerns clearly with subordinates
  - obtain adequate, relevant & timely information from external sources.
  - review & approval achievement of strategic and operational plans, objectives, budgets
  - regular monitoring of corporate results against projections
  - identify, monitor & mitigate significant corporate risks
  - assess policies, structures & procedures
  - review management's succession plan
  - effective meetings
  - assuring appropriate Board size, composition, independence, structure
  - clearly defining roles & monitoring activities of Committees
  - review of corporation's ethical conduct
- 7.7 Evaluation on the aforesaid parameters will be conducted by the Independent Directors for each of the Executive/ Non-Independent Directors in a separate meeting of the Independent Directors.
- 7.8 The Executive Director/Non-Independent Directors along with the Independent Directors, will evaluate/assess each of the Independent Directors on the aforesaid parameters. Only the Independent Director being evaluated will not participate in the said evaluation discussion.

### 8. Reporting to the Board

At the end of the evaluation process, the Chairman of NR Committee shall submit a report to the Board members on the results of the evaluation process.

## Annexure - II to the Director's Report

**FORM No MR-3  
SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024**

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

To,  
The Members,  
**Hindusthan National Glass & Industries Limited,**  
2 Red Cross Place,  
Kolkata-700001

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Hindusthan National Glass & Industries Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Hindusthan National Glass & Industries Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2024 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Hindusthan National Glass & Industries Limited ('the Company') for the financial year ended on 31st March, 2024 according to the provisions of:

- i) The Companies Act, 1956 (to the extent applicable) and 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 to the extent of Foreign Direct Investment, Overseas Direct Investment, and External Commercial Borrowings;
- v) The following Regulations and Guidelines are 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;



## Annexure - II to the Director's Report (Contd.)

- c) \*The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d) \*The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- e) \*The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with clients;
- g) \*The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- h) \*The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;
- i) \*The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- j) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

\* No event took place under these regulations during the audit period.

- vi) I have been informed that no other sector/industry specific enactments are applicable to the company.

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

- i) Secretarial Standards on the Meetings of the Board of Directors, Committees and General Meetings issued by The Institute of Company Secretaries of India, with which the Company has complied with.
- ii) The listing Agreements entered into by the Company with NSE, BSE and CSE.
- iii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

### **I further report that**

- a. The Board of Directors of the Company comprises of five Directors. There are three Independent Directors (including one Woman Director) and two Non-Executive Directors. There were no changes in the composition of Board Directors during the financial year under review.

## Annexure - II to the Director's Report *(Contd.)*

- b. The term of Mr. Ratna Kumar Daga, Independent Director has expired on 31st March, 2024. He has ceased to be the Director of the Company w.e.f. 1st April, 2024.
- c. Regulation 17(1)(c) of SEBI (LODR) Regulations, 2015, which requires that the Company should have minimum six directors is not applicable to the Company as the Company does not fall in the category of the top 2000 listed entities.
- d. The Company has obtained a legal opinion from a Senior Advocate wherein it has been opined that since the Company started making payments to the NCD holders pursuant to an OTS Scheme entered into between the lenders and the Company, the time of payment of interest/redemption of debentures stood extended thus changing its nature into a term loan and moreover since 2018, the subscribers of the NCDs have not sought for redemption and accordingly, the time period for redemption could not have started running and accordingly, there could not been any failure which can attract Section 164(2)(b) of the Companies Act, 2013.
- e. As per Regulation 15(2A) of the SEBI (LODR) Regulations, 2015, the role and responsibilities of the board of directors as specified under regulation 17 shall be fulfilled by the interim resolution professional or resolution professional in accordance with sections 17 and 23 of the Insolvency and Bankruptcy Code, 2016. Moreover, the powers of Directors have been suspended and vested in the Resolution Professional.
- f. Adequate notice is given to all directors and Resolution Professional to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- g. Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

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

I further report that as per the information and details provided by the Company and its management:

- a. The Hon'ble National Company Law Tribunal (NCLT)Kolkata Bench has admitted, the application for initiation of Corporate Insolvency Resolution Process ('CIRP') under Section 7 of the Insolvency and Bankruptcy Code, 2016 ('IBC') which was filed by DBS Bank Limited, in its capacity as a Financial Creditor of the company before the NCLT, vide its Order dated 21st October, 2021. Accordingly, Mr. Girish Siriram Juneja, having registration no. IBBI/IPA-001/IP-P00999/2017-18/11646, was appointed as the Interim Resolution Professional (IRP).

## Annexure - II to the Director's Report (Contd.)

- b. The IRP has formed a Committee of Creditors (CoC) based on the claims received. The CoC had later appointed the said IRP as the Resolution Professional (RP).
- c. The RP had published the advertisement seeking Expression of Interest (EoI) from the Prospective Resolution Application (PRAs) under the CIRP and subsequently notified the final list of PRAs.
- d. Subsequently, 3 plans were received by the RP from the PRAs and the CoC has voted upon the plans and declared AGI Greenpac Limited as the Successful Resolution Applicant.

The Resolution Plan submitted by AGI Greenpac Limited has been filed by the RP with the Hon'ble NCLT, Kolkata Bench for its consideration. Currently, the matter is pending with Hon'ble NCLT and Hon'ble Supreme Court.

- e. The management has informed me that the Company has been legally advised that interest and overdue interest outstanding balance of Micro and Small Enterprise (MSE) as on October 21, 2021 (CIRP Date) is not payable. Accordingly Rs. 1825.52 Lakhs provided in this respect till March 31, 2023 has been written back. Further no interest has been recognised w.e.f. 01.04.2023 an aforementioned balances as on October 21, 2021. The amount payable to the MSE for the above period shall be dealt in terms of Resolution plan pending approval as on this date with Hon'ble NCLT, Kolkata Bench.
- f. The Company has been admitted for initiation of CIRP process under the IBC code and accordingly the Company has been granted a moratorium from paying off the debt till the approval of the resolution plan. Debentures being part of the same, is no more payable separately.
- g. I have been informed that presently, there are multiple proceedings and applications pending in the resolution process of the company before Hon'ble Supreme Court, Hon'ble NCLAT and Hon'ble NCLT, Kolkata Bench which may bear the risk of the company going into liquidation.

## Annexure - II to the Director's Report *(Contd.)*

I further report that since 1st April, 2022 the Company has no Managing Director or Wholetime Director or Manager or CEO as required under section 203 of the Companies Act, 2013.

I further report that a fire broke out at a manufacturing facility of the Company at Sinnar, Malegaon, Maharashtra on December 29, 2023 causing severe damages to various property, plant and equipment and semi-finished goods in progress, resulting in disruptions in the day-to-day operations and suspension of the manufacturing process. The necessary intimation has been sent to all the concerned regulatory authorities and underwriter. The technical evaluation of property, plant and equipment to ascertain the condition (repairable/ replaceable) is under process. The Company has Industrial All Risk Policy (which includes Loss of Profit) and is adequately covered.

I further report that as per the information and details provided by the Company and its management, the Company has accumulated losses and its networth has been completely eroded during the period under review. The Company has incurred loss during the current year and in the earlier years and its earning per share is negative. The RP, however, continues to run the operations of the company on a going concern basis.

I further report that post initiation of CIRP all the meeting of the Board of Directors and Committees are being chaired by the Resolution Professional.

I further report that as on date the status of the Company on MCA Portal is "UNDER CORPORATE INSOLVENCY RESOLUTION PROCESS"

I further report that during the Audit period there were no other specific events/actions having a major bearing on the Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, and standards etc., referred to above.

Place	: Kolkata	<b>Signature</b>	:
Dated	: 10.05.2024	<b>Name of the Company</b>	: BABU LAL PATNI
		<b>Secretary in Practice</b>	
		<b>FCS</b>	: 2304
		<b>C.P. No.</b>	: 1321
		<b>UDIN</b>	: F002304F000346373
		<b>P.R. No.</b>	: 1455/2021

**Note:**

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



## Annexure - II to the Director's Report (Contd.)

### Annexure – 'A'

To,

The Members,

**Hindusthan National Glass & Industries Limited,**

2 Red Cross Place,

Kolkata-700001

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis of my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules, and regulations and happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of 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.

**Signature:**

Date: 10.05.2024  
Place: Kolkata

**Babu Lal Patni**  
Practising Company Secretary  
Membership No- 2304  
Certificate of Practice Number-1321  
P.R. No. 1455/2021

## Annexure - II to the Director's Report (Contd.)

**BABU LAL PATNI**  
COMPANY SECRETARY

51, NALINI SETT ROAD  
5TH FLOOR, ROOM NO 19  
KOLKATA – 700 007  
TEL NO: 2259-7715/6  
Mail id: patnibl@yahoo.com

### CORRIGENDUM TO FORM NO. MR-3 - SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

To  
The Members  
**Hindusthan National Glass & Industries Limited,**  
2 Red Cross Place,  
Kolkata-700001

I draw kind attention of the Members of Hindusthan National Glass & Industries Limited towards Form No. MR-3 - Secretarial Audit Report for the financial year ended 31st March, 2024 dated 10th May, 2024 ("Secretarial Audit Report dated 10th May, 2024").

The Members are requested to note the following changes being made in the Secretarial Audit Report dated 10th May, 2024:

Point g on page 4 of the Report shall be read as follows:

"I have been informed that presently, there are multiple proceedings and applications pending in the resolution process of the company before Supreme Court and NCLT."

Para 3 on page 5 of the Report shall be read as follows:

"I further report that as per the information and details provided by the Company and its management, the Company has accumulated losses and its net worth has completely eroded. The RP, however, continues to run the operations of the company on a going concern basis."

This corrigendum should be read in continuation of and in conjunction with the Secretarial Audit Report dated 10th May, 2024. Except as detailed in this corrigendum, all other contents of the said Secretarial Audit Report dated 10th May, 2024 shall remain unchanged.

Place : Kolkata  
Dated : 21.08.2024

<b>Signature</b>	:	
<b>Name of the Company</b>	:	BABU LAL PATNI
<b>Secretary in Practice</b>	:	
<b>FCS</b>	:	2304
<b>C.P. No.</b>	:	1321
<b>UDIN</b>	:	F002304F001009376
<b>P.R. No.</b>	:	1455/2021



## Annexure - III to the Director's Report

### A. INFORMATION PURSUANT TO SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULES 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Sl. No.	Name	Age (Years)	Qualification & Experience in years	Date of Appointment	Designation (Nature of Duties)	Gross Remuneration (₹)	Last Employment held (Designation)	% of Equity Shares held by an employee
1.	Shri Sanjay Somany	66	B. Com. Dip. In Diesel Engg. 40 years	01.10.2005	Suspended (on account of CIRP)	Nil	Glass Equipment (India) Ltd. (Managing Director)	3.48
2.	Shri Mukul Somany	59	B. Com (Hons.) 33 years	01.10.2005	Suspended (on account of CIRP)	Nil	None	4.49

#### Notes:

Shri Sanjay Somany and Shri Mukul Somany are related to each other.

#### Disclosure on the Remuneration of the Managerial Personnel

**The median remuneration of employees of the Company during the financial year was Rs.3.24 lakh (INR) and there is an increase of 4.5% in the percentage of median remuneration.**

- Numbers of permanent employees on the rolls of the Company: Staff-1114, Permanent Workmen- 1313 as on 31st March, 2024.
- There is no increase in the remuneration paid to Executive and Non-Executive Directors.
- Ratio of remuneration of Shri Sanjay Somany and Shri Mukul Somany to median remuneration of employees are '0','0' respectively.
- Affirmation that the remuneration is as per the remuneration policy of the Company – Yes

### B. INFORMATION PURSUANT TO SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULES 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Sl No.	Name	Designation	Remuneration received (Rs.) (*)	Qualification	Experience (Years)	Date of commencement of employment	Age (Years)	The last employment held before joining the company	Equity Shares held	Weather relative of any Director or Manager of the company
1.	VINAY SARAN	PRESIDENT - MARKETING	11341968	BSC & MBA	37	12TH FEBRUARY, 2007	58	INDORMA SYNTHETICS LTD AS GM - MARKETING	Nil	No
2.	BIMAL KUMAR GARODIA	PRESIDENT & CFO	11220946	CA, ICWAI, ICSI	32	26TH APRIL, 2008	56	BAJAJ ECO TEC PRODUCTS LIMITED AS VP - FINANCE & COMPANY SECRETARY	Nil	No
3.	AJAY KR. RAI	PRESIDENT - SMC, PURCHASE, SCM & HR	9469135	B. TECH - MECHANICAL, SMP (IIM A)	29	2ND FEBRUARY, 2012	50	BAXTER INDIA PRIVATE LIMITED AS PLANT MANAGER	Nil	No
4.	ALOK TAPARIA	VP - FINANCE	7336920	ICWA, CA	28	20TH AUGUST, 2003	52	VIKRANT ALLOYS AND FORGINGS PRIVATE LIMITED AS HEAD (OMG)	Nil	No
5.	SHIV RAJ BANSAL	VP - COMMERCIAL	6941441	CA, M.COM.	40	1ST FEBRUARY, 2011	64	MOTHERSON SUMI LTD AS VP	Nil	No
6.	RAMCHANDRA PARASRAM UNE	VP - OPERATIONS	6421494	BE, MMS - OPERATIONS, PHD - MGMT. SCIENCE	33	23RD MAY, 2020	59	HEXAGON NUTRITION PVT LTD AS VP - OPERATIONS	Nil	No

## Annexure - III to the Director's Report (Contd.)

SI No.	Name	Designation	Remuneration received (Rs.) (*)	Qualification	Experience (Years)	Date of commencement of employment	Age (Years)	The last employment held before joining the company	Equity Shares held	Weather relative of any Director or Manager of the company
7.	KATHIRESAN ANBALAGAN	VP - OPERATIONS	6021091	ME - MECHANICAL, BE, PGDMM, DIP. PRODN.	34	11TH APRIL, 2022	57	PETROLIUM & GAS COMPANY, FIJI ISLANDS AS CEO	Nil	No
8.	KAMAL KUMAR	VP - OPERATIONS	6660338	BE - MECHANICAL, MBA	34	1ST JULY, 2021	56	ROCKWOOL INDIA PVT. LTD AS UNIT HEAD	Nil	No
9.	SANJIV KUMAR SINGH	VP - MARKETING	5652022	BE - MECHANICAL, MBA	20	16TH AUGUST, 2021	45	KINGSPAN JINDAL PVT LTD AS GM - SALES & MARKETING	Nil	No
10.	SHAILENDRA KUMAR MISRA	SR.VP - MARKETING	5436706	PGD IN PLAN & BUS. MANAGEMENT	29	21ST MARCH, 2011	52	SHARP INDUSTRIES LTD AS VP - SALES & MARKETING	Nil	No

(\*) Remuneration received during the financial year 2023-24 includes the 'Incentive Component' paid as per the 'Limited Period Discretionary HNGIL Employee Incentive Scheme'.

## Annexure - IV to the Director's Report

### Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014.

Information pursuant to section 134(3) (m) and rules made therein and forming a part of the Directors' Report for the year ended March 31, 2024.

#### 1. ENERGY CONSERVATION

Energy conservation continues to remain the key focus area for the Company. New initiatives and developments undertaken in this direction are:

Plant	Initiatives & Developments
Rishra	<ol style="list-style-type: none"> <li>Two cooling tower cells were refurbished, reducing outlet water temperature, and saving 600 kWh/day (Rs 16.76 Lacs yearly).</li> <li>Replaced electrical vaporizer with a heater-less vaporizer saved 500 KWH/day (Rs 13.96 Lacs Yearly). We also changed the aftercooler of Centac compressor No. 1 which saved 400 KWH/day (Rs 11.17 Lacs yearly)</li> <li>Various Small projects for water recycling and waste reduction reduced water consumption from 1300 KL/day to 900 KL/day.</li> <li>Replaced the M C Blower #61 conventional stator-rotor with a Vapromatic starter, saved 200 units/day (Rs 5.59 Lacs yearly) &amp; conventional luminaires with LED, saved 460 units/day (Yearly Saving - Rs 12.85 Lacs).</li> </ol>
Bahadurgarh	<ol style="list-style-type: none"> <li>Replaced Atlas Copco Compressor No. 3 intercooler, saving 800 KWH/day (Rs. 22.68 lacs yearly). We also renovated Dryer No. 6 which resulted in an electric energy saving of 450 KWH/ day (Rs. 12.76 lacs yearly).</li> <li>Deep cleaning of all the burners of forehearth and distributors of Furnace 3 &amp; 4 saved approx. 19,500 SCM (Rs. 10.6 lacs yearly).</li> <li>Installation of VFD on Mould cooling blower No 34 saved 750 KWH/day (Rs. 21.27 lacs yearly). We also refurbished main cooling tower- Cell No. 1 saved 480 KWH/day (Rs. 13.61 lacs yearly).</li> <li>Ceramic welding was performed on the crowns of Furnaces 3 and 4, increasing their lifespan by approximately 2.5 years. We also Improved patching of Furnace No. 4 throat to extend its lifespan and reduce water leakage onto the throat (Yearly savings Rs. 13.00 lacs).</li> </ol>
Rishikesh	<ol style="list-style-type: none"> <li>Modified cooling tower and increased the cooling capacity from 100 TR to 180 TR (Yearly saving of Rs 192 Lacs).</li> <li>Overhauling of Lehr 72 &amp; 82 with additional insulation saved 70 Kg/day gas consumption. We also overhauled heat exchanger of compressor, which saved 150 KWH/day (Yearly saving of Rs 4.59 Lacs).</li> <li>Interlocked cooling tower fan motor and Sump wet bulb temperature saved 80 KWH/Day (Yearly saving Rs 2.45 Lac). We also replaced 45 KW motors of metal line cooling blower (2 Nos) with IE4 energy efficient Motors. (Rs 3.3 Lacs yearly saving).</li> </ol>

## Annexure - IV to the Director's Report (Contd.)

Plant	Initiatives & Developments
Sinnar	<ol style="list-style-type: none"> <li>Maintained unity power factor throughout the year which resulted in a savings of 25,000 kWh/month (Rs 2.34 Lac/month )</li> <li>LED lights have been installed in place of HPIT lamps, resulting in a saving of 520 KWH/day (Rs.1 7.77 Lac/Year). Additionally, transparent roof sheets have been replaced with new ones, eliminating the need for artificial lighting during the day.</li> <li>Reduced water consumption to 250 KL/day, saving Rs 2.92 Lac/year through recycling and STP modifications.</li> <li>The installation of a solar water heater for canteen resulted in saving 1300 kWh of electricity per month.</li> <li>Replaced Contact Compressor No.1 intercooler (2nd stage), saving 15,840 kWh/month (Rs 1.48 Lac/month) by lowering air temperature.</li> <li>Replaced glass wool in ACL Lehar No.01, saving 600 kg LPG gas/month in heat loss reduction.</li> </ol>
Naidupeta	<ol style="list-style-type: none"> <li>Power procurement through IEX open access (Saving - Rs 175 Lacs).</li> <li>By operating the plant on propane during the unfavourable price condition of furnace oil (Aug'23 -Oct'23), achieved savings of about Rs 100 lacs per month.</li> <li>Installed Heater less vaporizer 2000 kg/hr since Mar-24 end.</li> <li>By Performing maintenance on circulation pumps &amp; coolers, and addressing leakages, successfully stopped 1 out of 3 pumps. (Saving 30,000 KWH/month, Rs 28.58 Lacs/Year).</li> <li>150 conventional 250W lamps were replaced with efficient LED 70W Lamps across the plant.</li> <li>Optimized auto drain timers on air receivers supplying air to AIS machines, saved 24000 kWh/month since December 2023.</li> </ol>
Pondicherry	<ol style="list-style-type: none"> <li>Installation of an auto-control valve in the compressor lines reduced the number of operating compressors from Eleven to Nine (Yearly saving of Rs. 15 lacs).</li> <li>Commissioned a Sewage Treatment Plant with a capacity of 50 KL/day to recycle treated waste. The treated water is reused in the Sand Plant and Spout Water Tank. This installation has resulted in a savings of around Rs. 4.2 lakhs.</li> <li>Successfully stopped furnace oil leakage in the bank heaters by replacing asbestos with Teflon gaskets in the mounting flanges.</li> </ol>

## 2. RESEARCH AND DEVELOPMENT

Specific areas in which R & D is carried out by the Company.

Plant	Initiatives & Developments
Rishra	<ol style="list-style-type: none"> <li>The installation of 6 side electrodes and 1 bottom electrode was successfully completed to compensate for the damaged melter and barrier electrodes.</li> <li>An airline modification was made to reduce air pressure from 60 psi to 40 psi in all I/S machines of T1 and T6.</li> <li>Introduction of a centralized automatic fire-fighting system throughout the plant.</li> <li>Centralized annunciation system introduced to pre-empt pressure drop &amp; minimize bottle quality defects.</li> <li>The #61 distributor and #63 forehearth gas skid were relocated to the machine floor to protect them from fire in case of T6 furnace leakage.</li> <li>Implemented an LPG firing system in Furnace #1, providing an alternative fuel option in case of emergencies or when cost-effective.</li> <li>Cullet powder washing system introduced to segregate the contaminants. Monthly recovery (50 MT) (Saving - Rs. 5 lacs/month).</li> </ol>

## Annexure - IV to the Director's Report (Contd.)

Plant	Initiatives & Developments
Bahadurgarh	<ol style="list-style-type: none"> <li>1. A new plunger system was introduced on Line No. 36, which helped reduce intermittent section breakdowns by incorporating LED visual signals and change of indigenized PLC cards.</li> <li>2. Developed one multi testing station for inhouse evaluation of cards like S7-400 signal cards, Heye Servo controller card, Valve Block cards, Pusher assembly, ESE-100 etc. for saving time and money.</li> <li>3. Servo take-out breakdowns were minimized by introducing new control wiring in Botero panels on line 33, resulting in fewer breakdowns and improved efficiency.</li> <li>4. Developed a new relay-based PCB and replaced the obsolete Actuator Motor Power relay, resulted in faster relay changes. Additionally, an indigenously developed potentiometer gear facilitated in saving time and money.</li> <li>5. Side boosting implemented on Fur# 4 to enhance heat distribution in the mid and bottom glass layers, to improve glass quality and reduce defects.</li> </ol>
Rishikesh	<ol style="list-style-type: none"> <li>1. Relocated section Interface board of IS Machine-71, 73 and 74 to a remote location to increase process efficiency by reducing breakdowns in interface board.</li> <li>2. Installed self-aligned bearing, modified the tail end pulley &amp; provided micro pulse overload relay to eliminate breakdowns on the elevator.</li> <li>3. Modification on ET-08 conveyor by incorporating the lead screw in place of idler pulley. This increases the belt life by 3-4 times.</li> <li>4. Modified firefighting main header by installing a bypass system to ensure continuous water availability even during maintenance or breakdowns on the main header.</li> <li>5. Implemented a modification on the 350 KVA DG set to automatically start, supplying early air to the furnace during power failures.</li> </ol>
Sinnar	<ol style="list-style-type: none"> <li>1. The cullet washery water sent to the ETP/STP for treatment and is reused.</li> <li>2. STP plant is modified to maintain water quality parameters.</li> <li>3. Damaged Power Distribution Boards replaced with new one to avoid any possibility of electric shock.</li> <li>4. The assembly of an in-house fire trailer pump completed for firefighting. Additional manual emergency sirens installed in all critical areas.</li> </ol>
Naidupeta	<ol style="list-style-type: none"> <li>1. Compressed air and water ring mains were installed around the melter for emergency purposes, providing need-based localized cooling in all critical areas.</li> <li>2. To extend the furnace life, ceramic welding was performed in critical areas inside the melter in Jul-23 &amp; Feb-24. Front gable wall anchoring was completed in Mar-24. Endoscopy was conducted in Mar-23, and plans are underway for ceramic welding and endoscopy in Oct-24.</li> <li>3. The Imported Oil Preheater-2 has been successfully replaced with an Indian-made Electricfor preheater, resulting in cost savings of approximately Rs 20 lacs.</li> </ol>
Pondicherry	<ol style="list-style-type: none"> <li>1. Developed alternative vendor for cullet sourcing and new cost-effective local vendor for processed Silica Sand (Saving Rs. 150 Lacs).</li> <li>2. Reduced store and spare consumption and ensured proper upkeep and maintenance to increase spare durability.</li> <li>3. Redesigned hood &amp; improved monitoring of hot end coating equipment, reduced coating consumption by 30-35 CTU (Savings Rs. 39 Lacs).</li> <li>4. Indigenized imported spares service, upgraded Batch House SCADA locally instead of OEM (Saving Rs. 35.0 Lacs). Alternative utility spares sourcing led to Rs. 27 Lacs savings.</li> <li>5. Developed alternative sources for Foundry Raw Materials &amp; Consumables, and utilized in-house generated scraps, brought down the casting production cost (Saving Rs. 23.0 Lacs).</li> </ol>

## Annexure - IV to the Director's Report (Contd.)

### 3. FUTURE PLANS OF ACTION

Plant	Initiatives & Developments
Rishra	<ol style="list-style-type: none"> <li>1. Cold repair of Fur#6 to enhance productivity, and energy savings.</li> <li>2. In-house design of Fur#6 to be compatible with colour conversion and operational flexibility. Currently, only flint bottles are produced at Fur#6.</li> <li>3. Amber Limestone economical sourcing project underway (Saving potential Rs. 25 lacs) &amp; development of Rajmahal Sand for cost reduction.</li> <li>4. Revamping of 2 cooling towers to improve the efficiency of compressor, dryer, vacuum pump. Revamping of Centac 3 &amp; 5 compressor.</li> <li>5. Replacement of the aftercooler for Centac 2 compressor and overhauling of major Air Circuit Breakers throughout the plant.</li> <li>6. Automation and centralization of M C Blower status annunciation.</li> </ol>
Bahadurgarh	<ol style="list-style-type: none"> <li>1. Replacement of intercooler of Atlas Copco Compressor No. 1.</li> <li>2. Installation of a VFD for Mould Cooling Blower (Saving Rs 22.7 lacs yearly)</li> <li>3. Modification of Dryer No. 1 is planned for the year 2024-25, which will result in energy savings of Rs. 12.8 lakhs annually</li> <li>4. Refurbishment of cell no 3 of main Cooling tower to reduce the outlet temperature (Saving opportunity - Rs 13.60 lacs per annum).</li> <li>5. Plan to install a stirrer at forehearth 36 to control and reduce zirconia defects,</li> <li>6. Planning to refurbish feeders of lines 34 and 42 to restart production of smaller jobs and prevent collapse.</li> </ol>
Rishikesh	<ol style="list-style-type: none"> <li>1. Usage of Low Sulphur furnace oil instead of High Sulphur Furnace Oil</li> <li>2. Desiccant type dryer to be replaced with Refrigerant Dryer for quality air to the instruments.</li> <li>3. Replacement of underrated 650 KW motor of both centac compressor with recommended 900 KW energy efficient motor.</li> <li>4. Installation of UPS for the furnace cooling to reduce the thermal stress in furnace during power fluctuation/failure.</li> <li>5. Replacement of Batch Mixer of unit 2.</li> <li>6. Laying of Fire sprinkler system in Paper go-down No- 5 &amp; 6.</li> </ol>
Naidupeta	<ol style="list-style-type: none"> <li>1. LNG usage to improve energy efficiency &amp; reduce melting costs.</li> <li>2. Refurbishment of high intensity magnetic filter-2 by OEM M/s Eriez for sand plant.</li> <li>3. Energy and cost saving by synchronizing Centac compressors with IMMC.</li> <li>4. Restarting commercial production of ACL Line.</li> <li>5. Cold end inspection machines to be upgraded for line 131 &amp; 136.</li> </ol>
Pondicherry	<ol style="list-style-type: none"> <li>1. Installation of two 25 MT LPG Bullets for the LPG Storage (Yearly savings Rs. 134 Lacs).</li> <li>2. Usage of Low Sulphur furnace oil instead of High Sulphur Furnace Oil.</li> <li>3. Transfer inspection machine, compressor from Sinnar unit. Relocate VMC/CNC Turning centers from Sinnar plant to boost mould shop productivity.</li> <li>4. Install 22 KVA lines to guarantee uninterrupted power supply</li> <li>5. Reinstall the vibrator chute assembly along with the coil to enhance batch flow and cullet movement through the conveyors.</li> <li>6. To enhance cullet sorting efficiency, propose to buy Gauss meter to measure the magnetic value of the permanent suspension magnet.</li> </ol>

#### 1. EXPENDITURE ON R & D

During the financial year, the company has not incurred any expenditure on Research & Development.

#### 2. TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION

- ABB earth leakage relays, along with electronic overcurrent relays, have been installed in most dryer units of Rihra plant to prevent compressor motor failures.
- Installed and commissioned an in-house designed PCC (Power Control Centre) equipped with microprocessor based ACBs (Air Circuit Breaker) and an MCC (Motor Control Centre) for the new Fire Hydrant System of Rishra plant.



## Annexure - IV to the Director's Report (Contd.)

- Automation & centralization of utility process annunciation.
- Modified the cullet receiving circuit by introducing VFDs and unbalanced motors, enhancing operational flexibility in Rishra unit.
- Upgraded of MCAL 4 & MULTI 4 machine with advance technology for line-92 to meet the customer requirement of M/s. AB\_INBEV.
- Installed a dampener arrangement in line 94 and 92 MCB for online changeover during maintenance requirements, aiming to minimize downtime on the production lines

### 3. FOREIGN EXCHANGE EARNINGS AND OUTGO

The Foreign exchange earnings and outgo are detailed below:

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Earnings in foreign exchanges	3,325.02	8,513.83
Expenditure incurred in foreign exchanges	-	-
Raw Materials	-	2,777.92
Components, Spare parts and Repairs	543.13	820.35
Capital Goods	-	-
Other Expenses	0.92	13.94

For and on behalf of the Company

**Mukul Somany**

Director

(DIN: 00124625)

Place : Kolkata

Date : 14.08.2024

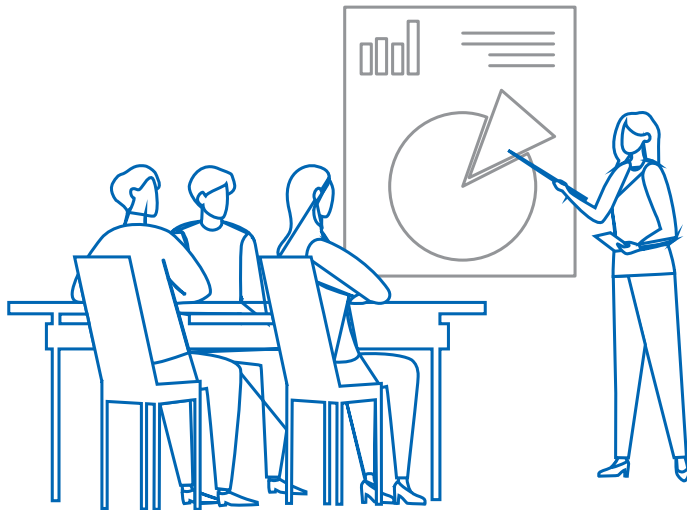
Powers of the board are suspended from the Insolvency Commencement Date  
Taken on record by

**Girish Siriram Juneja**

Resolution Professional for Hindusthan National Glass & Industries Limited

Reg.: IBBI/IPA001/IP-P00999/2017-2018/11646

## Management Discussion & Analysis Report



# Management Discussion & Analysis Report

### PRELUDE

Amid a year of global economic volatility and uncertainty, we demonstrated resilience and effectively met the needs of all our customers. Despite a challenging macroeconomic backdrop, we achieved significant growth. Our success was driven by an improved cost reduction, lean manufacturing, efficient product mix, Fuel switching strategy, and the initiatives taken to boost employee morale and motivation by incentive schemes to reward the employees.

Despite the unexpected shutdown of our furnace in Sinnar plant due to a fire accident, and asset deterioration in other plants, we still managed to maintain our EBITDA margin. We kept doing regular preventive and predictive maintenance of our assets.

Our unwavering focus on profitability and a customer-centric approach has been key to our robust performance. This success is underpinned by our commitment to manufacturing excellence, cost reduction, innovation measures, and always putting our customers first. As we look ahead, we remain dedicated to meeting the evolving needs of our consumers both now and in the future.

### WORLD ECONOMY

The slowdown of global economic activity caused by the outbreak of the war in Ukraine and Gaza, the resulting distortions on energy markets, as well as the lingering impacts of the Covid-19 pandemic, lead the international business community to anticipate another challenging year ahead. The escalation of conflict between Israel and Hamas, along with Israel attack on the Iranian embassy, may potentially trigger a war crisis in the Middle East, which could subsequently impact energy costs. According to IMF, global growth is projected at 3.1 percent in 2024, the same as in 2023. The forecast for 2024–25 is below the historical (2000–19) average of 3.8 percent, with elevated central bank policy rates to fight inflation, a withdrawal of fiscal support amid high debt weighing on economic activity, and low underlying productivity growth.

### INDIAN ECONOMY

The global economy is facing challenges such as Geopolitical Instability, supply chain disruptions, slowdown in trade, Volatile fuel price and the impact of Artificial Intelligence. Policymakers worldwide currently find themselves in a predicament as over the past 4 years, the global economy has been struggling to deal with overlapping crises.

India is seen as resilient, having overcome past shocks, and is navigating these challenges effectively. IMF mentioned India as the bright spot and fastest growing economy. In FY24 first 3 quarter India's GDP growth rate stood above 8%, highest in the world. RBI & World Bank has predicted, the Indian economy is expected to achieve a growth rate of 7.5% or higher for FY24. World Bank says India will drive South Asia Economy in FY25. This would mark four consecutive years of robust growth post-pandemic. India is reaping the benefits of Government higher capital expenditure, Industry-friendly policy, Political stability, Structural Reforms, Digital revolution, infrastructure development, rapidly rising urban household income, Financial Sector Revitalization, niche & complex manufacturing & Youthful demographic profile.

As per Global brokerage house Jefferies Over the next 4 years, it sees India's GDP touching \$5 trillion making it the 3rd largest economy by 2027, overtaking Japan and Germany, being the fastest-growing large economy with the tailwinds of demographics (consistent labour supply), improving institutional strength and improvement in Governance.

## Management Discussion & Analysis Report (Contd.)

### Container Glass Industry – Present & Future

In 2023, the global container glass market was valued at \$64.54 billion and is expected to grow to \$91.7 billion by 2030, with a projected CAGR of 5.15%. This growth is mainly fuelled by rising demand for alcoholic beverages, food, and pharmaceuticals. APEJ takes the lead in demand and production, setting the pace ahead of Europe and the Americas. It stands out as the primary hub for glass container production and export, closely trailed by Europe.

The Asia-Pacific region is poised to seize an additional \$20.3 billion opportunity by 2034, showcasing remarkable growth fueled by heightened demand in pharmaceuticals, alcoholic beverages, and chemical industries. These sectors favor glass packaging due to the inert properties of glass bottles. Notably, China, India, Australia, and other key nations play pivotal roles in propelling the growth of the Asia-Pacific glass packaging market.

**Israel-Hamas War & Russia-Ukraine War** - Israel-Hamas war and rebel attacks on shipping lines in the Red Sea have resulted in many major shipping firms redirecting their container ships around all of Africa leading to higher freight costs on certain routes and doubling of transit time of vessels. Container leasing rates, in some major trading routes have witnessed increase of 40% to 200% post this war. The attack by Israel on Iranian embassy in Syria may have serious consequences and may impact oil price in the coming times. The Russia-Ukraine crisis has had a significant impact on the global economy. The conflict has caused disruptions to supply chains, increased input costs, and reduced demand for exports. It has also led to increased uncertainty and volatility in the global economy. Businesses are responding to these challenges in multiple ways by reducing their reliance on imports and diversifying their export markets. Still, others are implementing cost-cutting measures to offset the impact of higher input costs.

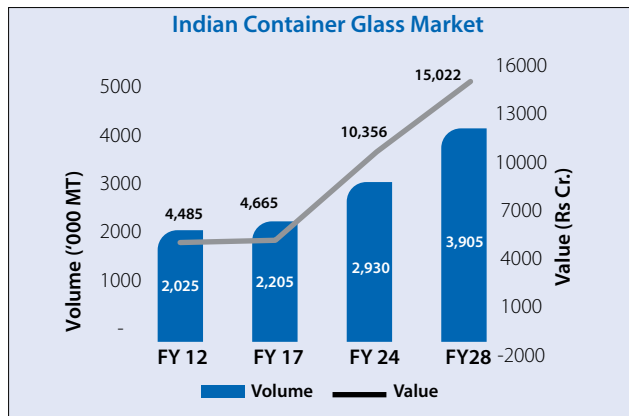
As per Statista research **Alcoholic** Drinks market worldwide is projected to grow by 4.40% (2024-2030) resulting in a market value of \$1263 bn in 2028. Revenue of the global **food industry** was 8.74 trillion USD in 2022, which increased to 9.36 trillion USD in 2023 and is expected to reach around 12.97 trillion USD in 2028. Glass packaging growth trend in **Cosmetic and Fragrance** segment has again got revived. **Pharmaceuticals segment** witnessed remarkable growth and it is expected to portray CAGR of 6.19% from 2024 to 2028. Due to increase in severity of diseases, there is upsurge in adoption of container glass for storage and packaging of pharmaceuticals.

Top-tier Food & Beverage brands favour container glass over alternatives like plastics due to its sustainability, chemical inertness, non-porosity, and impermeability.

The Container Glass Industry faces growth constraints such as fluctuating energy and raw material prices, elevated logistics expenses, breakage concerns, and the increasing adoption of alternative packaging like plastics, paper, and flexible options.

### Indian Container Glass Industry

India's container glass market showed impressive growth, reaching Rs 9,135 crore in FY23 and then surpassed **Rs 10,000 crore** milestone in **FY24**, and is projected to hit Rs 15,022 crore by FY28, with a CAGR of 9.75%. The market's robust growth in the next 6-7 years is anticipated due to limited capacity expansion and increasing demand from both domestic and export markets in the container glass segment.



The Indian Domestic Container Glass Market can be broadly divided into the following segments:

- Liquor
- Beer

## Management Discussion & Analysis Report (Contd.)

- Food & Dairy
- Pharmaceuticals & Vials
- Soft Drinks
- Other

**Demand Supply Gap & Growth Projection:** The Indian Glass Industry is forecasted to experience a refreshing growth of **7.45% CAGR** from FY24 to FY28, reaching a volume of **39 lakh MT**. Currently, the domestic market's demand for container glass stands at approximately **29.3 lakh MT**, showcasing a promising trajectory for the industry's expansion.

