

POLYSPIN EXPORTS LIMITED (100% EOU)



1, Railway Feeder Road
Cholapuram South 626 139
(Via) Rajapalayam, Tamilnadu, INDIA
Registered Office : 351, P.A.C.R. Salai,
Rajapalayam - 626 117.

Tel : 91 4563 284000 / 503 / 504
Fax : 91 4563 284505
e-mail : fibc@polyspin.in
CIN : L51909TN1985PLC011683



August 6, 2024

M/s. BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Code: 539354

Dear Sir,

Sub: Submission of Annual Report for the year ended 31-03-2024

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company for the year ended 31st March, 2024.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Polyspin Exports Limited,

A. Emarajan
Company Secretary and Compliance Officer

Encl.: As above.

POLYSPIN EXPORTS LTD

RAJAPALAYAM



Annual Report
2023 - 2024



Founder

SHRI. A. RAMMOHAN RAJA

POLYSPIN EXPORTS LIMITED

BOARD OF DIRECTORS	:	SHRI R. RAMJI, MANAGING DIRECTOR & CEO SHRI S.R. SUBRAMANIAN SHRI S.R. VENKATANARAYANA RAJA SHRI V.S. JAGDISH SHRI R. SUNDARAM SHRI S.V. RAVI SHRI RAJESH DEVARAJAN SMT. DURGA RAMJI
COMPANY SECRETARY	:	SHRI A. EMARAJAN
AUDITORS	:	M/s. KRISHNAN AND RAMAN, CHARTERED ACCOUNTANTS, No.42, SEVALPATTI SOUTH STREET, RAJAPALAYAM - 626 117.
SECRETARIAL AUDITOR	:	SHRI B. SUBRAMANIAN B.Com., FCS., ACMA, PRACTISING COMPANY SECRETARY, S2, RAOS' HAUS, 6, SOMASUNDARAM STREET, T. NAGAR, CHENNAI - 600 017.
BANKERS	:	AXIS BANK LIMITED STATE BANK OF INDIA
REGISTERED OFFICE	:	351, P.A.C.R. SALAI, RAJAPALAYAM - 626 117.
CORPORATE IDENTIFICATION NUMBER	:	L51909TN1985PLC011683
E-MAIL	:	fbc@polyspin.in
PHONE NO	:	04563 - 221554 / 284000
WEBSITE	:	www.polyspin.org
ADMINISTRATIVE OFFICE	:	1, RAILWAY FEEDER ROAD CHOLAPURAM SOUTH - 626 139. RAJAPALAYAM (VIA).
LISTED STOCK EXCHANGE	:	BSE LIMITED
REGISTRAR & TRANSFER AGENTS	:	M/S. INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED, 2 ND FLOOR, "KENCES TOWERS", NO.1, RAMAKRISHNA STREET NORTH USMAN ROAD, T.NAGAR CHENNAI - 600 017. PHONE NO: 044 - 28140801-03.

POLYSPIN EXPORTS LIMITED

Registered Office : 351, P.A.C.R. Salai, Rajapalayam - 626 117.

CIN : L51909TN1985PLC011683

CORPORATE TEAM

Chief Executive Officer : Shri R. Ramji
Chief Operating Officer : Shri B. Ponram
Chief Financial Officer : Shri S. Seenivasa Varathan

Board Committees :

Audit Committee : Shri R. Sundaram, Chairman
Shri S.V. Ravi
Shri V.S. Jagdish
Shri Rajesh Devarajan

Stakeholders Relationship Committee : Shri S.R. Subramanian, Chairman
Shri S.R. Venkatanarayana Raja
Shri R. Ramji

Nomination and Remuneration Committee : Shri R. Sundaram, Chairman
Shri S.R. Venkatanarayana Raja
Shri V.S. Jagdish

Corporate Social Responsibility Committee : Shri S.R. Venkatanarayana Raja, Chairman
Shri S.V. Ravi
Smt. Durga Ramji

POLYSPIN EXPORTS LIMITED

Registered Office : 351, P.A.C.R. Salai, Rajapalayam - 626 117.

CIN : L51909TN1985PLC011683

NOTICE:

Notice is hereby given that the Thirty Ninth Annual General Meeting of the members of the Company will be held on Friday, the 30th day of August, 2024 at 11.00 A.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM) to transact the following businesses.

ORDINARY BUSINESS:

Item No: 1.

Adoption of Standalone and Consolidated Financial Statements and Reports:-

To consider and if thought fit, to pass with or without modification, the following Resolution, as an **ORDINARY RESOLUTION:**

“RESOLVED THAT the Audited Standalone Financial Statements of Balance Sheet as at 31st March, 2024, Statement of Profit and Loss account for the year ended on that date, the Cash Flow Statement for the year ended on that date and Audited Consolidated Financial Statements of Balance Sheet as at 31st March, 2024 and Profit & Loss Account for the year ended on that date, the Cash Flow Statement for the year ended on that date, the Director's Report and the Independent Auditor's Reports thereon, be and are hereby considered, approved and adopted.”

Item No: 2.

Re-appointment of Shri S.V. Ravi (DIN: 00121742) Director, who retires by rotation:

To consider and if thought fit, to pass with or without modification, the following Resolution, as an **ORDINARY RESOLUTION:**

“RESOLVED THAT Shri S.V. Ravi (DIN: 00121742) Director of the Company, who retires by rotation at this Annual General Meeting and being eligible for re-appointment be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

Item No: 3. Re-appointment of Shri S.R. Venkatanarayana Raja (DIN: 01226624) as an Independent Director of the Company:-

To consider and if thought fit, to pass with or without modification, the following Resolution, as a **SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time and based on the performance evaluation, recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors at their respective meeting held on May 27, 2024, Shri S.R. Venkatanarayana Raja (DIN: 01226624), who has submitted a declaration that he meets the criteria of Independence as provided in Section 149 (6) of the Companies Act, 2013 and the Rules made thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is eligible for re-appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of an Independent Director, be and is hereby re-appointed as an Independent Director of the Company for a second term of 5 consecutive years with effect from September 1, 2024 upto August 31, 2029.