The existing operational capacities are around 39 lakh MTPA, while the total installed capacity in India is about 50 lakh MTPA. There's been little increase in capacity as companies are treading cautiously following past setbacks, which resulted in significant excess capacity. In view of upsurge in container glass demand in the upcoming years with no further capacity addition, HNG is well placed to cater to rising market demand once furnaces are repaired.

The Indian Container Glass market thrives on customer segment growth, prompting the strategic establishment of production capacities in targeted geographical regions to meet the demand effectively. Furthermore, specialized capabilities play a vital role in meeting the production needs of each segment with precision.

- **The liquor segment**, encompasses a variety of beverages like whiskey, gin, brandy, rum, vodka, and wine, stands as the most significant demand driver for container glass in India. Numerous manufacturers supply over 95% of their bottles to this thriving market.
- **Beer & Soft Drink segment** production demands unique capabilities, which are limited to a select few industry players. The demand for colored bottles in Amber, Green, and Blue is substantial in both beer and soft drinks segments, necessitating specialized technology possessed by only a few manufacturers. The beer segment is forecasted to achieve a CAGR exceeding 8.46% until 2028, while container glass demand from the soft drinks segment is poised for growth as companies like Coca-Cola and Pepsi strive to fulfill their global sustainability commitments. With this trend in mind, Beer and Soft Drinks represent promising opportunities for HNG to bolster its sales.
- **Expanding online grocery & Booming Beauty & Personal Care Market:** The Indian online grocery market size reached US\$ 9.0 Billion in 2023. Looking forward, IMARC Group expects the market to reach US\$ 80.6 Billion by 2032, exhibiting a growth rate (CAGR) of 26.7% during 2024-2032. The India beauty and personal care market size reached US\$ 28.0 Billion in 2023. Looking forward, IMARC Group expects the market to reach US\$ 46.6 Billion by 2032, exhibiting a growth rate (CAGR) of 5.6% during 2024-2032.
- **Zonal Concentration:** Container glass production capacities are strategically positioned, taking into account factors like raw material proximity and market needs. This approach leads to higher installed capacities in the North and West regions, and lower capacities in the South and East. HNG enjoys a unique position as the sole container glass player with a nationwide presence, granting the company a competitive edge in meeting pan-India market demands.
- **Food and Pharma** The upward trend in these segments is projected to persist. The Indian government's decision to raise allocations to the health sector from Rs 80,518 crore in the previous fiscal year to Rs 90,659 crore in the FY-25 interim budget will provide an additional boost to the Pharma segment.
- **Exports Market:** The Container Glass exports market is estimated at around **3 lakh MT**. Projected exponential growth in demand for container glass hinges on two key factors: India's cost competitiveness and the shift in demand from China to other sources by foreign players. Specifically, glass segments manufactured in furnaces with **COSMETIC** quality are poised for robust growth. By **2029-30**, the export market demand for container glass is anticipated **to double**.

The profitability of container glass players hinges significantly on crude oil prices and raw material costs. In FY23-24, the fuel rates remained favourable, and there was a noticeable drop in soda ash prices, contributing positively to profitability.

### **New Opportunity - Plastic Recycling Rule amendment, Growing Sustainable Packaging Demand, Pharmaceutical Growth & Plastic Bans**

#### **Extended Producer Responsibility (EPR) for Plastic Packaging**

Ministry of Environment published a draft notification dated **16-Oct-23**, for rules on plastic waste management (2nd Amendment). They shall come into force on the date of their publication in the Official Gazette.

According to the draft, Every local body shall be responsible for developing and setting up infrastructure for segregation, collection, storage, transportation, processing and disposal of plastic waste either by itself or by engaging agencies or producers by undertaking assessment of plastic waste generated in a year, including legacy plastic waste, by **30<sup>th</sup> Jun** of the

## Management Discussion & Analysis Report (Contd.)

next financial year and taking necessary steps to prevent stocking, distribution, sale and use of banned single-use-plastic items within its jurisdiction.

The EPR targets (Excluding end of life disposal) for minimum levels of recycling of plastic packaging waste for each category are listed in the table below:

### (% of EPR Target excluding End of Life Disposal)

Category	2024-25	2025-26	2026-27	2027-28 onwards
Rigid plastic	50	60	70	80
Flexible plastic	30	40	50	60
Multilayered Plastic	30	40	50	60
Compostable plastic	50	60	70	80

The strict regulations imposed on plastic producers represent a significant opportunity for the glass industry in India. Customers are likely to transition from plastic to glass for a significant portion of their packaging needs due to potential shortages in plastic supply caused by these regulations.

### Demand for Sustainable Glass Packaging

The demand for sustainable glass packaging continues to rise as consumers and industries prioritize eco-friendly alternatives. With its recyclability, durability, and non-toxic properties, glass packaging offers a sustainable solution that aligns with growing environmental awareness and regulatory initiatives promoting green practices across various sectors.

- The decentralized nature of liquor packaging regulations at the state level creates a significant market opportunity for glass packaging. For instance, Haryana recently banned the sale of liquor in plastic bottles. Several other states are considering limiting PET usage to combat counterfeit liquor. If all non-glass options in state liquor packaging shift to glass, there is a potential additional volume of approximately 10-12 lakh MT per year.
- The potential regulation to ban plastics in liquid pharmaceutical formulations will create a new market opportunity for the Glass Industry. This could result in an additional demand of approximately 3-4 lakh MT per annum.
- With the introduction of premium water products, there is an opportunity to capture 1% market share from PET in the water segment. Anticipated volume stands at 20,000 MT.
- Brands in the Food & Milk segment are opting for glass packaging over other options, signaling a positive shift in the industry.

### Challenges

- 1. Israel-Hamas War & Russia-Ukraine War:** The conflict between Israel and Hamas, along with rebel assaults on Red Sea shipping routes, has prompted numerous shipping companies to reroute their container vessels around entire continent of Africa, increasing their voyages by up to 25%, thereby causing elevated freight expenses on specific paths and a twofold rise in travel time. Israel attacks on Iranian embassy in Syria may cause crisis in mid-east as this could spark a region-wide conflict with plausible impact on oil supply.

Disruption to two major trade routes, Russia, and Ukraine, along with subsequent sanctions imposed on Russia by different economies, had a major impact on global supply chains. Russia and Ukraine are the key suppliers of raw materials that run the worlds of oil, gas energy and metallurgical industries. The Russia-Ukraine lingering war has halted supplies from Ukraine, and trading with Russia has also become challenging which has made energy and raw material prices volatile.

- 2. Uncertainty in Crude Oil prices and its direct impact on Power and Fuel cost** – Brent crude oil price has remained volatile in FY24 with price falling to **71.8 \$/bbl** in Jun-23 to reaching **97.1 \$/bbl** in Sep-23. During first 3 weeks of Mar-23 price hovered between 84-87 \$/bbl. However, oil prices settled higher as Ukrainian attacks on Russian energy facilities and escalating conflict in the Middle East pushed the Brent benchmark above **\$89 a barrel** for the first time since October. This is true for all other grades of crude Oil as well. Glass industry being energy-intensive industry, it is posing serious challenges for the coming times as well.
- 3. Volatility in Raw material price** due to demand supply mismatch and geopolitical events pose serious challenge to profitability.

**Indian Rupee** volatility impact on Raw Materials: In FY24 the Indian currency reached an all-time high of Rs 83.72/USD in Mar-24 from Rs 81.5/USD in Apr-23 due to Interest rate hikes by the US Fed backed the US dollar and caused significant

## Management Discussion & Analysis Report (Contd.)

outflows from the domestic markets. During FY23 as well there was significant depreciation of Rs 5/USD due to Russia-Ukraine war and US Federal reserve rate hike. It has direct bearing on the import of all chemicals and commodities.

### Threat

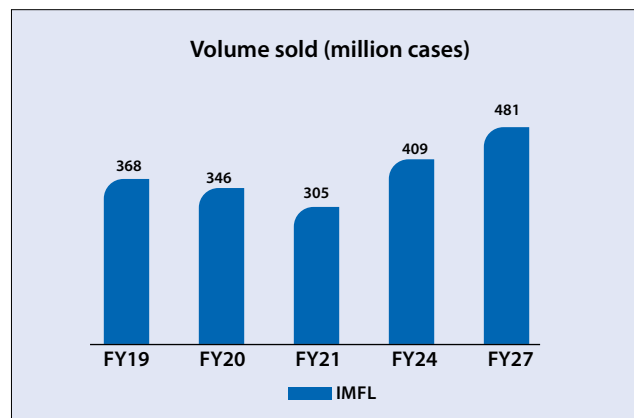
1. Threat from alternate packaging like PET, Multilayer Brick, Metal Cans, etc.
2. R-pet: The introduction of recycled PET resin to replace virgin Resin would hamper the growth of glass packaging as it would be compliant with circular economy and a viable alternative to virgin PET and Glass Packaging.
3. West Market: The loss of Sinnar plant due to fire would lead to loss of a major chunk of the western market for all segments and would lead to competitors and alternate packaging's taking over HNG's market share in the west.
4. Threat from increasing regulations like ban of use of furnace oil.
5. Domestic Soda Ash players – All the Major Soda Ash Players keep filing for Anti-Dumping Duty (ADD) imposition against soda ash Imports. Soda is one of the key ingredients for glass bottle production and any imposition of ADD & Anti-subsidy will have direct impact on Company bottom line. Due to Demand supply gap the pricing policy of Soda Ash players are profit seeking.

### Sectoral Analysis



#### Liquor

The Liquor Market holds the top position as the largest consumer of container glass in India, constituting about **60%** of the overall market. This segment's demand is projected to reach approximately 26 lakh MT by **2029-30**, showcasing a promising growth trajectory.



As per Economic Times, the demand for spirits in various segments experienced 4% growth in CY2023. According to industry executives referring to the latest excise department data, whiskey, constituting two-thirds of the segment, saw a growth of 5.3% in volume. Brandy and rum followed with 2.7% and 1.1% growth, respectively. Notably, vodka and gin experienced more robust growth at 18.8% and 15.3%, respectively.

Share of glass packaging in IMFL is expected to increase due to following factors.

- 1) Premium segments which constitute more than 40% of IMFL volume uses 100% glass packaging. The share of this segment is expected to grow to 67% of volume by 2027 and hence the overall share of glass packaging in IMFL will also increase.
- 2) In the Mass/ Popular segment, the share of glass bottles has reduced due to emergence of cheap alternate PET bottles. However, revenue leakages and ill effects on health are forcing state governments to turn back to glass packaging in liquor in phased manner.

## Management Discussion & Analysis Report (Contd.)

Despite volume pressure, premiumisation remains a driving force across categories. For example, scotch sales surpassed 9 million cases annually and are expected to double in 2024 if the current trend continues. Pernod Ricard, the maker of renowned brands such as Chivas Regal and Absolut, expressed optimism about India becoming its largest global market, outpacing the US. It highlighted India’s strong macroeconomics and rapid growth compared to other affiliates in the group. Pernod Ricard India to invest up to **₹1,800 crore** over the next decade to set up **malt spirit** distillery in Nagpur capable of producing up to 60,000 litres a day. Pernod Ricard is on track to triple its net sales in India over the coming decade. In fiscal year 2023, India surpassed China as the second-largest market by net sales for the company, after the United States.

In states where government control accounts for over 65 percent of the market, managing retail, wholesale, and pricing becomes challenging for companies due to the limited scope for rapid price adjustments. With an estimated drinking population of 300 million in India, nearly half can only afford cheap unbranded liquor, as per the report. To capitalise on the growing middle-class segment, companies have launched products in the premium-and-above category. For instance, Allied Blenders and Tilaknagar Industries introduced premium products, aiming to target the expanding consumer base.

Diageo, the maker of Johnnie Walker and McDowell’s whisky, saw its sales rise by 10% in Q1-24 & 8% in Q3-24 over the last year whereas Q2 revenue remained flat. Net profit increase of 79 % in Q1 and 63% in Q3 was observed though there was dip in Q2 profit Y-O-Y basis. Pernod Ricard, maker of Absolut vodka and Chivas Regal Scotch, sales grew by 4% in H1 FY24 due to unfavourable comparatives in the base of last year. Pernod confirmed, they forecast an acceleration in the second half of the year (January to June). For Bacardi India, which sells Bacardi rum and Dewar’s Scotch, India is the most important emerging market.

In India, there has never been issue from a demand point of view, but it has suffered in the past due to either supply issues, changes in taxation or route-to-market models. In 2023, there was no supply side disruptions which helped sales momentum. Consumers are experimenting and even white spirits are growing strong. The premiumisation story and growth is going quite robust and it is expected that fundamental growth trend will continue.

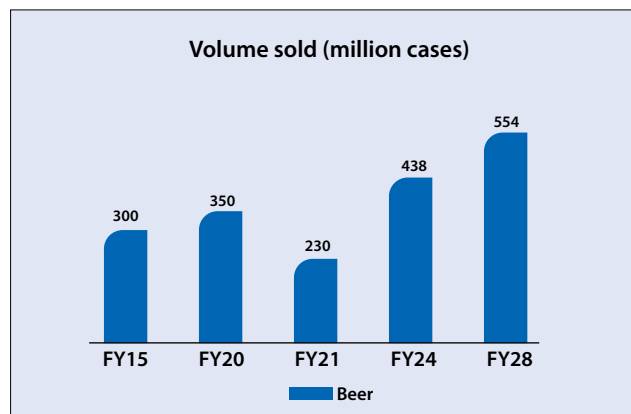
With rising income, people have moved towards drinking better and premium. Frequent social occasions ensure high volumes as well. There is a tilt toward innovative offerings and premium products. The industry also responded to this sentiment with ready-to-drink beverages, new flavour profiles or even smarter packaging with mixers or accessories. The emergence of Indian craft gins earlier and now the RTD segment is witnessing brand launches with diversified offerings.

Taxation and duties (which vary in every state) in India is on an average between 65% and 80% of the product price, the highest in the world and the time is high that taxes are reduced.



### Beer

The upcoming years are poised to witness a significant surge in beer consumption, attributed to rising temperatures. The Beer Segment stands out as one of the leading segments within the Indian Container Glass Market, highlighting exciting prospects for growth and demand. The Total Beer (New Glass Bottles) market in 2023-24 stood at **~ 6.5 to 7 lac MT**.





## Management Discussion & Analysis Report (Contd.)

As per IMARC, The Indian beer market reached Rs 41,470 crore in 2023 and is expected to reach **Rs 62,240 crore** by 2028, exhibiting a compound annual growth rate (CAGR) of **8.46%** during 2023-2028. The Indian beer consumption is expected to reach **554 million cases** by **FY28**. Share of glass packaging in Beer is quite high i.e., ~ 85% and is likely to continue in the future also.

Increasing brand consciousness regarding imported and premium beers is a key driver of growth in the Indian beer market. Factors such as cultural change, change in lifestyle and penetration of Western culture have also influenced the consumer's behavior and inclination toward alcoholic beverages. In addition, the surge in female drinkers and the growing young age population every year by around 20 million fuel the growth of the beer market in India. Brew Dog, Scottish craft beer & Coopers Brewery have already entered India.

Heineken India (United Breweries) witnessed revenue growth of 12.3% & 13.1% in FY24 - Q2 and Q3 compared to same quarters of FY23. AB Inbev at the close of the first half of 2023 (Jan-Jun) were 20% higher in terms of business compared to 2022. 58% of AB Inbev business comes from high-end volume products like Budweiser, Hoegaarden and Corona, and 42% coming from non-premium in terms of volume.

On a per serving basis, taxes are nearly ten times more than whiskey and spirits in several states, making beer one of the most expensive beverages for consumers. If these issues are addressed, then beer segment growth rate will be further propelled. However, there's a positive trend towards improved ease of doing business, streamlined registration processes, and smoother routes to market entry. The government is demonstrating a willingness to address the industry concerns, while further progress still needs to be made on regulatory reforms.

### **The Indian beer startups are growing, launching new products after surge in funding.**

The potential for beer growth in India is strong with emergence of Craft Beer. The Indian craft beer industry is at budding stage and has a share of 2-3% in India's beer market. The India craft beer market size is projected to exhibit a growth rate (CAGR) of **24.41%** during 2024-2032. Total investments in the Indian craft beer manufacturer over the last one and a half years amount to **\$130 million**. Bira 91 & Simba are prominent players in this segment. BIRA 91 has plan for IPO and hence has now become a public entity. B9 Beverages, the maker of Bira 91 craft beer, has secured **\$200 million** in funding so far. Most recently it raised \$25 million from Tiger Pacific Capital, an Asia-focused fund based in New York and Hong Kong. On the back of favourable trends, Bira 91 anticipates substantial growth, particularly with younger consumers favouring lower alcohol by volume (ABV), taste-centric drinking, and increased participation including women. They launched one new product every week and have a robust new product pipeline. They launched several new products last year, including Hill Station Ciders, Grizly Hard Seltzers, and Rise. This year, they have an exciting lineup as well for the summer," Ankur Jain, founder and CEO, Bira 91.

Homegrown beer brand **Proost Beer**, a subsidiary of Grano69 Beverages, secured Rs 27.5 crore through a mix of equity and debt funding last year. Presently operating in Delhi, Punjab, Uttar Pradesh, and Kerala, Proost plans expansion into five new markets. The company also aims to diversify its product portfolio, focusing on 'mass premium affordable' beers in the strong beer category. Proost attributes the growth in the beer market to rising per capita beer consumption, increased disposable income, and diminishing societal stigma around alcohol.

**Reybier Alcobev**, India's first woman-led brewery in Goa, said that consumer priorities of affordability and 'value for money' thinking are driving its growth. Reybier aims to re-launch the 'Indian heritage' beers to bridge the gap between generations and genders.

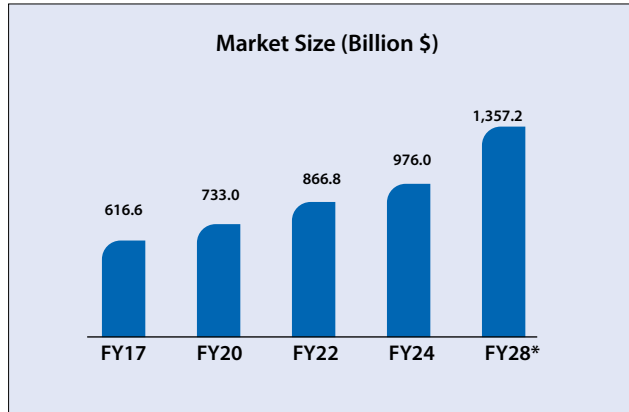
South India accounts for the largest market share of the India beer market due to hot weather condition. North India and Western India are expected to be the fastest growing markets. Drinking in bars is fast becoming a social phenomenon in Metro and Tier 2 cities and same is leading to increased beer consumption. Besides, the rising number of pubs and bars are another factor which increase beer consumption.



### **Food**

The Indian food & Milk industry continued its growth trajectory and reached \$976 bn (Food - \$905 bn & Milk- \$71 bn) in FY24, a 10.1% increase year-over-year for food and 7.5% for milk despite the significant growth in food segment by 9.75% in FY22 & over 11% growth in FY23. It is expected to reach \$1357 bn by FY28. The Food & Dairy segment constitutes approximately **3Lac MT** of India's overall Container Glass Market. Projections suggest this market will expand to approximately **5 Lac MT** by FY30. HNG has the potential to boost its supply to this segment owing to its underutilized capacity utilization.

## Management Discussion & Analysis Report (Contd.)



It is expected to grow at CAGR of 8.41% between 2023-2028. For, Nestle India’s revenue grew by 15.1%, 9.5% & 8.1% year on year basis in Q1, Q2 & Q3-FY24. HUL revenue growth remained modest due to monsoon and weak rebound in rural demand. The India food processing market size reached INR 28,027.5 billion in 2023. Looking forward, IMARC Group expects the market to reach INR 61,327.5 billion by 2032, exhibiting a growth rate (CAGR) of 8.8% during 2024-2032. Rapid urbanization, the rising consumer preference for processed foods, favourable government initiatives, ongoing technological advancements in food processing, and an evolving retail landscape promoting convenient RTE food products are among the key factors driving the market growth. Domestic processing capacity has crossed 20 million metric tonnes since 2014. Production Linked Incentive Scheme for India’s food processing sector has been in operation since the fiscal year FY 2021-22 up to FY 2026-27, approved by the Union Cabinet on 31st March 2021 with a budget provision of Rs. 10,900 crores. Reportedly, the Companies that have successfully applied to the scheme have made investments worth Rs. 7,126 crores in the food processing industry and generated cumulative sales worth Rs. 49,825 crores up to April-September quarter of 2023.

Food processing has attracted Foreign Direct Investment worth Rs. 500 billion in the past 9 years. In the country, while 100 % FDI is authorised in the food processing industry through automatic route, 100 % FDI is permissible through the government approval route for trading, including e-commerce, specifically for food products manufactured or produced within India. Since 2014, India’s domestic processing capacity has grown 15 times to reach 20 million metric tonnes. There are reportedly more than 20 operational mega food parks, 371 cold chain projects, and 68 agro-processing clusters in the country today.

According to the country’s Investment Facilitation Agency, Invest India, reportedly 474 proposals under the Creation/Expansion of Food Processing & Preservation Capacities, 61 backward and forward linkage projects, 46 Operation Green projects, and 186 food testing Laboratory projects have been approved. India reportedly implemented the Mega Food Park Scheme until April 2021, under which it approved 41 projects, of which, 24 are operational as of December 2023. The goal of this scheme is to create modern infrastructure for the food processing sector along the value chain from farm to market. The India online food delivery market size reached US\$ 36.3 Billion in 2023. Looking forward, IMARC Group expects the market to reach US\$ 257.7 Billion by 2032, exhibiting a growth rate (CAGR) of 24.32% during 2024-2032. Swiggy is planning IPO in 2024 to raise Rs 8000 Cr.

In the fiscal year 2022-23, there was a 4% increase in India’s milk production, reaching a total of 230.58 million tonnes. Over the span of the past nine years, India has observed a 58% surge in its milk production. Amul, India’s largest fast-moving consumer goods (FMCG) brand, aims to cross a turnover of Rs 80,000 crore in the financial year 2023-24 (FY24). Turnover grew 18.5 per cent to Rs 72,000 crore in the financial year 2022-23 (FY23).



### Pharmaceuticals

Indian pharma industry is known as the Pharmacy of the World due to the vital role it played in delivering cost-effective and high-quality generic drugs globally. The Pharmaceuticals & Vials Segment currently demands around **1.6 Lac MT** of container glass. Given the ongoing uptrend in demand and Government initiative for sustainable packaging, it is anticipated that by 2029-30, demand will surge to approximately **2.50 Lac MT**.

The Indian pharmaceutical market surged to **\$54.6 b** in 2023. Looking ahead, IMARC Group anticipates this figure to soar to \$163.1 billion by 2032, showcasing a robust growth rate (CAGR) of 12.3% from 2024 to 2032. Factors propelling this growth include the escalating healthcare demands due to diseases, government initiatives fostering healthcare infrastructure, and a

## Management Discussion & Analysis Report (Contd.)

growing health-conscious populace. India, renowned as the world’s largest generic drug provider, exported pharmaceuticals worth over \$25 billion in the fiscal year 2023. CRISIL, a leading global research and rating agency, foresees India’s domestic pharmaceutical sales expanding by 8-10% in the fiscal year 2023-24.

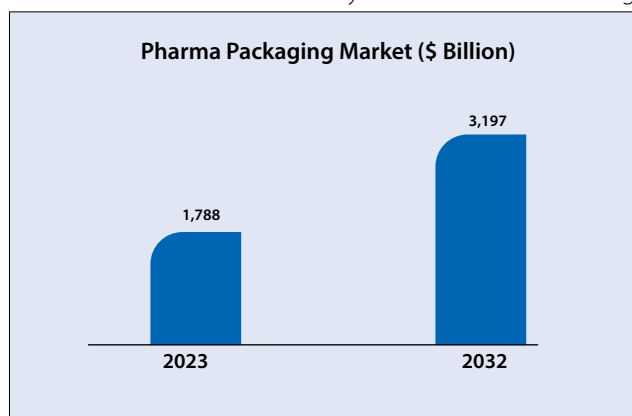
The Indian pharmaceutical industry is on a compelling growth trajectory, evidenced by an 8% year-to-date increase in exports. As per Pharmexcil chairman this growth is propelled by expanding market opportunities, heightened demand in the USA, and critical shortages of medicines in the U.S. and Europe. India’s share of pharmaceuticals and drugs in the global market at present is 5.71%, Formulations and Biologicals constituting 72.54%, followed by Drug intermediates and Bulk drugs. India also accounts for ~60% of global vaccine demand, and is a leading supplier of DPT, BCG and Measles vaccines. 70% of WHO’s vaccines (as per the essential Immunization schedule) are sourced from India. Over the next 5 years, India’s medical spending is expected to increase by 9–12%, placing it among the top 10 nations worldwide.

India is a major exporter of Pharmaceuticals, with over 200+ countries served by Indian pharma exports. India’s drug & pharmaceutical exports increased from 16.8 US \$ billion to 25.4 US \$ billion during the period 2016-17 to 2022-23, constituting a 51 % increase. India supplies over 50% of Africa’s requirement for generics, ~40% of generic demand in the US and ~25% of all medicine in the UK. The top five export destinations for Indian Pharma Industry in 2022-23 were the USA, Belgium, South Africa, the UK, and Brazil.

The Government is also developing new strategies to strengthen the sector which has led to the creation of innovation hubs making India an ideal. The Government of India with a total financial outlay of Rs. 500 crores being earmarked for the purpose of bolstering existing infrastructure facility of Pharma Industry. Production linked Incentive, Pharmaceutical Promotion and Development Scheme; Pharmaceutical Technology Upgradation Assistance Scheme have contributed to the growth of this sector. Government has introduced a US\$2 billion incentive program which is running from 2021-22 to 2027-28 to foster an Atmanirbhar Bharat by enhancing the R&D, make in India product development, high-value production capabilities, import substitution and domestic manufacture of active pharmaceutical ingredient (API).

India is known as the pharmacy of the world and as the biggest generic supplier. India gained its foothold on the global scene with its innovatively engineered generic drugs and active pharmaceutical ingredients (API). Growth in other fields notwithstanding, generics are still a large part of the picture. India is the largest provider of generic drugs globally. India is the only country with the largest number of US-FDA compliant pharma plants outside of the USA.

India’s cost of production is significantly lower than that of the US and almost half of that of Europe. It gives a competitive edge to India over others. Increase in the size of middle-class households coupled with the improvement in medical infrastructure and increase in the penetration of health insurance in the country will also influence in the growth of pharmaceuticals sector.



The India pharmaceutical packaging market size reached US\$ 1,787.9 Million in 2023. Looking forward, IMARC Group expects the market to reach US\$ 3,196.6 Million by 2032, exhibiting a growth rate (CAGR) of 6.67% during 2024-2032, driven by growth in pharma industry and its need for bulk drugs, formulations, Vaccine, and trial drug packaging.

Share of glass packaging in liquid formulations is still high given potential risks of storing medicines in plastic bottles.

However, overall share of glass packaging came down from 34% in 2009 to around 20% and is further expected to fall in future until government brings some regulation to curtail plastic usage in Oral formulations and Suspensions due to plastic ill effect. Some glass players in India are optimistic about phasing out of plastic usage.

## Management Discussion & Analysis Report (Contd.)



### Soft Drinks

India's soft drink market has witnessed strong growth in recent years. The double-digit growth in this market has attracted the attention of both consumers and industry players. According to the Economic Times, market research firm Euromonitor International India's soft drink market has expectedly reached up to \$10 billion in 2023, with an anticipated annual growth of around 18%. However, the significant contribution of energy drinks makes this growth even more interesting. Over the past two years, energy drinks have emerged as a driving force behind expanding the industry's footprint and reshaping the beverage landscape in the country. Traditionally dominated by carbonated beverages and fruit-flavored soft drinks, the Indian soft drink market has seen some changes. In this market, energy drinks have carved out a significant space. Several factors contribute to the growth in demand for energy drinks, including shifting consumer priorities and the increasing need for instant energy boosts in today's fast-paced lifestyle.

The demand for container glass in the Soft Drinks Segment is poised for ongoing growth, driven by major players like Coca Cola and Pepsi fulfilling their global sustainability commitments and SDG Goals. Currently, the demand stands at around **0.65** Lac MT, projected to reach 1 lac MT by 2026 based on current trends. This trajectory could further escalate if the market continues its current course.

Consumer preferences are evolving, accompanied by packaging innovations and size adjustments for enhanced affordability, resulting in increased consumption of non-alcoholic beverages in India. According to Statista, the energy and sports drinks market in India achieved a revenue of **INR 5.7 b USD in 2023**, with a steady rise in demand for energy drinks, spurred in part by new pricing strategies.

Established companies are expanding their product ranges, while numerous startups and small to medium-sized enterprises have entered the sector over the past decade. A survey highlighted that 35% of these companies introduced new products in the Indian market, including zero-sugar or sugar-free options, tea and coffee-based drinks, and organic beverages, reflecting the dynamic shifts in consumer preferences.



### Cosmetics

The India beauty and personal care market size reached **US\$ 28.0** Billion in 2023. Looking forward, IMARC Group expects the market to reach US\$ 46.6 Billion by 2032, exhibiting a growth rate (CAGR) of 5.6% during 2024-2032. As per Statista India is ranked **4th** globally for generating the highest revenue from the beauty and personal care market in 2023.

The beauty market in India is currently under-penetrated, on a per capita basis spends on beauty and personal care stand at \$14 in the country compared to \$313 in the US and \$38 in China. Indian beauty and personal care market is growing at a rate twice as fast as FMCG-led brands. online commerce will become a "significant channel" for the beauty and personal care industry. Redseer estimates that the online beauty and personal care market will touch \$10 billion by 2027, making up 33% of the total market by then.

The online BPC market in India expanded significantly in the last few years driven by a steep increase in e-commerce adoption. The Indian fashion market is the third largest market in the world and a lot of it is unorganised, but it has shifted. At the beginning 80-85 per cent of the market was unorganised but it is getting very rapidly organised. Tata Cliq Palette opened its first beauty store in Mumbai in Aug-23.

Emergence of online retail, rising awareness of beauty products, increasing premium on personal grooming, changes in consumption patterns, lifestyles and improved purchasing power among women are expected to boost the industry. The market will maintain healthy growth due to rising preference for specialised cosmetic products such as organic, herbal and Ayurveda products. Principal areas that are expected to grow include colour cosmetics, fragrances, specialised skin care and make-up cosmetics.

*Sources:*

*Money Control, Economic Times, Marketing input, Yahoo finance, Mint, NIRR, Business Standard, Statista, The Hindu, Invest India, imarcgroup, PIB, The Times of India, The Gazette of India, Indian chemical regulation, Global Risk Management Institute*

## Corporate Governance Report

In accordance with an application preferred by DBS Bank, one of the Financial Creditor of the Company, the Hon'ble National Company Law Tribunal, Kolkata Bench, vide its order dated 21st October, 2021 ("Order") had commenced the Corporate Insolvency Resolution Process ("CIRP") against your Company under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("the Code"). Pursuant to the Order, the powers of the Board of Directors stand suspended and are vested with Mr. Girish Siriram Juneja (IP Registration No. IBBI/IPA-001/IP-P00999/2017-2018/11646), who has been appointed as the Interim Resolution Professional (IRP) by the Hon'ble National Company Law Tribunal, Kolkata Bench and later his appointment was confirmed as the Resolution Professional by the duly constituted Committee of Creditors in its meeting held on 14th February 2022. Further, in consonance with the stipulation contained in Section 17 of the Code, the powers of the Board of Directors of the Company stands vested with Mr. Girish Siriram Juneja, Resolution Professional.

### 1. Company's philosophy on Code of Governance

Corporate Governance encompasses a set of systems and practices to ensure that the Company's affairs are being managed in a manner, which ensures accountability, transparency and fairness in all transactions, in the wide sense. The Company believes that transparent and ethical practices, in line with accepted norms of Corporate Governance are essential for long-term success. The Company lays strong emphasis on management accountability, established control systems and individual integrity at all levels. It seeks to ensure that business objectives are balanced with corporate responsibility, to create sustainable value for all stakeholders including shareholders, employees, customers, government and the lenders. It is our endeavor to achieve higher standards and provide oversight and guidance to the management, in strategy implementation, risk management and fulfilment of stated goals and objectives.

During the financial year 2023-24, the Company kept its commitment towards the required norms and disclosures on Corporate Governance under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations"). However, in terms of sub regulation 2A & 2B of Regulation 15 of Listing Regulations, the provisions as specified in regulations 17 to 21 of the Listing Regulations are not applicable during the CIRP period in respect of a listed entity which is undergoing CIRP under the IBC.

### 2. Board of Directors

The RP is entrusted with the ultimate responsibility of the management directions and performance of the Company as the Company is under CIRP. The Company formed an active, well-informed Board, comprising of Independent Directors in compliance of Listing Regulations, to uphold the Company's commitment, to high standards of ethical values and business integrity.

#### Composition, category and size of the Board:

➤ During the financial year ended on 31st March, 2024, your Company's Board was duly constituted in accordance with the requirements laid down under the Companies Act, 2013 (hereinafter referred to as 'the Act') and Regulation 17(1) of SEBI Listing Regulations. The composition and category of the Board of Directors as on 31st March, 2024 is given below.

Out of the total 5 (Five) Directors on the Board:

- 2 (Two) are Promoters, Executive Directors and Equity Investor.
- 3 (Three) are Independent Non-Executive Directors including 1 (One) Woman Independent Non-Executive Director.

Attendance of each Director at the Board Meetings, last Annual General Meeting (AGM) and Number of other Directorships and other Board Committee memberships in various companies are as per table below:

Name of the Director	Category of Director	Attendance at Meetings held during 2023-24		Directorship in other companies <sup>^</sup>	Number of Board Committees in which he or she is Chairman/Member#			Name of Listed entities in which the Person is a director and the category of Directorship
		Board	AGM		Chairman	Member	Total	
Shri Sanjay Somany (Promoter)	Executive Director	5	Yes	2	Nil	Nil	Nil	Spotlight Vanijya Limited (Non-Executive Director)
Shri Mukul Somany (Promoter)	Executive Director	2	Yes	2	1	2	3	Spotlight Vanijya Limited (Non-Executive Director)

## Corporate Governance Report (Contd.)

Name of the Director	Category of Director	Attendance at Meetings held during 2023-24		Directorship in other companies <sup>^</sup>	Number of Board Committees in which he or she is Chairman/Member#			Name of Listed entities in which the Person is a director and the category of Directorship
		Board	AGM		Chairman	Member	Total	
* Shri Ratna Kumar Daga	Independent Non-Executive Director	5	Yes	Nil	Nil	Nil	Nil	Nil
Smt. Rita Bhimani	Independent Non-Executive Director	5	Yes	2	Nil	4	4	Asian Hotel (EAST) Limited (Non-Executive Independent Director) Robust Hotels Ltd. (Non-Executive Independent Director)
Shri Amal Chandra Saha	Independent Non-Executive Director	5	Yes	Nil	Nil	Nil	Nil	Nil

<sup>^</sup> excludes directorship of companies u/s 8 of the Companies Act, 2013, Private Limited Companies, Foreign Companies.

# Memberships/Chairmanships of only Audit Committee and Stakeholders' Relationship Committee in other Public Limited Companies have been considered (excluding Membership/Chairmanship in Committees of the Board of the Company for which, this report has been prepared).

\* Shri Ratna Kumar Daga ceased to be Independent Director w.e.f the close of business hours on 31st March, 2024, upon completion of two consecutive terms as Independent Director of the Company. Further, pursuant to the approval of the Committee of Creditors (CoC) and upon the recommendation of the Nomination and Remuneration Committee of the Company, the RP and Directors at their meeting held on 20th June, 2024, approved the appointment of Mr. Neeraj Kumar Sureka (DIN: 02231914) as the Additional Non Executive Independent Director of the Company, subject to the approval of shareholders at the ensuing AGM of the Company.

After appointment of RP, all meetings are chaired by the RP.

Shri Sanjay Somany and Shri Mukul Somany, Directors are brothers. None of the other Directors are related to each other.

Details of equity shares of the Company held by the Directors as on March 31, 2024 are given below:-

Name	Category	Number of equity shares
Shri Sanjay Somany	Executive Director, Non Independent	3112865
Shri Mukul Somany	Executive Director, Non Independent	4021370
Shri Ratna Kumar Daga	Non-Executive Independent Director	Nil
Smt. Rita Bhimani	Non-Executive Independent Director	Nil
Shri Amal Chandra Saha	Non-Executive Independent Director	Nil



## Corporate Governance Report *(Contd.)*

### Meeting of the RP and Directors held during the year:-

During the financial year 2023-24, 5 (Five) meetings of the RP and Directors were held. The interval between two meetings was well within the maximum period mentioned under Companies Act, 2013 and the Listing Regulations:

Sl. No.	Date of Meeting	During the quarter	No. of Directors Present
1.	23rd May, 2023	April 2023 - June 2023	5
2.	27th June, 2023	April 2023 - June 2023	4
3.	8th August, 2023	July 2023 - September 2023	4
4.	7th November, 2023	October 2023- December 2023	4
5.	7th February, 2024	January 2024- March 2024	5

The meetings are normally convened on the directions received from the RP. A detailed agenda along with relevant notes and other material information are sent in advance separately to each Director and RP and in exceptional cases, tabled at the meeting with the approval of the RP & Directors. This ensures timely and informed decisions by the Director/RP. The minutes of the meetings are regularly placed before the RP & Directors.

The RP/Directors also periodically reviews compliance by the Company with the applicable laws/statutory requirements concerning the business and affairs of the Company.

The important decisions taken at the meetings of the RP with the Directors & Board Committee meetings are communicated to the concerned departments.

### Availability of information to the Directors/RP

The Company provides the information as set out in Regulation 17 read with Part A of Schedule II of Listing Regulations to the Directors/RP and the Committees, to the extent it is applicable and relevant.

### Independent Directors' Meeting

During the financial year, a separate meeting of the Independent Directors was held on 7th February, 2024 without the attendance of the Non- Independent Directors and the Members of the Management, inter-alia, to discuss the performance of Non- independent Directors including that of the Chairman of the Company, taking into account the views of the Executive Directors, access the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties and other related matter.

All the Independent Directors were present in the Meeting.

### Familiarization Programs for Independent Directors

The Independent Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices. Periodic presentations are made at the meetings of the RP with Directors and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved.

The details of such familiarization programs for Independent Directors are posted on the website of the Company at <https://www.hngil.com/uploads/ad747491d1c5d9c2e36c0078d8f3749e.pdf>

### Expertise and Competence of the Directors

The Company has a balanced and diverse Board. The Non-Executive Directors including Independent Directors on the Board are well-qualified, experienced, competent and renowned persons from the fields of container glass manufacturing, finance, banking, taxation, economics, law and governance etc. They take active part at the meetings of the RP with Directors and Committee Meetings, by providing guidance and expert advice to the RP & Directors and the Management, on various aspects of business, policy direction, governance, compliance etc. and play critical role on strategic issues, which enhances the transparency and add value in the decision making process of the Board.





## Corporate Governance Report (Contd.)

### Briefly, the expertise of Directors are as follows:

Shri Sanjay Somany & Shri Mukul Somany are the leaders in the organized Indian container glass market. Shri Sanjay Somany and Shri Mukul Somany having gained more than 40 years and 33 years of experience respectively in glass manufacturing industry, they became acknowledged experts in glass business. Shri Mukul Somany is an expert in finance as well as marketing fields.

Smt. Rita Bhimani is the veteran of public relations and possesses expertise in the area of Human Resources and Management. She advises Board in such fields.

Shri Amal Chandra Saha is a veteran banker. With rich experience in the field of banking sector, he is helping the Company strengthening its base in finance and banking.

Shri Neeraj Kumar Sureka is a Chartered Accountant, Insolvency Professional, IBBI Registered Valuer-SFA. With more than 30 years of experience in the fields of audit, income tax, corporate law and bank finance he shall add value in field of finance and legal matters of the Company.

The RP & Directors have confirmed that Independent Directors of the Company fulfil the conditions specified in Listing Regulations and are Independent of the management.

### 3. Audit Committee

#### Terms of reference

The Company constituted an Audit Committee in the year 2000. The powers, role and terms of reference of the Audit Committee covers the areas as contemplated under Regulation 18 of the Listing Regulations and Section 177 of the Companies Act, 2013, as applicable, besides other terms as referred by the RP and Directors. The terms of reference were revised in F.Y. 2020-21 to make them in line with requirements of the Listing Regulations and includes:-

1. The recommendation for appointment, remuneration and terms of appointment of Statutory Auditors of the Company.
2. Review and monitor the auditor's independence and performance and effectiveness of audit process.
3. Examination of the Financial Statement and the Auditor's Report thereon.
4. Approval or subsequent modification of transactions of the Company with the related parties.
5. Scrutiny of inter-corporate loans and investments.
6. Valuation of undertakings or assets of the Company, wherever it is necessary.
7. Evaluation of internal financial controls and risk management systems.
8. Monitoring the end use of funds raised through public offers and related matters.
9. Reviewing with the management, the quarterly financial statements before submission to the Board for approval.

#### Composition, meetings and attendance during the year

During the F.Y. 2023-24, 7 (Seven) meetings of the Audit Committee were held and the attendance of each member of the Committee are given below.

#### Dates of meetings:

23rd May, 2023	31st May, 2023	27th June, 2023	8th August, 2023
7th November, 2023	6th February, 2024	7th February, 2024	

## Corporate Governance Report (Contd.)

Members of the Audit Committee have the requisite financial and management expertise. The Chairman of the Audit Committee attended the 77th Annual General Meeting of the Company.

Total strength of the Audit Committee as on 31.03.2024: Three

Designation	Members	Category	Number of meetings held	Number of meetings Attended
Chairman	Shri Ratna Kumar Daga	Non-Executive, Independent Director	7	7
Member	Shri Amal Chandra Saha	Non-Executive, Independent Director	7	7
Member	Shri Mukul Somany	Executive Director	7	2

The Chairman of the Board, Chief Financial Officer, Internal Auditor, Statutory Auditor and other Senior Officials are invited to attend the meetings, as and when required.

The Company Secretary & Compliance Officer acts as the Secretary to the Committee.

After the initiation of CIRP, all the meetings of Audit Committee are chaired by the RP.

Further, Shri Ratna Kumar Daga ceased to be Independent Director w.e.f close of business hours on 31st March, 2024 upon completion of two consecutive terms as Independent Director of the Company and accordingly his position as a Chairman of the Audit Committee got relinquished and subsequently the Company at the meeting of the RP and Directors held on 16th April, 2024 appointed Smt. Rita Bhimani as a member of the Audit Committee and redesignated Shri Amal Chandra Saha as the Chairman of the Audit Committee. Moreover, the Company at the meeting of the RP and Directors held on 20th June, 2024 appointed Mr. Neeraj Kumar Sureka as a member in place of Smt. Rita Bhimani.

### Internal Control and Governance Process

The Company previously had an In-house Management Team to review and report on Internal Control Systems until July 2023.

Further in August, 2023, upon the recommendation of the Audit Committee, M/s Grant Thornton Bharat LLP ('GT') was appointed as the Internal Auditors of the Company to review and report on Internal Control System. GT team presents its Internal Audit Reports to the Audit Committee of the Company and the Committee reviews and recommends actions to be taken pursuant to the observations and findings of the auditors.

The Committee mandatorily reviews information such as Internal Audit Reports related to internal control weakness, management discussion & analysis of financial condition and result of operations, statement of significant related party transactions and such other matters as prescribed.

### 4. Nomination and Remuneration Committee

Terms of Reference – To formulate and determine the Company's policy regarding remuneration packages for Directors including any compensation payments.

#### Composition, meetings and attendance during the year

During the F.Y. 2023-24, 2 (Two) meetings of the Nomination and Remuneration Committee were held and the attendance of each member of the Committee are given below.

#### Dates of meetings:

27th June, 2023	1st March, 2024
-----------------	-----------------

## Corporate Governance Report (Contd.)

**Total strength of the Nomination and Remuneration Committee as on 31.03.2024: Three**

Designation	Members	Category	Number of meetings held	Number of meetings Attended
Chairman	Shri Ratna Kumar Daga	Non-Executive, Independent Director	2	2
Member	Smt. Rita Bhimani	Non-Executive, Independent Director	2	2
Member	Shri Amal Chandra Saha	Non-Executive, Independent Director	2	2

The Company Secretary & Compliance Officer acts as the Secretary to the Committee.

After the initiation of CIRP, all the meetings of Nomination and Remuneration Committee are chaired by the RP.

Further, Shri Ratna Kumar Daga ceased to be Independent Director w.e.f close of business hours on 31st March, 2024 upon completion of two consecutive terms as Independent Director of the Company and accordingly his position as a Chairman of the Nomination and Remuneration Committee got relinquished and subsequently the Company at the meeting of the RP and Directors held on 20th June, 2024 appointed Shri Neeraj Kumar Sureka as a member of the Audit Committee and redesignated Shri Amal Chandra Saha as the Chairman of the Nomination and Remuneration Committee.

### Nomination & Remuneration Policy of the Company

A Nomination & Remuneration Policy of the Company is attached as "Annexure I" and forms part of the Directors' Report.

### Details of the remuneration paid to the Directors during the financial year 2023-24

#### To Non-Executive Directors

The Independent and Non-Executive Directors are entitled to a sitting fee of Rs. 20,000/- for attending each meeting of the Directors with RP, Rs.15,000/- for attending each Meeting of the Audit Committee and Rs.10,000/- for attending each Meeting of the Nomination & Remuneration Committee. No remuneration is paid for attending the meetings of the Stakeholders' Relationship Committee, Corporate Social Responsibility Committee and Treasury Management Committee respectively.

**The details of sitting fees paid and commission payable during the financial year 2023-24 are as follows:**

Name of Directors	Business relationship with Company	Sitting fees	Commission	Total
Shri Ratna Kumar Daga	None	2,25,000	--	2,25,000
Smt. Rita Bhimani	None	1,20,000	--	1,20,000
Shri Amal Chandra Saha	None	2,25,000	--	2,25,000

#### To Executive Directors

No remuneration was paid to Executive Directors during the F.Y. 2023-24 Since the Company is under CIRP, the Board is suspended and no remuneration is given to the Executive Directors.

### 5. Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Board has formed a framework for formal Annual Evaluation of performance of

## Corporate Governance Report (Contd.)

Committee and Directors. The primary objective of the Policy is to provide a framework and set standards for the evaluation of the Board as a whole, its Committees and Directors. The Company aims to achieve a balance of merit, experience and skills on the Board. The Board's policy is to assess the effectiveness of the Board as a whole and its Board Committees. Individual Board members are assessed on their effective contribution and commitment to their role and responsibilities as Directors.

### 6. Stakeholders' Relationship Committee

Terms of Reference – The Committee mainly looks into the matters of Shareholders/Investors grievances. The Committee considers and resolve the concerns and complaints of the shareholders and Investors in consultation with the management.

#### Composition, meetings and attendance during the year

During the F.Y. 2023-24, 4 (Four) meetings of the Stakeholders' Relationship Committee were held and the attendance of each member of the Committee are given below.

#### Dates of meetings:

23rd May, 2023	8th August, 2023
7th November, 2023	7th February, 2024

#### Total strength of the Stakeholders' Relationship Committee as on 31.03.2024: Three

Designation	Members	Category	Number of meetings held	Number of meetings Attended
Chairman	Shri Ratna Kumar Daga	Non-Executive, Independent Director	4	4
Member	Shri Sanjay Somany	Executive Director	4	4
Member	Shri Mukul Somany	Executive Director	4	2

The Company Secretary & Compliance Officer acts as the Secretary to the Committee.

After the initiation of CIRP, all the meetings of Stakeholders Relationship Committee are chaired by the RP.

Further, Shri Ratna Kumar Daga ceased to be Independent Director w.e.f close of business hours on 31st March, 2024 upon completion of two consecutive terms as Independent Director of the Company and accordingly his position as a Chairman of the Stakeholders' Relationship Committee got relinquished and subsequently the Company at the meeting of the RP and Directors held on 20th June, 2024 appointed Shri Amal Chandra Saha as the Chairman in place of Shri Ratna Kumar Daga and Shri Neeraj Kumar Sureka as the member in place of Shri Sanjay Somany.

#### Shareholders' complaints and pending share transfer

No investor grievance was pending at the beginning and at the end of the F.Y. 2023-24.

### 7. Corporate Social Responsibility Committee

Terms of Reference – The Corporate Social Responsibility Committee has been constituted as per the requirement of Section 135 of the Companies Act, 2013.

#### Composition, meetings and attendance during the year

During the F.Y. 2023-24, 1 (One) meeting of the Corporate Social Responsibility Committee was held on 7th February, 2024.

#### Total strength of the Corporate Social Responsibility Committee as on 31.03.2024: Three

Designation	Members	Category
Chairman	Shri Mukul Somany	Executive Director
Member	Shri Sanjay Somany	Executive Director
Member	Smt Rita Bhimani	Non-Executive Independent Director

However, after the initiation of CIRP, all the meetings of CSR committee are chaired by the RP.

The Directors continue to hold their respective positions/designations in the company and are required to extend all assistance and cooperation to the RP as required in managing the affairs of the Company.

## Corporate Governance Report (Contd.)

### The Roles and Responsibilities of the Committee are as follows:

- To frame the CSR Policy and to review the same, time to time.
- To ensure effective implementation and monitoring of the CSR activities, as per the approved policy.
- To ensure compliance with the various laws, rules and regulations.
- The Committee shall identify any one or more of the activities, as specified in the policy and as may be approved by the Government from time to time

Since the Company has been incurring losses in previous years, no expenditure was incurred on account of CSR activities.

### 8. Treasury Management Committee

This is a non – mandatory Committee as per requirements of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. However, this Committee was constituted on 09th May, 2005 for smooth functioning of business and banking activities.

During the year under review, no meeting of the committee was held.

Total strength of the Treasury Management Committee as on 31.03.2024: Three

Designation	Members	Category
Chairman	Shri Mukul Somany	Executive Director
Member	Shri Sanjay Somany	Executive Director
Member	Shri Ratna Kumar Daga	Non-Executive Independent Director

### The Roles and Responsibilities of the Committee are as follows:-

- To borrow for and on behalf of the Company, various types of loans, both secured and unsecured loans, either in foreign currency or Indian currency.
- To affix Common Seal of the Company on the facility documents.
- To delegate authority to execute relevant documents and to do such other acts, deeds and things, that may be necessary or incidental in relation to availing such facilities, provided by various Banks / Financial Institutions.

### 9. Subsidiary

As on 31st March, 2024, the Company does not have any Subsidiary.

### 10. Whistle Blower Policy

The Whistle Blower Policy of the Company is in place. The details of such policy are posted on the website of the Company at <https://www.hngil.com/uploads/972720987f3fb796249ab098389be77a.pdf>

### 11. General Body Meetings

The details of the day, date, venue and timings of the last three Annual General Meetings held as follows:

General Meeting	Venue	Day & Date	Time
77th Annual General Meeting	Conducted through Video Conferencing and Other Audio Visual means	Tuesday, 12th September, 2023	11.30 a.m.
76th Annual General Meeting	Conducted through Video Conferencing and Other Audio Visual means	Wednesday, 28th September, 2022	11.30 a.m.
75th Annual General Meeting	Conducted through Video Conferencing and Other Audio Visual means	Saturday, 18th September, 2021	11:00 a.m.

## Corporate Governance Report *(Contd.)*

Details regarding Special Resolutions passed during the previous three AGMs are given below:

Shareholders' Meeting	Special Business requiring Special Resolution
77th Annual General Meeting	No Special Resolution was passed at the Meeting
76th Annual General Meeting	No Special Resolution was passed at the Meeting
75th Annual General Meeting	No Special Resolution was passed at the Meeting

### 12. Disclosures

There were no materially significant related party transactions entered into by the Company with its Promoters, Directors or the management and its subsidiaries or relatives, among others, that may have potential conflict with the interests of the Company at large and are carried at arm's length basis or fair value. The Register of Contracts containing the transactions in which the Directors are interested, is placed before the Meetings regularly for its approval. As required under the Listing Regulations, the Company has formulated a policy on dealing with related party transaction and the same is available on the website of the Company at (<https://www.hngil.com/uploads/c90668a5f25a922faa07d164c0a9568c.pdf>)

Related party transactions are in the ordinary course of business and are reported to the Audit Committee. Such transactions are disclosed in note no. 2.38 of Notes on Financial Statements in the Annual Report.

During the last three years, there were no restriction or penalties imposed on the Company by either the Securities and Exchange Board of India (SEBI) or the Stock Exchanges, or any other statutory authority for non-compliance of any matter related to the capital market. However, pursuant to the notice no. NSE/SURV/37979 dated 08th June, 2018 issued by NSE wherein the Exchanges have implemented Additional Surveillance Measures (ASM) to safeguard the interest of investors of the Companies which are undergoing CIRP under IBC. The securities of such companies shall be monitored on a pre-determined objective criteria and Margin shall be levied at 100% once the criteria gets satisfied. These securities shall be further monitored for an objective criterion and shall be shifted to Trade for Trade Segment once the criteria gets satisfied.

Subsequently, vide notice no. NSE/SURV/52368 dated 20th May 2022 issued by NSE wherein SEBI and Exchanges had issued a revised criterion for framework for ASM of the aforesaid Companies. Recently, vide notice no NSE/SURV/62685 dated 28th June, 2024 issued by NSE, the exchange has released a list of companies under IBC which satisfies the criteria of ASM with effect from 1st July, 2024, which includes the name of the Company.

The Company conducts periodic reviews and reporting to the RP and Directors regarding risk assessment by senior executives with a view to minimise risk.

During the financial year 2023-24, the Company did not make any public or right issue.

The Financial Statements for 2023-24 were prepared in accordance with the applicable Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013.

The Executive Directors (CEO) and the Chief Financial Officer (CFO) of the Company have certified to the Board in accordance with SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 pertaining to CEO/CFO certification for the financial year ended 31st March, 2024. The said certificate is enclosed to this report.

Pursuant to the requirement of Regulation 26(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has adopted a 'Code of Conduct for Directors and Senior Management'. The Directors and designated employees of the Company have complied with the provisions of the said Code of Conduct. The Code of Conduct is also hosted on the website of the Company at [www.hngil.com](http://www.hngil.com). All members of the Board and Senior Management personnel have affirmed compliance to the Code as on 31st March, 2024. A declaration in this connection from Directors is enclosed to this report.

Two sets of Codes - Code of Practice and procedures for fair Disclosure of Unpublished Price Sensitive Information & Code of Conduct to regulate, monitor and report trading by insiders/ designated persons have been adopted by the Board, in accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015.

Disclosures of transactions of Hindusthan National Glass & Industries Limited with any person or entity belonging to the promoter/promoter group, which hold(s) 10% or more shareholding in the listed entity, is given below in the format prescribed in the relevant accounting standards.

## Corporate Governance Report (Contd.)

Name of Person or Entity belonging to the promoter/ promoter group which hold(s) 10% or more shareholding	Percentage Shareholding as on 31st March, 2023	Type of Transaction During the Financial Year	Amount of Transaction During the Financial Year (₹ in Lacs)
Spotlight Vanijya Limited	18.09	-	-
Brabourne Commerce Private Limited	24.29	-	-

For more details, kindly refer Note no. 2.38 of the notes on Financial Statement for the financial year ended 31st March, 2024. The Management Discussion and Analysis forms a part of this Annual Report.

Information with respect to 'Foreign Exchange Risk and Hedging Activities' forms an integral part of the Notes to the Financial Statements.

### 13. Means of Communication

The quarterly, half-yearly and the annual financial results are published in the proforma prescribed under the Listing Regulations, in one English Newspaper (normally in Business Standard) having wide circulation and another in the vernacular language in Bengali (normally in Duranta Barta). Moreover, the quarterly/annual results and official news releases along with various other information, are generally sent to the Stock Exchanges, as well as hosted on Company's website i.e www.hngil.com.

### 14. General shareholder information

Incorporation	The Company was incorporated in Calcutta, in the Province of Bengal, on February 23, 1946.
Corporate Identification Number (CIN)	L26109WB1946PLC013294
Date, time and venue/Mode of AGM	Monday, 30th September, 2024 through Video Conferencing (VC) or Other Audio Visual Means (OAVM)
Financial calendar (Tentative)	April 2024 to March 2025
1st quarter results by	2nd week of August, 2024
2nd quarter results by	2nd week of November, 2024
3rd quarter results by	2nd week of February, 2025
4th quarter results by	3rd / 4th Week of May, 2025
Date of Book Closure	

#### • Listing on Stock Exchanges

Your Company's shares are listed on the following Stock Exchanges

- |  |  |  |
|--|--|--|
| <p>1] The Calcutta Stock Exchange Limited, 7, Lyons Range, Kolkata - 700 001 Email:cseadm@cselindia.com Website : www.cse-india.com Scrip code : 10018003.</p> | <p>2] BSE Limited, 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Email:corp.relations@bseindia.com Website : www.bseindia.com Scrip code : 515145.</p> | <p>3] National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400051 Email : cmlist@nse.co.in Website :www.nseindia.com Scrip symbol : HINDNATGLS.</p> |
|--|--|--|

- Listing fees have been paid for the year 2024-25 for all the above Stock Exchanges.
- High / Low share price data
  1. According to the data provided by The Calcutta Stock Exchange Ltd., there was no transaction in the Company's equity shares during the year under review at the said Stock Exchange.
  2. The details of transactions in the Company's equity shares at the BSE Limited and National Stock Exchange of India Limited, during the financial year and the respective high / low price data are given below:

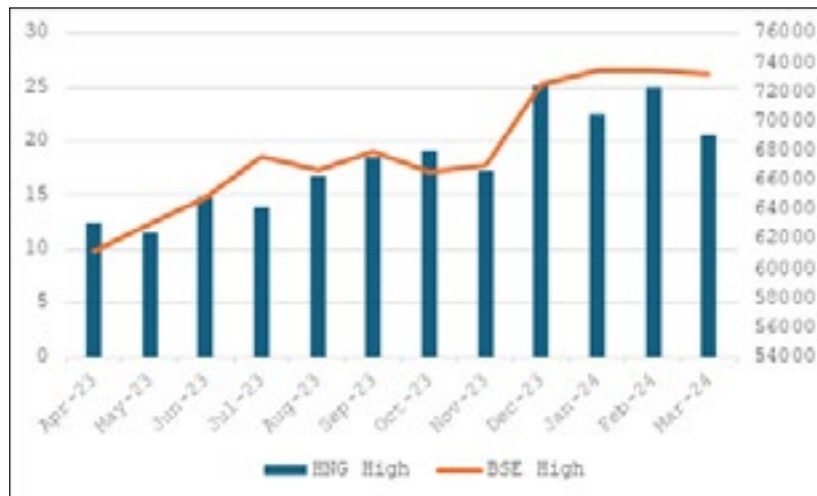


## Corporate Governance Report (Contd.)

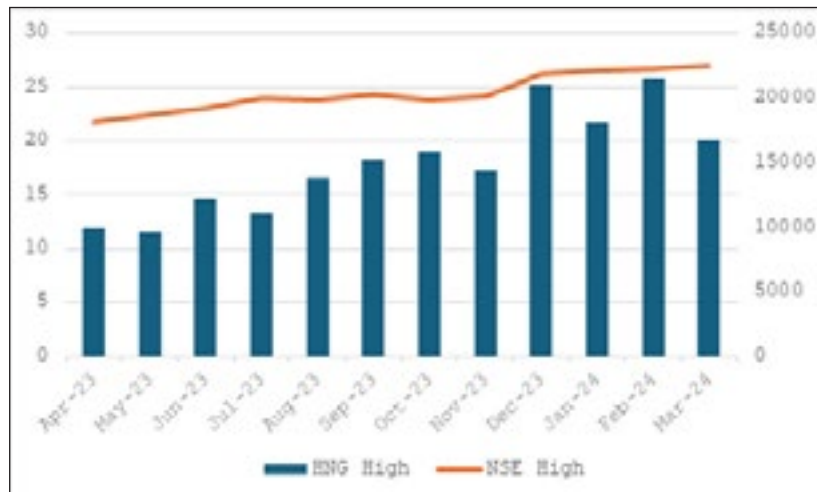
At BSE Limited

At National Stock Exchange of India Limited

Month	High (in ₹)	Low (in ₹)	Volume (No. of shares in Lakhs)	Month	High (in ₹)	Low (in ₹)	Volume (No. of shares in Lakhs)
April, 2023	12.35	8.73	2,31,615	April, 2023	11.90	8.75	4,62,971
May, 2023	11.40	9.81	1,30,563	May, 2023	11.50	9.50	2,12,956
June, 2023	14.75	10.35	6,67,658	June, 2023	14.70	10.20	28,34,487
July, 2023	13.86	11.31	13,019	July, 2023	13.30	10.90	1,34,448
August, 2023	16.73	11.05	17,38,738	August, 2023	16.50	11.10	15,04,393
September, 2023	18.43	15.07	3,48,939	September, 2023	18.15	15.05	7,64,401
October, 2023	19.12	12.93	12,56,606	October, 2023	18.95	12.95	11,31,339
November, 2023	17.16	14.72	167,635	November, 2023	17.20	14.25	5,60,460
December, 2023	25.24	18.01	11,65,662	December, 2023	25.10	18.05	13,06,512
January, 2024	22.50	17.75	4,63,652	January, 2024	21.65	17.75	6,06,618
February, 2024	25.05	19.64	5,68,050	February, 2024	25.75	19.30	5,23,113
March, 2024	20.60	17.51	13,126	March, 2024	20.05	17.20	1,35,092



Source: [www.bseindia.com](http://www.bseindia.com)



Source: [www.nseindia.com](http://www.nseindia.com)

## Corporate Governance Report (Contd.)

Registrar and Share Transfer Agent	In compliance with the SEBI directive, the Company has appointed M/s Maheshwari Datamatics Private Limited ('MDPL'), as its Registrar and Share Transfer Agent for all matters relating to shares, both in physical as well as in dematerialised mode. MDPL is having its registered office at: 23, R.N. Mukherjee Road, 5th Floor, Kolkata-700001, Email id:- mdpldc@yahoo.com., Telephone – 033- 2248-2248/5029 However, documents relating to shares are also received at the Company's Registered Office at: 2, Red Cross Place, Kolkata 700 001. Tel. No : (033) 2254 3100, Fax No: (033) 2254 3130
Share Transfer System	The request for transfer of shares from physical form to demat/electronic form is processed and completed by M/s. Maheshwari Datamatics Private Limited within prescribed timelines, from the date of receipt thereof, provided all the documents are in order. In case of shares in electronic form, the transfers are processed by NSDL/CDSL through respective depository participants.

### Distribution of shareholding as on 31<sup>st</sup> March, 2024

No. of equity shares held	No. of Holders	%	No. of Shares	%
1 to 5,000	11,688	95.9369	45,81,686	5.1161
5,001 to 10,000	205	1.6827	15,96,732	1.7830
10,001 to 20,000	123	1.0096	18,59,661	2.0766
20,001 to 30,000	53	0.435	12,75,886	1.4247
30,001 to 40,000	20	0.1642	7,18,167	0.802
40,001 to 50,000	21	0.1724	9,95,218	1.1114
50,001 to 1,00,000	25	0.2052	20,62,902	2.3035
1,00,001 to above	48	0.394	7,64,63,313	85.3828
<b>Grand Total</b>	<b>12,183</b>	<b>100.00</b>	<b>8,95,53,565</b>	<b>100.00</b>

No of shareholders in:	No. of Records (as per Folio/ Client ID)	No. of Records (as per Pan)	%		No. of Shares (as per Folio/ Client ID)	No. of Shares (as per Pan)	%	
			%	%			%	%
Physical Mode	12	11	0.0985	0.0919	4416	4416	0.0049	0.0049
Electronic Mode								
NSDL	4169	4093	34.2198	34.1767	74059382	74059382	82.6984	82.6984
CDSL	8002	7872	65.6817	65.7315	15489767	15489767	17.2967	17.2967
<b>Total</b>	<b>12183</b>	<b>11976</b>	<b>100</b>	<b>100</b>	<b>89553565</b>	<b>89553565</b>	<b>100</b>	<b>100</b>

### Shareholding Pattern as on 31st March, 2024

Category	No. of shares	%
Promoters & Associates	63338840	70.7273
Institutions - F.P.I	910	0.0010
Domestic Companies	6408464	7.1560
Resident Individuals	19382304	21.6433
Foreign residents and NRI's	160016	0.1787
I.E.P.F.	109703	0.1225
Clearing Member	153328	0.1712
<b>Total</b>	<b>89553565</b>	<b>100</b>

## Corporate Governance Report (Contd.)

### Dematerialisation of shares and liquidity

As on 31st March, 2024, 8,95,49,149 shares comprising of 99.9951% of the paid up capital of the Company, are in dematerialized mode. The promoters of the Company, holds 70.7273% of the Paid up Capital of the Company, as on 31st March, 2024, of which all the shares are held in dematerialized mode.

### Details of Secured Non-Convertible Debentures

Sl. No	Name of the Debenture Holder	ISIN	Issue Amount	Coupon Rate
1	Life Insurance Corporation of India (Listed on the BSE limited )	INE952A07045	100,00,00,000	10.40% p.a.
2	Life Insurance Corporation of India (Listed on the BSE limited)	INE952A07037	100,00,00,000	10.40% p.a.

- **Demat ISIN Number of Company's Equity Shares for NSDL and CDSL** INE952A01022
- **Outstanding GDRs/ADRs/ Warrants or any convertible instruments, conversion date and the likely impact on equity.** None
- **Plant locations**

#### The Company has seven plants, located at:

- |  |  |
|--|--|
| <p>1. 2, Panchu Gopal Bhaduri Sarani, Rishra - 712 248, Dist. Hooghly, West Bengal, Phone : (033) 2600 0200, Fax (033) 2600 0333</p> | <p>5. Nashik Glass Work, F1, MIDC Malegaon, Dist. Sinnar, Nashik - 422113<br/>Phone : (025511) 228900, Fax (025511) 228999</p>                                   |
| <p>2. Bahadurgarh – 124507, Dist: Jhajjar, Haryana. Phone: (0126) 221400 Fax – (0126) 221666</p>                                     | <p>6. 14, RIICO Industrial Area Neemrana, Distt. Alwar Pin - 301705 (Rajasthan) Tel - 01494 - 246712, 513935 Fax - 01494 - 246713</p>                            |
| <p>3. P.O. Virbhadra, Rishikesh - 249201 Dist. Dehradun, Uttarakhand Phone : (0135) 2470700, Fax (0135) 2470777</p>                  | <p>7. Sy. No. 12-299 APIIC Industrial Park, Venkatagiri Road, Menakuru village, Naidupeta SPSR Nellore district 524421, Andhra Pradesh Phone: 91-8623-211001</p> |
| <p>4. Thondamanatham Village, Vezhudavoor S.O. Puducherry - 605 502 Phone : (0413) 2677319, Fax : (0413) 2677366/2677666</p>         |  |

**E-mail ID for investors' grievance** cosec@hngil.com

- List of all credit ratings obtained by the entity along with any revisions thereto, during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity, involving mobilization of funds, whether in India or abroad are disclosed on the website of the Company- No credit ratings were obtained during the financial year under review as the company is undergoing CIRP and the status of the debt is under moratorium.
- Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A). – Not applicable.
- A Certificate from a Company Secretary in Practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority as on 31.03.2024 is attached to this report.
- The Directors and RP has accepted all recommendation of its all Committees, during the financial year under review.

## Corporate Governance Report (Contd.)

- Total fees for all services paid by the listed entity to the Joint statutory auditors and all entities in the network firm/ network entity of which the statutory auditor is a part. – Rs. 39.27 lacs.
- During the financial year under review, the Company has no Subsidiary/ Joint Venture/Associate Company and hence the Financial Statements has been prepared on Standalone Basis.
- 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 – Nil
  - c. number of complaints pending as on end of the financial year – Nil
- **Non-mandatory requirements specified under Part E of Schedule II of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015:**

● The Board	At present, the RP is acting as Chairman of the Company, The Chairman doesn't have a separate office in the Company. The Registered Office supports the Chairman in discharging his responsibilities.
● Shareholders' Right	Half-yearly results including summary of the significant events are currently not required to be sent to the shareholders of the Company. However, quarterly results are posted at the Company's website, in addition to being published into two newspapers, one in English and another in vernacular language.
● Reporting of Internal Auditors	The Internal Auditors Report is discussed in the Audit Committee of the Company to ensure independence of the Internal Audit function.
● The disclosure of the compliance with Corporate Governance requirement specified in regulation 17 to 27 and regulation 46(2) (b) to (i)	

Sl. No.	Particulars	Regulation Number	Compliance Status (Yes/No/NA)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1), 17(1A) & 17(1B)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of Directorships	17A	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
22	Composition and role of Risk Management Committee	21(1),(2),(3) & (4)	NA
23	Meeting of Risk Management Committee	21(3A)	NA

## Corporate Governance Report (Contd.)

Sl. No.	Particulars	Regulation Number	Compliance Status (Yes/No/NA)
24	Vigil Mechanism	22	Yes
25	Policy for Related Party Transactions	23(1),(1A),(5),(6),(7) & (8)	Yes
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
27	Approval for material related party transactions	23(4)	Yes
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
31	Annual Secretarial Compliance Report	24(A)	Yes
32	Alternate Director to Independent Director	25(1)	NA
33	Maximum Tenure	25(2)	Yes
34	Meeting of independent directors	25(3) & (4)	Yes
35	Familiarization of independent directors	25(7)	Yes
36	Declaration from Independent Director	25(8) & (9)	Yes
37	D & O Insurance for Independent Directors	25(10)	Yes
38	Memberships in Committees	26(1)	Yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

- The Formation of Risk Management committee is applicable to top 1000 listed companies only. Our Company is not included in top 1000 listed Companies.
- Transfer of unclaimed / unpaid amounts to the Investor Education and Protection Fund**  
Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividend, if not claimed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, all the shares in respect of which dividend has remained unclaimed for seven consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares.
- Disclosure with respect to Demat Suspense Account/Unclaimed Suspense Account:**  
Not applicable as no shares are lying in Suspense Account.

**For and on behalf of the Company**

**Mukul Somany**

*Director*

(DIN: 00124625)

Place : Kolkata

Date : 14.08.2024

Powers of the board are suspended from the Insolvency Commencement Date  
Taken on record by

**Girish Siriram Juneja**

*Resolution Professional for Hindusthan National Glass & Industries Limited*

Reg.: IBBI/IPA001/IP-P00999/2017-2018/11646



## Corporate Governance Report (Contd.)

### Declaration

All the Board Members and the Senior Management personnel have affirmed their compliance with the 'Code of Conduct for Directors and Senior Management' for the financial year 2023-24 in terms of Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Place : Kolkata  
Date :28th May, 2024

**Mukul Somany**  
Director  
DIN: 00124625

### CEO & CFO Compliance Certificate

1. We have reviewed the financial statements and the cash flow statement of the Company for the financial year ended 31st March, 2024 and to the best of our knowledge and belief:
  - i. These statements does not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and
  - ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
2. To the best of our knowledge and belief, no transactions entered into by the Company, during the financial year ended 31st March, 2024 are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and 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 have been taken to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee:
  - i. significant changes, if any, in internal control over financial reporting during the financial year under reference;
  - ii. significant changes in the accounting policies during the financial year and the same has been disclosed in the notes to the financial statements; and
  - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting

Place : Kolkata  
Date : 28th May, 2024

**Mukul Somany**  
Director  
DIN: 00124625

**Bimal Kumar Garodia**  
President & Chief Financial  
Officer

## Independent Auditors' Report

To the Members of  
**Hindusthan National Glass & Industries Limited**  
Report on the Audit of the Financial Statements

### CORPORATE INSOLVENCY PROCEEDINGS AS PER INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC)

The Hon'ble National Company Law Tribunal, Kolkata Bench (hereinafter referred to as "the NCLT") had admitted an insolvency and bankruptcy petition filed by a financial creditor against Hindusthan National Glass & Industries Limited (hereinafter referred to as "the Company") on 21st October 2021 and had appointed Resolution Professional (hereinafter referred to as "the RP") who has been vested with management of affairs and powers of the Board of Directors with direction to initiate appropriate action contemplated with provisions of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as "the Code") and other related Rules. The detailed proceedings that have happened till the date of signing of this report has been described in Note no. 1 on "Corporate Information".

### QUALIFIED OPINION

We have audited the accompanying financial statements of Hindusthan National Glass & Industries Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash flows for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid financial statements give the information required by the Companies Act, 2013 as amended from time to time (hereinafter referred to as "the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards notified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, (hereinafter referred to as the "Ind AS") and other accounting principles generally accepted in India, of the State of Affairs of the Company as at 31st March 2024 and its Profit (including Other Comprehensive Income), Changes in Equity and its Cash Flows for the year ended on that date.

### BASIS FOR QUALIFIED OPINION

- a) Refer Note No. 2.20.3 of the financial statements which states that during the year the Company has written back interest amounting to Rs. 1,825.52 lakhs on the principal overdue outstanding balance of Micro and Small Enterprises as on October 21, 2021 (CIRP Date) for the period up to 31st March, 2023 provided as per the requirements of Micro, Small and Medium Enterprises Development Act, 2006. Also, such interest for the current year has neither been ascertained nor provided for in the financial statements. Impacts on account of such non-provision of interest (including legal implications, if any) has not been ascertained by the management, therefore we are unable to comment on the impact of the same on profit before tax and equity for the year ended 31st March, 2024.
- b) Refer Note No. 2.40 of the financial statements which states that the company has accumulated losses, and its net worth has been eroded. The company has incurred net losses in the earlier year(s), the company's current liabilities exceed its current assets, and the company has a high debt-equity ratio (Debt being Rs. 2,26,369.01 lakhs and Equity being Rs. (83,229.31) lakhs) as at 31st March, 2024. In our opinion, based on the above, the company does not appear to be a going concern. Pending approval of the Resolution Plan as stated in Note No. 1.1 of the financial statements, the status of the Company being Going Concern and impact arising therefrom as such cannot be commented upon by us.
- c) Refer Note no. 2.49 of the financial statements, regarding the initiation of Corporate Insolvency Resolution Process ("CIRP") and appointment of transactional auditors by the RP for conducting the transaction audit as per section 43 to 50 and 66 of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as "the Code"). The transaction auditor vide their report dated 9th September, 2022 has identified certain transactions to be classified under section 66 of the Code and accordingly the RP has filed an application under section 66 of the Code with the NCLT, the final decision and outcome thereof as such is pending as on the date. Thereby, future course of action and impact on this being dependent on the decision of the NCLT presently cannot be commented upon by us.
- d) Refer Note no. 2.18.7 of the financial statements, regarding appropriation of payments made by the Company during the period March, 2019 to September, 2021 by the Lead Banker against outstanding loans and adjustments by the management and interest calculations thereon. In the absence of any balance confirmation from the lenders and consequent reconciliation with the outstanding balances, impact thereof, if any, on the reported figures, cannot be ascertained. Also, Refer Note No. 2.47 of the financial statements regarding the pending reconciliations of admitted claims of financial creditors, operational creditors and others with the books of accounts, impact if any that may arise has not been ascertained and/ or considered in the preparation of the financial statements for the year ended 31st March, 2024.