RESOLVED FURTHER THAT Shri R. Ramji, Managing Director and Mr. A. Emarajan, Company Secretary of the Company be and are hereby severally authorized to take such steps, as may be required for obtaining necessary approvals, if any and to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

Item No: 4. Re-appointment of Shri V.S. Jagdish (DIN: 08452900) as an Independent Director of the Company:-

To consider and if thought fit, to pass with or without modification, the following Resolution, as a **SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies

(Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time and based on the performance evaluation, recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors at their respective meeting held on May 27, 2024, Shri V.S. Jagdish (DIN: 08452900), who has submitted a declaration that he meets the criteria of Independence as provided in Section 149 (6) of the Companies Act, 2013 and the Rules made thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is eligible for re-appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of an Independent Director, be and is hereby re-appointed as an Independent Director of the Company for a second term of 5 consecutive years with effect from September 1, 2024 upto August 31, 2029.

RESOLVED FURTHER THAT Shri R. Ramji, Managing Director and Mr. A. Emarajan, Company Secretary of the Company be and are hereby severally authorized to take such steps, as may be required for obtaining necessary approvals, if any and to do all such acts, deeds and things as may be necessary to give effect to this resolution."

Item No: 5. Re-appointment of Shri R. Sundaram (DIN: 01361345) as an Independent Director of the Company:-

To consider and if thought fit, to pass with or without modification, the following Resolution, as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time and based on the performance evaluation, recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors at their respective meeting held on May 27, 2024, Shri R. Sundaram (DIN: 01361345), who has

submitted a declaration that he meets the criteria of Independence as provided in Section 149 (6) of the Companies Act, 2013 and the Rules made thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is eligible for re-appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of an Independent Director, be and is hereby re-appointed as an Independent Director of the Company for a second term of 5 consecutive years with effect from September 1, 2024 upto August 31, 2029.

RESOLVED FURTHER THAT Shri R. Ramji, Managing Director and Mr. A. Emarajan, Company Secretary of the Company be and are hereby severally authorized to take such steps, as may be required for obtaining necessary approvals, if any and to do all such acts, deeds and things as may be necessary to give effect to this resolution."

Item No: 6. Re-appointment of Shri Rajesh Devarajan (DIN: 01153112) as an Independent Director of the Company:-

To consider and if thought fit, to pass with or without modification, the following Resolution, as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time and based on the performance evaluation, recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors at their respective meeting held on May 27, 2024, Shri Rajesh Devarajan (DIN: 01153112), who has submitted a declaration that he meets the criteria of Independence as provided in Section 149 (6) of the Companies Act, 2013 and the Rules made thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is eligible for re-appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013

proposing his candidature for the office of an Independent Director, be and is hereby re-appointed as an Independent Director of the Company for a second term of 5 consecutive years with effect from September 20, 2024 upto September 19, 2029.

RESOLVED FURTHER THAT Shri R. Ramji, Managing Director and Mr. A. Emarajan, Company Secretary of the Company be and are hereby severally authorized to take such steps, as may be required for obtaining necessary approvals, if any and to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

Item No: 7. Approve the contract with Related Parties:-

To consider and if thought fit, to pass with or without modification, the following Resolution, as an **ORDINARY RESOLUTION**:

“**RESOLVED THAT** pursuant to Section 188 and other applicable provisions of the Companies Act, 2013 and the Companies (Meeting of Board and its Powers) Rules, 2014 including any modifications or amendments or clarifications thereon, if any and pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with standard listing agreement entered with the BSE Limited (Stock Exchange) and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary, approval of the shareholders be and is hereby accorded to the Board of Directors to enter into a contract(s) / Transaction(s) / arrangement(s) with following Related Parties on such terms and conditions as may be mutually agreed upon, up to a maximum amount as mentioned against each respective related parties every year for a period of five financial years from the financial year 2025-26.

S. No.	Name of the Related Party	Maximum amount in a Financial Year not to exceed
1.	M/s. Ployspin Private Limited	Rs. 30 Crores
2.	M/s. Energyspin Private Limited	Rs. 5 Crores
3.	M/s. Ganesh Agro Pack Private Limited	Rs. 5 Crores
4.	M/s. Lankaspin Private Limited, Srilanka.	Rs. 25 Crores
5.	M/s. Chola Packaging Private Limited	Rs. 5 Crores

RESOLVED FURTHER THAT the contract(s) / Transaction(s) / Arrangement(s) so carried out shall at all times be in the ordinary course of Company's business and also at the arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Audit Committee as may be applicable

from time to time be authorized to settle any question, difficulty or doubt that may arise with regard to giving effect to the above Resolution; sign and execute necessary documents and papers on an ongoing basis and to do and perform all such acts, deeds and things as may be necessary or in its absolute discretion deem necessary, proper, desirable and to finalize any documents and writings in this regard.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company or to any one or more Directors or Company Secretary of the Company as it may consider appropriate in order to give effect to this resolution.”

**By order of the Board,
For POLYSPIN EXPORTS LIMITED**

Place : Rajapalayam
Date : May 27, 2024

**A. EMARAJAN
COMPANY SECRETARY**

NOTES:

- Statement pursuant to Section 102(1) of the Companies Act, 2013 (the "Act"), relating to the special business to be transacted at the Annual General Meeting (the "AGM") is annexed hereto in respect of Resolution No.3 to 7.
- In compliance with the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, followed by Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, issued by Securities and Exchange Board of India (SEBI) and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and the 39th AGM of the Company be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in this AGM through VC/OAVM.
- Pursuant to the Circular No. 14/2020 dated April 08, 2020 issued by the Ministry of Corporate Affairs, 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 this AGM through VC/OAVM and participate there at and cast their votes through e-voting.

4. The relevant details, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of Director seeking appointment/re-appointment at this AGM is annexed.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of 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.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as instant voting on the date of the AGM will be provided by NSDL.
8. In line with the Ministry of Corporate Affairs (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.polyspin.org. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com 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.
9. AGM will be convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 09/2023 dated September 25, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by Securities and Exchange Board of India (SEBI).
10. Members holding shares in electronic form are requested to register / update their postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participants, with whom they are maintaining their Demat accounts.
11. Members holding shares in physical form are requested to register / update their postal address, email address, telephone/ mobile numbers, 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., with the Registrar and Share Transfer Agent i.e. M/s. Integrated Registry Management Services Private Limited, by sending an email to yuvraj@integratedindia.in.
12. Non-Resident Indian members are requested to inform M/s. Integrated Registry Management Services Private Limited immediately on:
 - a. The change in the residential status on return to India for permanent settlement; and
 - b. The particulars of the bank account(s) maintained in India with complete name, branch and account type, account number and address of the bank, if not furnished earlier.
13. The Company has engaged the services of National Securities Depository Limited (NSDL) as the authorized agency for conducting of the e-AGM and providing e-voting facility.
14. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

15. Relevant documents referred to in the accompanying Notice calling the AGM are available for inspection through electronic mode up to the date of the AGM. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, upon request will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send an email to polyspinexportscs@gmail.com.
16. Re-appointment of Director: At the ensuing AGM, Shri S.V. Ravi, (DIN: 00121742) is liable to retire by rotation in terms of section 152(6) of the Act and being eligible, have offered themselves for re-appointment.
17. Under the provisions of section 125 of the Companies Act 2013, dividends remaining unpaid for a period of over 7 years will be transferred to the Investor Education & Protection Fund (IEPF) of the Central Government. The Shareholders can claim such dividends from IEPF as per the rules and regulations of the Companies Act, 2013 and the Central Government. Hence, members who have not claimed their dividend relating to earlier years may write to the Company for claiming the amount before it is transferred to the IEPF. The details of the due date for transfer of such unclaimed dividend to the IEPF are given below;

Financial year ended	Dividend Percentage	Date of Declaration of Dividend	Last Date for claiming Unpaid Dividend	Due date for transfer to IEP Fund
31.03.2017	12%	26.09.2017	25.09.2024	24.10.2024
31.03.2018	12%	13.08.2018	12.08.2025	11.09.2025
31.03.2019	12%	12.08.2019	11.08.2026	10.09.2026
31.03.2020	6%	12.08.2020	11.08.2027	10.09.2027
31.03.2021	12%	27.08.2021	26.08.2028	25.09.2028
31.03.2022	12%	26.08.2022	25.08.2029	24.09.2029

In accordance with the provisions of Section 124 (6) of the Companies Act 2013 read with the Investor Education and Protection Fund Authority (Accounting, Auditing, Transfer and Refund) Rules, 2016, the shares in respect of which dividend has not been paid or claimed for 7 consecutive years or more have been transferred to IEPF by the Company. The shareholders or their legal heirs are entitled to claim the shares and dividends so transferred from IEPF by making an online application in Form No. IEPF 5 to the IEPF Authority.

18. As mandated by SEBI, effective from April 1, 2019, that securities of listed companies shall be transferred only

in dematerialized form. In order to facilitate transfer of share(s) in view of the above and to avail various benefits of dematerialization, members are advised to dematerialize their share(s) held by them in physical form.

19. The Company has fixed Friday, the 23rd August, 2024 as the 'Cut Off Date' for determining entitlement of members to vote on the AGM resolutions.
20. The formats for Nomination and Updating of KYC details in accordance with the SEBI circular are available on the Company's website at www.polyspin.org > Investor Relations > Investor Services or <https://www.integratedindia.in>. The duly filled in Forms may be sent to polyspinexportscs@gmail.com or yuvraj@integratedindia.in through the registered e-mail ID of the shareholder by digitally signing or can also be submitted in hard copy to the RTA/ Company.
21. The SEBI, vide its Circular dated October 7, 2023 has dispensed with the requirement of dispatch of physical copies of the Annual Report. Accordingly, the Notice of the AGM along with the Annual Report 2023-24 is being sent only by 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.polyspin.org, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL <https://www.evoting.nsdl.com>. For any communication, the shareholders may also send requests to the Company's dedicated investor email-id: polyspinexportscs@gmail.com.

Shareholders are requested to address all correspondence, including dividend related matters, to the RTA, M/s. Integrated Registry Management Services Private Limited, 2nd Floor, "Kences Towers", No.1, Ramakrishna Street, T. Nagar, Chennai – 600 017.

Disclaimer: This Communication is not to be treated as a tax advice from the Company or its Registrar & Share Transfer Agent (RTA). Shareholders should obtain the tax advice related to their tax matters from a tax professional.

22. SEBI vide its circular no. SEBI/HO/MIRSD/DOP1/ CIR/P/2018/73 dated April 20, 2018, with a view to protect the interest of the shareholders, has mandated to all the members who holds securities of the Company

in physical form, to furnish to the Company/ its registrar and transfer agent, the details of their valid PAN and bank account. To support the SEBI's initiative, the Members are requested to furnish the details of PAN and bank account to M/s. Integrated Registry Management Services Private Limited, the Company's Registrar and Transfer Agent.

23. SEBI has mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Integrated Registry Management Services Private Limited.
24. Members can avail the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed Form SH-13 duly filled in to M/s. Integrated Registry Management Services Private Limited, 2nd Floor, "Kences Towers", No.1, Ramakrishna Street, T. Nagar, Chennai – 600 017 or call on Tell : + 91 44 28140801; E-mail: yuvraj@integratedindia.in. The said form can be downloaded from the Company's website. The prescribed form in this regard may also be obtained from M/s. Integrated Registry Management Services Private Limited at the address mentioned above. Members holding shares in electronic form are requested to contact their Depository Participant directly for recording their nomination.
25. 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 the AGM.
26. Members seeking any information with regard to the accounts or any matter to be placed at the AGM are requested to write to the Company on or before 24th August, 2024 through email on polyspinexportscs@gmail.com. The same will be replied by the Company suitably.
27. Instructions for attending the e-AGM and e-voting are as follows:
 - i) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration)

Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, May 05, 2022 and September 25, 2023, the Company is providing facility of remote e-voting to its Members in respect of the businesses to be transacted at the AGM. The facility of casting votes by a member using remote e-voting system as well as instant voting on the date of the AGM will be provided by NSDL.