## Independent Auditors' Report

- e) As stated in Note no. 2.18.9 of the financial statements, regarding the non-accounting of interest of Rs. 48,773.78 lakhs as calculated by the company on outstanding borrowings (including Non-Convertible Debentures) post initiation of Corporate Insolvency Resolution Process ('CIRP') with effect from 21st October, 2021 under Section 14 of the Code.
- f) As stated in Note no. 2.18.8 of the financial statements, the company has restated the ECB borrowings of USD 641.27 lakhs at foreign currency exchange rate of Rs. 74.7635 per USD as on 21st October, 2021 (date of initiation of CIRP) as against exchange rate of Rs. 83.3739 per USD as on 31st March, 2024 and thereby the exchange loss of Rs. 5,521.57 lakhs (including Rs. 741.93 lakhs for the current year) have not been recognized in the books of accounts. Interest outstanding on the said ECB borrowings amounting to USD 120.30 lakhs has also not been restated, and the impact of the same is currently not ascertainable.
- g) Rs. 1,238.42 lakhs were set aside in FY 2019-20 by the Members of the Lenders' Consortium towards corpus fund for meeting legal expenses, out of which, claim amounting to Rs. 131.24 lakhs have been accounted for based on the details submitted by the lead bank in earlier year, however proper supporting, documents etc. from the bank are not available. The remaining amount of Rs. 1,107.18 lakhs is lying unadjusted in the books of accounts (Refer Note no. 2.7.B.1) as on 31st March, 2024, which is subject to confirmation from the bank.
- h) Note No. 2.52 of the financial statements, regarding non-reconciliation of certain debit and credit balances with individual details and confirmations etc. Adjustments/ impact if any, as stated in the said note including those arising on approval of the resolution plan pending ascertainment thereof has not been given effect to in the financial statements.
- i) Impact with respect to point no. (c) to (h) are currently not ascertainable pending approval of resolution plan and completion of CIRP Process.

We conducted our audit in accordance with the Standards on Auditing (hereinafter referred to as "the SAs") specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the "Auditors' Responsibilities for the Audit of the 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 (hereinafter referred to as "the ICAI") together with the ethical requirements that are relevant to our audit of financial statements under the provisions of the Act and Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

### EMPHASIS OF MATTER

We draw attention to Note no. 2.34.1 of the financial statements, which describes the impact of fire in the Company's Sinner Unit causing severe damage to various property, plant and equipment, work-in-progress and spares etc. disrupting the day-to-day operations of the Unit and the impact of the same as estimated by the management on the Company's financial statements amounting to Rs. 10,158.23 lakhs including Rs. 9,969.57 lakhs, Rs. 152.96 lakhs and Rs. 35.70 lakhs on account of property, plant and equipment, work-in-progress and some spares respectively. Our opinion is not modified in respect of this matter.

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended 31st March 2024. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Basis for Qualified Opinion section we have determined the matters described below to be the key audit matters to be communicated in our report.

We have fulfilled the responsibilities described in the "Auditors' Responsibilities for the audit of the Financial Statements" section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The result of our audit procedures, including the procedures performed to address the matters below, provide the basis for our qualified opinion on the accompanying financial statements.

## Independent Auditors' Report

Sl. No.	Key Audit Matter	Auditor's Response
1	<p><b>Valuation of Inventories</b></p> <p>We refer to Note 1.3.7 and 2.5 of the financial statements. As at 31st March, 2024, the total carrying amount of inventories was Rs. 50,398.89 lakhs. The assessment of impairment of inventories involves significant estimation uncertainty, subjective assumptions and the application of significant judgment.</p> <p>Reviews are made periodically by management on inventories for obsolescence and decline in net realizable value below cost. Allowances are recorded against the inventories for any such declines based on historical obsolescence and slow-moving history. Key factors considered include the nature of the stock, its ageing, shelf life and turnover rate.</p>	<p>Our audit procedures include the following:</p> <ul style="list-style-type: none"> <li>We have checked and analyzed the ageing of the inventories, reviewed the historical trend on whether there were significant inventories written off or reversal of the allowances for inventories obsolescence.</li> <li>We conducted a detailed discussion with the Company's key management and considered their views on the adequacy of allowances for inventories obsolescence considering the current economic environment.</li> <li>We have also reviewed the subsequent selling prices in the ordinary course of business and compared them against the carrying amount of the inventories on a sampling basis at the reporting date.</li> <li>We found management's assessment of the allowance for inventory obsolescence to be reasonable based on available evidence.</li> </ul>
2	<p><b>Property, Plant and Equipment (PPE) – Impairment Assessment</b></p> <p>The Company has been incurring continuous losses in previous years due to various internal and external factors. As at 31st March 2024, the carrying amount of the PPE amounted to Rs. 1,39,929.62 Lakhs.</p> <p>The management on an annual basis or whenever events or changes in circumstances indicate that the carrying amount may not be recoverable, assesses if there are any indicators that the PPE is impaired and if indicators exist, performs an impairment test at the Cash Generating Unit (CGU) level by making an estimate of recoverable amount, being the higher of fair value less costs to sell and value in use.</p> <p>Considering the continuous losses incurred by the Company, the probability of impairment could be dependent on assumptions and methodology used for the fair valuation of the PPE by the management appointed external experts.</p> <p>Impairment assessment of the PPE is considered as a Key Audit Matter since there is significant management judgements and estimates involved in the impairment assessment, such as:</p> <ul style="list-style-type: none"> <li>The determination of recoverable amount, being the higher of value-in-use and fair value less costs to dispose.</li> <li>The methodology used in determination of the fair value of assets by management appointed external experts is dependent on interpretation of the valuation standards and the assumptions used such as inflation, index rates, useful lives, salvage value.</li> </ul>	<p>Our audit procedures include the following:</p> <p>Our audit procedures included validating the appropriateness and reasonableness of the fair valuation approach and assumptions used for determining the fair value of assets by external experts through performing the following:</p> <ul style="list-style-type: none"> <li>Obtained the understanding of controls instituted by the management to assess impairment indicators and perform impairment assessment.</li> <li>Evaluation design and operating effectiveness of the management controls over the impairment assessment process and review of fair valuation report obtained from the external experts.</li> <li>Evaluated the reasonableness of the fair valuation methodology used and the assumptions made for determining the fair value (such as useful life of the assets, salvage value, inflation and index rate) of the assets at CGU level using our internal fair valuation specialists.</li> <li>Tested the mathematical accuracy and performed sensitivity analysis in order to assess the potential impact on the recoverable amount.</li> <li>Reconciled the carrying amount of the category wise assets as per the valuation report provided by the management and as per the books of account.</li> <li>Evaluated the accuracy of disclosures in the financial statements with respect to the impairment of PPE.</li> <li>We have also been provided with the Impairment study report conducted by the third party and have relied on the same.</li> </ul>

### INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITORS' REPORT THEREON

The Company's Directors and the RP are responsible for the other information. The other information comprises the information included in the Company's annual report but does not include Financial Statements and our Auditors' Report



## Independent Auditors' Report

thereon. Our opinion on the 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 financial statements, our responsibility is to read the other information, and in doing so, consider whether the other information is materially inconsistent with the 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 FINANCIAL STATEMENTS

The financial statements of the Company for the year ended 31st March 2024 have been taken on record by the RP while discharging the power of the Board of Directors of the Company which were conferred on him in terms of the provision of section 17 of the Code. For the said purpose as explained in note no. 1.1 of the financial statements, the RP has relied upon the certification, representations, statements and other relevant information provided by the Directors and other Officers of the Company in relation to these financial statements.

The Company's Directors and the RP are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Directors and RP are also responsible for overseeing the financial reporting process of the Company.

### AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has an adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant

## Independent Auditors' Report

doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the 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 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. A. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and except for the possible effects of the matters described in the Basis for Qualified Opinion paragraph above, obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) Except for the effects of the matter described in the Basis of Qualified Opinion paragraph above and matters stated in paragraph 2 B(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, 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) Except for the matter referred to in "Basis for Qualified Opinion" section of our report, in our opinion, the aforesaid financial statements comply with the Ind AS.
  - (e) The matter described in the Basis for Qualified Opinion paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.
  - (f) On the basis of the written representations received from the Directors and taken on record by the Board, none of the Directors are disqualified as on 31st March 2024, from being appointed as a director in terms of section 164(2) of the Act. However, considering the fact, that the Company has defaulted in payment of Interest on Non-Convertible Debentures from the dates mentioned in Note No. 2.18.9(E) of the financial statements, in our opinion, all the Directors are disqualified from being appointed as Director in terms of Section 164 (2) of the Act.
  - (g) The observation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under section 143(3)(b) of the Act and paragraph 2B(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

## Independent Auditors' Report

- (h) With respect to the adequacy of the internal financial controls with respect to the financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (i) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion, and to the best of our information and according to the explanations given to us, the company has not paid any managerial remuneration during the financial year other than the sitting fees to its Independent Directors which is in accordance with the provisions of section 197(5) read with Rule 4 of Companies (Appointment & Remuneration of the Managerial Personnel) Rule, 2014 (as amended) of the Act.

- B. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed (other than those already recognized in the accounts) the impact of pending litigations on its financial position in its financial statements - Refer Note No. 2.36.A of the financial statements.
  - ii. The Company has made provisions, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts. The Company has not entered into any derivative contracts.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv.
    - a. The RP and the Directors has represented that, to the best of their knowledge and belief, as disclosed in note no. 2.61 of the financial statements, during the year no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding whether recorded in writing or otherwise, that the intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate beneficiaries) or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.
    - b. The RP and the Directors has represented, that, to the best of its knowledge and belief, as disclosed in note no. 2.62 of the financial statements, during the year no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
    - c. Based on such audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our attention that cause us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under paragraph 2B(iv) (a) & (b) above, contain any material misstatement.
  - v. The Company has not declared any dividend in previous financial year which has been paid in current year. Further, no dividend has been declared in the current year. Accordingly, the provision of section 123 of the Act is not applicable to the company.
  - vi. Based on our examination which included test checks, the Company has used accounting software's for maintaining its books of account, which have a feature of recording audit trail (edit log) facility both at the application and database level and the same has operated throughout the year for all relevant transactions recorded in the respective software except for payroll which is processed through Microsoft Excel and hence feature of recording of audit trail (edit log) is not available in this regard. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with.

## Independent Auditors' Report

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

For **Lodha & Co LLP**

Chartered Accountants

Firm Registration No.: 301051E/ E300284

**INDRANIL CHAUDHURI**

Partner

Membership No. 058940

UDIN: 24058940BKHBVA4900

Place: Kolkata

Date: 28th May 2024

For **J K V S & CO**

Chartered Accountants

Firm Registration No.: 318086E

**AJAY KUMAR**

Partner

Membership No.: 068756

UDIN: 24068756BKHBVA4385

Place: Kolkata

Date: 28th May 2024

## Annexure A to the Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Hindusthan National Glass & Industries Limited of even date)

- i. (a) In respect of the Property, Plant and Equipment and Intangible Assets of the Company;
  - A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
  - B. The Company has maintained proper records showing full particulars of intangible assets;
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular program of physical verification of its Property, Plant and Equipment. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. As informed, no material discrepancies were noticed on such verification;
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company;
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year;
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder;
- ii. (a) The inventories excluding inventories lying with third parties, in few of the units and in transit have been physically verified by the management at reasonable intervals during the year. In our opinion and according to the information and explanations given to us, the procedures & coverage of physical verification of inventory followed by management are reasonable and adequate in relation to the size of the Company and the nature of its business. The discrepancies noticed on verification between the physical stock and the book stock for each class of inventory, wherever ascertained were not more than 10%;
- (b) The Company has not been sanctioned/ renewed any working capital loan limits in excess of five crores rupees, in aggregate, from banks or financial institutions during the year on the basis of security of current assets being under the CIRP process, hence reporting under Clause 3(ii)(b) is not applicable. The Company, however has been submitting the monthly Stock and Debtors Statement to the original lenders based on the original sanction letters.

The details of the quarter end statements submitted is as follows:

Quarter Ending	Value as per books of accounts	Value as per Statements	Difference*
30th June 2023	74,413.16	77,080.00	(2,666.84)
30th September 2023	82,049.92	82,462.00	(412.08)
31st December 2023	90,491.11	90,315.00	176.11
31st March 2024	82,215.74	81,861.00	354.74

\* Differences are primarily due to the variation in valuation methodology of inventory. In Stock Statement the Company consider Cost of Production of previous quarter whereas in books such inventories are carried at lower of cost or Net Realisable Value (NRV) as per the accounting policy of the Company. The Company has not been using any drawing power under its working capital limit for current as well as in the previous few years and hence the impact of the same is not there.

- iii. According to the information and explanations given to us, during the year the Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, clause 3 (iii) (a) to (f) of the Order are not applicable to the Company;
- iv. According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has complied with the provisions of section 186 of the Act, with regard to the investments held.



## Annexure A to the Independent Auditors' Report

As the company has not granted any loan to Directors or to the parties wherein Directors are interested provision of section 185 is not applicable to the company.

- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder to the extent notified, hence, reporting under clause (v) of paragraph 3 is not applicable;
- vi. According to the information and explanations given to us, the maintenance of cost records under section 148(1) of the Act has not been prescribed and as such, hence, reporting under clause (vi) of paragraph 3 of the Order is not applicable;
- vii. According to the information and explanations given to us and on the basis of our examination of the books of accounts, and records:
- a. The Company has generally been regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, duty of customs, goods and services tax, cess and other statutory dues to the appropriate authorities. There are no undisputed statutory dues outstanding as at 31st March 2024 for a period of more than six months from the date they became payable except for the followings:

(Rs. in lakhs)						
Name of the Statute	Nature of the Dues	Amount	Period to which Amount relates	Due date	Date of Payment	Remarks, if any
Income Tax Act, 1961	TDS u/s 195	74.09	Jun. Qtr, 2018	7th July 2018	Not Paid	The amount of TDS has not been paid by the Company on account of one time settlement entered with the lenders under which the entire interest cost shall be waived for the given periods
		79.22	Sept. Qtr, 2018	7th October 2018		
		77.26	Dec. Qtr, 2018	7th January 2019		
		78.99	Mar. Qtr, 2019	30th April 2019		
		72.67	Jun. Qtr, 2019	7th July 2019		
		70.00	Sept. Qtr, 2019	7th October 2019		
		67.05	Dec. Qtr, 2019	7th January 2020		
		69.53	Mar. Qtr, 2020	30th April 2020		
		69.08	Jun. Qtr, 2020	7th July 2020		
		40.44	Sept. Qtr, 2020	7th October 2020		
		38.99	Dec. Qtr, 2020	7th January 2021		
		37.29	Mar. Qtr, 2021	30th April 2021		
		37.90	Jun. Qtr, 2021	7th July 2021		
		37.22	Sept. Qtr, 2021	7th October 2021		
8.78	Dec Qtr, 2021	7th January 2022				
The Goods & Service Tax Act, 2017	GST	1,716.56	1st October 2021 to 21st October 2021	20th November 2021	Not Paid	The same was not paid due to advent of the CIRP Process from 21st October 2021

## Annexure A to the Independent Auditors' Report

- b. The details of sales tax, service tax, duty of excise, goods and service tax, value added tax, entry tax and other statutory dues which have not been deposited on account of dispute and the forum where the dispute is pending as on 31st March 2024 are as under:

(Rs. in lakhs)				
Name of Statute	Nature of Dues	Amount	Period to which the amount relates	Forum where dispute is pending
AP Entry Tax Act 2001	AP Entry Tax	32.75	2014-15 to 2016-17	AP High Court
The Central Excise Act 1944	Excise Duty	199.94	2009-10 to 2013-14	CESTAT, Chennai
		13.07	1993-97	Dy. Comm. Central Excise, Puducherry
		94.05	2009-10	The Customs Excise and Service Tax Appellant Tribunal
		308.34	2009-10 to 2012-13	Excise Joint Commissioner Appeals
The Central Sales Tax (CST) 1956	Sales Tax	64.72	2006-07	West Bengal Appellate Revisional Board
		19.98	2016-17	West Bengal Appellate Revisional Board
		149.30	2008-09	Sr. Joint Commissioner of Commercial Tax Appeal
Maharashtra Value Added Tax, 2005	VAT	114.00	2005-06 to 2006-07	Tribunal Maharashtra Sales Tax, Mumbai
THE WBST ACT 1994	Sales Tax	55.14	2002-03	West Bengal Taxation Tribunal
The West Bengal, Value Added Tax, 2003	Sales Tax	104.38	2006-07	West Bengal Appellate Revisional Board
		140.84	2016-17	West Bengal Appellate Revisional Board
		108.72	2008-09	West Bengal Taxation Tribunal
		3.53	2015-16	West Bengal Taxation Tribunal
Finance Act, 1994	Service Tax	39.49	2006-07 to 2009-10	The Customs Excise and Service Tax Appellant Tribunal
		195.00	2001 to 2005	
		654.23	2013-14 to 2015-16	
Maharashtra Stamp Duty	Stamp Duty	37.67	2010-11	High Court, Mumbai
Haryana Municipality Act, 1973	Octroi	446.89	Since 24-12-1990	Hon'ble Supreme Court
The Foreign Exchange Management Act, 1999	FEMA	200.00	Prior to 2002	FEMA Tribunal, Delhi
Local Area Development Tax	Haryana Entry Tax	2,059.38	FY 2006-07 to 2017-18	Punjab and Haryana high Court
Goods and Service Tax, 2017	Goods and Service Tax	233.36	FY 2017-18 to 2019-20	CGST & Central Excise, Nashik
Goods and Service Tax, 2017	Goods and Service Tax	126.63	FY 2017-18	Joint Commissioner, West Bengal

- viii. According to the information and explanations given to us and on the basis of examination of the records of the company, the company has not surrendered or disclosed any transactions, previously unrecorded in the books of accounts, as income during the year in the tax assessments under the Income Tax Act, 1961. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company;

## Annexure A to the Independent Auditors' Report

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has defaulted in repayment of loans or other borrowings and interest thereon to the banks, financial institutions and other lenders during the year, accordingly, the period and amounts of defaults are as hereunder:

i. The below table discloses the default of the company in repayment of Term loans:

Month	(Rs. in Lakhs)								
	State Bank of India	EARC Trust - SC 368	Canara Bank	EARC Trust - SC 404	Exim Bank	EARC Trust - SC 367	EARC Trust - SC 245	DBS Bank	Goldman Sachs International Bank
Dec' 17	496.00	112.50	187.50	375.00	-	-	-	-	-
Mar' 18	1,553.10	112.50	187.50	440.00	-	-	-	1,046.60	-
Jun' 18	744.00	168.70	250.00	375.00	-	-	67.77	-	-
Sep' 18	2,244.00	168.70	250.00	472.50	-	-	259.10	2,990.54	-
Dec' 18	744.00	168.70	250.00	375.00	-	-	259.10	-	1,368.04
Mar' 19	2,244.00	168.70	250.00	472.50	-	-	259.10	2,990.54	-
Jun' 19	869.00	197.00	343.75	375.00	-	-	302.28	-	1,869.09
Sep' 19	2,369.00	197.00	343.75	488.75	-	103.70	302.28	2,990.54	-
Dec' 19	869.00	197.00	343.75	375.00	-	156.25	302.28	2,315.46	1,869.09
Mar' 20	3,494.00	197.00	343.75	488.75	-	156.25	302.28	-	-
Jun' 20	1,240.00	281.20	437.50	375.00	-	156.25	431.83	6,728.72	2,803.63
Sep' 20	3,865.00	281.20	437.50	537.50	57.16	156.25	431.83	-	-
Dec' 20	1,240.00	281.20	437.50	375.00	229.25	156.25	431.83	6,728.72	2,803.63
Mar' 21	3,865.00	281.20	437.50	537.50	229.25	156.25	431.83	-	-
June' 21	1,240.00	281.20	437.50	375.00	229.25	156.33	431.83	8,074.46	3,364.36
Sep' 21	3,865.00	281.20	437.50	537.50	229.25	156.33	431.83	-	-
Oct' 21*	43,728.00	7,538.00	3,500.00	2,552.50	6,140.17	156.33	11,573.06	-	-

\*Up to 21st October 2021 i.e., date of initiation of CIRP

ii. The below table discloses the default of the company in repayment of CC and Working Capital loans (including Letter of Credit devolved in the earlier years):

Period	(Rs. in Lakhs)					
	EARC Trust - SC 368	Canara Bank	EARC Trust - SC 404	DBS	Standard Chartered Bank	Bank of Baroda
Default Since Nov' 2017 to 21st October 2021	4,672.60	1,706.80	730.25	1,214.26	3,598.68	2,729.70

iii. The below table discloses the default of the company in payment of interest on term loans availed by the Company:

Month	(Rs. in Lakhs)								
	State Bank of India	EARC Trust - SC 368	Canara Bank	EARC Trust - SC 404	Exim Bank	EARC Trust - SC 367	EARC Trust - SC 245	DBS Bank	Goldman Sachs International Bank
Nov' 17	-	3.35	-	-	-	-	-	-	-
Dec' 17	-	101.95	82.98	75.66	75.10	-	149.40	-	-
Jan' 18	-	101.95	82.91	75.66	83.06	-	149.42	-	-
Feb' 18	-	92.08	74.89	68.34	75.02	-	134.96	-	-
Mar' 18	701.72	101.95	82.91	75.66	83.06	-	149.42	290.03	309.75
Apr' 18	679.10	98.66	80.23	74.03	80.38	-	130.14	196.85	-

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Month	State Bank of India	EARC Trust - SC 368	Canara Bank	EARC Trust - SC 404	Exim Bank	EARC Trust - SC 367	EARC Trust - SC 245	DBS Bank	Goldman Sachs International Bank
May' 18	701.73	101.95	82.91	74.03	83.06	-	134.48	-	-
Jun' 18	679.10	98.66	80.23	74.03	80.38	66.71	174.00	341.92	192.62
Jul' 18	701.73	101.95	82.91	74.85	83.06	-	134.48	132.24	-
Aug' 18	701.73	101.95	82.91	74.85	83.06	-	134.48	-	-
Sep' 18	679.10	98.66	80.23	74.85	80.38	70.31	174.49	366.21	204.69
Oct' 18	701.73	101.95	82.91	74.85	83.06	-	134.48	142.11	-
Nov' 18	679.10	98.66	80.23	74.85	80.38	-	130.14	-	-
Dec' 18	701.73	101.95	82.91	74.85	83.06	70.31	178.82	356.25	200.45
Jan' 19	701.73	101.95	79.15	75.66	83.07	-	149.42	138.60	-
Feb' 19	633.82	92.09	71.49	68.34	75.03	-	134.96	-	-
Mar' 19	701.73	101.95	79.15	75.66	76.22	56.92	149.42	355.87	210.24
Apr' 19	679.09	98.67	80.24	73.22	72.40	-	130.14	144.81	-
May' 19	701.73	101.95	82.91	75.66	74.82	-	134.48	-	-
Jun' 19	679.09	98.67	80.24	73.22	72.40	53.35	174.00	325.63	195.89
Jul' 19	701.73	101.95	82.91	75.66	74.82	-	134.48	132.47	-
Aug' 19	701.73	101.95	82.91	75.66	74.82	-	134.48	-	-
Sep' 19	679.09	98.67	80.24	73.22	72.34	53.93	174.48	322.52	182.33
Oct' 19	701.73	101.95	82.91	75.66	72.89	-	134.48	125.10	-
Nov' 19	679.09	98.67	80.24	73.22	70.54	-	130.14	-	-
Dec' 19	701.73	101.95	82.91	75.66	72.89	52.54	178.82	302.01	171.31
Jan' 20	701.73	101.95	82.91	75.66	72.89	-	134.48	130.11	-
Feb' 20	656.46	95.38	77.57	70.78	68.19	-	125.80	-	-
Mar' 20	701.73	101.95	82.91	75.66	72.89	51.97	178.34	312.92	177.68
Apr' 20	679.09	98.67	80.24	73.22	66.39	-	144.60	135.20	-
May' 20	701.73	101.95	82.91	75.66	68.43	-	149.42	-	-
Jun' 20	679.09	98.67	80.24	73.22	66.23	48.81	144.11	309.56	178.00
Jul' 20	701.73	101.95	82.91	75.66	68.43	-	148.92	134.13	-
Aug' 20	701.73	101.95	82.91	75.66	68.43	-	148.92	-	-
Sep' 20	679.09	98.67	80.24	73.22	66.23	49.31	144.11	182.76	111.55
Oct' 20	701.73	101.95	82.91	75.66	68.43	-	148.92	69.61	-
Nov' 20	679.09	98.67	80.24	73.22	66.23	-	144.11	-	-
Dec' 20	701.73	101.95	82.91	75.66	68.41	49.30	148.87	178.16	105.03
Jan' 21	701.73	101.95	82.91	75.66	68.12	-	148.23	67.76	-
Feb' 21	633.82	92.09	74.89	68.34	61.58	-	133.49	-	-
Mar' 21	701.73	101.95	82.91	75.66	68.00	47.87	147.39	172.03	98.16
Apr' 21	679.09	98.67	80.24	73.22	65.40	-	142.31	65.40	-
May' 21	701.73	101.95	82.91	75.66	67.90	-	146.58	-	-
Jun' 21	679.09	98.67	80.24	73.22	65.53	48.00	141.38	175.27	99.07
Jul' 21	701.70	101.95	82.91	75.66	67.02	-	145.73	66.73	-
Aug' 21	701.15	101.95	82.91	75.66	67.61	-	145.34	-	-
Sep' 21	676.89	98.67	80.24	73.22	65.29	48.12	140.32	171.85	97.55
Oct' 21*	472.56	69.07	56.17	51.25	45.02	10.93	97.98	121.62	23.07

\*Up to 21st October 2021 i.e., date of initiation of CIRP

- iv. The below table discloses the default of the company in payment of interest on working capital loans availed by the Company:

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(Rs. in Lakhs)

Month	State Bank of India	EARC Trust - SC 368	Canara Bank	EARC Trust - SC 404	EARC Trust - SC 245	Standard Chartered Bank	DBS Bank	Bank of Baroda
Nov' 17	-	54.24	-	-	4.52	-	-	-
Dec' 17	-	28.93	-	-	31.21	41.43	-	-
Jan' 18	-	25.77	28.02	-	31.21	42.04	-	26.80
Feb' 18	-	50.63	25.31	-	28.19	37.96	-	26.80
Mar' 18	195.66	56.05	28.03	-	30.78	42.04	7.30	28.01
Apr' 18	198.23	54.25	27.12	-	29.73	114.22	24.89	27.12
May' 18	209.12	56.05	28.03	-	30.78	4.67	26.74	28.03
Jun' 18	202.28	54.25	27.12	20.59	29.73	4.52	25.89	27.12
Jul' 18	208.89	56.05	28.03	37.65	30.78	115.57	19.53	28.03
Aug' 18	208.76	56.05	28.03	37.65	30.78	4.67	19.53	28.03
Sep' 18	201.89	54.25	27.12	36.43	29.73	4.52	18.45	27.12
Oct' 18	208.61	56.05	28.03	37.65	30.78	115.57	19.53	28.03
Nov' 18	201.88	54.25	27.12	36.43	29.73	4.52	18.45	27.12
Dec' 18	208.09	56.05	28.03	37.65	30.78	4.67	19.53	28.03
Jan' 19	207.67	56.05	28.03	37.65	30.78	42.04	19.11	28.03
Feb' 19	187.57	50.63	25.32	34.00	28.61	34.96	17.27	25.32
Mar' 19	107.38	41.17	17.96	26.70	16.09	38.70	2.46	24.33
Apr' 19	85.46	36.90	15.39	23.73	12.85	36.65	16.47	22.86
May' 19	88.26	38.13	15.91	24.52	13.28	37.86	17.01	23.63
Jun' 19	85.18	36.90	15.39	23.73	12.85	36.67	16.47	22.86
Jul' 19	87.82	61.85	28.25	26.24	13.28	37.83	16.85	36.37
Aug' 19	87.51	61.85	28.25	26.24	13.28	37.83	16.85	36.37
Sep' 19	83.99	59.72	27.24	25.31	12.72	36.58	16.04	35.17
Oct' 19	66.34	57.66	25.41	23.45	8.28	36.87	16.36	35.58
Nov' 19	64.20	55.80	24.59	22.69	8.01	35.68	16.19	34.44
Dec' 19	66.34	57.66	25.41	23.45	11.01	36.87	17.28	35.58
Jan' 20	66.34	57.66	25.41	23.45	8.28	36.87	19.84	35.58
Feb' 20	62.06	53.94	23.77	21.94	7.74	34.49	18.56	33.19
Mar' 20	66.34	57.66	25.41	23.45	10.98	36.87	19.84	34.78
Apr' 20	18.72	53.52	18.49	21.19	6.02	33.58	14.76	25.52
May' 20	17.45	50.19	18.85	18.49	2.72	34.62	5.17	26.30
Jun' 20	16.89	46.39	18.24	16.44	-	33.50	7.51	25.46
Jul' 20	17.45	47.94	18.84	16.99	-	34.62	14.79	26.30
Aug' 20	17.45	47.94	18.24	16.99	-	34.62	14.79	26.30
Sep' 20	16.89	46.39	18.23	16.44	-	33.50	14.31	25.46
Oct' 20	17.46	47.94	18.84	16.99	-	34.62	14.79	26.30
Nov' 20	16.89	46.39	18.23	16.44	-	33.50	14.31	25.46
Dec' 20	17.23	47.89	18.81	16.96	-	34.61	14.70	26.30
Jan' 21	13.98	47.25	18.38	16.53	-	34.46	14.18	26.17
Feb' 21	10.69	42.28	16.33	14.66	-	31.03	12.52	23.57
Mar' 21	9.76	46.41	17.81	15.97	-	34.30	13.15	26.02
Apr' 21	7.84	44.59	17.02	15.24	-	33.08	13.40	25.12
May' 21	5.70	45.60	17.27	15.43	-	34.07	12.91	25.87
Jun' 21	3.13	43.66	16.39	14.62	-	32.86	11.56	24.94

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Month	State Bank of India	EARC Trust - SC 368	Canara Bank	EARC Trust - SC 404	EARC Trust - SC 245	Standard Chartered Bank	DBS Bank	Bank of Baroda
July'21	1.44	44.75	16.69	14.86	-	33.88	11.24	25.71
Aug'21	-	44.36	16.42	14.60	-	33.78	11.99	25.63
Sep'21	-	42.60	15.67	13.91	-	32.62	11.18	24.75
Oct'21*	-	29.57	10.80	9.57	-	22.78	7.34	17.28

\*Up to 21st October 2021 i.e., date of initiation of CIRP

- v. The below table discloses the default of company in redemption of Debentures issued to Life Insurance Corporation of India:

Due Date	Amount
23rd November 2021	8,000.56
3rd February 2022	8,000.56

- vi. The below table discloses the default of the company in payment of interest on Debentures availed by the Company:

Particulars	Feb' 18	Nov' 18	Feb' 19	Nov' 19	Feb' 20	Nov' 20	Feb' 21	Oct' 21*
Life Corporation of India	1,040.00	1,040.00	1,040.00	962.38	937.24	879.10	867.71	1371.60

\*Up to 21st October 2021 i.e., date of initiation of CIRP

**Note: Above mentioned default dues have not been repaid subsequently till the date of this audit report.**

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank or financial institution or other lender;
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the company, no term loans has been availed by the Company and accordingly, reporting under paragraph 3(ix)(c) of the Order is not applicable;
- (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 the Company has not availed any funds on short-term basis and accordingly, reporting under paragraph 3(ix)(c) of the Order is not applicable;
- (e) The Company does not have any Subsidiary, Associate or Joint Venture, hence, reporting under clause (ix)(e) of paragraph 3 of the Order is not applicable;
- (f) The Company does not have any Subsidiary, Associate or Joint Venture, hence, reporting under clause (ix)(f) of paragraph 3 of the Order is not applicable;
- x. (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, clause 3(x)(a) of the Order is not applicable to the Company;
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable to the Company;
- xi. (a) During the course of our examination of books of accounts and records carried out in accordance with generally accepted auditing practices in India and according to the information and explanation given to us, we have neither come across any instance of material fraud by the Company or material fraud on the Company nor have we been informed of any such cases by the management;

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- (b) According to the information and explanations given to us and based on our examination of the books and records of the Company, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, reporting under clause (xi)(b) of paragraph 3 of the Order is not applicable to the Company; and
- (c) According to the information & explanations and representations by the management and based on our examination of the books of account and other records of the Company, no whistle blower complaints received during the year (and up to the date of report) by the company. Accordingly, reporting under clause (xi)(c) of paragraph 3 of the Order is not applicable to the Company.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company, hence reporting under clause (xii) of paragraph 3 of the Order is not applicable;
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable, and details of such transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards;
- xiv. (a) The Company has appointed a firm of Chartered Accountants to carry out the internal audit of the Company. In our opinion and according to the information and explanation given to us, the internal audit system is commensurate with the size and nature of its business; and
- (b) We have considered, during the course of our audit, the reports of the internal auditor for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures in accordance with the guidance provided in SA 610 "Using the Work of Internal Auditors".
- xv. According to the information and explanations given to us the company has not entered into any non-cash transactions with directors or persons connected with him and hence, reporting under clause (xv) of paragraph 3 of the Order is not applicable;
- xvi. According to the information and explanations given to us and based on our examination of the books and records of the Company:
- (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934);
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities during the year without obtained a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;
- (c) The Company is not a Core Investment Company as defined in the Core Investment Companies (Reserve Bank) Directions, 2016, as amended from time to time, issued by the Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company;
- (d) Based on the representations received from the management, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. On the basis of our examination of books of accounts and according to the information and explanation provided to us by the management, the Company has not incurred cash losses in the current financial year however, the company had incurred cash loss of Rs. (12,230) lakhs in the immediately preceding financial year;
- xviii. There has not been any resignation of the statutory auditors during the year, hence, reporting under clause (xviii) of paragraph 3 of the Order is not applicable;
- xix. According to the information and explanations given to us and based on the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the





## Annexure A to the Independent Auditors' Report

financial statements, the auditors' knowledge of the Board and the Management plans and based on our examination of the evidences, we are of the opinion that material uncertainty exists as on the date of the audit report, on the ability of the Company in 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; (Refer Note no 2.64 to the financial statements and point no. (b) of Basis for Qualified Opinion paragraph & clause 3(ix) of this Report).

- xx. The Company has incurred losses in the three immediately preceding financial years, as such it is not required to spend any money on account of Corporate Social Responsibility u/s 135 of the Act, hence, reporting under clause (xx) of paragraph 3 of the Order is not applicable;
- xxi. The reporting under paragraph 3(xxi) of the Order is not applicable as the Company does not have any Subsidiary, Associate and Joint Venture.

**For Lodha & Co LLP**  
Chartered Accountants  
Firm Registration No.: 301051E/ E300284

**INDRANIL CHAUDHURI**  
Partner  
Membership No. 058940  
UDIN: 24058940BKHBVA4900  
Place: Kolkata  
Date: 28th May 2024

**For JKVS & CO**  
Chartered Accountants  
Firm Registration No.: 318086E

**AJAY KUMAR**  
Partner  
Membership No.: 068756  
UDIN: 24068756BKHBVH4385  
Place: Kolkata  
Date: 28th May 2024

## Annexure B to the Independent Auditors' Report

(Referred to in paragraph 2 A (h) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Hindusthan National Glass & Industries Limited of even date)

### 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 Hindusthan National Glass & Industries Limited ("the Company") as of 31st March 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

The Company's Directors and RP are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (hereinafter referred to as the "Guidance Note") issued by the Institute of Chartered Accountants of India (hereinafter referred to as the "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 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 issued by ICAI and the Standards on Auditing specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements 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 the 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 the 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 financial statements, whether due to fraud or error.

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

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

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



## Annexure B to the Independent Auditors' Report

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

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with respect to financial statement and such internal financial controls with reference to financial statements were operating effectively as at 31st March 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 Institute of Chartered Accountants of India.