- ii) Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
- iii) The Board of Directors has appointed Mr. B. Subramanian (Membership No. FCS 2152) as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.
- iv) The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- v) The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- vi) Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if he / she has already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
- vii) Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e. 23rd August, 2024, may obtain the login ID and password by sending a request at

evoting@nsdl.com or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 or call at 022-4886 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. 23rd August, 2024 may follow steps mentioned in the Notice of the AGM under “Access to NSDL e-Voting system”.

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

The remote e-voting period begins on Tuesday, the 27th August, 2024 at 9:00 A.M. and ends on Thursday, the 29th August, 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. Friday, the 23rd August, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, the 23rd August, 2024.

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

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




Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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

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

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/Id eas DirectReg.jsp. 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL:https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e.your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

Type of Shareholders	Login Method
	<p>NSDL Mobile App is available on</p>   
Individual Shareholders holding securities in demat mode with CDSL.	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi /Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>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.</p>

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

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

Login Type	Helpdesk Details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022-4886 7000.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or call 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 Log-in to NSDL e-Voting website?

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

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

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID. For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID. For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company. For example if folio number is 001*** and EVEN is 129292 then user ID is 129292001***

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.nsdl.com.
- b) "**Physical User Reset Password**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

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

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

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

Step 2: Cast your vote electronically 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 subra1152@gmail.com with a copy marked to evoting@nsdl.com.
2. 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 on their login.
3. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com to reset the password.
4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and call at 022-4886 7000 or send a request to Ms. Prajakta Pawle or Ms. Shruthi Shetty or Mr. Nihar Kudaskar at evoting@nsdl.com.

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

1. In case shares are held in physical mode please provide Folio No., Name of Shareholder, Scanned copy of the Share Certificate (front and back), PAN (self-attested scanned copy of PAN Card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to polyspinexportscs@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, Client Master or copy of Consolidated Account Statement, PAN (self-attested scanned copy of

PAN Card), AADHAAR (self-attested scanned copy of Aadhaar Card) to polyspinexportscs@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.
2. Only those Members/shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-Voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system.** After successful login, you can see link of “VC/OAVM link”

placed under “**Join Meeting**” menu against Company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at polyspinexportscs@gmail.com. The same will be replied by the Company suitably.
6. Members who would like to express their views/ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail id mentioning their Name, DP ID and Client ID / Folio Number, PAN, Mobile Number to the Company at polyspinexportscs@gmail.com at least 3 days prior to the AGM. Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.
7. Further, members who would like to have their questions / queries responded to during the AGM are requested to send such questions / queries in advance at least 3 days prior to the AGM, by following similar process as mentioned above. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

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

Item No.3

Shri S.R. Venkatanarayana Raja (DIN: 01226624) is currently an Independent Director of the Company, Chairperson of the Corporate Social Responsibility Committee and Member of the Nomination and Remuneration Committee & Stakeholders Relationship Committee.

Shri S.R. Venkatanarayana Raja was appointed as an Independent Director of the Company by the Members at the 34th Annual General Meeting of the Company held on August 12, 2019 for a period of 5 (five) consecutive years commencing from September 1, 2019 upto August 31, 2024 (both days inclusive) and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on May 27, 2024, proposed the re-appointment of Shri S.R. Venkatanarayana Raja as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from September 1, 2024 upto August 31, 2029 (both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Shri S.R. Venkatanarayana Raja holds a Bachelor's Degree in Business Administration. He has 39 years of vast experience and knowledge in manufacturing industry, administration, marketing and finance.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Shri S.R. Venkatanarayana Raja's qualifications and the rich experience of over three decades in the above mentioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Shri S.R. Venkatanarayana Raja continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

The Company has in terms of Section 160(1) of the Companies Act, 2013 ('the Act') received a notice from a Member proposing his candidature for the office of Director.

The Company has received a declaration from Shri S.R. Venkatanarayana Raja confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Shri S.R. Venkatanarayana Raja has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Shri S.R. Venkatanarayana Raja has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circular dated June 20, 2018 issued by BSE Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Shri S.R. Venkatanarayana Raja has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. Shri S.R. Venkatanarayana Raja has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). He has passed the online proficiency self-assessment test conducted by The Indian Institute of Corporate Affairs.

In the opinion of the Board, Shri S.R. Venkatanarayana Raja fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the Management. The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at <https://www.polyspin.org> and would also be made available for inspection to the Members of the Company upto Friday, August 30, 2024, by sending a request from their registered email address to the Company at polyspinexportscs@gmail.com along with their Name, DP ID & Client ID/Folio No.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Shri S.R. Venkatanarayana Raja as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board recommends the Special Resolution set out in Item No. 3 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Shri S.R. Venkatanarayana Raja and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

Item No.4

Shri V.S. Jagdish (DIN: 08452900) is currently an Independent Director of the Company and member of the Audit Committee.

Shri V.S. Jagdish was appointed as an Independent Director of the Company by the Members at the 34th Annual General Meeting of the Company held on August 12, 2019 for a period of 5 (five) consecutive years commencing from September 1, 2019 upto August 31, 2024 (both days inclusive) and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on May 27, 2024, proposed the re-appointment of Shri V.S. Jagdish as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from September 1, 2024 upto August 31, 2029 (both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Shri V.S. Jagdish holds a B Tech Degree in Textile Technology. He has 49 years of rich experience and knowledge in manufacturing industry and administration.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Shri V.S. Jagdish qualifications and the rich experience of over four decades in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Shri V.S. Jagdish continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

The Company has in terms of Section 160(1) of the Companies Act, 2013 ('the Act') received a notice from a Member proposing his candidature for the office of Director. The Company has received a declaration from Shri V.S. Jagdish confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Shri V.S. Jagdish has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Shri V.S. Jagdish has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circular dated June 20, 2018 issued by BSE Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Shri V.S. Jagdish has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. Shri V.S. Jagdish has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). He has passed the online proficiency self-assessment test conducted by The Indian Institute of Corporate Affairs.

In the opinion of the Board, Shri V.S. Jagdish fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the Management. The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at <https://www.polyspin.org> and would also be made available for inspection to the Members of the Company upto Friday, August 30, 2024, by sending a request from their registered email address to the Company at polyspinexportscs@gmail.com along with their Name, DP ID & Client ID/Folio No.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and

SEBI Listing Regulations, the re-appointment of Shri V.S. Jagdish as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board recommends the Special Resolution set out in Item No. 4 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Shri V.S. Jagdish and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

Item No.5

Shri R. Sundaram (DIN: 01361345) is currently an Independent Director of the Company, Chairperson of the Audit Committee and Nomination & Remuneration Committee.

Shri R. Sundaram was appointed as an Independent Director of the Company by the Members at the 34th Annual General Meeting of the Company held on August 12, 2019 for a period of 5 (five) consecutive years commencing from September 1, 2019 upto August 31, 2024 (both days inclusive) and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on May 27, 2024, proposed the re-appointment of Shri R. Sundaram as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from September 1, 2024 upto August 31, 2029 (both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Shri R. Sundaram holds a Bachelor's Degree in Commerce. He is the fellow member of The Institute of Chartered Accountants of India and he is in practice in the area of Corporate Laws from 1986 onwards. He has wide knowledge in the areas of Tax Planning and Management.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Shri R. Sundaram qualifications and the rich experience of over four decades in the abovementioned

areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Shri R. Sundaram continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

The Company has in terms of Section 160(1) of the Companies Act, 2013 ('the Act') received a notice from a Member proposing his candidature for the office of Director. The Company has received a declaration from Shri R. Sundaram confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Shri R. Sundaram has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Shri R. Sundaram has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circular dated June 20, 2018 issued by BSE Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Shri R. Sundaram has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. Shri R. Sundaram has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). Shri R. Sundaram is exempt from the requirement to undertake online proficiency self-assessment test conducted by The Indian Institute of Corporate Affairs.

In the opinion of the Board, Shri R. Sundaram fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the Management. The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at <https://www.polyspin.org> and would also be made available for inspection to the Members of the Company upto Friday, August 30, 2024, by sending a request from their

registered email address to the Company at polyspinexportscs@gmail.com along with their Name, DP ID & Client ID/Folio No.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Shri R. Sundaram as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board recommends the Special Resolution set out in Item No. 5 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Shri R. Sundaram and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

Item No.6

Shri Rajesh Devarajan (DIN: 01153112) is currently an Independent Director of the Company and member of the Audit Committee.

Shri Rajesh Devarajan was appointed as an Independent Director of the Company by the Members at the 35th Annual General Meeting of the Company held on August 12, 2020 for a period of 5 (five) consecutive years commencing from September 20, 2019 upto September 19, 2024 (both days inclusive) and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on May 27, 2024, proposed the re-appointment of Shri Rajesh Devarajan as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from September 20, 2024 upto September 19, 2029 (both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Shri Rajesh Devarajan holds Master Degree in M.E. from Texas A & M University, USA. He has 24 years of rich experience in Management Consultancy and Hotel Management.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Shri Rajesh Devarajan qualifications and the rich experience of over four decades in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Shri Rajesh Devarajan continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

The Company has in terms of Section 160(1) of the Companies Act, 2013 ('the Act') received a notice from a Member proposing his candidature for the office of Director. The Company has received a declaration from Shri Rajesh Devarajan confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Shri Rajesh Devarajan has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Shri Rajesh Devarajan has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circular dated June 20, 2018 issued by BSE Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Shri Rajesh Devarajan has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. Shri Rajesh Devarajan has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). He has passed the online proficiency self-assessment test conducted by The Indian Institute of Corporate Affairs.

In the opinion of the Board, Shri Rajesh Devarajan fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the

Management. The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at <https://www.polyspin.org> and would also be made available for inspection to the Members of the Company upto Friday, August 30, 2024, by sending a request from their registered email address to the Company at polyspinexportscs@gmail.com along with their Name, DP ID & Client ID/Folio No.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Shri Rajesh Devarajan as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board recommends the Special Resolution set out in Item No. 6 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Shri Rajesh Devarajan and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

Item No. 7

Your Company is engaged in the manufacture of mainly Flexible Intermediate Bulk Containers (FIBC) Bags and OE yarn. The Company has to perform various related party transactions with its related parties. These transactions are in the ordinary course of business and at arm's length basis. The following parties fall under the category of a related party of the Company in terms of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013 as notified and amended from time to time. The provisions of this regulation read with Policy on Related Party Transactions approved and notified by the Board of Directors of the Company consider a transaction with a related party material if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year exceeds ten percent of the Annual consolidated turnover of the Company as per the last audited financial statements of the Company. Further, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

POLYSPIN EXPORTS LIMITED

from time to time require all material related party transactions to be approved by the shareholders through an ordinary resolution and the related parties shall abstain from voting on such resolutions.

Pursuant to Section 188 of the Companies Act, 2013 ('the Act'), read with the Companies (Meetings of Board and its Powers) Rules, 2014 ('Rules'), the Company is required to obtain consent of the Board of Directors and prior approval of the members by way of ordinary resolution, in case certain transactions with related parties exceeds such sum as is specified in the Rules. The aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and an arm's length basis. All the Related Party Transactions entered into by the Company are at arm's length basis and in the ordinary course of business and approval of the Audit Committee and Board is obtained, wherever required. However, the estimated transaction value

with/any of below mentioned Companies may likely to exceed 10% of the Annual Turnover of the Company as per the last audited financial statements of the Company.

Although approval of the shareholders would not be required under the provisions of Section 188 of the Companies Act, 2013 and the rules made thereunder and as amended from time to time due to the reason that transactions with related party are in the ordinary course of business and at the arm's length basis, the same is being sought as an abundant precautionary measure. The transactions going to be made with such parties as stated below are 'Related Parties' of the Company as per Section 2(76) of the Companies Act, 2013.