**For Lodha & Co LLP**  
**Chartered Accountants**  
**Firm Registration No.: 301051E/ E300284**

**INDRANIL CHAUDHURI**  
**Partner**  
**Membership No. 058940**  
**UDIN: 24058940BKHBVA4900**  
Place: Kolkata  
Date: 28th May 2024

**For J K V S & CO**  
**Chartered Accountants**  
**Firm Registration No.: 318086E**

**AJAY KUMAR**  
**Partner**  
**Membership No.: 068756**  
**UDIN: 24068756BKHBVH4385**  
Place: Kolkata  
Date: 28th May 2024

## Balance Sheet as at 31st March 2024

₹ in Lakhs

Particulars	Note No.	As at 31st March 2024	As at 31st March 2023
<b>ASSETS</b>			
<b>1. Non-Current Assets</b>			
(a) Property, Plant and Equipment	2.1.A	1,39,929.62	1,58,412.16
(b) Capital Work-in-Progress	2.1.B	2,857.53	2,405.25
(c) Right-of-Use Assets	2.1.C	4,670.11	4,735.67
(d) Other Intangible Assets	2.1.D	4.07	0.24
(e) Financial Assets			
(i) Investments	2.2	136.33	131.66
(ii) Other Financial Assets	2.3	8,440.49	7,956.26
(f) Other Non-Current Assets	2.4	603.65	608.02
		<b>1,56,641.80</b>	<b>1,74,249.26</b>
<b>2. Current Assets</b>			
(a) Inventories	2.5	50,398.89	42,516.29
(b) Financial Assets			
(i) Trade Receivables	2.6	30,534.64	29,961.42
(ii) Cash and Cash Equivalents	2.7.A	38,793.28	21,287.53
(iii) Bank Balances other than Cash and Cash Equivalents	2.7.B	1,209.06	1,203.65
(iv) Other Financial Assets	2.8	892.44	652.98
(c) Current Tax Assets (Net)	2.9	459.65	595.10
(d) Other Current Assets	2.10	10,231.64	13,903.51
		<b>1,32,519.60</b>	<b>1,10,120.48</b>
		<b>2,89,161.40</b>	<b>2,84,369.74</b>
<b>TOTAL ASSETS</b>			
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	2.11	1,791.07	1,791.07
(b) Other Equity	2.12	(85,020.38)	(1,01,553.92)
		<b>(83,229.31)</b>	<b>(99,762.85)</b>
<b>LIABILITIES</b>			
<b>1. Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Lease Liabilities	2.13	3.79	3.75
(ii) Other Financial Liabilities	2.14	-	31.00
(b) Provisions	2.15	1,592.54	1,594.70
(c) Deferred Tax Liabilities (Net)	2.16	-	-
(d) Other Non-Current Liabilities	2.17	-	901.86
		<b>1,596.33</b>	<b>2,531.31</b>
<b>2. Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	2.18	2,26,364.70	2,26,364.70
(ii) Lease Liabilities	2.19	0.52	0.52
(iii) Trade Payables			
Total Outstanding dues of Micro Enterprises & Small Enterprises	2.20	11,451.30	12,211.71
Total Outstanding dues of Creditors Other than Micro Enterprises & Small Enterprises		32,690.86	43,713.94
(iv) Other Financial Liabilities	2.21	88,425.91	87,615.96
(b) Current Tax Liabilities (Net)	2.22	94.19	94.19
(c) Other Current Liabilities	2.23	7,951.33	8,006.32
(d) Provisions	2.24	3,815.57	3,593.94
		<b>3,70,794.38</b>	<b>3,81,601.28</b>
		<b>3,72,390.71</b>	<b>3,84,132.59</b>
<b>TOTAL LIABILITIES</b>			
<b>TOTAL EQUITY &amp; LIABILITIES</b>			
		<b>2,89,161.40</b>	<b>2,84,369.74</b>

Accompanying notes 1 to 2.65 are an integral part of the Financial Statements

As per our report of even date attached

For and on behalf of the Board

**For Lodha & Co LLP**

Chartered Accountants  
FRN : 301051E/E300284

**For J K V S & CO**

Chartered Accountants  
FRN : 318086E

**Jit Roy Choudhury**

Company Secretary  
Place : Kolkata

**Bimal Kumar Garodia**

President and  
Chief Financial Officer  
Place : Kolkata

**Mukul Somany**

Director  
DIN: 00124625  
Place : Kolkata

Powers of the Board are suspended from the Insolvency Commencement Date

**Indranil Chaudhuri**

Partner  
Membership No. 058940  
Place : Kolkata  
Date: 28th May 2024

**Ajay Kumar**

Partner  
Membership No. 068756  
Place : Kolkata

**Girish Siriram Juneja**

Resolution Professional  
Taken on records  
Place : Mumbai



**Statement of Profit And Loss** for the year ended 31st March 2024

₹ in Lakhs

Particulars	Note No.	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
I. Revenue from Operations	2.25	2,55,235.20	2,45,735.39
II. Other Income	2.26	6,623.70	1,398.49
<b>III. Total Income (I+II)</b>		<b>2,61,858.90</b>	<b>2,47,133.88</b>
<b>Expenses</b>			
Cost of Materials Consumed	2.27	77,927.81	97,490.77
Changes in Inventories of Finished Goods and Work-in-Progress	2.28	(5,097.27)	2,155.69
Employee Benefits Expense	2.29	23,659.27	21,977.83
Power and Fuel Expense	2.32	98,068.49	1,04,075.15
Finance Costs	2.30	434.74	2,733.63
Depreciation and Amortization Expense	2.31	8,808.68	10,630.97
Other Expenses	2.33	31,650.36	31,359.52
<b>IV. Total Expenses</b>		<b>2,35,452.08</b>	<b>2,70,423.56</b>
<b>V. Profit/(Loss) before Exceptional Item and Tax (III-IV)</b>		26,406.82	(23,289.68)
<b>VI. Exceptional Items</b>	2.34	10,158.23	-
<b>VII. Profit/(Loss) before Tax (V-VI)</b>		<b>16,248.59</b>	<b>(23,289.68)</b>
<b>VIII. Tax expenses</b>			
(1) Current Tax		-	-
(2) Deferred Tax		(88.89)	42.54
<b>Total Tax expenses</b>		<b>(88.89)</b>	<b>42.54</b>
<b>IX. Profit/(Loss) for the Year after Tax (VII-VIII)</b>		<b>16,337.48</b>	<b>(23,332.22)</b>
<b>X. Other Comprehensive Income</b>			
<b>Items that will not be reclassified to Profit or Loss</b>			
Re-measurement Gains/(Losses) on Defined Benefit Plans		284.91	(136.34)
Income tax relating to the above		(88.89)	42.54
<b>Total Other Comprehensive Income for the Year</b>		<b>196.02</b>	<b>(93.80)</b>
<b>XI. Total Comprehensive Income for the Year (IX + X) (Comprising Profit/(Loss) and Other Comprehensive Income for the Year)</b>		<b>16,533.50</b>	<b>(23,426.02)</b>
<b>XII. Earnings per Equity Share of face value of ₹ 2/- each</b>			
Basic & Diluted	2.35	18.24	(26.05)
Weighted average number of shares used in computing Earnings Per Share			
Basic & Diluted		<b>8,95,53,565</b>	<b>8,95,53,565</b>

Accompanying notes 1 to 2.65 are an integral part of the Financial Statements

As per our report of even date attached

For and on behalf of the Board

**For Lodha & Co LLP**

Chartered Accountants  
FRN : 301051E/ E300284

**For J K V S & CO**

Chartered Accountants  
FRN : 318086E

**Jit Roy Choudhury**

Company Secretary  
Place : Kolkata

**Bimal Kumar Garodia**

President and  
Chief Financial Officer  
Place : Kolkata

**Mukul Somany**

Director  
DIN: 00124625  
Place : Kolkata

Powers of the Board are suspended from the Insolvency Commencement Date

**Indranil Chaudhuri**

Partner  
Membership No. 058940  
Place : Kolkata  
Date: 28th May 2024

**Ajay Kumar**

Partner  
Membership No. 068756  
Place : Kolkata

**Girish Siriram Juneja**

Resolution Professional  
Taken on records  
Place : Mumbai

## Statement of Cash Flow for the year ended 31st March 2024

₹ in Lakhs

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
<b>Cash Flow from Operating Activities</b>		
Profit/ (Loss) before Exceptional Items and Tax	16,248.59	(23,289.68)
<b>Non-cash adjustments to reconcile profit/(loss) before tax to net cash flows</b>		
Depreciation/ Amortisation	8,808.68	10,630.97
Loss on sale/ discard of Property Plant and Equipment (Net)	0.21	2.78
Bad Debts and Impairment Allowances for Trade Receivables	449.78	72.97
Interest Income on Financial Assets	(770.07)	(306.59)
Loss on Foreign Currency Transaction (Net)	24.63	-
Fair value (Gain)/Loss in Investment	(4.82)	(11.78)
Notional Interest Income on Inter Corporate Deposit	-	(146.34)
Notional Interest Expense on Inter Corporate Deposit	-	490.74
Finance Costs	434.74	2,242.89
Provision for Obsolescence no Longer Required Written Back	(581.97)	-
Liabilities no Longer Required Written Back	(2,588.83)	(29.37)
<b>Operating Cash Flow before Exceptional Items and Working Capital Changes</b>	<b>22,020.94</b>	<b>(10,343.41)</b>
Add: Exceptional Items	10,158.23	-
<b>Operating Cash Flow before Working Capital changes</b>	<b>32,179.17</b>	<b>(10,343.41)</b>
<b>Movement in Working Capital :</b>		
(Increase)/ Decrease in Inventories	(7,489.29)	215.30
(Increase)/ Decrease in Trade Receivables	(1,023.00)	4,627.55
(Increase)/ Decrease in Other Current & Non Current Financial and Non-Financial Assets	3,092.49	(20.08)
Increase/ (Decrease) in Trade Payables, Other Current & Non Current Financial and Non- Financial Liabilities and Provisions	(9,327.51)	11,030.36
<b>Cash Generated from Operations</b>	<b>17,431.86</b>	<b>5,509.72</b>
Direct Taxes (paid)/Refunds (net)	169.87	(195.59)
<b>Net Cash Generated from Operating Activities (A)</b>	<b>17,601.73</b>	<b>5,314.13</b>
<b>Cash Flow from Investing Activities</b>		
Purchase of Property, Plant and Equipment, Intangible Assets and Capital Work in Progress	(683.44)	(1.25)
Proceeds from sale of Property Plant and Equipment	-	4.02
Redemption/ (Investment) in Bank Deposits with maturity more than 3 months	(5.96)	(5.81)
Interest received	593.42	278.20
<b>Net Cash (Used in)/ Generated from Investing Activities (B)</b>	<b>(95.98)</b>	<b>275.16</b>
<b>Cash Flow from Financing Activities</b>		
Interest paid	-	(163.70)
<b>Net Cash used in Financing Activities (C)</b>	<b>-</b>	<b>(163.70)</b>
<b>Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>17,505.75</b>	<b>5,425.59</b>
Cash and Cash Equivalents at the Beginning of the Year	21,287.53	15,861.94
<b>Cash and Cash Equivalents at the End of the Year</b>	<b>38,793.28</b>	<b>21,287.53</b>

**Statement Of Cash Flow** for the year ended 31st March 2024

₹ in Lakhs

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
<b>Components of Cash and Cash Equivalents</b>		
<b>Balances with banks:</b>		
In Current Accounts	28,424.09	18,281.49
In Deposit Accounts	10,346.34	3,000.00
Cash on Hand	22.85	6.04
<b>Total Cash and Cash Equivalents</b>	<b>38,793.28</b>	<b>21,287.53</b>

**Notes :**

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard (IND AS 7) on Statement of Cash Flows.
- Cash and Cash equivalents do not include any amount which is not available to the company for its use, except for the amount mentioned in note no: 2.7.A.1.
- There are no cash movements in Financial Liabilities in the Current as well as in the Previous Year.

As per our report of even date attached

**For Lodha & Co LLP**  
Chartered Accountants  
FRN : 301051E/E300284

**For J K V S & CO**  
Chartered Accountants  
FRN : 318086E

**Jit Roy Choudhury**  
Company Secretary  
Place : Kolkata

**Bimal Kumar Garodia**  
President and  
Chief Financial Officer  
Place : Kolkata

For and on behalf of the Board

**Mukul Somany**  
Director  
DIN: 00124625  
Place : Kolkata

Powers of the Board are suspended from the Insolvency Commencement Date

**Indranil Chaudhuri**  
Partner  
Membership No. 058940  
Place : Kolkata  
Date: 28th May 2024

**Ajay Kumar**  
Partner  
Membership No. 068756  
Place : Kolkata

**Girish Siriram Juneja**  
Resolution Professional  
Taken on records  
Place : Mumbai



## Statement of Changes in Equity as at and for the year ended 31st March 2024

### (a) Equity Share Capital

Particulars	Ref Note No.	Number of Shares	₹ In Lakhs
Equity Shares of ₹ 2/- each issued, subscribed and fully paid up	2.11		
<b>As at 31st March 2022</b>		<b>8,95,53,565</b>	<b>1,791.07</b>
Changes in Equity Share Capital		-	-
<b>As at 31st March 2023</b>		<b>8,95,53,565</b>	<b>1,791.07</b>
Changes in Equity Share Capital		-	-
<b>As at 31st March 2024</b>		<b>8,95,53,565</b>	<b>1,791.07</b>

### (b) Other Equity

₹ in Lakhs

Particulars	Reserves and Surplus				Total Other Equity
	Capital Reserve	Security Premium Reserve	General Reserve	Retained Earnings	
<b>Balance at 31st March 2022</b>	<b>7,013.83</b>	<b>10,363.83</b>	<b>69,573.87</b>	<b>(1,65,378.23)</b>	<b>(78,426.70)</b>
Transfer/Adjustments during the year (Refer Note 2.12.1A)	298.91	-	-	(0.11)	298.80
(Loss) for the year	-	-	-	(23,332.22)	(23,332.22)
Other Comprehensive Income	-	-	-	(93.80)	(93.80)
<b>Total comprehensive income for the year</b>	<b>298.91</b>	<b>-</b>	<b>-</b>	<b>(23,426.13)</b>	<b>(23,127.22)</b>
<b>Balance at 31st March 2023</b>	<b>7,312.74</b>	<b>10,363.83</b>	<b>69,573.87</b>	<b>(1,88,804.36)</b>	<b>(1,01,553.92)</b>
Transfer/Adjustments during the year				0.04	0.04
Profit for the year				16,337.48	16,337.48
Other Comprehensive Income				196.02	196.02
<b>Total Comprehensive Income for the Year</b>				<b>16,533.54</b>	<b>16,533.54</b>
<b>Balance at 31st March 2024</b>	<b>7,312.74</b>	<b>10,363.83</b>	<b>69,573.87</b>	<b>(1,72,270.82)</b>	<b>(85,020.38)</b>

(a) Description of nature and purpose of each reserve have been disclosed in notes 2.12

Accompanying notes 1 to 2.65 are an integral part of the Financial Statements

As per our report of even date attached

For and on behalf of the Board

**For Lodha & Co LLP**

Chartered Accountants  
FRN : 301051E/E300284

**For J K V S & CO**

Chartered Accountants  
FRN : 318086E

**Jit Roy Choudhury**

Company Secretary  
Place : Kolkata

**Bimal Kumar Garodia**

President and  
Chief Financial Officer  
Place : Kolkata

**Mukul Somany**

Director  
DIN: 00124625  
Place : Kolkata

Powers of the Board are suspended from the Insolvency Commencement Date

**Indranil Chaudhuri**

Partner  
Membership No. 058940  
Place : Kolkata  
Date: 28th May 2024

**Ajay Kumar**

Partner  
Membership No. 068756  
Place : Kolkata

**Girish Siriram Juneja**

Resolution Professional  
Taken on records  
Place : Mumbai



## Notes to Financial Statements for the year ended 31st March 2024

### 1.1. Corporate Information

- a. Hindusthan National Glass & Industries Limited having domicile presence in the State of West Bengal, India, has been incorporated under the Companies Act in the year 1946. It is engaged in the manufacturing of container glass. The company's shares are listed and publicly traded on the National Stock Exchange Limited of India (NSE), The BSE Limited (BSE) and The Calcutta Stock Exchange Limited (CSE).

The Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, vide its order dated 21st October 2021 had admitted the Company for initiation of Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016 (IBC) ("the Code") and appointed Mr. Girish Siriram Juneja having Registration no IBBI/IPA-001/IP-P00999/2017-18/11646 as the Interim Resolution Professional. In an appeal filed by the promoters with the Hon'ble National Company Law Appellate Tribunal (NCLAT), New Delhi opposing the admission of the Company to Insolvency, the Hon'ble NCLAT New Delhi stayed the Constitution of the Committee of Creditors of the Company (CoC) by its order dated 28th October 2021. Subsequently, NCLAT vide its order dated 18th January 2022, vacated the stay on the formation of CoC. Thereafter at the 1st Meeting of the CoC held on 28th January 2022, the evoting results of which concluded on 9th February 2022, the Interim Resolution Professional Mr. Girish Siriram Juneja was appointed as the Resolution Professional (RP) and he is being supported in the CIRP by EY Restructuring LLP as the Insolvency Professional Entity. As per the provision of the Code, the RP initiated the resolution process for the Company. On 28th October 2022, the resolution plan submitted by AGI Greenpac Limited (AGI) have been approved by the CoC and accordingly, the RP had filed the plan for approval with the Hon'ble NCLT, Kolkata Bench on 5th November 2022 which is pending as on date. Pending this, related applications were filed before NCLAT, New Delhi which have been dismissed. Consequent to this, applications were filed before the Hon'ble Supreme Court of India and the matter is still pending before the apex court. The next date of hearing before Supreme Court of India is 23rd July 2024 and next date of hearing at NCLT, Kolkata Bench is 3rd July 2024.

- b. The financial statements of the Company have been prepared by the management of the Company, reviewed by the Audit Committee and approved in the Meeting of Director's chaired by the RP held on 28th May 2024 and certified by the Director and Chief Financial Officer of the Company. The RP has relied upon the assistance provided by the members of the Audit Committee in review of the Financial Statements and also relied upon certifications, representations and statements made by Directors of the Company in relation to these Financial Statements. As authorized, one of the Director have signed the financial statement and the RP has taken on record the said Financial Statements only to the limited extent of discharging the powers of the Board of Directors of the Company which has been conferred upon him in terms of provisions of Section 17 of the Code.

### 1.2. Basis of Preparation

#### 1.2.1. Statement of Compliance

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as "the Ind AS") as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended) from time to time and notified under Section 133 of Companies Act, 2013 (hereinafter referred to as "the Act"), other relevant provisions of the Act and other principals generally accepted in India.

Accounting Policies are consistently applied, accepted in cases where a newly issued IND AS is initially adopted or when a revision to an existing IND AS requires a change in the Accounting Policy.

#### 1.2.2. Functional and Presentation Currency

These Financial Statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded off to the nearest two decimals of lakhs, unless otherwise indicated.

#### 1.2.3. Historical Cost Convention

The Financial Statements have been prepared following accrual basis of accounting on a historical cost basis, except for the following which are measured at fair value:

- a. Certain Financial Assets and Liabilities
- b. Defined Benefit Plans

## Notes to Financial Statements for the year ended 31st March 2024

### 1.2.4. Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of the three levels depending on the ability to observe inputs employed for such measurement:

- a) Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- b) Level 2: inputs other than quoted prices included within level 1 that are observable either directly or indirectly for the asset or liability.
- c) Level 3: inputs for the asset or liability which are not based on observable market data (unobservable inputs).

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation, based on the lowest level input that is significant to the fair value measurement, at the end of each reporting period.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. External valuers are involved for valuation of significant assets and liabilities. Involvement of external valuers is decided upon annually by the Management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The Management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the Management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Company's accounting policies.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

### 1.2.5. Current Vs Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is classified as current when it is:

- Expected to be realized or intended to sell or consumed in normal operating cycle.
- Held primarily for the purpose of trading.
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All the other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current. Deferred Tax Assets or Liabilities are classified as non-current assets or liabilities.

### 1.2.6. Use of Estimates and Judgements

In preparing these Financial Statements, in conformity with IND AS management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities,

## Notes to Financial Statements for the year ended 31st March 2024

income and expenses and the accompanying disclosures including contingent liabilities. Actual results may differ from these estimates. Difference between actual results and estimates are recognised in the period prospectively in which the results are known/ materialised.

Estimates and underlying assumptions are reviewed on an ongoing basis and are based on historical experience and other factors, including expectation of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances. Detailed information about estimates and judgements is included in Note 1.4.

### 1.3. Material Accounting Policies

#### 1.3.1. Property, Plant and Equipment

Property, Plant and Equipment (PPE) are stated at cost of acquisition or deemed cost on the date of transition less accumulated depreciation and impairment losses, if any. Cost of an asset comprises of cost of acquisition or construction and includes, where applicable, inward freight, non-recoverable duties and taxes, installation expenses, professional fees, borrowing costs, initial estimates of the cost of dismantling, cost of replacing parts of the Property, Plant and Equipment's and other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the intended manner and purposes. Capital Spare parts which are integral part of the plant and equipment are capitalized. When significant parts of plant and equipment are required to be replaced at intervals, the same are capitalized and old component is derecognized.

Capital work in progress includes machinery to be installed, construction and erection materials, borrowing costs, unallocated pre-operative and other expenditures directly attributable towards construction and erection of the assets.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Otherwise, these are added to and depreciated over the useful life of the main assets.

Costs incurred after initial capitalization are included in the asset carrying amount only when it is probable that future economic benefit will flow to the company and can be measured reliably.

The present value of the expected cost for the decommissioning of an asset after its use, if any, is included in the cost of the respective asset if the recognition criteria for the provisions are met.

Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

Depreciation methods, estimated useful life and residual value:

- Depreciation on PPE commences when the assets are ready for their intended use.
- Depreciation has been provided (a) as per the useful life specified under Schedule II to the Act on assets installed/ acquired up to 31st March 1990 on written down value method and in respect of additions thereafter on straight line method; (b) in case of certain items of Plant and Equipment where useful life ranging from 5 to 30 years has been considered based on technical assessment, which is different from the useful life prescribed under Schedule II of the Act.
- Certain Plant and Equipment have been considered as continuous process plant as defined under Schedule II to the Act based on technical evaluation.
- Subsequent costs are depreciated over the remaining life of the Property, Plant and Equipment.
- Depreciation on incremental cost of arising on account of exchange difference is amortized on straight line method over the remaining life of the Plant and Equipment.

Based on above, the estimated useful lives of assets for the current period are as follows:

Asset	Useful lives (estimated by the management) (Years)
Factory Building	30
Other than Factory Building	60

## Notes to Financial Statements for the year ended 31st March 2024

Asset	Useful lives (estimated by the management) (Years)
Carpeted Roads	10
Plant and Equipment	3-35
Furniture and Fixture	5-10
Computers	3-5
Office Equipment	5-10
Vehicles	8-10

Depreciation methods, useful lives and residual values are reviewed, and adjusted as appropriate, at each reporting date.

### 1.3.2. Other Intangible Assets

Other Intangible assets are stated at cost comprising of purchase price inclusive of duties and taxes, where applicable, less accumulated amount of amortization and impairment losses (if any). Such assets are amortized over the useful life using straight line method and assessed for impairment whenever there is an indication of the same. When Computer software is not an integral part of a related item of the computer hardware, the software is treated as an intangible asset.

Accordingly, cost of computer software packages has been amortized over a period of 3 to 5 years on straight line basis.

### 1.3.3. Derecognition of Tangible and Other Intangible Assets

An item of PPE and Other Intangible Assets is de-recognised upon disposal or when no future economic benefits are expected to arise from its use or disposal. Gain or loss arising from the disposal or retirement of an item is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

### 1.3.4. Leases

#### 1.3.4.1. Determining whether an arrangement contains a lease

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement convey a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

#### 1.3.4.2. Company as lessor

##### a) Finance Lease

Leases which effectively transfer to the lessee substantially all the risks and benefits incidental to ownership of the leased item are classified and accounted for as finance lease. Lease rental receipts are apportioned between the finance income and capital repayment based on the implicit rate of return. Contingent rents are recognized as revenue in the period in which they are earned.

##### b) Operating Lease

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating leases is recognized on a straight-line basis over the term of the relevant lease except where scheduled increase in rent compensates the Company with expected inflationary costs.

#### 1.3.4.3. Company as Lessee

The Company's lease asset classes primarily comprise of lease for land and building. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract

## Notes to Financial Statements for the year ended 31st March 2024

involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

The Company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets as below:

### 1.3.4.4. Right of Use Assets

The Company, as a lessee, recognizes the right of use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right of use assets are measured at cost, less any accumulated depreciation and impairment loss, if any, and adjusted for any remeasurement of lease liabilities. The cost of right of use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right of use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the underlying assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right of use assets is also subject to impairment. Refer to the accounting policies in section 'Impairment of Non-Financial Assets'.

### 1.3.4.5. Lease Liabilities

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if any.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

### 1.3.4.6. Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be below value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

"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.

### 1.3.5. Impairment of Tangible and Other Intangible Assets

Tangible and Other Intangible assets are reviewed at each reporting date for impairment. In case events and circumstances indicate any impairment, recoverable amount of assets is determined. An impairment loss is recognized in the statement of profit and loss, whenever the carrying amount of assets either belonging to Cash Generating Unit (CGU) or otherwise exceeds recoverable amount. The recoverable amount is the higher of assets fair value less cost of disposal and its value in use.

In assessing value in use, the estimated future cash flows from the use of the assets are discounted to their present value at an appropriate rate.

Impairment losses recognized earlier may no longer exist or may have come down. Based on such assessment at each reporting period the impairment loss is reversed and recognized in the Statement of Profit and Loss. In such cases the carrying amount of the asset is increased to the lower of its recoverable amount and the carrying amount that has been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years.

## Notes to Financial Statements for the year ended 31st March 2024

### 1.3.6. Financial Instruments

#### A. Financial assets

##### I. Initial recognition and measurement

The financial assets include investments, trade receivables, loans and advances, cash and cash equivalents, bank balances other than cash and cash equivalents, derivative financial instruments, and other financial assets.

Financial assets (unless it is a trade receivable without a significant financing component) are initially measured at fair value. Transaction costs directly attributable to the acquisition or issue of financial assets (other than financial assets at fair value through profit or loss) are added to or are deducted from the fair value of the financial assets as appropriate on initial recognition. However, trade receivables that do not contain a significant financing component are measured at transaction price.

##### II. Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in the following categories:

- (i) at amortized cost,
- (ii) at fair value through other comprehensive income (FVTOCI), or
- (iii) at fair value through profit or loss (FVTPL).

##### (a) Financial assets at amortized cost

A 'financial asset' is measured at the amortized cost if the following two conditions are met:

- (i) The asset is held within a business model whose objective is to hold the asset for collecting contractual cash flows, and
- (ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Amortized cost is determined using the Effective Interest Rate ("EIR") method. Discount or premium on acquisition and fees or costs forms an integral part of the EIR.

##### (b) Financial assets at fair value through other comprehensive income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held both for collection of contractual cash flows and for selling the financial assets, and contractual terms of the financial assets give rise to cash flows representing solely payments of principal and interest.

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

Financial assets that are not classified in any of the categories above are classified at fair value through profit or loss.

##### (d) Equity investments

Equity investments in the scope of Ind AS 109 are measured at fair value except for investments in associates, which are carried at cost.

The Company may make an irrevocable election to present in OCI subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If Company decides to classify an equity instrument at fair value through other comprehensive income (FVTOCI), then all fair value changes on the instrument are recognised in other comprehensive income. However, dividends on equity instruments on fair value through other comprehensive income (FVTOCI) is recognised in profit or loss.

In addition, profit or loss arising on sale is also taken to other comprehensive income. The amount accumulated in this respect is transferred within the Equity on derecognition.



## Notes to Financial Statements for the year ended 31st March 2024

### III. Impairment of Financial Assets

The Company recognizes loss allowances using the Expected Credit Loss ("ECL") model for financial assets measured at amortized cost. The Company recognizes lifetime expected credit losses for trade receivables. Loss allowance equal to lifetime expected credit losses are recognized if the credit risk of the financial asset has significantly increased since initial recognition.

### IV. De-recognition

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires or transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

### B. Financial liabilities

#### I. Initial recognition and measurement

The financial liabilities include trade and other payables, loans and borrowings, including bank overdrafts, derivative financial instruments, etc.

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

#### II. Subsequent measurement

For subsequent measurement, financial liabilities are classified into two categories:

- (i) Financial liabilities at amortized cost, and
- (ii) Derivative instruments at fair value through profit or loss (FVTPL).

##### i. Financial liabilities at amortized cost

After initial recognition, financial liabilities are subsequently measured at amortized cost using the EIR method. When the financial liabilities are derecognized, gains and losses are recognised in profit or loss. Discount or premium on acquisition and fees or costs forms an integral part of the EIR.

##### III. De-recognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

### 1.3.7. Inventories

- Inventories (Other than Scrap) are valued at lower of the cost or estimated net realizable value after providing for obsolescence if any. Cost of inventories is ascertained on 'weighted average' basis. Materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.
- Cost in respect of raw materials and stores and spares includes expenses incidental to procurement of the same. The cost in respect of finished goods and those under progress represents prime cost and includes appropriate portion of overheads and taxes if any.
- The company's own cullet's are valued at net realizable value.

### 1.3.8. Foreign Currency Transactions and translations

Transactions in foreign currencies are translated into the functional currency at the exchange rates prevailing on the date of the transactions. Foreign currency monetary assets and liabilities at the year-end are translated at the exchange rates prevailing on reporting date. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of initial transaction. Foreign exchange gain/ loss to the extent considered as an adjustment to interest cost are considered as part of borrowing cost. The loss or gain thereon and also on the exchange differences on settlement of the foreign currency transactions during the year are recognized as income or expense in the statement of profit and loss account.

## Notes to Financial Statements for the year ended 31st March 2024

The Company has been applying paragraph 46A of AS 11 under Indian GAAP whereby exchange differences arising on translation/ settlement of long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset are adjusted to the cost of the asset and depreciated over the remaining life of the asset. Ind AS 101 gives an option whereby a first time adopter can continue its Indian GAAP policy for the aforesaid accounting for exchange differences arising from translation of long-term foreign currency monetary items. The Company has adopted the aforesaid option under Ind AS 101.

### 1.3.9. Equity Share Capital

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Par value of the equity shares is recorded as share capital and the amount received in excess of par value is classified as Securities Premium.

Costs directly attributable to the issue of ordinary shares are recognized as a deduction from equity, net of any tax effects.

### 1.3.10. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognized for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities is not recognized and are disclosed by way of notes to the financial statements 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 when there is 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 same or a reliable estimate of the amount in this respect cannot be made.

Contingent Assets are disclosed in the financial statements by way of notes to accounts when an inflow of economic benefits is probable.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

### 1.3.11. Employee Benefits

- Short term Employee benefits in respect of salary and wages, including non monetary benefits are recognized as an expense at the undiscounted amount in statement of Profit and Loss in the year in which related service are rendered.
- **Provident & Family Pension Fund:** In accordance with the provisions of the Employee Provident Funds and Miscellaneous Provisions Act, 1952, eligible employees of the company are entitled to receive benefits with respect to provident fund, a defined contribution plan, in which both the company and employee contribute monthly to Provident Fund Scheme by the Central Government/ Trust at a determined rate. The company contributes to the Employees' Pension Scheme, 1995 for certain categories of employees. The Company's recognized contribution payable to such funds as an expense when an employee Rendered the related services.
- **Gratuity:** Employee benefits under defined benefit plans are determined at the close of each year at the present value of the amount payable using actuarial valuation techniques.

Contributions under the scheme for defined benefit under the Payment of Gratuity Act, 1972, is determined on the basis of actuarial valuation by a qualified actuary using the projected unit credit method and are funded with Insurance Companies and recognized as years expenditure. Remeasurement gain or loss arising from experience adjustments and changes in actuarial assumptions are recognized directly in other comprehensive income in the period they occur and is presented under retained earnings. Remeasurements are not classified to the statement of Profit and Loss in subsequent periods. Other costs are recognized in the Statement of Profit or Loss. Bifurcation of Unfunded liabilities into Current and Non-current are done based on actuarial valuation report.

## Notes to Financial Statements for the year ended 31st March 2024

- **Leave Encashment Benefits:** Leave encashment benefits payable to employees while in service, retirement and on death while in service or on termination of employment. With respect to accumulated leaves outstanding at the year-end are accounted for on the basis of actuarial valuation at the balance sheet date. The present value of such an obligation is determined by the projected unit credit method as at the balance sheet date through which the obligations are settled. The resultant actuarial gain or loss on change in present value of defined benefit obligation or change in return of the plan assets is recognized as an income or expense in the Statement of Profit and Loss. Bifurcation of liabilities into Current and Non-current are done based on actuarial valuation report.

### 1.3.12. Revenue

#### a) Sale of Goods

The Company derives revenues primarily from the sale of manufactured goods. Revenue from contracts with customers is recognized on satisfaction of performance obligation upon transfer of control of promised goods to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold is net of variable consideration on account of trade discounts, returns, volume rebates offered by the Company as part of the contract. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

Revenue from sale of products is recognized when the control on the goods have been transferred to the customer. The performance obligation in the case of sale of product is satisfied at a point in time i.e., when the material is shipped to the customer or on delivery to the customer, as may be specified in the contract.

#### b) Interest, Dividend and Claims

Dividend income is recognized when the right to receive payment is established. Interest has been accounted using an effective interest rate method. Insurance claims/ other claims are accounted as and when settled.

#### c) Export Benefits

Export benefits arising on account of entitlement for duty-free imports are accounted for through the import of materials. Such benefits under Merchandise Exports for India Scheme (MEIS) are accounted for on accrual basis. Other export benefits are accounted for based on certainties as to its utilization and related realization.

### 1.3.13. Borrowing Cost

Borrowing cost comprises of interest and other costs incurred in connection with the borrowing of the funds. All borrowing costs are recognized in the Statement of Profit and Loss using the effective interest method except to the extent attributable to qualifying Property Plant and Equipment (PPE) which are capitalized to the cost of the related assets. A qualifying PPE is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. Borrowing cost also includes exchange differences to the extent considered as an adjustment to the borrowing costs.

### 1.3.14. Research and Development

Research and development cost (other than cost of fixed asset acquired) are charged as an expense in the year in which they are incurred.

### 1.3.15. Government Grants

Government grants are recognized on a systematic basis when there is reasonable certainty of realization of the same and company will comply with all the conditions attached to them. Revenue grants including subsidy/ rebates are credited to Statement of Profit and Loss under "Other Income or Other Operating Income" or deducted from the related expenses for the period to which these are related.

Grants which are meant for purchase, construction or otherwise acquire non-current assets are recognized as Deferred Income and disclosed under Non-Current Liabilities and transferred to Statement of Profit and Loss on a

## Notes to Financial Statements for the year ended 31st March 2024

systematic basis over the useful life of the respective asset. Grants relating to non-depreciable assets are transferred to the Statement of Profit and Loss over the periods that bear the cost of meeting the obligations related to such grants.

When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e., by equal annual instalments.

When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favorable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

### 1.3.16. Taxes on Income

Income tax expense representing the sum of current tax expenses and the net charge of the deferred taxes is recognized in the income statement except to the extent that it relates to items recognized directly in equity or other comprehensive income.

Current income tax is provided on the taxable income and recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Taxable Income differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding Tax Bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilized.

Deferred Tax assets include Minimum Alternative Tax (MAT) paid in accordance with the to set off tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognized as deferred tax asset in the balance sheet when the asset can be measured reliably, and it is probable that the future economic benefit associated with asset will be realized.

Deferred tax assets and liabilities are offset if a legally enforceable right exists to set off Deferred Tax Assets against deferred tax liabilities and the deferred taxes relate to the same taxable entity and same taxation authority.

### 1.3.17. Earnings Per Share

Basic earnings per share is computed by dividing the net profit attributable to the equity shareholders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit attributable to the equity shareholders of the company by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

### 1.3.18. Non-current Assets Held for Sale

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

## Notes to Financial Statements for the year ended 31st March 2024

The Company classifies non-current assets as held for sale if their carrying amount will be recovered principally through a sale rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sales expected within one year from the date of classification.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortized.

### 1.4. Significant Judgements and Key Sources of Estimation in Applying Accounting Policies

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances. Information about Significant judgements and Key sources of estimation made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements is included in the following notes:

- **Recognition of Deferred Tax Assets:** The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized. In addition, significant judgement is required in assessing the impact of any legal or economic limits.
- **Useful lives of depreciable/amortizable assets (tangible and intangible):** Management reviews its estimate of the useful lives of depreciable/ amortizable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to actual normal wear and tear that may change the utility of plant and equipment.
- **Defined Benefit Obligation (DBO):** Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, medical cost trends, anticipation of future salary increases and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate. However, any changes in these assumptions may have a material impact on the resulting calculations.
- **Provisions and Contingencies:** The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Indian Accounting Standards (Ind AS) 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events is applied best judgement by management regarding the probability of exposure to potential loss.
- **Impairment of Financial Assets:** The Company reviews its carrying value of its investments carried at an amortized cost annually, or more frequently when there is an indication of impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.
- **Allowances for Doubtful Debts:** The Company makes allowances for doubtful debts through appropriate estimations of irrecoverable amounts. The identification of doubtful debts requires the use of judgment and estimates. Where the expectation is different from the original estimate, such a difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.
- **Fair value measurement of financial Instruments:** When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The input to these models is taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

### 1.5. Recent applicable accounting pronouncements

#### 1.5.1. New and revised standards adopted by the Company

On 31st March 2023, Ministry of Corporate Affairs (MCA) has made certain amendments to existing Indian Accounting Standards vide Companies (Indian Accounting Standards) Amendment Rules, 2023. These amendments to the extent relevant to the Company's operations were relating to: Ind AS 1 "Presentation of Financial Statements" which requires the entities to disclose their material accounting policies rather than their significant accounting policies for the year ended 31st March 2024. Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" whereby

## Notes to Financial Statements for the year ended 31st March 2024

a definition of 'accounting estimates' has been introduced and include amendments to help entities distinguish changes in accounting policies from changes in accounting estimates. Further, consequential amendments with respect to the concept of material accounting policies have also been made in "Ind AS 107 "Financial Instruments: Disclosures" and Ind AS 34 "Interim Financial Reporting".

There are other amendments in various standards including Ind AS 101 "First-time Adoption of Indian Accounting Standards", Ind AS 103 "Business Combinations", Ind AS 109 "Financial Instruments", Ind AS 115 "Revenue from Contracts with Customers", Ind AS 12 "Income Taxes" which has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences and Ind AS 102 "Share-based Payment" which have not been listed herein above since these are either not material or relevant to the Company. Revision in these standards did not have material impact on the profit/ loss and earnings per share for the year.

### 1.5.2. Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") has not issued, under the Companies (Indian Accounting Standards) Rules, any new standards or made amendments to the existing standards under the said Rule, which are effective from 1st April, 2024 and applicable to the Company.