The particulars required to be provided under Clause 3 of the Explanation to Rule 15 Sub-Rule 3 of the Companies (Meetings of Board and its Power) Rules, 2014 are given below:

Name of the Related Party	Polyspin Private Limited	Energyspin Private Limited	Ganesh Agro Pack Private Limited	Lankaspin Private Limited, Srilanka	Chola Packaging Private Limited
Name of the Directors or KMP who is related	Shri R. Ramji, Managing Director and Smt. Durga Ramji, Director	Shri R. Ramji, Managing Director and Smt. Durga Ramji, Director	Shri S.V.Ravi Director, his relatives and Shri S.R.Subramanian, Director	An Associate Company, Shri R. Ramji, Managing Director and Smt. Durga Ramji, Director	Shri S.V.Ravi Director and his relatives
Annual Estimated Transaction Value	Rs. 30.00 Crores	Rs. 5.00 Crores	Rs. 5.00 Crores	Rs. 25.00 Crores	Rs. 5.00 Crores
Nature, Material terms and particulars of the contract or arrangement	Payment of rent and processing charges, Purchase and Sale of Raw materials and Finished goods.	Payment of rent and processing charges, Purchase and Sale of Raw materials and Finished goods.	Payment of processing charges, Purchase and Sale of Raw materials and Finished goods.	Purchase and sale of Raw materials and Finished goods.	Payment of processing charges, Purchase and Sale of Raw materials and Finished goods.
Any other Information	Nil	Nil	Nil	Nil	Nil

**By order of the Board,
For POLYSPIN EXPORTS LIMITED**

Place : Rajapalayam
Date : May 27, 2024

**A. EMARAJAN
COMPANY SECRETARY**

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT

[Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings]

Name of the Director	Shri S.R. Venkata narayana Raja	Shri V.S. Jagdish	Shri R. Sundaram	Shri Rajesh Devarajan	Shri S.V. Ravi
DIN	01226624	08452900	01361345	01153112	00121742
Date of Birth	23.12.1952	10.09.1952	25.07.1956	05.12.1973	15.03.1959
Age	71 Years	72 Years	68 Years	50 Years	65 Years
Date of first appointment of the Board	01.09.2019	01.09.2019	01.09.2019	20.09.2019	27.11.1992
Qualifications	Bachelor's Degree in Business Administration	B.Tech in Textile Technology	Bachelor Degree in Commerce. He is fellow member of Institute of Chartered Accountants of India	Master Degree in M.E. from Texas University, USA.	Bachelor's Degree in Business Administration
Expertise in specific functional areas	He has 39 years of vast experience and knowledge in manufacturing industry, administration, marketing and finance.	He has 50 years of rich experience and knowledge in manufacturing industry.	He is in practice in the area of Corporate Laws from 1986 onwards.	He has 24 years of experience in Management Consultancy and Hotel Management.	He has rich experience in Technical Textile Industry and Business Management.
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	Refer Item No.3 of the Notice and Explanatory Statement.	Refer Item No.4 of the Notice and Explanatory Statement.	Refer Item No.5 of the Notice and Explanatory Statement.	Refer Item No.6 of the Notice and Explanatory Statement.	He is the Managing Director of Chola Packaging Private Limited
Terms and conditions of re-appointment	Re-appointment as an Independent Director for a period of 5 years commencing from September 1, 2024 to August 31, 2029 (both days inclusive) [Refer Item No. 3 of the Notice and Explanatory Statement]	Re-appointment as an Independent Director for a period of 5 years commencing from September 1, 2024 to August 31, 2029 (both days inclusive) [Refer Item No. 4 of the Notice and Explanatory Statement]	Re-appointment as an Independent Director for a period of 5 years commencing from September 1, 2024 to August 31, 2029 (both days inclusive) [Refer Item No. 5 of the Notice and Explanatory Statement]	Re-appointment as an Independent Director for a period of 5 years commencing from September 20, 2024 to September 19, 2029 (both days inclusive) [Refer Item No. 6 of the Notice and Explanatory Statement]	Re-appointment of Director, who retires by rotation.

POLYSPIN EXPORTS LIMITED

Name of the Director	Shri S.R. Venkata narayana Raja	Shri V.S. Jagdish	Shri R. Sundaram	Shri Rajesh Devarajan	Shri S.V. Ravi
Details of remuneration last drawn (FY 2023-24)	Sitting Fees: Rs. 65,000	Sitting Fees: Rs. 80,000	Sitting Fees: Rs. 80,000	Sitting Fees: Rs. 75,000	Sitting Fees: Rs. 80,000
Details of remuneration sought to be paid	Sitting Fees as approved by the Board of Directors	Sitting Fees as approved by the Board of Directors.	Sitting Fees as approved by the Board of Directors	Sitting Fees as approved by the Board of Directors	Sitting Fees as approved by the Board of Directors
Directorships in other Companies (excluding foreign companies)	T r i u m p h Enterprises & Investment Madurai Private Limited	Nil	1. Corporate Advizory Group Private Limited 2. Chennai Corporate Financial Services Private Limited	1. Hablis Hotels Private Limited 2. Primera Hotels Private Limited	1.Chola Packaging Private Limited 2. Ganesh Agro Pack Private Limited 3. Ramona Cosmeaceuticals Private Limited
Membership/ Chairpersonship of Committees in other companies (excluding foreign companies)	Nil	Nil	Nil	Nil	Nil
Listed entities from which the Director has resigned from Directorship in last 3 (three) years	Nil	Nil	Nil	Nil	Nil
No. of Board Meetings attended during FY 2023-24	5	5	5	5	5
Inter relationship with other Directors and Key Managerial Personnel of the Company	None	None	None	None	None
No.of shares held					
(a) Own	-	-	-	-	17,000
(b) For other persons on a beneficial basis	-	-	-	-	-

By order of the Board,
For POLYSPIN EXPORTS LIMITED

Place : Rajapalayam

Date : May 27, 2024

A. EMARAJAN
COMPANY SECRETARY

DIRECTORS' REPORT

To the Members,

Your Directors have pleasure in presenting the Thirty Ninth Annual Report on the working of the Company and Audited Accounts for the year ended 31st March, 2024.