## Notes to Financial Statements for the year ended 31st March 2024

₹ in lakhs

### 2.1. A PROPERTY, PLANT AND EQUIPMENT

Particulars	Freehold Land	Buildings Including Roads	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments including Computer	Total
<b>(A) Gross Carrying Value</b>							
<b>As at 31st March 2022</b>	<b>34,579.93</b>	<b>68,472.61</b>	<b>2,83,262.23</b>	<b>571.21</b>	<b>2,022.59</b>	<b>532.24</b>	<b>3,89,440.81</b>
Additions during the year	-	44.99	5,532.44	-	-	6.04	5,583.47
Disposals/ deductions during the year	-	-	(80.06)	-	(40.59)	(4.34)	(124.99)
Other adjustments during the year							
<b>As at end of 31st March 2023</b>	<b>34,579.93</b>	<b>68,517.60</b>	<b>2,88,714.61</b>	<b>571.21</b>	<b>1,982.00</b>	<b>533.94</b>	<b>3,94,899.29</b>
Additions during the year	-	-	196.70	3.07	-	29.52	229.29
Disposals/ deductions during the year	-	-	-	-	-	-	-
Other adjustments during the year		(2,716.27)	(27,768.76)			(0.07)	(30,485.10)
<b>As at 31st March 2024</b>	<b>34,579.93</b>	<b>65,801.33</b>	<b>2,61,142.55</b>	<b>574.28</b>	<b>1,982.00</b>	<b>563.39</b>	<b>3,64,643.48</b>
<b>(B) Accumulated Depreciation</b>							
<b>As at 31st March 2022</b>	<b>-</b>	<b>22,875.15</b>	<b>2,00,316.79</b>	<b>527.81</b>	<b>1,844.54</b>	<b>475.70</b>	<b>2,26,039.99</b>
Charge for the year	-	1,791.42	8,733.75	6.41	15.30	18.35	10,565.23
Deductions during the year	-	-	(75.29)	-	(38.56)	(4.34)	(118.19)
<b>As at 31st March 2023</b>	<b>-</b>	<b>24,666.57</b>	<b>2,08,975.25</b>	<b>534.22</b>	<b>1,821.28</b>	<b>489.71</b>	<b>2,36,487.03</b>
Charge for the year	-	1,670.30	7,041.08	2.27	15.10	13.60	8,742.35
Deductions during the year	-	(1,000.95)	(19,514.56)	-	-	(0.03)	(20,515.54)
<b>As at 31st March 2024</b>	<b>-</b>	<b>25,335.92</b>	<b>1,96,501.77</b>	<b>536.49</b>	<b>1,836.38</b>	<b>503.28</b>	<b>2,24,713.84</b>
<b>(C) Net Block (A-B)</b>							
<b>As at 31st March 2023</b>	<b>34,579.93</b>	<b>43,851.03</b>	<b>79,739.36</b>	<b>36.99</b>	<b>160.72</b>	<b>44.23</b>	<b>1,58,412.16</b>
<b>As at 31st March 2024</b>	<b>34,579.93</b>	<b>40,465.41</b>	<b>64,640.78</b>	<b>37.79</b>	<b>145.62</b>	<b>60.11</b>	<b>1,39,929.64</b>

- 2.1.A.1** The Company acquired 520 equity shares of Akruti Centre Point Infotech Private Limited by virtue of which the company received title, right & ownership of the unit no. 202 at Akruti Centre, Mumbai. The gross block of the same is ₹ 1,144.89 lakhs (previous year ₹ 1,144.89 lakhs). The unit is being used as marketing office of the company. The figure is included under the header "Buildings including Roads" in the table above.
- 2.1.A.2** Refer Note 2.18.2 and 2.18.5 to Financial Statements in respect of charges created.
- 2.1.A.3** In reference to Accounting Policy in Note no 1.3.8, the Company has capitalised/ decapitalised exchange loss/ gain respectively arising on long-term foreign currency loan and exchange loss amounting to NIL (Previous year - exchange loss ₹ NIL) has been adjusted to the cost of Plant and Equipments. The unamortised amount as on 31st March 2024 ₹ 7,184.23 Lakhs (Previous year : ₹ 7,772.19 Lakhs).
- 2.1.A.4** The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreement are duly executed in favour of the lessee) are held in the name of the company.
- 2.1.A.5** No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- 2.1.A.6** Deduction during the Year includes ₹ 9,969.57 Lakhs on account of Loss due to fire at sinner unit. Refer Note No: 2.34.1
- 2.1.A.7** The company has not revalued its Property, Plant and Equipment during the year ended 31st March 2024 and 31st March 2023.



## Notes to Financial Statements for the year ended 31st March 2024

₹ in lakhs

### 2.1.B CAPITAL WORK IN PROGRESS

Particulars	Total
<b>As at 31st March 2022</b>	<b>8,309.60</b>
Add : Addition during the year	59.48
Less : Transfer to Property, Plant & Equipment	(5,568.48)
Less : Adjustment during the year	(395.35)
<b>As at 31st March 2023</b>	<b>2,405.25</b>
Add : Addition during the year	526.60
Less : Transfer to Property, Plant & Equipment	(60.51)
Less : Adjustment during the year	(13.81)
<b>As at 31st March 2024</b>	<b>2,857.53</b>

#### Details of Capital Work in Progress

₹ in lakhs

Particulars	As at 31st March 2024	As at 31st March 2023
Plant and Equipments	2,857.53	2,405.25
<b>Grand Total</b>	<b>2,857.53</b>	<b>2,405.25</b>

#### As on 31st March 2024

₹ in lakhs

#### Capital-Work-in Progress (CWIP)

CWIP	< 1 Year	1-2 year	2-3 year	> 3 Years	Total
Projects In Progress	487.18	-	-	1,678.00	2,165.18
Projects Temporary Suspended	-	-	7.40	684.95	692.35
<b>Grand Total</b>	<b>487.18</b>	<b>-</b>	<b>7.40</b>	<b>2,362.95</b>	<b>2,857.53</b>

- The delay in project are due to financial stress in the company. Currently the company is under CIRP and expect to complete all the projects (including suspension) immediately once the situation will normalize. As the CIRP is not under the control of the company the timeline of the completion of projects cannot be ascertained.
- The Projects in progress represents repairing and rebuilt of furnaces & others at different units.

#### As on 31st March 2023

₹ in lakhs

#### Capital-Work-in Progress (CWIP)

CWIP	< 1 Year	1-2 year	2-3 year	> 3 Years	Total
Projects In Progress	-	-	-	1,644.51	1,644.51
Projects Temporary Suspended	-	7.40	84.13	669.21	760.74
<b>Grand Total</b>	<b>-</b>	<b>7.40</b>	<b>84.13</b>	<b>2,313.72</b>	<b>2,405.25</b>

- The delay in project are due to financial stress in the company. Currently the company is under CIRP and expect to complete all the projects (including suspension) immediately once the situation will normalize. As the CIRP is not under the control of the company the timeline of the completion of projects cannot be ascertained.
- The Projects in progress represents repairing and rebuilt of furnaces & others at different units.

### 2.1.C RIGHT OF USE ASSETS

₹ in lakhs

Particulars	Land	Buildings	Total
<b>(A) Gross Carrying Value</b>			
<b>As at 31st March 2022</b>	<b>5,379.78</b>	<b>9.18</b>	<b>5,388.96</b>
Additions during the year	-	-	-
Disposals/ deductions during the year	-	-	-
<b>As at 31st March 2023</b>	<b>5,379.78</b>	<b>9.18</b>	<b>5,388.96</b>

## Notes to Financial Statements for the year ended 31st March 2024

Particulars	Land	Buildings	Total
Additions during the year	-	-	-
Disposals/ deductions during the year	-	-	-
<b>As at 31st March 2024</b>	<b>5,379.78</b>	<b>9.18</b>	<b>5,388.96</b>
<b>(B) Accumulated Depreciation</b>			
<b>As at 31st March 2022</b>	<b>585.43</b>	<b>2.28</b>	<b>587.71</b>
Charge for the year	65.46	0.12	65.58
Deductions	-	-	-
<b>As at 31st March 2023</b>	<b>650.89</b>	<b>2.40</b>	<b>653.29</b>
Charge for the year	65.45	0.11	65.56
Deductions	-	-	-
<b>As at 31st March 2024</b>	<b>716.34</b>	<b>2.51</b>	<b>718.85</b>
<b>(C) Net Block (A-B)</b>			
<b>As at 31st March 2023</b>	<b>4,728.89</b>	<b>6.79</b>	<b>4,735.67</b>
<b>As at 31st March 2024</b>	<b>4,663.44</b>	<b>6.67</b>	<b>4,670.11</b>

**2.1.C.1** Refer note 2.39 to Financial Statement for other disclosures in respect of Lease.

**2.1.C.2** Refer Note 2.18.2 & 2.18.5 to Financial Statements in respect of charges created.

**2.1.C.3** The company has not revalued its Right of Use Assets during the year ended 31st March, 2024 and 31st March, 2023.

### 2.1.D Other Intangible Assets

₹ in lakhs

Particulars	Computer Softwares
<b>(A) Gross carrying value</b>	
<b>As at 31st March 2022</b>	<b>1,384.53</b>
Additions during the year	-
Disposals / deductions during the year	-
<b>As at 31st March 2023</b>	<b>1,384.53</b>
Additions during the year	4.84
Disposals / deductions during the year	4.75
<b>As at 31st March 2024</b>	<b>1,384.62</b>
<b>(B) Accumulated Amortisation</b>	
<b>As at 31st March 2022</b>	<b>1,384.13</b>
Charge for the year	0.16
Deductions	-
<b>As at 31st March 2023</b>	<b>1,384.29</b>
Charge for the year	0.77
Deductions	4.51
<b>As at 31st March 2024</b>	<b>1,380.55</b>
<b>(C) Net Block (A-B)</b>	
<b>As at 31st March 2023</b>	<b>0.24</b>
<b>As at 31st March 2024</b>	<b>4.07</b>

**2.1.D.1** Refer Note 2.18.2 and 2.18.5 to Financial Statements in respect of charges created.

**2.1.D.2** The company has not revalued its Other Intangible Assets during the year ended 31st March, 2024 and 31st March, 2023.

## Notes to Financial Statements for the year ended 31st March 2024

### 2.2 NON CURRENT INVESTMENTS

₹ in lakhs

	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Non-Current investments measured at fair value through profit or loss			
<b>Investment in Equity Shares (Unquoted)</b>			
Other Bodies Corporate - Fully paid-up Equity Shares			
Brabourne Commerce Private Limited	2.2.3	0.35	0.09
107 (107) of Face Value ₹ 10 each			
The Calcutta Stock Exchange Association Limited	2.2.3		
8,364 (8,364) of Face Value ₹ 1 each		135.98	131.42
<b>Investment in Government Securities at amortised cost</b>			
National Savings Certificates		-	0.15
		<b>136.33</b>	<b>131.66</b>

- 2.2.1** Aggregate carrying amount of unquoted investment 136.33 131.66
- 2.2.2** Particulars of Investments as required in terms of Section 186(4) of the Companies Act 2013 have been disclosed under note 2.2 above.
- 2.2.3** Company's Investment in equity share of the unquoted companies have been valued based on the latest available audited financial statement for the year ended 31st March 2023. The same will be updated and consequential adjustment will be given effect on availability of audited financial statement for the year ended 31st March 2024.

### 2.3 OTHER NON CURRENT FINANCIAL ASSETS

	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Measured at Amortised Cost			
<b>Unsecured, Considered good</b>			
Security Deposits		8,193.23	7,709.55
Fixed Deposits with Banks (With more than 12 months maturity)	2.3.1	247.26	246.71
		<b>8,440.49</b>	<b>7,956.26</b>

- 2.3.1** Deposit with Banks are lying with the Government Authorities/ Power Distribution Company as security Deposit.

### 2.4 OTHER NON-CURRENT ASSETS

₹ in lakhs

	Ref Note No.	As at 31st March 2024	As at 31st March 2023
<b>Capital Advances</b>			
Considered Good		524.92 524.92	527.76 527.76
Credit Impaired		265.95	222.29
Less : Impairment Allowance		(265.95)	(222.29)
Others			
Prepaid Expenses		78.73	80.26
		<b>603.65</b>	<b>608.02</b>

## Notes to Financial Statements for the year ended 31st March 2024

### 2.5 INVENTORIES

(Valued at lower of Cost or Net Realisable Value)

₹ in lakhs

	Ref Note No.	As at 31st March 2024		As at 31st March 2023	
<b>Raw Materials</b>	2.5.1 & 2.5.2	7,304.72		7,531.28	
Own Cullet	2.5.2	272.47		301.85	
Work in Progress	2.5.2	604.93		665.39	
Finished Goods	2.5.2 & 2.5.3	25,743.02		20,738.25	
Less: Provision for Obsolence		(111.74)	25,631.28	(693.71)	20,044.54
Stores and Spare	2.5.1 & 2.5.2	15,679.63		12,913.17	
Less: Provision for Obsolence		(661.30)	15,018.33	(679.28)	12,233.89
Packing Materials	2.5.1 & 2.5.2	1,262.70		1,454.43	
Less: Provision for Obsolence		(17.71)	1,244.99	(45.71)	1,408.72
Machinery Scrap		<b>322.17</b>		<b>330.62</b>	
		<b>50,398.89</b>		<b>42,516.29</b>	

#### 2.5.1 Above include Material in Transit :

₹ in lakhs

	As at 31st March 2024	As at 31st March 2023
Raw Materials	36.12	1480.46
Stores and Spares	207.39	107.82
Packing Materials	8.50	17.61

**2.5.2** Refer Note 2.18.2 and 2.18.5 to Financial Statements in respect of charge created.

**2.5.3** During the year an amount of ₹ 488.31 Lakhs (Previous Year ₹ 1,222.25 Lakhs) have been recognized as expense/ (income) in respect of write down of inventory to net realisable value and provision for slow moving and obsolete items in the Statement of Profit and Loss .

### 2.6 TRADE RECEIVABLES

₹ in lakhs

	Ref Note No.	As at 31st March 2024		As at 31st March 2023	
(Measured at Amortised cost)					
Considered Good - Unsecured		30,260.41		29,744.16	
Having Significant increase in credit risk		656.85		509.78	
Less: Impairment Allowances for receivables		(382.62)	274.23	(292.52)	217.26
Credit Impaired		493.76		227.73	
Less: Impairment Allowances for receivables		(493.76)	-	(227.73)	-
		<b>30,534.64</b>		<b>29,961.42</b>	

**2.6.1** The accounts of some of the customers are pending for reconciliation/ confirmation.

**2.6.2** Trade receivable ageing schedule

## Notes to Financial Statements for the year ended 31st March 2024

As at 31st March 2024

₹ in lakhs

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		< 6 Months	6-12 month	1-2 year	2-3 year	> 3 Years	
Undisputed Trade Receivables							
i. Considered Good	19,208.80	9,650.56	1,401.05	-	-	-	30,260.41
ii. Having significant increase in credit risk	-	-	-	387.84	189.81	33.11	610.76
iii. Credit Impaired	-	-	-	-	-	390.26	390.26
Disputed Trade Receivables							
i. Considered Good	-	-	-	-	-	-	-
ii. Having significant increase in credit risk	-	-	0.28	45.81	-	-	46.09
iii. Credit Impaired	-	-	-	-	-	103.50	103.50
<b>Total</b>	<b>19,208.80</b>	<b>9,650.56</b>	<b>1,401.33</b>	<b>433.65</b>	<b>189.81</b>	<b>526.87</b>	<b>31,411.02</b>
Less: Impairment Allowance	-	-	-	-	-	-	876.38
<b>Grand Total</b>							<b>30,534.64</b>

As at 31st March 2023

₹ in lakhs

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		< 6 Months	6-12 month	1-2 year	2-3 year	> 3 Years	
Undisputed Trade Receivables							
i. Considered Good	15,189.32	13,612.56	627.47	158.62	68.97	87.22	29,744.16
ii. Having significant increase in credit risk	-	-	-	200.54	120.16	89.48	410.18
iii. Credit Impaired	-	-	-	-	-	178.02	178.02
Disputed Trade Receivables							
i. Considered Good	-	-	-	-	-	-	-
ii. Having significant increase in credit risk	-	40.59	5.22	-	53.79	-	99.60
iii. Credit Impaired	-	-	-	-	-	49.71	49.71
<b>Total</b>	<b>15,189.32</b>	<b>13,653.15</b>	<b>632.69</b>	<b>359.16</b>	<b>242.92</b>	<b>404.43</b>	<b>30,481.67</b>
Less: Impairment Allowance	-	-	-	-	-	-	520.25
<b>Grand Total</b>							<b>29,961.42</b>

### 2.6.3 Movement of Impairment allowances for Trade Receivable

₹ in lakhs

Particulars	For the Year Ended	For the Year Ended
	31st March 2024	31st March 2023
Balance at Beginning of the year	520.25	731.39
Add: Impairment Allowance recognised/adjustment during the year	412.69	72.97
Less: Impairment Allowances adjusted against bad debts	-	(284.11)
Less: Impairment Allowances Written Back	(56.56)	-
Balance at the end of the year	<b>876.38</b>	<b>520.25</b>

2.6.4 Details relating to the company's, credit risk management have been given in note 2.44 (II).

2.6.5 No Trade Receivables are due from directors or other officers of the company either severally or jointly with any other person nor due from firms or private companies respectively in which any director is a partner, a director or a member.

2.6.6 Trade Receivables are non-interest bearing and are generally on terms of 30 to 90 days.

## Notes to Financial Statements for the year ended 31st March 2024

### 2.7.A CASH AND CASH EQUIVALENTS

₹ in lakhs

	Ref Note No.	As at 31st March 2024	As at 31st March 2023
(Measured at Amortised Cost)			
<b>Balances with Banks:</b>			
In Current Accounts	2.7.A.1	28,424.09	18,281.49
In Deposit Accounts (With original maturity of less than 3 months)		10,346.34	3,000.00
Cash on Hand		22.85	6.04
		<b>38,793.28</b>	<b>21,287.53</b>

**2.7.A.1** Deposit Account as at 31st March 2024 includes an amount of ₹ 337.37 Lakhs which is not available to the company for utilisation, being appropriated by Lead Bank SBI pending towards repayment of External Commercial Borrowings. This amount was in current account in previous year and has been converted into deposit account.

### 2.7.B BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

₹ in lakhs

	Ref Note No.	As at 31st March 2024	As at 31st March 2023
(Measured at Amortised Cost)			
In Deposit Accounts (With original maturity more than 3 months and upto 12 months)		101.88	96.47
Balance With Consortium Lenders	2.7.B.1	1,107.18	1,107.18
		<b>1,209.06</b>	<b>1,203.65</b>

**2.7.B.1** Represents amount kept aside by the Consortium Lenders towards Corpus Fund for meeting legal expense. The same is not available for use by the company.

### 2.8 OTHER CURRENT FINANCIAL ASSETS

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
(Measured at Amortised Cost)			
<b>Unsecured, Considered good</b>			
Security Deposits		6.77	15.02
Interest Receivable		384.81	242.58
State Incentives	2.8.1	389.64	389.64
Others (Net of Provision)		111.22	5.74
		<b>892.44</b>	<b>652.98</b>

**2.8.1** State Incentives includes :

- (a) ₹ 103.83 Lakhs (Previous Year - ₹ 103.83 Lakhs) for Input VAT Credit - Deferred, which can be utilised only after repayment of corresponding amount of Sales Tax Deferred Loan.
- (b) ₹ 285.81 Lakhs (Previous Year - ₹ 285.81 Lakhs) as Industrial Promotion Assistance.

**2.8.2** Others Include Insurance Claim Receivable ₹ 45.35 Lakhs (Previous Year - ₹ 45.35 Lakhs) being doubtful, complete provision against the same provided in the books and ₹ 105.48 Lakhs (Previous Year - Nil) towards Fair Value of Planned Assets.

## Notes to Financial Statements for the year ended 31st March 2024

### 2.9 CURRENT TAX ASSETS (NET)

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024		As at 31st March 2023	
Advance Income Tax		515.21		650.66	
Less: Provision for Income Tax		(55.56)		(55.56)	
		<b>459.65</b>		<b>595.10</b>	

### 2.10 OTHER CURRENT ASSETS

₹ in lakhs

	Ref Note No.	As at 31st March 2024		As at 31st March 2023	
<b>Advance other than Capital Advance</b>					
<b>Other Advances</b>					
Advance to Suppliers					
- Considered Good		5,910.11		9,020.75	
- Credit Impaired		612.56		610.36	
Less: Impairment Allowances	2.10.1	(612.56)	5,910.11	(610.36)	9,020.75
Balances/ Deposit with Government Authorities					
- Considered Good		3,473.29		4,098.24	
- Credit Impaired		11.28		11.28	
Less: Impairment Allowances	2.10.1	(11.28)	3,473.29	(11.28)	4,098.24
<b>Others</b>					
Prepaid Expenses		834.81		769.98	
Advance against Expenses		13.43		14.54	
		<b>10,231.64</b>		<b>13,903.51</b>	

#### 2.10.1 Movement of Impairment Allowance for Advances

₹ in lakhs

	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Balance at Beginning of the year	621.64	621.69
Add: Recognised during the year	2.20	-
Less: Adjusted during the year	-	0.05
<b>Balance at the end of the year</b>	<b>623.84</b>	<b>621.64</b>

2.10.2 No advances are due from Directors or other officers of the Company either severally or jointly with any other person nor due from firms or private companies respectively in which any director is a partner, a director or a member.

### 2.11 EQUITY SHARE CAPITAL

₹ in lakhs

	Ref Note No.	As at 31st March 2024		As at 31st March 2023	
		Number of Shares	Amount	Number of Shares	Amount
Authorised Share Capital subdivided into :					
Equity Shares of ₹ 2/- each		2,50,75,00,000	50,150.00	2,50,75,00,000	50,150.00
Preference Shares of ₹ 2/- each		5,00,00,000	1,000.00	5,00,00,000	1,000.00
Issued, Subscribed and fully paid - up Share Capital - Equity Shares of ₹ 2/- each					
		8,95,53,565	1,791.07	8,95,53,565	1,791.07
		<b>1,791.07</b>		<b>1,791.07</b>	



## Notes to Financial Statements for the year ended 31st March 2024

₹ in lakhs

- 2.11.1** The Company has only one type of issued shares i.e Equity shares having a face value of ₹ 2/- each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the equity shareholders will be entitled to receive the remaining assets of the Company, after distribution of all preferential dues. The distribution will be in proportion to the numbers of equity shares held by the shareholders.
- 2.11.2** There has been no change in the number of shares outstanding at the beginning and at the end of the reporting periods.
- 2.11.3** The Company does not have any Holding or Ultimate Holding Company.

**2.11.4** Details of the Share holders holding more than 5% shares along with number of shares held:

Name of Share Holders	As at 31st March 2024		As at 31st March 2023	
	Number of Shares	% of holding	Number of Shares	% of holding
Brabourne Commerce Private Limited	2,17,49,485	24.29%	2,17,49,485	24.29%
Spotlight Vanijya Limited	1,61,99,975	18.09%	1,61,99,975	18.09%
Rungamattee Trexim Private Limited	45,90,550	5.13%	45,90,550	5.13%
Spotme Tracon Private Limited	45,90,545	5.13%	45,90,545	5.13%

The above shareholding represents both legal and beneficial shareholding.

- 2.11.5** The Company has not reserved any shares for issue under Option and Contracts/ Commitments for the sale of Shares/ Disinvestment as at the Balance Sheet date.
- 2.11.6** The Company has neither allotted any equity shares against consideration other than cash nor issued any Bonus Shares nor has bought back any shares during the period of five years preceding the date at which Balance Sheet is prepared.
- 2.11.7** No Securities Convertible into Equity/ Preference Shares have been issued by the Company during the year.
- 2.11.8** No calls are unpaid by any Director and Officer of the Company during the year.
- 2.11.9** No Shares have been forfeited by the Company.
- 2.11.10** The details of Shareholding of Promoters are as under :

### As at 31st March, 2024

Name of Promoters	No of shares at the beginning of the year	Change during the Year	No of shares at the end of the year	% of Total Shares	% change during the year
<b>Promoter</b>					-
Mukul Somany	40,21,370	-	40,21,370	4.49%	-
Sanjay Somany	31,12,865	-	31,12,865	3.48%	-
Promoter Group					
Chandra Kumar Somany HUF *	18,61,870	-	18,61,870	2.08%	-
Sudha Somany	18,29,070	-	18,29,070	2.04%	-
Rashmi Somany	11,04,250	-	11,04,250	1.23%	-
Amita Somany	8,93,000	-	8,93,000	1.00%	-
Late Chandra Kumar Somany *	8,04,750	-	8,04,750	0.90%	-
Bharat Somany	7,47,800	-	7,47,800	0.84%	-
Sanjay Somany - Karta of HUF	8,22,635	-	8,22,635	0.92%	-
Mukul Somany - Karta of HUF	4,50,675	-	4,50,675	0.50%	-
Brabourne Commerce Private Limited	2,17,49,485	-	2,17,49,485	24.29%	-
Spotlight Vanijya Limited	1,61,99,975	-	1,61,99,975	18.09%	-
Rungamattee Trexim Private Limited	45,90,550	-	45,90,550	5.13%	-

## Notes to Financial Statements for the year ended 31st March 2024

Name of Promoters	No of shares at the beginning of the year	Change during the Year	No of shares at the end of the year	% of Total Shares	% change during the year
Spotme Tracon Private Limited	45,90,545	-	45,90,545	5.13%	-
Khazana Marketing Private Limited	2,80,000	-	2,80,000	0.31%	-
Saurav Contractors Private Limited	2,80,000	-	2,80,000	0.31%	-

### As at 31st March, 2023

Name of Promoters	No of shares at the beginning of the year	Change during the Year	No of shares at the end of the year	% of Total Shares	% change during the year
<b>Promoter</b>					
Mukul Somany	40,21,370	-	40,21,370	4.49%	-
Sanjay Somany	31,12,865	-	31,12,865	3.48%	-
<b>Promoter Group</b>					
Chandra Kumar Somany HUF *	18,61,870	-	18,61,870	2.08%	-
Sudha Somany	18,29,070	-	18,29,070	2.04%	-
Rashmi Somany	11,04,250	-	11,04,250	1.23%	-
Amita Somany	8,93,000	-	8,93,000	1.00%	-
Late Chandra Kumar Somany *	8,04,750	-	8,04,750	0.90%	-
Bharat Somany	7,47,800	-	7,47,800	0.84%	-
Sanjay Somany - Karta of HUF	8,22,635	-	8,22,635	0.92%	-
Mukul Somany - Karta of HUF	4,50,675	-	4,50,675	0.50%	-
Brabourne Commerce Private Limited	2,17,49,485	-	2,17,49,485	24.29%	-
Spotlight Vanijya Limited	1,61,99,975	-	1,61,99,975	18.09%	-
Rungamattee Trexim Private Limited	45,90,550	-	45,90,550	5.13%	-
Spotme Tracon Private Limited	45,90,545	-	45,90,545	5.13%	-
Khazana Marketing Private Limited	2,80,000	-	2,80,000	0.31%	-
Saurav Contractors Private Limited	2,80,000	-	2,80,000	0.31%	-

\*\* The Shares held by Late Chandra Kumar Somany and Chandra Kumar Somany HUF have not been transferred as the same have been pledged with Consortium Bankers. These will be transferred as and when the peldge is released.

### 2.12 OTHER EQUITY

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2023	As at 31st March 2022
Capital Reserve	2.12.1	7,312.74	7,312.74
Securities Premium	2.12.2	10,363.83	10,363.83
General Reserve	2.12.3	69,573.87	69,573.87
Retained Earnings	2.12.4	(1,72,270.82)	(1,88,804.36)
		<b>(85,020.38)</b>	<b>(1,01,553.92)</b>

Refer Statement of Changes in Equity for movement in balances of Reserves.

**2.12.1** Capital Reserve includes ₹ 2.90 Lakhs (Previous Year ₹ 2.90 Lakhs) pertaining to scheme of arrangement in earlier years and the balance amount has been transferred as explained below:

**2.12.1A** A Scheme of Arrangement for amalgamation of M/s ACE Glass Containers Limited (AGCL) with the Company was approved by the Hon'ble High Court, Delhi and by the Hon'ble High Court, Calcutta vide their respective orders dated 19th March 2008 and 7th April 2008 (hereinafter referred to as "the Scheme"). On the appointed date AGCL was holding 13,68,872 equity shares of ₹ 10/- each of the Company and the Company was holding 21,41,448 equity shares of ₹ 10/- each of AGCL. In terms of the Scheme these equity shares were transferred to M/s ACE Trust and M/s HNG Trust respectively. The shares were subdivided from 1 share of ₹ 10 each to 5 shares of ₹ 2 each w.e.f. 13th

## Notes to Financial Statements for the year ended 31st March 2024

November 2009. As on 31st March 2018, M/s ACE Trust and M/s HNG Trust were holding 68,44,360 equity shares and 77,97,240 equity shares of ₹ 2 each of the Company respectively. In view of these shares being held for the sole beneficiary for the Company. The book value of the same was reduced from Shareholder's Fund as a reduction from General Reserve amounting to ₹ 6,014.85 Lakhs. Any collections on from these Trusts is credited to Capital Reserve. During the earlier years, some of the lenders have sold the pledged equity shares of the Company held by these Trusts and the same has been adjusted against the principal obligation of the debt amounting to ₹ 1,716.89 lakhs by crediting Capital Reserve. The shares with M/s ACE Trust and M/s HNG Trust as on 31st March 2024 are 13,71,973 and 33,47,240 respectively.

**2.12.2** Securities Premium represents the amount received in excess of face value of securities. The same shall be utilised in accordance with the provision of the Act.

**2.12.3** General Reserve is created by an appropriation from one component of equity (generally Retained Earning) to another, not being an item of other comprehensive income. The same can be utilised in accordance with provisions of the Companies Act, 2013.

**2.12.4** Retained Earnings generally represent the undistributed profits/ amount of accumulated earnings of the Company. It includes ₹ 31,059.53 Lakhs (Previous Year - ₹ 31,093.13 Lakhs) which is not available for distribution as dividend represented by change in carrying amount of Freehold and Leasehold Land upon their measurement at fair value as deemed cost on the date of transition to Ind AS i.e. 1st April 2015. Additional Depreciation due to Fair Value Measurement to the extent provided each year becomes available for distribution as dividend. It includes Other Comprehensive Income of ₹ (356.85) Lakhs (Previous Year ₹ (552.87) Lakhs) representing remeasurement of defined benefits plan.

### 2.13 NON CURRENT LEASE LIABILITIES

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Lease Liabilities	2.39	3.79	3.75
		<b>3.79</b>	<b>3.75</b>

**2.13.1.** Further to above, the company has certain lease arrangements on short term basis or low value items, expense on which has been recognised under line item "Rent" under "Other Expenses".

### 2.14 OTHER NON CURRENT FINANCIAL LIABILITIES

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Retention Money		-	31.00
		-	<b>31.00</b>

### 2.15 PROVISIONS

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Provision for Employee Benefits	2.15.1	1,592.54	1,594.70
		<b>1,592.54</b>	<b>1,594.70</b>

**2.15.1** The provision for employee benefits includes gratuity and vested long service leave entitlements accrued to employees which are payable as per the terms of their appointment. For other disclosures, refer Note 2.41 of the financial statements.

### 2.16 DEFERRED TAX LIABILITIES (NET)

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Deferred Tax Liability		19,454.53	21,665.62
Less : Deferred Tax Assets		(19,454.53)	(21,665.62)
		-	-

## Notes to Financial Statements for the year ended 31st March 2024

Significant Component of Deferred Tax (Net) for the year ended 31st March 2024 are as follows :

Name of Bank /Financial Institution/Others	As at 31st March 2023	Recognised in Profit or Loss	Other Comprehensive Income	As at 31st March 2024
<b>Deferred Tax Liability</b>				
Timing difference between Property, Plant & Equipment, Intangible Assets	21,665.62	(2,211.09)	-	19,454.53
<b>Gross Deferred Tax Liability</b>	21,665.62	(2,211.09)	-	19,454.53
<b>Deferred Tax Assets</b>				
Expenses Allowable on Payment basis	658.61	267.29	(88.89)	837.01
Brought Forward Unabsorbed Depreciation	19,413.37	(1,304.88)		18,108.49
Impairment Allowances on Trade & Other Receivable	1,593.64	(1,084.61)		509.03
<b>Gross Deferred Tax Asset</b>	21,665.62	(2,122.20)	(88.89)	19,454.53
<b>Net Deferred Tax Liability</b>	-	<b>(88.89)</b>	<b>(88.89)</b>	-

Significant Component of Deferred Tax (Net) for the year ended 31st March 2023 are as follows :

Name of Bank /Financial Institution/Others	As at 31st March 2022	Recognised in Profit or Loss	Other Comprehensive Income	As at 31st March 2023
<b>Deferred Tax Liability</b>				
Timing difference between Property, Plant & Equipment, Intangible Assets	26,544.87	(4,879.25)	-	21,665.62
<b>Gross Deferred Tax Liability</b>	26,544.87	(4,879.25)	-	21,665.62
<b>Deferred Tax Assets</b>				
Expenses Allowable on Payment basis	794.82	(178.75)	42.54	658.61
Brought Forward Unabsorbed Depreciation	24,481.32	(5,067.95)	-	19,413.37
Provision for Loss on Derivative Transaction	-	-		-
Short Term Capital Loss	-	-		-
Impairment Allowances on Trade & Other Receivable	1,268.73	324.91	-	1,593.64
<b>Gross Deferred Tax Asset</b>	26,544.87	(4,921.79)	42.54	21,665.62
<b>Net Deferred Tax Liability</b>	-	<b>42.54</b>	<b>42.54</b>	-

**2.16.1** Brought forward unabsorbed depreciation has been considered to the extent of deferred tax liability. As a matter of prudence, the remaining amount of unabsorbed depreciation resulting in deferred tax asset has not been recognised.

**2.16.2** The amount of Deductible Temporary Differences, Unused Tax Losses and Unused Tax Credits for which no Deferred Asset is recognized in the Balance Sheet

## Notes to Financial Statements for the year ended 31st March 2024

₹ in lakhs

<b>Unrecognised unused Tax Losses and unused Tax credits</b>	<b>As at 31st March 2024</b>	<b>As at 31st March 2023</b>
(i) Unabsorbed Depreciation	1,15,387.96	1,06,713.14
(ii) Unabsorbed Business loss	2,139.47	21,131.77
(iii) Unused Tax Credits (Minimum Alternate Tax)	2,099.51	2,530.98
(iv) Items Disallowed under Section 43B	1,189.33	69,978.32

**2.16.3** Since Company has carried forward losses, unrecognised unused tax losses and unused tax credits, reconciliation of tax expense has not been provided.

**2.16.4** Deferred Tax Assets & Liabilities have been offset wherever the company has a legally enforceable right to set off current tax assets against current tax liabilities & where deferred tax assets & liabilities relate to income tax levied by the same taxation authority.

### 2.17 OTHER NON-CURRENT LIABILITIES

₹ in lakhs

<b>Particulars</b>	<b>Ref Note No.</b>	<b>As at 31st March 2024</b>	<b>As at 31st March 2023</b>
Other Liabilities			
Mould Advance		-	901.86
		-	<b>901.86</b>

### 2.18 BORROWINGS

₹ in lakhs

<b>Particulars</b>	<b>Ref Note No.</b>	<b>As at 31st March 2024</b>	<b>As at 31st March 2023</b>
<b>Secured Loans</b>			
Working Capital Facilities from Banks (repayable on demand)	2.18.2	14,652.30	14,652.30
Current Maturities of Long Term Debt	2.18.1, 2.18.3 & 2.18.5	1,92,771.88	1,92,771.88
<b>Unsecured Loans</b>			
Current Maturities of Long Term Debt	2.18.1	18,940.52	18,940.52
		<b>2,26,364.70</b>	<b>2,26,364.70</b>

₹ in lakhs

<b>Particulars</b>	<b>Ref Note No.</b>	<b>As at 31st March 2024</b>	<b>As at 31st March 2023</b>
<b>Current Maturities of Long Term Debt</b>			
<b>At Amortised Cost</b>			
<b>Secured Loans</b>			
<b>a) Debentures</b>			
10.40% Redeemable Non Convertible Debentures		16,001.12	16,001.12
<b>b) Term Loans</b>			
From Banks		83,544.10	83,544.10
From a Financial Institution		7,114.33	7,114.33
From Other		38,168.93	38,168.93
<b>c) Foreign Currency Term Loans</b>			
From Banks/ FI		47,943.40	47,943.40
<b>Unsecured Loans</b>			
<b>a) Debentures</b>			
10.00% Redeemable Non Convertible Debentures		10,000.00	10,000.00
<b>b) Term Loans</b>			
From Related Party		8,738.50	8,738.50

## Notes to Financial Statements for the year ended 31st March 2024

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
<b>c) Deferred Payment Liabilities</b>			
Sales Tax Deferment Loan		202.02	202.02
		<b>2,11,712.40</b>	<b>2,11,712.40</b>

**2.18.2** Working Capital Facilities (Fund Based and Non Fund Based ) from banks are secured by -  
Pari passu first charge hypothecation of entire current assets of the company, both present and future and pari passu second charge on entire Property, Plant and Equipment of the company in favour of consortium Lenders.