Financial Results :

Particulars	(Rs. in Lakhs)	
	Year ended 31.03.2024	Year ended 31.03.2023
Sales and other Income	20,611.00	21,260.31
Operating Profit (Profit Before Finance Cost, Depreciation and Tax)	296.07	840.09
Less : Finance Cost	391.50	310.10
Profit / (Loss) before Depreciation and Tax	(95.43)	529.99
Less : Depreciation	316.72	274.31
Profit / (Loss) before Tax	(412.15)	255.68
Less : Provision for Taxation - Current	--	46.50
Less : Provision for Taxation - Deferred	(166.09)	(4.46)
Profit / (Loss) after tax for the year from continuing Operations	(246.06)	213.64
Add : Profit / (Loss) after tax for the year from Discontinued Operations	(85.45)	(122.76)
Add : Other Comprehensive Income	38.50	(148.56)
Total Comprehensive Income	(293.01)	(57.68)

The Previous figures has been re-arranged for the purpose of Providing Company's discontinued operation.

SHARE CAPITAL

The Authorized Share Capital of the Company as on 31st March, 2024 is Rs.5,00,00,000 consisting of 1,00,00,000 equity shares of Rs.5 each.

The Paid-up Share Capital of the Company is Rs.5 Crores (Previous Year: Rs.5 Crores) consisting of 1,00,00,000 equity shares of Rs.5 each.

There was no public issue, rights issue, bonus issue or preferential issue, etc., during the year. Further, the Company has not issued shares with differential voting rights or sweat equity shares, nor has it granted any stock options during the year under review.

DIVIDEND

Your Directors have not recommended any Dividend for the financial year 2023-24 due to loss incurred by the Company.

TRANSFER TO RESERVE

In view of the loss for the year ended March 31, 2024, there is no transfer to General Reserves of the Company.

MANAGEMENT DISCUSSION AND ANALYSIS REVIEW OF THE OPERATION, CURRENT TRENDS AND FUTURE PROSPECTS:

COMPANY PERFORMANCE

During the year, the performance of your Company was satisfactory. The turnover has decreased from Rs.212.60 Crores to Rs. 206.11 Crores due to slowdown in USA Market, the fluctuation in International raw material prices and the operations of Textile Division closed from June 16, 2023. The table below shows comparative quantitative figures of production and sales of the Company's products.

PRODUCTION AND SALES

Quantity of Production and Sale of the Company's Products i.e., FIBC Bags and OE Spinning Yarn for the year ended 31.03.2024 and 31.03.2023 are as follows:

S.No.	Particulars	Year ended	Year ended
		31.03.2024	31.03.2023
		Quantity (Kgs.)	Quantity (Kgs.)
1. Production			
1)	FIBC Bags & PP Woven Bags	1,16,86,376	1,00,26,913
2)	PP Woven Fabrics	69,164	1,12,632
3)	PP Yarn	1,96,040	2,88,913
4)	Multifilament Yarn**	9,70,739	8,57,003
5)	Cotton Yarn (Discontinued Operations)	3,90,991	16,97,658
2. Sales			
1)	FIBC Bags & PP Woven Bags	1,15,52,924	1,01,26,610
2)	PP Woven Fabrics	69,164	1,12,632
3)	PP Yarn	1,96,040	2,88,913
4)	Multifilament Yarn**	42,226	32,396
5)	Cotton Yarn (Discontinued Operations)	4,90,893	16,18,124

Multifilament Yarn**

Out of 9,70,739 Kgs. of Multifilament Yarn produced, we have captively consumed 9,28,513 Kgs. for FIBC bags production.

FIBC BAGS DIVISION

The FIBC Division has registered a Turnover of Rs.198.62 Crores as against Rs.205.17 Crores of the previous year due to slowdown in USA Market and the fluctuation in International raw material prices. The FIBC Market is highly competitive with a large number of global and regional players competing on factors such as product quality, innovation, price, distribution network and customer service.

The Strength of FIBC market are cost effective packaging solution, versatile & customizable design, wide range of applications & end use industries and FIBC bags are lightweight, durable & easy to handle. The weakness are depending on the raw material prices & its availability, compliance with regulatory standards & certifications, limited product differentiation & brand recognition and vulnerability to market fluctuation & slowdown.

The opportunities are technology advancement, product innovation, sustainability initiatives & eco-friendly solutions and strategic partnership & collaborations. The threats are fluctuation in raw material prices, intense competition from alternative packaging solutions, regulatory compliances & quality assurance requirements and economic downturns & geopolitical uncertainties.

The FIBC Market size is estimated at USD 5.14 billion in 2024, and is expected to reach USD 7.22 billion by 2029, growing at a CAGR of 5.81% during the forecast period (2024-2029).

The FIBC Market is expected to witness steady growth in the coming years driven by increasing demand from end-use industries such as agriculture, chemicals, construction, food and beverages, pharmaceuticals and logistics. Factors such as globalization, urbanization, infrastructure development and the shift towards sustainable packaging solutions are expected to drive market expansion. However, challenges such as raw material price volatility, regulatory compliance and competition from alternative packaging solutions may pose constraints to market growth. Continued investment in innovation, sustainability, digitalization and partnership are essential for industry participants to stay competitive and capitalize on emerging opportunities in the evolving FIBC market landscape.

With the continuous efforts towards strengthening the operational efficiency and cost control through the various measures such as erection of Solar Power Plant, Standardization of supply chains and other decisive internal measures, the Company is optimistic about the better financial performance in the forthcoming financial years.

OPEN END SPINNING DIVISION

The textile division has registered a Turnover of Rs.10.26 Crores as against Rs. 33.20 Crores of the previous year. On June 16, 2023, the Company has temporarily stopped the production of spinning division considering the unremunerative sale price of yarn and continuous increase in raw material prices. Subsequently, the Board of Directors at their meeting held on August 14, 2023 has approved the permanent closure of operations of this division considering the following factors persist in the past several years.