**2.18.3** Financial Creditors have already submitted their Claim with Resolution Professional, hence entire loan has been called back and has been considered as Current Portion. (Also Refer Note no 2.47)

**2.18.4 Repayment details of Non Convertible Debentures at unamortised cost outstanding as on :** ₹ in lakhs

Particulars	As at 31st March 2024	As at 31st March 2023
10.00% Unsecured Non Convertible Debentures allotted on 17th July 2019 are due for redemption at par at the end of the tenure i.e 9th July 2024	10,000.00	10,000.00
10.40% Secured Non Convertible Debentures allotted on 3rd February 2012 were due on 3rd February 2022	8,000.56	8,000.56
10.40% Secured Non Convertible Debentures allotted on 23rd November 2011 were due on 23rd November 2021	8,000.56	8,000.56

### 2.18.5 Nature of Security for borrowings:

- A) Non-Convertible Debentures are secured by first charge ranking pari-passu on all immovable properties by way of equitable mortgage and hypothecation of all moveable properties both present and future of the Company and second charge ranking pari-passu on entire current assets of the Company both present and future.
- B) Term Loans from Banks and Financial Institution are secured by first charge ranking pari-passu on all immovable properties by way of equitable mortgage and hypothecation of all moveable properties both present and future of the Company and second charge ranking pari-passu on entire current assets of the Company, both present and future. Further Corporate Loan from Banks are additionally secured by pledged of equity shares of the company held by promoters and promoters group.
- C) Term Loan from Others represents Loan assigned to Asset Reconstruction Company (ARC). The same are secured by first charge ranking pari-passu on all immovable properties by way of equitable mortgage and hypothecation of all moveable properties both present and future of the Company and second charge ranking pari-passu on entire current assets of the Company, both present and future, other than the Loan assigned to EARC Trust SC 404 and EARC Trust SC-367.
- D) Loan Assigned to EARC Trust SC-404 and EARC Trusr SC-367 are secured by pledge of equity shares held by M/s HNG Trust and M/s ACE Trust and second charge ranking pari-passu on all immovable properties by way of equitable mortgage and hypothecation of all moveable properties both present and future of the Company.
- E) Term Loan from Banks, Financial Institution and Others includes loans further secured by the pledge against treasury shares of the Company held by HNG Trust and ACE Trust (Refer Note no. 2.12.1A and 2.18.7).
- F) Additional Security to lenders who have agreed to Corrective Action Plan (CAP) :
  - (i) Pledge of 51% of the Company's Shareholding held by Promoter and Promoter Group on pari passu basis with other lenders.
  - (ii) Personal Guarantee of Mr Sanjay Somany and Mr Mukul Somany. (Invoked by DBS Bank Limited on 5th April 2022)
- G) Immovable properties mentioned in 2.18.5(A),(B),(C) & (D) above excludes certain plots of land having book value of ₹ 3,326 Lakhs (Previous Year ₹ 3,326 Lakhs)

## Notes to Financial Statements for the year ended 31st March 2024

**2.18.6** During the tenure of the loan, some of them has been reassigned by the original Lenders to the current Lenders. The Reassignment is as follows :

	<b>Current Lenders</b>	<b>Earlier Lenders</b>
a)	EARC Trust- SC 368	HDFC Bank Ltd.
b)	Canara Bank	Syndicate Bank (through merger)
c)	EARC Trust- SC 404	Axis Bank Ltd.
d)	EARC Trust- SC 367	L & T Finance Limited
e)	EARC Trust- SC 245	The HSBC Ltd.
f)	Goldman Sache International Bank	Rabo Bank
g)	Exclusive Capital Limited	Standard Chartered Bank which transferred to UV Asset Reconstruction Company Limited

**2.18.7** The Company has deposited an amount of ₹ 55,001.57 Lakhs with State Bank of India, as per the terms & conditions of the Memorandum of Understanding (MOU) dated 27th August 2018 and Compromise and Settlement Agreement dated 25th September 2018. The Amount so deposited has been appropriated by State Bank of India to all the Lenders as per the table below :

	₹ in lakhs				
<b>Name of Bank /Financial Institution/Others</b>	<b>FY 18-19</b>	<b>FY 19-20</b>	<b>FY 20-21</b>	<b>FY 21-22</b>	<b>Total</b>
State Bank of India	12,775.60	3,499.95	4,998.98	1,309.66	22,584.19
Canara Bank	1,297.49	469.80	670.60	175.69	2,613.57
EARC Trust - SC 368	1,918.26	694.09	991.32	259.71	3,863.38
EARC Trust - SC 404	1,568.62	516.51	738.19	193.39	3,016.70
EARC Trust - SC 245	2,011.08	726.89	1,039.03	272.21	4,049.20
EARC Trust - SC 367	224.67	81.83	116.63	30.55	453.68
Export-Import Bank of India	882.79	318.72	455.90	119.44	1,776.84
Life Insurance Corporation of India	1,985.76	718.61	1,025.77	268.74	3,998.88
DBS Bank Ltd	3,962.90	1,433.24	2,047.57	536.43	7,980.14
Goldman Sachs International Bank	1,455.77	527.11	752.76	197.21	2,932.86
Bank of Baroda	471.18	129.87	185.54	48.61	835.20
M/s Exclusive Capital Limited	445.90	160.01	230.60	60.41	896.93
<b>Total</b>	<b>29,000.00</b>	<b>9,276.64</b>	<b>13,252.88</b>	<b>3,472.05</b>	<b>55,001.57</b>

During the previous years, some of the lenders have sold the pledged equity shares of the company held by M/s ACE Trust in which the Company has sole beneficial interest and the same has been adjusted towards the principal obligation of the debt. As on date an aggregate amount of ₹ 1,716.89 Lakhs has been adjusted against principal obligation of debt with corresponding credit to Capital reserve. (Refer Note 2.12.1A) as per the below given table :

<b>Name of Bank /Financial Institution/Others</b>	<b>Pledged By</b>	<b>No. of Equity Shares Sold</b>	<b>Amount (₹ in Lakhs)</b>
EARC Trust- SC 367	M/s ACE Trust	5,39,183	459.20
EARC Trust- SC 404	M/s ACE Trust	30,50,000	389.90
EARC Trust- SC 404	M/s HNG Trust	44,50,000	568.88
EARC Trust- SC 367	M/s ACE Trust	18,83,204	298.91
<b>Total</b>		<b>99,22,387</b>	<b>1,716.89</b>

13,71,973 equity shares and 1,55,640 equity shares held by ACE Trust and HNG Trust, pledged with one of the erstwhile lenders, as stated by the Registrar and Transfer Agents, has been transferred to third parties. However, no supporting document for the same has been shared with the company, in absence of the same consequential adjustments have not been given effect



## Notes to Financial Statements for the year ended 31st March 2024

to in the financial statements. Necessary adjustments shall be made on the receipt of the necessary documents confirming the transaction.

In absence of detailed documentation from respective lenders for the adjustment of the aforementioned appropriation of the funds, the company has decided to adjust the same in the books in the following manner:

- If the lender has provided both long term and short term facilities, then the amount appropriated have been adjusted against the short term facilities first and if balance remains then with long term facility.
- If the lender is having any one facility only, then with the outstanding balance.
- Post appropriation of the above mentioned amount the interest has been calculated by the company on net outstanding. Accordingly the interest from the date of appropriation till the CIRP date and from CIRP date till the reporting date amounting to ₹ 10,613.56 Lakhs and ₹ 12,408.28 Lakhs respectively has not been recognized in the books.

**2.18.8** Outstanding ECB borrowing amounting to USD 641.27 Lakhs as on 31st March 2024 (Previous Year USD 641.27 Lakhs) has been reinstated at an exchange rate of ₹ 74.7635 per USD being rate as prescribed in www.fbil.org.in as on 21st October 2021 being date of admission for CIRP.

**2.18.9** Post initiation of CIRP, the company has not recognized interest on the outstanding borrowings (post appropriation). The interest for the year not recognized amounts to ₹ 20,134.51 Lakhs and for the entire period post CIRP date amounts to ₹ 48,773.78 Lakhs.

**2.18.10** Summary of Default in repayment of borrowings along with Interest

### A) Redemption of Non Convertible Debenture

₹ in lakhs

Due Date	23rd November 2021	3rd February 2022	Total
Life Insurance Corporation of India	8,000.56	8,000.56	16,001.12

### B) Term Loan

₹ in lakhs

Bank	SBI	EARC Trust - SC 368	Canara Bank	EARC Trust - SC 404	Exim Bank	EARC Trust - SC 367	EARC Trust - SC 245	DBS	Goldman Sachs International Bank	Total
December-2017	496.00	112.50	187.50	375.00	-	-	-	-	-	1,171.00
March-2018	1,553.10	112.50	187.50	440.00	-	-	-	1,046.60	-	3,339.70
June-2018	744.00	168.70	250.00	375.00	-	-	67.77	-	-	1,605.47
September-2018	2,244.00	168.70	250.00	472.50	-	-	259.10	2,990.54	-	6,384.84
December-2018	744.00	168.70	250.00	375.00	-	-	259.10	-	1,368.04	3,164.84
March-2019	2,244.00	168.70	250.00	472.50	-	-	259.10	2,990.54	-	6,384.84
June-2019	869.00	197.00	343.75	375.00	-	-	302.28	-	1,869.09	3,956.12
September-2019	2,369.00	197.00	343.75	488.75	-	103.70	302.28	2,990.54	-	6,795.02
December-2019	869.00	197.00	343.75	375.00	-	156.25	302.28	2,315.46	1,869.09	6,427.83
March-2020	3,494.00	197.00	343.75	488.75	-	156.25	302.28	-	-	4,982.03
June-2020	1,240.00	281.20	437.50	375.00	-	156.25	431.83	6,728.72	2,803.63	12,454.13
September-2020	3,865.00	281.20	437.50	537.50	57.16	156.25	431.83	-	-	5,766.44
December-2020	1,240.00	281.20	437.50	375.00	229.25	156.25	431.83	6,728.72	2,803.63	12,683.38
March-2021	3,865.00	281.20	437.50	537.50	229.25	156.25	431.83	-	-	5,938.53
June-2021	1,240.00	281.20	437.50	375.00	229.25	156.33	431.83	8,074.46	3,364.36	14,589.93
September-2021	3,865.00	281.20	437.50	537.50	229.25	156.33	431.83	-	-	5,938.61
As on 21st October 2021	43,728.00	7,538.00	3,500.00	2,552.50	6,140.17	156.33	11,573.06	-	-	75,188.06
<b>TOTAL</b>	<b>74,669.10</b>	<b>10,913.00</b>	<b>8,875.00</b>	<b>9,527.50</b>	<b>7,114.33</b>	<b>1,510.20</b>	<b>16,218.23</b>	<b>33,865.57</b>	<b>14,077.83</b>	<b>1,76,770.76</b>

## Notes to Financial Statements for the year ended 31st March 2024

### C) Term Loan Interest

₹ in lakhs

Bank Name	SBI	EARC Trust - SC 368	Canara Bank	EARC Trust - SC 245	EXIM	EARC Trust - SC 404	EARC Trust - SC 367	DBS	Goldman Sachs International Bank	Total
November-2017	-	3.35	-	-	-	-	-	-	-	3.35
December-2017	-	101.95	82.98	149.40	75.10	75.66	-	-	-	485.09
January-2018	-	101.95	82.91	149.42	83.06	75.66	-	-	-	493.00
February-2018	-	92.08	74.89	134.96	75.02	68.34	-	-	-	445.29
March-2018	701.72	101.95	82.91	149.42	83.06	75.66	290.03	309.75	-	1,794.50
April-2018	679.10	98.66	80.23	130.14	80.38	74.03	196.85	-	-	1,339.39
May-2018	701.73	101.95	82.91	134.48	83.06	74.03	-	-	-	1,178.16
June-2018	679.10	98.66	80.23	174.00	80.38	74.03	66.71	341.92	192.62	1,787.65
July-2018	701.73	101.95	82.91	134.48	83.06	74.85	-	132.24	-	1,311.21
August-2018	701.73	101.95	82.91	134.48	83.06	74.85	-	-	-	1,178.97
September-2018	679.10	98.66	80.23	174.49	80.38	74.85	70.31	366.21	204.69	1,828.91
October-2018	701.73	101.95	82.91	134.48	83.06	74.85	-	142.11	-	1,321.09
November-2018	679.10	98.66	80.23	130.14	80.38	74.85	-	-	-	1,143.36
December-2018	701.73	101.95	82.91	178.82	83.06	74.85	70.31	356.25	200.45	1,850.32
January-2019	701.73	101.95	79.15	149.42	83.07	75.66	-	138.60	-	1,329.58
February-2019	633.82	92.09	71.49	134.96	75.03	68.34	-	-	-	1,075.72
March-2019	701.73	101.95	79.15	149.42	76.22	75.66	56.92	355.87	210.24	1,807.16
April-2019	679.09	98.67	80.24	130.14	72.40	73.22	-	144.81	-	1,278.57
May-2019	701.73	101.95	82.91	134.48	74.82	75.66	-	-	-	1,171.55
June-2019	679.09	98.67	80.24	174.00	72.40	73.22	53.35	325.63	195.89	1,752.50
July-2019	701.73	101.95	82.91	134.48	74.82	75.66	-	132.47	-	1,304.03
August-2019	701.73	101.95	82.91	134.48	74.82	75.66	-	-	-	1,171.55
September-2019	679.09	98.67	80.24	174.48	72.34	73.22	53.93	322.52	182.33	1,736.82
October-2019	701.73	101.95	82.91	134.48	72.89	75.66	-	125.10	-	1,294.73
November-2019	679.09	98.67	80.24	130.14	70.54	73.22	-	-	-	1,131.90
December-2019	701.73	101.95	82.91	178.82	72.89	75.66	52.54	302.01	171.31	1,739.84
January-2020	701.73	101.95	82.91	134.48	72.89	75.66	-	130.11	-	1,299.74
February-2020	656.46	95.38	77.57	125.80	68.19	70.78	-	-	-	1,094.17
March-2020	701.73	101.95	82.91	178.34	72.89	75.66	51.97	312.92	177.68	1,756.05
April-2020	679.09	98.67	80.24	144.60	66.39	73.22	-	135.20	-	1,277.41
May-2020	701.73	101.95	82.91	149.42	68.43	75.66	-	-	-	1,180.11
June-2020	679.09	98.67	80.24	144.11	66.23	73.22	48.81	309.56	178.00	1,677.93
July-2020	701.73	101.95	82.91	148.92	68.43	75.66	-	134.13	-	1,313.74
August-2020	701.73	101.95	82.91	148.92	68.43	75.66	-	-	-	1,179.61
September-2020	679.09	98.67	80.24	144.11	66.23	73.22	49.31	182.76	111.55	1,485.17
October-2020	701.73	101.95	82.91	148.92	68.43	75.66	-	69.61	-	1,249.22
November-2020	679.09	98.67	80.24	144.11	66.23	73.22	-	-	-	1,141.56
December-2020	701.73	101.95	82.91	148.87	68.41	75.66	49.30	178.16	105.03	1,512.04
January-2021	701.73	101.95	82.91	148.23	68.12	75.66	-	67.76	-	1,246.37
February-2021	633.82	92.09	74.89	133.49	61.58	68.34	-	-	-	1,064.20
March-2021	701.73	101.95	82.91	147.39	68.00	75.66	47.87	172.03	98.16	1,495.71
April-2021	679.09	98.67	80.24	142.31	65.40	73.22	-	65.40	-	1,204.34
May-2021	701.73	101.95	82.91	146.58	67.90	75.66	-	-	-	1,176.74
June-2021	679.09	98.67	80.24	141.38	65.53	73.22	48.00	175.27	99.07	1,460.47
July-2021	701.70	101.95	82.91	145.73	67.02	75.66	-	66.73	-	1,241.71
August-2021	701.15	101.95	82.91	145.34	67.61	75.66	-	-	-	1,174.63
September-2021	676.89	98.67	80.24	140.32	65.29	73.22	48.12	171.85	97.55	1,452.16
upto 21st October 2021	472.56	69.07	56.17	97.98	45.02	51.25	10.93	121.62	23.07	947.66
<b>TOTAL</b>	<b>30,123.56</b>	<b>4,676.74</b>	<b>3,789.74</b>	<b>6,817.31</b>	<b>3,407.99</b>	<b>3,468.10</b>	<b>778.37</b>	<b>5,965.74</b>	<b>2,557.39</b>	<b>61,584.95</b>

## Notes to Financial Statements for the year ended 31st March 2024

### D) Working Capital Loan (including Letter of Credit devolved in the earlier years)

₹ in lakhs

Name of the Bank	EARC Trust - SC 368	Canara Bank	EARC Trust - SC 404	DBS	Exclusive Capital Limited	Bank of Baroda	Total
1st November 2017 to 21st October 2021	4,672.60	1,706.80	730.25	1,214.26	3,598.68	2,729.70	14,652.30
<b>TOTAL</b>	<b>4,672.60</b>	<b>1,706.80</b>	<b>730.25</b>	<b>1,214.26</b>	<b>3,598.68</b>	<b>2,729.70</b>	<b>14,652.30</b>

### E) Interest on Non Convertible Debenture

₹ in lakhs

Month	February 2018	November 2018	February 2019	November 2019	February 2020	November 2020	February 2021	21st October 2021	TOTAL
Life Insurance Corporation of India	1,040.00	1,040.00	1,040.00	962.38	937.24	879.10	867.71	1,371.60	8,138.02

### F) CC & WCDL Interest

₹ in lakhs

Bank Name	SBI	EARC Trust - SC 368	Canara Bank	Exclusive Capital Limited	DBS	EARC Trust - SC 404	EARC Trust - SC 245	Bank of Baroda	Total
November-2017	-	54.24	-	-	-	-	4.52	-	58.76
December-2017	-	28.93	-	41.43	-	-	31.21	-	101.57
January-2018	-	25.77	28.02	42.04	-	-	31.21	26.80	153.84
February-2018	-	50.63	25.31	37.96	-	-	28.19	26.80	168.89
March-2018	195.66	56.05	28.03	42.04	7.30	-	30.78	28.01	387.87
April-2018	198.23	54.25	27.12	114.22	24.89	-	29.73	27.12	475.56
May-2018	209.12	56.05	28.03	4.67	26.74	-	30.78	28.03	383.42
June-2018	202.28	54.25	27.12	4.52	25.89	20.59	29.73	27.12	391.50
July-2018	208.89	56.05	28.03	115.57	19.53	37.65	30.78	28.03	524.53
August-2018	208.76	56.05	28.03	4.67	19.53	37.65	30.78	28.03	413.50
September-2018	201.89	54.25	27.12	4.52	18.45	36.43	29.73	27.12	399.51
October-2018	208.61	56.05	28.03	115.57	19.53	37.65	30.78	28.03	524.26
November-2018	201.88	54.25	27.12	4.52	18.45	36.43	29.73	27.12	399.51
December-2018	208.09	56.05	28.03	4.67	19.53	37.65	30.78	28.03	412.83
January-2019	207.67	56.05	28.03	42.04	19.11	37.65	30.78	28.03	449.35
February-2019	187.57	50.63	25.32	34.96	17.27	34.00	28.61	25.32	403.67
March-2019	107.38	41.17	17.96	38.70	2.46	26.70	16.09	24.33	274.80
April-2019	85.46	36.90	15.39	36.65	16.47	23.73	12.85	22.86	250.32
May-2019	88.26	38.13	15.91	37.86	17.01	24.52	13.28	23.63	258.60
June-2019	85.18	36.90	15.39	36.67	16.47	23.73	12.85	22.86	250.06
July-2019	87.82	61.85	28.25	37.83	16.85	26.24	13.28	36.37	308.49
August-2019	87.51	61.85	28.25	37.83	16.85	26.24	13.28	36.37	308.17
September-2019	83.99	59.72	27.24	36.58	16.04	25.31	12.72	35.17	296.77
October-2019	66.34	57.66	25.41	36.87	16.36	23.45	8.28	35.58	269.95
November-2019	64.20	55.80	24.59	35.68	16.19	22.69	8.01	34.44	261.60
December-2019	66.34	57.66	25.41	36.87	17.28	23.45	11.01	35.58	273.60
January-2020	66.34	57.66	25.41	36.87	19.84	23.45	8.28	35.58	273.43
February-2020	62.06	53.94	23.77	34.49	18.56	21.94	7.74	33.19	255.70
March-2020	66.34	57.66	25.41	36.87	19.84	23.45	10.98	34.78	275.33
April-2020	18.72	53.52	18.49	33.58	14.76	21.19	6.02	25.52	191.79
May-2020	17.45	50.19	18.85	34.62	5.17	18.49	2.72	26.30	173.80
June-2020	16.89	46.39	18.24	33.50	7.51	16.44	-	25.46	164.42
July-2020	17.45	47.94	18.84	34.62	14.79	16.99	-	26.30	176.93
August-2020	17.45	47.94	18.84	34.62	14.79	16.99	-	26.30	176.93
September-2020	16.89	46.39	18.23	33.50	14.31	16.44	-	25.46	171.22
October-2020	17.46	47.94	18.84	34.62	14.79	16.99	-	26.30	176.93

## Notes to Financial Statements for the year ended 31st March 2024

Bank Name	SBI	EARC Trust - SC 368	Canara Bank	Exclusive Capital Limited	DBS	EARC Trust - SC 404	EARC Trust - SC 245	Bank of Baroda	Total
November-2020	16.89	46.39	18.23	33.50	14.31	16.44	-	25.46	171.23
December-2020	17.23	47.89	18.81	34.61	14.70	16.96	-	26.30	176.50
January-2021	13.98	47.25	18.38	34.46	14.18	16.53	-	26.17	170.94
February-2021	10.69	42.28	16.33	31.03	12.52	14.66	-	23.57	151.08
March-2021	9.76	46.41	17.81	34.30	13.15	15.97	-	26.02	163.41
April-2021	7.84	44.59	17.02	33.08	13.40	15.24	-	25.12	156.30
May-2021	5.70	45.60	17.27	34.07	12.91	15.43	-	25.87	156.86
June-2021	3.13	43.66	16.39	32.86	11.56	14.62	-	24.94	147.16
July-2021	1.44	44.75	16.69	33.88	11.24	14.86	-	25.71	148.57
August-2021	-	44.36	16.42	33.78	11.99	14.60	-	25.63	146.79
September-2021	-	42.60	15.67	32.62	11.18	13.91	-	24.75	140.74
upto 21st October 2021	-	29.57	10.80	22.78	7.34	9.57	-	17.28	97.33
<b>TOTAL</b>	<b>3,664.91</b>	<b>2,362.12</b>	<b>1,011.87</b>	<b>1,723.21</b>	<b>681.07</b>	<b>932.90</b>	<b>615.49</b>	<b>1,272.77</b>	<b>12,264.34</b>

### 2.19 CURRENT LEASE LIABILITIES

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Lease Liability		0.52	0.52
		<b>0.52</b>	<b>0.52</b>

### 2.20 TRADE PAYABLES

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Payables for goods and services	2.20.1		
Total Outstanding dues of Micro Enterprises & Small Enterprises		11,451.30	12,211.71
Total Outstanding dues of Creditors Other than Micro Enterprises & Small Enterprises		32,690.86	43,713.96
		<b>44,142.16</b>	<b>55,925.67</b>

**2.20.1** Trade Payable includes ₹ 12,328.60 Lakhs (Previous Year ₹ 10,560.42 Lakhs) towards provision for Contractual take or pay deficiency liability.

**2.20.2** Based on the information/ documents available with the company, information as per the requirement of Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 with respect to trade payables and payables to supplier of capital goods are as follows :

₹ in Lakhs

MSME	As at 31st March 2024	As at 31st March 2023
(i) The amount remaining unpaid to any supplier as at the end of the accounting year.	12,211.96	12,575.01
(ii) The amount of interest paid by the buyer in terms of section 16, along with the amounts of the payment made to the supplier beyond the appointed day during accounting year;	-	-
(iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act;	440.21	341.21
(iv) The amount of interest accrued and remaining unpaid at the end of accounting year; and	1,153.26	2,664.04
(v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as deductible expenditure under section 23.	569.14	1567.34

## Notes to Financial Statements for the year ended 31st March 2024

**2.20.3** Previous Year ₹ 2,083.09 Lakhs was provided towards interest to MSE vendors on the basis of the relevant declarations received during the year from the respective vendors regarding their status as defined under the Micro, small and Medium Enterprise Development Act, 2006., which forms part of the Interest on Others under Finance Cost in note no 2.30. During the current year the Company has been legally advised that Interest on overdue outstanding balances of Micro and Small Enterprises (MSE) as on October 21, 2021 (CIRP Date) is not payable. Accordingly, ₹ 1,825.52 lakhs provided in Previous Year has been written back and included under "Other Income" in note no: 2.26. Further no such interest has been recognized on outstanding balances as on the CIRP date. The same shall be dealt in terms of Resolution Plan pending approval as on this date with Hon'ble NCLT, Kolkata bench.

### 2.20.4 Trade Payable ageing schedule

As on 31st March 2024

₹ in lakhs

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		< 1 Year	1-2 year	2-3 year	> 3 Years	
(i) Micro Enterprises & Small Enterprises	1,067.66	926.36	354.46	8,536.19	566.63	11,451.30
(ii) Others	12,903.35	3,978.86	481.01	10,538.63	4,699.49	32,601.34
(iii) Disputed Dues - Micro Enterprises & Small Enterprises	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	89.52	89.52
<b>Grand Total</b>	<b>13,971.01</b>	<b>4,905.22</b>	<b>835.47</b>	<b>19,074.82</b>	<b>5,355.64</b>	<b>44,142.16</b>

As on 31st March 2023

₹ in lakhs

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		< 1 Year	1-2 year	2-3 year	> 3 Years	
(i) Micro Enterprises & Small Enterprises	2,734.72	2,989.15	6,153.42	321.63	12.79	12,211.71
(ii) Others	12,406.77	7,865.19	18,082.34	3,609.19	1,660.93	43,624.44
(iii) Disputed Dues - Micro Enterprises & Small Enterprises	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	89.52	89.52
<b>Grand Total</b>	<b>15,141.49</b>	<b>10,854.34</b>	<b>24,235.76</b>	<b>3,930.82</b>	<b>1,763.24</b>	<b>55,925.67</b>

### 2.21 OTHER CURRENT FINANCIAL LIABILITIES

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024		As at 31st March 2023	
<b>Measured at Amortized Cost</b>					
Interest accrued on Borrowings	2.22.1		83,849.11		83,849.11
<b>Other payables</b>					
Liabilities for Capital Goods					
Total Outstanding dues of Micro Enterprises & Small Enterprises			-		-
Total Outstanding dues of Creditors Other than Micro Enterprises & Small Enterprises			1,367.81	1,330.49	1,330.49
Payables related to Employee			2,072.15		2,069.78
Others			400.14		366.58
Mould Advance			736.70		-
			<b>88,425.91</b>		<b>87,615.96</b>

**2.21.1** Interest accrued on borrowings includes finance cost on Non Convertible Debentures issued by the company being calculated till 21st October 2021 (CIRP admission date). Under the Code, the treatment of creditors under the resolution plan is as per debts due as on insolvency commencement date and therefore no interest are accrued and payable after this date. For the details of default in interest refer Note 2.18.9 (D, E & F)

## Notes to Financial Statements for the year ended 31st March 2024

### 2.22 CURRENT TAX LIABILITIES (NET)

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Provision for Income tax		94.19	94.19
Less: Advance Tax		-	-
		94.19	94.19

### 2.23 OTHER CURRENT LIABILITIES

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Advance from Customers		775.91	1,230.12
<b>Other payables</b>			
Statutory Dues - PF, ESI, Service Tax, TDS, Entry Tax, Goods & Service Tax, etc.	2.23.1	7,175.42	6,776.20
		<b>7,951.33</b>	<b>8,006.32</b>

**2.23.1** Includes Balance of GST amounting to ₹ 1,716.56 Lakhs (Previous Year ₹ 1,716.56 Lakhs) unpaid for the period from 1st October 2021 to 21st October 2021. (Date of initiation of CIRP)

### 2.24 CURRENT PROVISIONS

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Provision for Employee Benefits	2.24.1	961.67	1,207.14
Provision for Contingent Liability	2.24.2	2,853.90	2,386.80
		<b>3,815.57</b>	<b>3,593.94</b>

**2.24.1** The provision for employee benefits includes gratuity and vested long service leave entitlements accrued and compensation claim payable to employees which are payable as per the terms of their appointments. For other disclosures, Refer Note. 2.41

**2.24.2** There has been a claim of wage revision by the Trade Union of two of Units of the Company viz. Puducherry and Nasik in the year 2015-16 and 2019-20 respectively. The Company has disputed the same and the matter is subjudice. However, on a conservative basis the Company has made provisions of the amount of expected Cash Outflow in the books. As the amount is due to be paid immediately on settlement of the case, the same has been classified as current provision during the year.

### 2.25 REVENUE FROM OPERATIONS

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
<b>Sale of Products</b>			
Finished Goods (Container Glass Bottles)		2,54,959.86	2,45,153.74
<b>Other Operating Revenue</b>			
Government Grants & Other Incentives		-	133.17
Freight Income	275.34	275.34	448.48
<b>Revenue from Operations</b>		<b>2,55,235.20</b>	<b>2,45,735.39</b>

## Notes to Financial Statements for the year ended 31st March 2024

### 2.25.1 Revenue from Contract with Customer ( additional disclosures under IND AS 115)

₹ in lakhs

Particulars	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
<b>A. Revenue from Contracts with Customers disaggregated based on geography</b>		
Within India	2,42,923.75	2,33,480.78
Outside India	12,311.45	12,254.61
	<b>2,55,235.20</b>	<b>2,45,735.39</b>
<b>B. Reconciliation of Revenue from Contract with Customers</b>		
Revenue from Contracts with Customers as per Contract price	2,55,155.69	2,45,834.25
Adjustments made to Contract price on account of :		
a) Price Difference	79.51	(130.75)
b) Sales Return Adjusted	-	3.70
c) Volume Discount	-	28.19
	<b>2,55,235.20</b>	<b>2,45,735.39</b>

### 2.26 OTHER INCOME

₹ in lakhs

Particulars	Ref Note No.	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
<b>Interest Income :</b>			
On Deposit with Banks		431.80	46.47
Income Tax Refund		34.42	5.47
On Others		303.85	770.07
Deferred Gain on Fair Value of Financial Instrument		-	254.65
			306.59
			146.34
<b>Other Non Operating income (net of expense directly attributable to such income)</b>			
Insurance Claim Received		982.37	320.76
Scrap Sales		516.18	353.06
Rent and Hire Charges		36.56	36.41
Liabilities no Longer Required Written Back	2.20.3	2,588.83	29.37
Provision for Obsolence no Longer Required Written Back		581.97	-
Miscellaneous Income		1,142.90	194.18
<b>Other Gains and Losses</b>			
Gain on Fair Value of Non Current Investment		4.82	11.78
		<b>6,623.70</b>	<b>1,398.49</b>

### 2.27 COST OF MATERIALS CONSUMED

₹ in lakhs

Particulars	Ref Note No.	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Materials Consumed		77,927.81	97,490.77



## Notes to Financial Statements for the year ended 31st March 2024

### 2.28 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS

₹ in lakhs

Particulars	Ref Note No.	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
<b>Opening Stock</b>			
Finished Goods		20,738.25	22,885.03
Work-in-Progress		665.39	674.30
		<b>21,403.64</b>	<b>23,559.33</b>
Less :			
<b>Closing Stock</b>			
Finished Goods		25,743.02	20,738.25
Work-in-Progress		604.93	665.39
		<b>26,347.95</b>	<b>21,403.64</b>
Less: Loss of Work-in-Progress due to Fire disclosed as Exceptional Item		<b>152.96</b>	-
<b>(Increase)/ Decrease</b>		<b>(5,097.27)</b>	<b>2,155.69</b>

### 2.29 EMPLOYEE BENEFITS EXPENSE

₹ in lakhs

Particulars	Ref Note No.	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Salaries and Wages (Includes Wages to Contractual Workers)		22,171.35	20,511.20
Contribution to Provident and Other Funds		1,222.31	1,187.93
Staff Welfare Expenses		265.61	278.70
		<b>23,659.27</b>	<b>21,977.83</b>

### 2.30 FINANCE COSTS

₹ in lakhs

Particulars	Ref Note No.	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
<b>Interest Expense</b>			
On Borrowings		-	490.91
On Others	2.20.3	434.74	2,242.72
		<b>434.74</b>	<b>2,733.63</b>

### 2.31 DEPRICIATION AND AMORTIZATION EXPENSES

₹ in lakhs

Particulars	Ref Note No.	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
<b>Depreciation and Amortization Expenses</b>			
On Property, Plant & Equipment	2.1.A	8,742.35	10,565.23
On Right-of-Use Assets	2.1.C	65.56	65.58
<b>Amortization</b>			
On Other Intangible Assets	2.1.D	0.77	0.16
		<b>8,808.68</b>	<b>10,630.97</b>

### 2.32 POWER AND FUEL

₹ in lakhs

Particulars	Ref Note No.	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Power and Fuel		98,068.49	1,04,075.15
		<b>98,068.49</b>	<b>1,04,075.15</b>

## Notes to Financial Statements for the year ended 31st March 2024

### 2.33 OTHER EXPENSES

₹ in lakhs

Particulars	Ref Note No.	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Consumption of Stores and Spare Parts	2.33.1	9,432.59	7,066.58
Consumption of Packing Material		14,080.91	16,458.19
Rent		799.91	1,003.63
Repairs to :			
Plant and Equipment		1,044.18	757.69
Buildings		437.40	159.13
Others		201.07	140.75
Rates & Taxes		268.34	237.09
Insurance		1,020.23	1,113.39
Legal & Professional Expenses		1,184.36	1,048.80
Commission on Sales		-	77.26
Freight Outwards and Other Selling Expenses		804.52	1,393.91
Bad Debts Written Off		-	284.11
Less: Impairment Allowances adjusted against Bad Debts		-	(284.11)
Impairment Allowances against Trade Receivables/ Advances		449.78	72.97
Charity and Donation		-	0.08
Loss on Sale/ Discard of Property Plant and Equipment (Net)		0.21	2.78
Loss on Foreign Currency Transactions and Translation (Net)		24.63	78.67
Other Miscellaneous Expenses	2.33.2	1,902.23	1,748.60
		<b>31,650.36</b>	<b>31,359.52</b>

**2.33.1** Profit or loss on sale of Stores has been adjusted in consumption.

**2.33.2** Other Miscellaneous Expenses include :

₹ in lakhs

a) Payment to Auditors	Ref Note No.	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
<b>To Auditor:</b>			
Statutory Audit Fees		27.23	24.75
Tax Audit Fees		5.25	5.25
Certifications etc		7.35	6.18
		<b>39.83</b>	<b>36.18</b>
b) Directors Sitting Fees		5.70	4.60

**2.33.3** The company incurred ₹ 799.91 lakhs for the year ended 31st March 2024 (Previous Year ₹ 1,003.63 Lakhs) towards expenses relating to short term leases and leases of low value assets.

## Notes to Financial Statements for the year ended 31st March 2024

### 2.34 Exceptional Items

₹ in lakhs

Particulars	Ref Note No.	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Loss Due to Fire	-	10,158.23	-
		10,158.23	-

**2.34.1** Exceptional item during the year includes loss recognised related to items affected during fire at the manufacturing facility of the company at Sinnar, Malegaon, Maharashtra on 29th December 2023. The fire caused severe damages to various property, plant and equipment and work in progress, resulting in disruptions in the day-to-day operations and suspension of the manufacturing process. The Company is adequately covered with an Industrial All Risk Insurance Policy, which includes coverage on reinstatement value of the damage and also includes Business Interruption Loss. The Company has sent the intimation to the insurance company which has appointed a surveyor to assess the extent of loss incurred. Pending final estimate of the loss by the Surveyor a provision amounting to ₹ 10,158.23 Lakhs including ₹ 9,969.57 lakhs, ₹ 152.96 lakhs & ₹ 35.70 lakhs on account of property, plant and equipment, molten glass as work in progress and some spares respectively damaged in fire has been made based on the estimates made by the Company in the books and disclosed as exceptional item. Any further adjustment with respect to loss in this regard will be given effect to on determination of amount thereof. Amount of claim made in this respect will be accounted on ascertainment and acceptance by the Insurance Company.

### 2.35 EARNINGS PER SHARE (EPS)

₹ in lakhs

Particulars	Ref Note No.	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Profit/(Loss) after Tax		16,337.48	(23,332.22)
Net Profit/ (Loss) used as numerator for computing Basic and Diluted EPS	(a)	<b>16,337.48</b>	<b>(23,332.22)</b>
Weighted Average number of Equity shares outstanding used as denominator for computing Basic and Diluted EPS	(b)	8,95,53,565	8,95,53,565
Basic and Diluted EPS (a/b)		18.24	(26.05)

**2.35.1** As there is uncertainty regarding lender's right of conversion of term loan to equity shares, computation for diluted earnings per share has not been worked out for the same.

### 2.36 CONTINGENT LIABILITIES AND COMMITMENTS (to the extent not provided for)

#### A. CONTINGENT LIABILITIES

₹ in lakhs

Sl. No.	Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
(I)	<b>Claims against the company not acknowledged as debt</b>			
1	Central Excise/Sales Tax matter under appeals		1,920.33	1,925.35
2	Service Tax demand issued against which the Company has filed for refund and which in the opinion of the management are not tenable.		22.94	188.32
3	Excise Duty and Octroi demand issued against which the Company has preferred appeals and which in the opinion of the management are not tenable.		850.50	1,064.17
4	Cases pending with labour courts (to the extent ascertainable)		273.95	246.93

## Notes to Financial Statements for the year ended 31st March 2024

Sl. No.	Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
5	Other Claims against the Company not acknowledged as debt.		246.93	658.20
6	Octroi on Transportation of natural gas through pipeline.		446.89	433.21
7	Gujarat State Petroleum Corpn. Limited - CST Diff of 13%		101.40	101.40
8	Claim against differential VAT including Interest- by GAIL		1,471.00	1,471.00
9	Demand under FEMA		200.00	200.00
10	GST Order		380.20	-
11	Demand of stamp duty against transfer of land from L&T		37.67	37.67
12	Property Tax Demand by Municipal Council - Bahadurgarh		-	209.69
13	Demand of Transmission Charges- Uttar Haryana Bijli Vitran Nigam		194.47	-
<b>(II)</b>	<b>Other money for which the Company is contingently liable</b>			
	Interest on Disputed Entry Tax *		32.75	32.75

**2.36.1** The Company's pending litigation comprises of claims against the Company and proceedings pending with tax/statutory/government authorities. The Company has reviewed all its pending litigations and proceedings and has made adequate provisions, and disclosed the contingent liabilities, where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a material impact on its financial position. Future cash outflows in respect of items as mentioned above are determinable only on receipt of judgement/decisions pending with various forums/authorities.

### B. CAPITAL AND OTHER COMMITMENTS

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advance); Advance of ₹ 524.92 Lakhs (Previous Year ₹ 750.05 Lakhs)		1,991.26	264.31

### 2.37 SEGMENT INFORMATION

The Company's business is exclusively of manufacturing and selling of Container Glass Bottles and as such in the view of the Chief Operation Decision Maker (CODM) this is the only operating reportable business segment, as per the Ind AS 108 on Operating Segments. Thus no separate segment information is disclosed for primary business segment. Secondary Segment information is reported geographically.

#### Geographical Segment

a) The following table shows the distribution of the Company's Revenue from operations by Geographical market :

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Domestic Market		2,42,923.75	2,33,480.78
Overseas Market		12,311.45	12,254.61
<b>Total</b>		<b>2,55,235.20</b>	<b>2,45,735.39</b>

## Notes to Financial Statements for the year ended 31st March 2024

b) The following table shows the distribution of the Company's Trade Receivables by Geographical market :

Particulars	Ref Note No.	₹ in lakhs	
		As at 31st March 2024	As at 31st March 2023
Domestic Market		29,860.53	28,653.22
Overseas Market		674.11	1,308.21
<b>Total</b>		<b>30,534.64</b>	<b>29,961.43</b>

### 2.38 RELATED PARTY DISCLOSURES

#### I Names of the related parties and nature of relationship

##### A) Key Managerial Personnel and their relatives

- (i) Mr. Sanjay Somany - Director\*
- (ii) Mr. Mukul Somany - Director\*
- (iii) Mr. Ratna Kumar Daga - Independent Director (Cessation w.e.f - 1st April 2024)
- (iv) Mrs. Rita Bhimani - Independent Director
- (v) Mr. Amal Chandra Saha - Independent Director
- (vi) Mr. Bharat Somany - Son of Mr. Sanjay Somany

\* Since the date of initiation of CIRP Process the Board has been suspended and hence the designations have been restricted to Director only.

##### B) Enterprises over which any person described in [A (i) to (vi)] above is able to exercise significant influence and with whom the Company has transactions during the year.

AMCL Machinery Limited  
Mould Equipment Limited  
Spotlight Vanijya Limited

##### C) Resolution Professional

Mr. Girish Siriram Juneja

#### II Related Party Transactions

##### a) Aggregate amount of Transactions with Key Managerial Personnel and their relatives:

₹ in lakhs

Nature of Transaction	Name of the Related Party	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Bharat Somany	<b>Remuneration</b>	<b>29.61</b>	<b>22.32</b>
	Salary & Wages	25.87	20.75
	Leave Travel Allowance	2.17	-
	Any Other Allowance	1.57	1.57
Ratna Kumar Daga - Independent Director	Sitting Fees	2.25	1.95
Rita Bhimani - Independent Director	Sitting Fees	1.20	0.70
Amal Chandra Shah - Independent Director	Sitting Fees	2.25	1.95

Remuneration does not include gratuity and leave encashment for individual KMP as individual data for the same is not available and the same is provided for based on actuarial valuation.

## Notes to Financial Statements for the year ended 31st March 2024

b) Aggregate amount of Transactions with related parties as mentioned in (B) above are as follows : ₹ in lakhs

Name of the Related Party	Nature of Transaction	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Mould Equipment Limited	Purchase of Goods	1.00	5.42
AMCL Machinery Limited	Recovery of Expenses	2.04	2.92
AMCL Machinery Limited	Purchase of Stores & Spares	-	2.80
Mould Equipment Limited	Receipt of Services	91.83	255.18
Mould Equipment Limited	Rent Received	21.91	25.13

c) Aggregate amount of Transactions with related parties as mentioned in (C) above are as follows : ₹ in lakhs

Name of the Related Party	Nature of Transaction	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Girish Siriram Juneja	Professional Fees	84.96	84.96
Girish Siriram Juneja	Reimbursement of Expense	10.12	6.39

d) Balance of Related Parties are as follows : ₹ in lakhs

Nature of Transaction	Name of the Related Party	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Mould Equipment Limited	Payable	53.35	62.36
AMCL Machinery Limited	Receivable	-	2.56
Spotlight Vanijya Limited	Non-Convertible Debentures	10,000.00	10,000.00
Spotlight Vanijya Limited	Inter-Corporate Deposits	8,738.50	8,738.50
Spotlight Vanijya Limited	Interest Payable	1,861.80	1,861.80
Bharat Somany	Salary Payable	2.47	1.49

### Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs through Bank mode. For the year ended 31st March 2024, the Company has not recorded any impairment allowances in respect of receivables relating to amounts owed by related parties (Previous Year : Nil). This assessment is undertaken each financial year by examining the financial position of the related party and the market in which the related party operates.

### 2.39 LEASES

#### As Lessee

2.39.1 The company has certain land & buildings accounted as per under IND AS-116.

2.39.2 Leases for which the lease term ends within 12 months of the date of initial application have been accounted as short term leases.

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
<b>ROU Balance at the beginning of the year</b>		4,735.67	4,801.25
Additions During the period		-	-
Depreciation for the Year		65.56	65.58
Deletion during the period		-	-
<b>ROU Balance at the end of the year</b>		<b>4,670.11</b>	<b>4,735.67</b>

## Notes to Financial Statements for the year ended 31st March 2024

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
<b>Lease liabilities at the beginning of the year</b>		4.27	4.24
Add : Interest cost accrued during the year		0.56	0.55
Less : Payment of lease liabilities		(0.52)	(0.52)
<b>Lease liabilities at the end of the year</b>		<b>4.31</b>	<b>4.27</b>

### 2.39.3 Maturity Analysis of Lease Liability as required under IND AS 116 on discounted basis.

₹ in lakhs

Particulars	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Not more than one year	0.52	0.52
Later than one year and not more than five years	2.69	2.66
Later than five years	37.07	37.62

**2.40** The Company had reported losses during previous years. Hence, the net worth of the Company has been eroded. There is strain on the working capital and operations of the Company and it is undergoing significant financial stress. As stated in Note No. 1, CIRP was initiated in respect of the Company w.e.f 21st October 2021. The Company has assessed that the use of the going concern assumption is appropriate in the circumstances and hence, these financial statements have been prepared on a going concern assumption basis as per below:

a) The Code requires the RP to, among other things, run the Company as a going concern during CIRP.

b) The RP, in consultation with the Committee of Creditors ('CoC') of the Company, in accordance with the provisions of the IBC, is making all endeavors to run the Company as a going concern along with the assistance of the management of the company basis the future business outlook and the continuity in the operations of the company. Pending the completion of the CIRP process, these financial statements have been prepared on a going concern basis.

### 2.41 POST-EMPLOYMENT BENEFIT PLANS

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to Gratuity on terms not less favourable than the provisions of The Payment of Gratuity Act, 1972. The scheme is funded with the insurance companies. The Company also extends benefit of compensated absences to the employees, whereby they are eligible to carry forward their entitlement of earned leave for encashment upon retirement/ separation. This is an unfunded plan. The Company contributes to government administered fund whereby, few employees are entitled to benefits as per Provident Fund Act, 1952. Such contributions are defined as a defined contribution plan.

As per Ind AS "Employee Benefits" (Ind AS - 19), the disclosures of Employee Benefits as defined in the Standard are given below:

#### a) Defined Contribution Plan

Contribution to Defined Contribution Plan, recognised for the respective years are as under:

₹ in lakhs

Particulars	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Employer's Contribution to Provident Fund	2.14	3.06
Employer's Contribution to Pension Scheme	267.46	267.92

#### b) Defined Benefit Plan

The employees' gratuity fund scheme managed by Insurers is a defined benefit plan. The present value of obligation is determined based on independent actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age. The Company has a separate Provident Fund Trust (funded) whereby, certain employees are entitled to benefits as per Provident Fund Act, 1952 / Trust Deed. Any shortfall for the Trust is borne by the Company, hence the same is treated as a defined benefit scheme.



## Notes to Financial Statements for the year ended 31st March 2024

### I. Change in the present value of the Defined Benefit obligation representing reconciliation of opening and closing balances thereof are as follows:

₹ in lakhs

Particulars	Gratuity Funded		Gratuity Unfunded	
	2023-24	2022-23	2023-24	2022-23
Liability at the beginning of the year	3,830.28	3,528.40	964.45	868.50
Current Service Cost	274.82	271.10	99.53	99.14
Interest Cost	283.44	250.52	71.37	61.66
Actuarial (gain)/loss on obligations due to Change in Financial Assumption	79.22	(52.76)	27.54	(18.21)
Actuarial (gain)/loss on obligations due to Unexpected Experience	(302.23)	147.14	(85.58)	(28.12)
Benefits paid	(309.15)	(314.12)	(31.47)	(18.51)
<b>Liability at the end of the year</b>	<b>3,856.39</b>	<b>3,830.28</b>	<b>1,045.84</b>	<b>964.45</b>

Particulars	Total Defined Benefit Obligations	
	2023-24	2022-23
Defined benefit obligation (funded) at the end of the year	3,856.39	3,830.28
Defined benefit obligation (unfunded) at the end of the year	1,045.84	964.45
<b>Total Defined benefit obligation at the end of the year</b>	<b>4,902.23</b>	<b>4,794.73</b>

### II. Changes in the Fair value of plan assets representing reconciliation of opening and closing balances thereof are as follows:

₹ in lakhs

Particulars	Gratuity Funded		Gratuity Unfunded	
	2023-24	2022-23	2023-24	2022-23
Fair value of plan assets at the beginning of the year	3,465.00	3,621.44	-	-
Interest Income	264.85	245.97	-	-
Return on Plan Assets excluding Interest Income	3.87	(88.29)	-	-
Employer contribution	537.31	-	-	-
Benefits paid	(309.15)	(314.12)	-	-
<b>Fair value of plan assets at the end of the year</b>	<b>3,961.87</b>	<b>3,465.00</b>	<b>-</b>	<b>-</b>

### III. Expense recognised in the Statement of Profit and Loss (Under the head "Contribution to provident and other funds" - Refer Note 2.28) and Other Comprehensive Income

₹ in lakhs

Particulars	Gratuity Funded		Gratuity Unfunded	
	2023-24	2022-23	2023-24	2022-23
Current Service Cost	274.82	271.10	99.53	99.14
Net Interest Cost	18.59	4.55	71.37	61.66
<b>Expenses recognised in Statement of Profit and Loss</b>	<b>293.41</b>	<b>275.65</b>	<b>170.90</b>	<b>160.80</b>

Particulars	Gratuity Funded		Gratuity Unfunded	
	2023-24	2022-23	2023-24	2022-23
Actuarial (gain)/loss on obligations due to Change in Financial Assumption	79.22	(52.76)	27.54	(18.21)
Actuarial (gain)/loss on obligations due to Unexpected Experience	(302.23)	147.14	(85.58)	(28.12)
<b>Total Actuarial (gain)/losses</b>	<b>(223.00)</b>	<b>94.38</b>	<b>(58.04)</b>	<b>(46.34)</b>
Return on Plan Asset, excluding Interest Income	(3.87)	88.29	-	-
<b>Net expenses recognised in Other Comprehensive Income</b>	<b>(226.87)</b>	<b>182.67</b>	<b>(58.04)</b>	<b>(46.34)</b>

## Notes to Financial Statements for the year ended 31st March 2024

### IV. Balance Sheet Reconciliation

₹ in lakhs

Particulars	Gratuity Funded		Gratuity Unfunded	
	2023-24	2022-23	2023-24	2022-23
Present value of the defined benefit obligations at the end of the year	3,856.39	3,830.28	1,045.84	964.45
Fair value of the plan assets at the end of the year	3,961.87	3,465.00	-	-
Amount Recognised in Balance Sheet	<b>(105.49)</b>	<b>365.29</b>	<b>1,045.84</b>	<b>964.45</b>

Particulars	Gratuity Funded		Gratuity Unfunded	
	2023-24	2022-23	2023-24	2022-23
Opening Net Liability	365.29	(93.04)	964.45	868.50
Expenses as above	66.54	458.32	112.86	114.46
Employers Contribution	537.31	-	-	-
Benefit Paid	-	-	(31.47)	(18.51)
<b>Amount Recognised in Balance Sheet</b>	<b>(105.49)</b>	<b>365.29</b>	<b>1,045.84</b>	<b>964.45</b>

In respect of Gratuity (funded), the funds are managed by the Insurers. Accordingly, the percentage or amount that each major category constitutes the Fair value of total plan assets and effect thereof on overall expected rate of return on asset have not been disclosed.

### V. Principal Actuarial assumptions at the Balance Sheet Date

₹ in lakhs

Particulars	Gratuity Funded		Gratuity Unfunded	
	2023-24	2022-23	2023-24	2022-23
Mortality Table	IALM(2012-14) ULTIMATE	IALM(2012-14) ULTIMATE	IALM(2012-14) ULTIMATE	IALM(2012-14) ULTIMATE
Discount rate (per annum)	7.10%	7.40%	7.10%	7.40%
Expected rate of return on plan assets (per annum)	7.40%	7.10%	NA	NA
Average expected future service (Remaining working Life)	17.52	17.76	16.88	17.65
Average Duration of Liabilities	58.00	58.00	58.00	58.00
<b>Rate of escalation in salary (per annum)</b>	<b>6.50%</b>	<b>6.50%</b>	<b>6.50%</b>	<b>6.50%</b>

The estimates of rate of escalation in salary considered in actuarial valuation taken into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is as certified by the Actuary.

The expected rate of return on plan assets is determined considering several applicable factors, mainly the composition of plan assets held, assessed risks, historical results of return on plan assets and the Company's policy for plan assets management.

The contributions expected to be made in financial year 2024-25 will be in the same line as per the contribution made in the previous year.

#### c) Details of fund and plan asset position are given below:

I. Particulars	Provident Fund Funded	
	2023-24	2022-23
Present Value of Obligation	12,219.38	13,100.77
Fair Value of Plan Assets	12,489.09	13,681.18
<b>Net Amount</b>	<b>(269.71)</b>	<b>(580.41)</b>

The plan asset has been managed by HNG Trust.

## Notes to Financial Statements for the year ended 31st March 2024

### II. Principal Actuarial assumptions at the Balance Sheet Date

Particulars	Provident Fund Funded	
	2023-24	2022-23
Discount rate (per annum)	6.97%	7.42%
Expected rate of return on plan assets (per annum)	8.96%	8.15%

The company contributed Rs. 440.65 Lakhs and Rs. 570.63 Lakhs during the year ended 31st March, 2024 and 31st March, 2023 respectively.

### VII. A quantitative sensitivity analysis for significant assumption are as shown below:

#### a) Gratuity Funded

₹ in lakhs

Particulars	2023-24		2022-23	
	Increase	Decrease	Increase	Decrease
Discount Rate (-/+ 0.5%)	(100.16)	118.42	(101.50)	120.25
Salary Growth (-/+ 0.5%)	116.33	(99.04)	127.38	(109.06)
Attrition Rate (-/+ 0.5%)	7.98	3.50	10.58	1.30
Mortality Rate (-/+ 10%)	2.88	(2.90)	3.16	(3.17)

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

#### b) Gratuity Unfunded

₹ in lakhs

Particulars	2023-24		2022-23	
	Increase	Decrease	Increase	Decrease
Discount Rate (-/+ 0.5%)	(37.31)	44.16	(33.88)	40.14
Salary Growth (-/+ 0.5%)	44.07	(37.57)	42.35	(36.22)
Attrition Rate (-/+ 0.5%)	3.05	0.97	3.46	0.18
Mortality Rate (-/+ 10%)	0.73	(0.75)	0.67	(0.67)

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

#### c) Provident Fund (Funded)

₹ in lakhs

Particulars	2023-24		2022-23	
	Increase	Decrease	Increase	Decrease
Discount Rate (-/+ 0.25%)	(11,965.35)	(11,834.83)	(12,924.63)	(12,921.21)
FPFO Rate (-/+ 0.25%)	(11,836.59)	(11,964.19)	(12,859.65)	(12,986.21)

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

### VIII. Risks to the Benefit provider (i.e. for employer)

**Parameter risk:** Actuarial valuation is done basis some assumptions like salary inflation, discount rate and withdrawal assumptions. In case the actual experience varies from the assumptions, fund may be Insufficient to pay off the Liabilities. Similarly, reduction in discount rate in subsequent future years can increase the plan's liability. Further, actual withdrawals may be lower or higher than what was assumed in the valuation, which may also impact the plan's liability.

**Risk of illiquid assets:** Another risk is that the funds, although sufficient, are not available when they are required to finance the benefits. This may be due to assets being locked for longer period or in illiquid assets.

**Risk of benefit change:** There may be a risk that a benefit promised is changed or is changeable within the terms of the contract. For e.g. the prevailing Act / Regulation may increase the benefits payable under defined benefit plans.

## Notes to Financial Statements for the year ended 31st March 2024

**Asset liability mismatching risk:** ALM risk arises due to a mismatch between assets and liabilities either due to liquidity or changes in interest rates or due to different duration.

### 2.42 CATEGORIES OF FINANCIAL INSTRUMENTS

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
<b>Financial Assets</b>			
<b>Measured at Amortised Cost</b>			
Investments	2.2	-	0.15
Trade Receivable	2.6	30,534.64	29,961.42
Cash and Cash Equivalents	2.7.A	38,793.28	21,287.53
Bank Balance other than Cash and Cash Equivalents	2.7.B	1,209.06	1,203.65
Deposits	2.3, 2.8	8,447.26	7,971.28
Other Current Financial Assets	2.8	885.67	637.96
<b>Total financial assets measured at amortised cost</b>		<b>79,869.91</b>	<b>61,061.99</b>
<b>Measured at Fair Value through Profit or Loss</b>			
Non-current Investment	2.2	136.33	131.51
<b>Total Financial Assets measured at Fair Value through Profit or Loss</b>		<b>136.33</b>	<b>131.51</b>
<b>Financial Liabilities</b>			
<b>Measured at Amortised Cost</b>			
Lease Liability	2.13	4.31	4.27
Current - Borrowings	2.18	14,652.30	14,652.30
Trade payable	2.20	44,142.16	55,925.67
Current maturities of long term debt	2.18	2,11,712.40	2,11,712.40
Other Current Financial Liabilities	2.21	88,425.91	87,615.96
<b>Total financial liabilities measured at amortised cost</b>		<b>3,58,937.08</b>	<b>3,69,910.61</b>

### 2.43 Fair values

#### (i) Fair value Hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets

₹ in lakhs

Particulars	Date of valuation	(Level 1)	(Level 2)	(Level 3)
<b>Disclosures of fair value measurement hierarchy for assets as at 31st March 2024:</b>				
<b>Assets measured at fair value:</b>				
Non Current Investments	31st March 2024	-	-	136.33
<b>Disclosures of fair value measurement hierarchy for assets as at Previous Year</b>				
<b>Assets measured at fair value:</b>				
Non Current Investments	31st March 2023	-	-	131.51

## Notes to Financial Statements for the year ended 31st March 2024

### (ii) Fair Value Technique

The fair values of the financial assets and liabilities are included at the amount that would be received by selling an asset or paid to transfer a liability in an orderly transaction between participants at the measurement date. The following methods and assumptions were used to estimate the fair values :

- The fair value of cash and cash equivalents, trade receivables, trade payables, current financial liabilities and borrowings approximate their carrying amount largely due to the short-term nature of these instruments. The board considers that the carrying amounts of financial assets and financial liabilities recognised at cost/ amortised costs in the financial statements approximates their fair values.
- Unquoted investments in equity shares have been valued based on the amount available to shareholder's as per the latest audited financial statements wherever available. Further, external observable inputs or assumptions have been used in such valuation of equity shares in other cases. Other investments are valued based on inputs that are directly or indirectly observable in the market place

### 2.44 Financial Risk Management Objectives and policies

The Company's Financial Liabilities comprise Borrowings, Liability for Capital Goods, Trade and Other payables and Other Financial liabilities. The main purpose of these Financial Liabilities is to finance the Company's operations. The Company's Financial Assets include Trade and Other Receivables, Cash and Cash Equivalents, Investments at Cost/ Fair Value and Deposits and Other Financial Assets that derive mainly from its operation.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's financial risks are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

#### I) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and other price risk, such as raw material and fuel price risk . Financial instruments affected by market risk include FVTPL investments, trade payables, trade receivables, etc.

##### (a) Foreign currency risk

The company undertakes transactions denominated in different foreign currencies primarily in USD and consequently exposed to exchange rate fluctuations. Exchange Rate exposures are managed within approved policy parameters. The carrying amounts of the company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as disclosed below:

### DERIVATIVE INSTRUMENTS AND UNHEDGED FOREIGN CURRENCY EXPOSURE

#### Particulars of Unhedged Foreign Currency Exposure

Particulars	As at 31st March 2024		As at 31st March 2023	
	Foreign Currency (in Lakhs)	INR Value (₹ in Lakhs)	Foreign Currency (in Lakhs)	INR Value (₹ in Lakhs)
<b>Payables</b>				
-EUR	9.42	849.53	9.42	843.77
-GBP	0.56	58.56	0.56	56.66
-JPY	0.84	0.46	0.84	0.52
-USD	11.50	958.80	12.95	1,064.97
-AUD	0.51	27.58	0.51	27.89
-NPR	22.94	14.33	22.94	14.33

## Notes to Financial Statements for the year ended 31st March 2024

Particulars	As at 31st March 2024		As at 31st March 2023	
	Foreign Currency (in Lakhs)	INR Value (₹ in Lakhs)	Foreign Currency (in Lakhs)	INR Value (₹ in Lakhs)
<b>Receivables</b>				
-USD	1.12	93.02	3.67	301.56
<b>Foreign Currency loans</b>				
-USD	641.27	47,943.40	641.27	47,943.40

### Foreign currency sensitivity

The company is principally exposed to foreign currency risks against USD. Sensitivity of profit or loss arises mainly from USD denominated receivables and payables. The exposure of the Company in other currencies are not material. As per management assessment of reasonable possible changes in the exchange rate of +/- 5% between USD-INR currency pair, sensitivity of profit or loss only on outstanding foreign currency denominated monetary items at the period end is presented below:

Particulars	Date of valuation	Changes in USD rate %	Foreign currency Payable (net)	Effect on profit/(loss) before tax
<b>31st March 2024</b>				
Weakening of INR		5%	(10.38)	(43.29)
Strengthening of INR		-5%	10.38	43.29
<b>31st March 2023</b>				
Weakening of INR		5%	(9.28)	(38.15)
Strengthening of INR		-5%	9.28	38.15

The above sensitivity do not include foreign currency risk on borrowings amounting to USD 641.27 Lakhs (Previous year USD 641.27 Lakhs) which are capitalised with the Property, Plant and Equipment and not charged to Statement of Profit and Loss.

### (b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

Corporate Insolvency Resolution Process (CIRP) is being initiated on the Company effective 21st October, 2021 and accordingly the Company is under a moratorium period and is not exposed to any interest rate. Accordingly interest rate sensitivity is not required to be disclosed.

### (c) Raw Material and Fuel Price Risk

The company is impacted by the price volatility of certain commodities like raw materials, packing materials and fuel. The Company is impacted by the price volatility of Fuels like Gas, Furnace Oil, etc. To minimize the risk related to fuel price change, the Company uses alternate fuel based on their market prices. The Company swaps and uses alternate fuels based on the cost of energy efficiency and, hence quantification of sensitivity is not practical. To mitigate the volatility in the market price of major raw materials, the company has entered into fixed price contract.

## II) Credit risks

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financial activities, including borrowing from banks and financial institutions.

## Notes to Financial Statements for the year ended 31st March 2024

### Trade receivables

Credit quality of a customer is assessed based on an appraisal of each customer and individual credit limits are defined in accordance with this assessment and performance of the customer. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for all the customers. The maximum exposure to credit risk at the reporting date is the carrying value of trade receivables disclosed in Note 2.6. The Company has evaluated the concentration of risk with respect to trade receivables as low, as there is no single large customer creating significant risk.

### III) Liquidity Risk

The Company's objective is to at all times maintain optimum level of liquidity to meet its cash and collateral requirement at all times. The need of the funds of the company are being met by internal accrual, Operational Creditors and borrowings as on 21st October 2021, being the date of CIRP admission.

The table below provides details regarding the maturities of significant financial liabilities as of 31st March 2024

₹ in Lakhs

Particulars	Carrying Amount	Less than 1 Year	1-5 Years	More than 5 Years	Total
<b>Non Current Financial Liabilities</b>					
Lease Liabilities	3.79			3.79	3.79
<b>Current Financial Liabilities</b>					
Borrowings	2,26,364.70	2,26,364.70			2,26,364.70
Lease Liabilities	0.52	0.52			0.52
Trade Payables	44,142.16	44,142.16			44,142.16
Other Financial Liabilities	88,425.91	88,425.91			88,425.91

The table below provides details regarding the maturities of significant financial liabilities as of 31st March 2023

₹ in Lakhs

Particulars	Carrying Amount	Less than 1 Year	1-5 Years	More than 5 Years	Total
<b>Non Current Financial Liabilities</b>					
Lease Liabilities	3.75			3.75	3.75
Other Financial Liabilities	31.00		31.00		31.00
<b>Current Financial Liabilities</b>					
Borrowings	2,26,364.70	2,26,364.70			2,26,364.70
Lease Liabilities	0.52	0.52			0.52
Trade Payables	55,925.65	55,925.65			55,925.65
Other Financial Liabilities	87,615.96	87,615.96			87,615.96

The Company has current financial and non-financial assets which will be realised in ordinary course of business. The company ensures that it has sufficient cash on demand to meet expected operational expenses.

### 2.45 ASSETS PLEDGED AS SECURITY

The carrying amounts of Assets Pledged as Security for Current and Non-Current Borrowings are:

₹ in lakhs

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
<b>Current</b>			
<b>Financial Assets</b>			
Trade Receivable	2.6	30,534.64	29,961.42
Cash and Cash Equivalents	2.7.A	38,793.28	21,287.53



## Notes to Financial Statements for the year ended 31st March 2024

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Bank Balances other than Cash and Cash Equivalents	2.7.B	1,209.06	1,203.65
Other Financial Assets	2.8	892.44	652.98
		<b>71,429.42</b>	<b>53,105.58</b>
<b>Non-Financial Assets</b>			
Inventories	2.5	50,398.89	42,516.29
Others		10,691.29	14,498.61
		<b>61,090.18</b>	<b>57,014.90</b>
Non-Current			
Property, Plant & Equipments		1,36,603.64	1,55,086.16
Right-of-Use Assets		4,670.11	4,735.67
Intangible Assets		4.07	0.24
Capital Work in Progress		2,857.53	2,405.25
<b>Total Non-Current Assets Pledged as Security</b>		<b>1,44,135.34</b>	<b>1,62,227.31</b>
<b>Total Assets Pledged as Security</b>		<b>2,76,654.94</b>	<b>2,72,347.79</b>

### 2.46 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value and parallelly ensuring the regulations and objectives of IBC Act 2016 are complied with. The Company manages its capital structure and makes adjustments in line with changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares or sale assets to reduce debt. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The company includes within net debt, interest bearing long term loans and borrowings less cash and cash equivalents.

The capital structure of The Company consists of Total Equity of ₹ (83229.31) Lakhs (Previous Year (99,762.85) lakhs) (Refer Note No. 2.11 & 2.12).

#### GEARING RATIO:

The Company has long term Debt of ₹ 2,11,510.38 Lakhs (Previous Year ₹ 2,11,510.38 Lakhs).

Particulars	Ref Note No.	As at 31st March 2024	As at 31st March 2023
Long Term Debt		2,11,510.38	2,11,510.38
Less : Cash & Bank Balances		38,895.16	21,384.00
<b>Net Long Term Debt (A)</b>		<b>1,72,615.22</b>	<b>1,90,126.38</b>
Total Equity (B)		(83,229.31)	(99,762.85)
Gearing Ratio [ $C = \frac{A}{A+B}$ ]		1.93	2.10

₹ in lakhs

### OTHER INFORMATION

**2.47** As per the IBC, the RP has received, collated, verified the claims submitted by the creditors of the Company till 3rd October 2022. The RP received claims amounting to ₹ 3,54,347 lakhs from Financial Creditors (including ₹ 20,838 lakhs from unsecured financial creditors) and after verification admitted a sum of ₹ 3,54,331 lakhs (including ₹ 20,838 lakhs from unsecured financial creditors) as claims of Financial creditors having books balance of ₹ 3,10,012 lakhs and remaining amount of ₹ 16 lakhs has been rejected. Further, RP has received claims from the various classes of operational/ other creditors totalling to ₹ 29,551 lakhs out of which ₹ 5,327 lakhs has been rejected and claims of ₹ 24,224 lakhs has been admitted against the company as per the provisions of IBC 2016. Pending reconciliation of the claims admitted with the books of accounts, the impact of such claims, if any, that may arise has not been considered in the preparation of the Financial Statement as on 31st March 2024.

## Notes to Financial Statements for the year ended 31st March 2024

- 2.48** It may be further noted that in consonance with the stipulations contained in Section 14 of the Code, a moratorium has been declared vide the Order dated 21st October 2021 passed by the Hon'ble NCLT, inter alia, prohibiting the following:
- the institution of suits or continuation of pending suits or proceedings against the Corporate Debtor including execution of any judgement, decree or other in any court of law, tribunal, arbitration panel or other authority;
  - transferring, encumbering, alienating or disposing of by the Corporate Debtor any of its assets or any legal right or beneficial interest therein;
  - any action to foreclose, recover or enforce any security interest created by the Corporate Debtor in respect of its property including any action under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002;
  - the recovery of any property by an owner or lessor where such property is occupied by or in the possession of the Corporate Debtor.
- 2.49** As a part of the CIRP, the RP had appointed BDO India LLP for conducting transaction audit as per section 43, 45, 50 and 66 of the Code. The RP has filed an application under section 66 of the code with the Hon'ble NCLT, Kolkata bench and the matter is pending for decision till this date.
- 2.50** As part of the ongoing CIRP process the RP has appointed, two (2) independent valuers to conduct the valuation of the assets of the Company and assets collateral held as securities as required under the provisions of the Code.
- 2.51** As per the provision of the Code, the RP had initiated the resolution process for the Company. On 28th October 2022, the resolution plan submitted by AGI Greenpac Limited (AGI) have been approved by the CoC and accordingly, the RP had filed the plan for approval with the Hon'ble NCLT, Kolkata Bench on 5th November 2022 which is pending as on date. Pending this, related applications were filed before NCLAT, New Delhi which have been dismissed. Consequent to this, applications were filed before the Hon'ble Supreme Court of India and the matter is still pending before the apex court. The next date of hearing before Supreme Court of India is 23rd July 2024 and next date of hearing at NCLT, Kolkata Bench is 3rd July 2024 .
- 2.52** Certain debit and credit balances including borrowings and interest thereupon, clearing account (other than inter-unit balances), trade and other payables, advance from customers, loans and advances, other current assets and certain other liabilities are subject to reconciliation with individual details and balances and confirmation thereof.
- 2.53** There are indicators present in the company both internal and external for impairment testing. During the current year, company has appointed an external agency for impairment and based on the outcome of the report of the external agency, there are no adjustment on account of impairment has been considered necessary.
- 2.54** None of the Loans or Advances in the nature of loans as at 31st March, 2024 and as at 31st March, 2023 are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are: (a) repayable on demand or (b) without specifying any terms or period of repayment.
- 2.55** All the Registration of Charges or Satisfaction of Charges required to be filed during the year with the Registrar of Companies are completed within the statutory period.
- 2.56** The company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with Companies (Restriction on number of Layers) Rules, 2017.
- 2.57** No transactions have been surrendered or disclosed, previously unrecorded in the books of accounts, as income during the year in the tax assessments under the Income Tax Act, 1961.
- 2.58** The Company has not traded or invested in Crypto Currency or Virtual Currency during the current financial year.
- 2.59** The company has not been declared wilful defaulter by any bank or financial Institution or other lender.

## Notes to Financial Statements as at and for the year ended 31st March 2024

### 2.60 Details of balance outstanding with struck off companies as at 31st March 2024 & 31st March 2023:

				₹ in Lakhs	
Name of the Struck off Companies	Relationship with Companies	Nature of transaction with Companies	Balance Outstanding as at 31st March 2024	Balance Outstanding as at 31st March 2023	
Aarti Engg.Co.	Vendor	Payable	(0.06)	(0.06)	
Rbc Bearings Private Limited	Vendor	Payable	(0.18)	(0.91)	
Wans Enviro Tech(P) Limited	Vendor	Payable	(0.09)	(0.09)	
Vaishnavi Transport	Vendor	Payable	(4.60)	(4.60)	
H2O Engineers India Private Limited	Vendor	Payable	(0.05)	(0.05)	
Haldiram Snacks (P) Limited	Customer	Receivable	-	0.12	
International Distillers Limited	Customer	Payable	(0.01)	(0.03)	
KTS Enterprises	Customer	Payable	-	(0.00)	
Quality Beverages Limited	Customer	Receivable	-	42.67	
Tigers Brewery Industries Private Limited	Customer	Receivable	86.29	119.69	
Vaishali Enterprise	Customer	Receivable	-	0.01	
Premier Organics Pvt Ltd.	Customer	Payable	(1.00)	(1.00)	
AJ Concare Chennai Pvt Ltd	Vendor	Receivable	0.01	0.01	
Glasspower Engineering India Pvt Lt	Vendor	Receivable	0.10	0.10	
Murlidhar Shenvi Insurance Surveyor	Vendor	Payable	(0.05)	(0.05)	
Hmp Pumps & Engineering P Ltd	Vendor	Receivable	0.03	0.03	
Convotech Projects Ltd.	Vendor	Payable	(2.16)	(2.16)	
Pyrotech Electronics Private Limite	Vendor	Payable	-	(0.51)	
Deepika Electronics & Engg Pvt Ltd	Vendor	Payable	(2.15)	(2.15)	

Details of transaction during the year with struck off companies:

				₹ in lakhs	
Name of the Struck off Companies	Relationship with Companies	Nature of Transaction	Amount		
Haldiram Snacks (P) Limited	Customer	Sale	49.70		
International Distillers Limited.	Customer	Sale	20.50		
Tigers Brewery Industries Private Limited	Customer	Sale	333.55		
Vaishali Enterprise	Customer	Sale	29.78		
Pyrotech Electronics Private Limite	Vendor	Purchase	0.87		

**2.61** The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) 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.

**2.62** The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the 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 on behalf of the Ultimate Beneficiaries.

## Notes to Financial Statements for the year ended 31st March 2024

**2.63** For Working Capital facilities the Company has submitted Stock and Debtor Statement to banks on monthly basis. The difference between the value as per books and as per the monthly statement submitted on quarter end with banks are given below:

₹ in lakhs

Quarter Ending	Value as per books of accounts	Value as per Statements	Difference *
30th June 2023	74,413.16	77,080.00	(2,666.84)
30th September 2023	82,049.92	82,462.00	(412.08)
31st December 2023	90,491.11	90,315.00	176.11
31st March 2024	82,215.74	81,861.00	354.74
30th June 2022	68,088.85	64,607.00	3,481.85
30th September 2022	66,861.50	65,146.00	1,715.50
31st December 2022	69,516.50	69,689.00	(172.50)
31st March 2023	70,738.38	70,869.00	(130.62)

### \* Reason for Difference

Differences are primarily due to the variation in valuation methodology of inventory. In Stock Statement we consider Cost of Production of previous quarter whereas in books such inventories are carried at lower of cost or Net Realisable Value (NRV) as per the accounting policy of the Company. The Company has not been using any drawing power under its working capital limit for current as well as in the previous few years and hence the impact of the same is not there.

### 2.64 ANALYTICAL RATIOS

Ratios	Numerator	Denominator	2023-2024	2022-2023	Change in %	Reason for Variance
Current Ratio	Current Assets	Current Liabilities	0.357	0.289	23.85%	
Debt-Equity Ratio	Total Debt	Shareholder's Equity	(2.720)	(2.269)	19.87%	
Debt Services Coverage Ratio	Earning available for Debt Service	Debt Service	-	(33.204)	(100.00%)	As the Company is under CIRP process it is not liable to pay interest to any of the Lenders.
Return on Equity Ratio	Net profit after tax	Average Shareholder's Equity	(0.179)	0.265	(167.50%)	Due to Profit in current year in compared to loss in previous year
Inventory Turnover Ratio	Total Sales	Average Inventory	5.488	5.773	(4.94%)	
Trade Receivables Turnover Ratio	Total Sales	Average Trade Receivable	8.429	7.587	11.10%	
Trade Payables Turnover Ratio	Total Purchases	Average Trade Payable	4.136	4.661	(11.25%)	
Net Capital Turnover Ratio	Net Sales	Working Capital	(1.070)	(0.903)	18.49%	
Net Profit Ratio	Net Profit	Total Income	0.062	(0.094)	(166.08%)	Due to Profit in current year in compared to loss in previous year

**Notes to Financial Statements** as at and for the year ended 31st March 2024

Ratios	Numerator	Denominator	2023-2024	2022-2023	Change in %	Reason for Variance
Return on Capital Employed	Earning before Interest & Tax	Capital Employed	0.236	(0.212)	(211.56%)	
Return on Investment in Equity	Return on Investment	Average Investments	0.0349	0.023	48.84%	Due to Gain on Fair Valuation of Investments

**2.65** Figures of the previous periods have been regrouped/ re-arranged wherever considered necessary to make them comparable with those of current year's figures.

Accompanying notes 1 to 2.65 are an integral part of the Financial Statements.

For and on behalf of the Board

As per our report of even date attached

**For Lodha & Co LLP**

Chartered Accountants  
FRN : 301051E/E300284

**For J K V S & CO**

Chartered Accountants  
FRN : 318086E

**Jit Roy Choudhury**

Company Secretary  
Place : Kolkata

**Bimal Kumar Garodia**

President and  
Chief Financial Officer  
Place : Kolkata

**Mukul Somany**

Director  
DIN: 00124625  
Place : Kolkata

Powers of the Board are suspended from the Insolvency Commencement Date

**Indranil Chaudhuri**

Partner

Membership No. 058940

Place : Kolkata

Date: 28th May 2024

**Ajay Kumar**

Partner

Membership No. 068756

Place : Kolkata

**Girish Siriram Juneja**

Resolution Professional

Taken on records

Place : Mumbai

## Corporate Information (as on 3rd September 2024)

### RESOLUTION PROFESSIONAL

Mr. Girish Siriram Juneja  
(IBBI/IPA-001/IP-P00999/2017-2018/11646)

### DIRECTOR (SUSPENDED)

Mr. Mukul Somany (DIN: 00124625)

### DIRECTORS

Mrs. Rita Bhimani - Independent Director (DIN: 07106069)  
Mr. Amal Chandra Saha - Independent Director (DIN: 00443348)  
Mr. Neeraj Kumar Sureka - Independent Director (DIN: 022431914)

### PRESIDENT & CHIEF FINANCIAL OFFICER

Mr. Bimal Kumar Garodia

### COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Jit Roy Choudhury

### AUDITORS

Lodha & Co. LLP  
Chartered Accountants  
Kolkata

JKVS & Co.  
Chartered Accountants  
Kolkata

### REGISTERED OFFICE

2, Red Cross Place  
Kolkata – 700 001  
Phone : (033) 2254-3100  
Fax : (033) 2254-3130  
Website : www.hngil.com  
E-mail : cosec@hngil.com

### CORPORATE IDENTIFICATION NUMBER

L26109WB1946PLC013294

### REGISTRAR & TRANSFER AGENTS

Maheshwari Datamatics Pvt. Ltd.  
23, R. N.Mukherjee Road, 5th Floor  
Kolkata - 700 001  
Phone : (033) 2243-5029  
Fax: (033) 2248-4747  
Email : mdpldc@yahoo.com

### WORKS

- Rishra • Bahadurgarh • Rishikesh • Puducherry
- Nashik • Neemrana • Naidupeta

### BANKS / FINANCIAL INSTITUTIONS

Bank of Baroda  
Canara Bank  
DBS Bank Limited  
Export Import Bank of India  
Edelweiss Asset Reconstruction Company Limited  
Goldman Sachs International Bank  
Life Insurance Corporation of India  
Exclusive Capital Limited  
State Bank of India



LEADERS IN  
GLASS CONTAINERS

**HINDUSTHAN NATIONAL GLASS & INDUSTRIES LIMITED**

**CIN: L26109WB1946PLC013294**

**2, Red Cross Place, Kolkata - 700 001**

**Phone: (033) 2254 3100, Fax: (033) 2254 3130**

**Email : cosec@hngil.com**

**Website : www.hngil.com**