1. Market conditions are not favorable
2. Unremunerative selling price of yarn.
3. Unpredictable frequent increase in Rawmaterial prices, but no increase in selling price of yarn.
4. The performance of the division was not satisfactory.

The above factors making unviable to run the division. The Land and Buildings are currently used for phased expansion of FIBC Division. Also, the Company is in the process of selling Machineries and other movable assets of this division and is expected to complete by September 2024.

SOLAR PLANT

During the year, the Company has installed the 1.304 MW (1304 kWp) Roof Top Solar Power Plant at FIBC Division at the cost of Rs.5.78 Crores with an intent to reduce the power cost through Captive Consumption. The Solar Panels started generating powers from April 2024 onwards. The full benefits of this investment will be seen from the financial year 2024-25.

FINANCIAL PERFORMANCE

(Rs.in Lakhs)

S.No.	Particulars	31.03.2024	31.03.2023
1.	Revenue from Operations	20,221.32	24,582.39
2.	EBITDA (before exceptional items)	296.07	867.40
3.	Profit After Tax	(246.06)	90.88
4.	Cash Profit / (Loss)	(95.43)	535.88
5.	Earnings Per Share (in Rs.)	(3.31)	0.91
6.	Cash EPS (in Rs.)	(0.95)	5.36
7.	Net Worth	5,142.67	5,325.41
8.	Capital Employed	7,486.08	7,267.67
9.	Fixed Assets (including Capital Work in Progress (CWIP))	5,291.28	4,972.27

The figures of financial year 2022 – 2023 includes the details of discontinued operation (Textiles Division) during the current financial year .The Published figures of Financial year 2023 have been re-presented for the financial Reporting requirements to show the comparative results of discontinued operation as a separate line item in the Statement of profit and Loss account as required by INDAS-1

KEY FINANCIAL RATIOS

In accordance with Schedule V (B) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Key Financial Ratios for the financial year 2023-24 are given below.

S.No.	Particulars	31.03.2024	31.03.2023
1.	Debtor Turnover Ratio (in times)	7.82	6.66
2.	Inventory Turnover Ratio (in times)	5.12	6.51
3.	Interest Coverage Ratio (in times)	(0.05)*	1.40
4.	Current Ratio (in times)	1.25	1.22
5.	Debt Equity Ratio (in times)	1.45	1.31
6.	Operating Profit Margin (%) before exceptional Items	0.02*	0.95
7.	EBITDA Margin (%)	1.46*	3.59
8.	Net Profit Margin (%)	(1.56)*	0.38
9.	Total Debt / EBITDA	25.24*	8.06
10.	Return on Capital Employed	(0.70)*	3.77

There have been significant change (i.e. 25% or more) in the following ratios.

- For Serial No.3, 6, 7, 9 and 10 due to lower revenue and profitability.
- For Serial No.8 due to significant reduction in revenue from operation.

SOURCES OF FUNDS

Own Funds

The Company's Net Worth has decreased to Rs.5,142.67 Lakhs as on 31st March, 2024 as against Rs.5,325.41 Lakhs of the previous year.

Equity

The Company's equity comprises 1,00,00,000 equity shares with a face value of Rs.5 per share, with Promoters holding of 47.79% as on 31st March, 2024.

Book Value

The Book Value of shares as on 31st March, 2024 is Rs.51.43 per share.

Other Equity

The Company's other equity decreased to Rs. 4,642.67 Lakhs as on 31st March, 2024 as against Rs. 4,825.41 Lakhs of the previous year. Free reserves constitute 100% of the other equity.

Long Term Borrowings

The Company's Long Term borrowings stood at Rs. 2,599.90 Lakhs as on 31st March, 2024, compared to Rs. 1,851.66 Lakhs of the previous year as detailed below.

(Rs.in Lakhs)

Particulars	2023-2024	2022-2023
Long Term Loan	2,052.26	1,329.39
Current Maturities of Long Term Borrowings	547.64	522.27
Total	2,599.90	1,851.66

APPLICATION OF FUNDS

Gross Block

The Company's Gross Block of Fixed Assets increased to Rs. 9,537.11 Lakhs as against Rs. 8,436.82 Lakhs of the previous year.

RISK MANAGEMENT

The Company has robust management architecture. The Company identifies categories, maps mitigation strategies and monitors potential risks. The strategies are drawn up considering potential risks within the short / medium/long term outlook:

Type of Risk	Mitigation Strategy	Outlook
Industry Risk Softening demand for FIBC bags will impact offtake.	Minimize cost of production and develop long term relationships so as to the supplier of choice.	Long Term
Raw Material Risk Unavailability of raw material can diminish production capacity.	Long term relationship with suppliers of PP Granules ensures steady availability.	Short to Long Term
Regulatory Risk Change in regulation or legislation may derail production strategy.	Tracks regulations consistently and monitors statutory industry compliances or any changes to them.	Medium Term
Operational Risk Inefficient operational practices could influence production cost and affect competitive.	- Maintain equipment regularly to avoid untimely breakdown. - Focuses on upgrading technology and processes to enhance efficiency. - Employs various safety precautions to reduce accidents.	Short Term
Exchange Risk Currency market volatilities may impact margins.	- Hedges export proceeds using forward contracts and avail PCFC in Foreign currency for working capital. - Focuses on obtaining long term contracts and spot sales that optimize offtake and realizations.	Short Term

BOARD OF DIRECTORS

Shri R. Ramji (DIN: 00109393) was re-appointed as Managing Director of the Company for a period of 3 years from 01-04-2024 to 31-03-2027 at the Annual General Meeting held on 25-08-2023.

In accordance with the provisions of the Companies Act, Shri S.V. Ravi (DIN: 00121742) Director retire by rotation at the ensuing Annual General Meeting and is being eligible offer themselves for reappointment.

Key Managerial Personnels (KMPs)

Pursuant to the provisions of Section 203 of the Companies Act, 2013, the KMPs of the Company as on date are;

1. Shri R. Ramji, Managing Director
2. Shri S. Seenivasa Varathan, Chief Financial Officer
3. Shri A. Emarajan, Company Secretary & Compliance Officer
4. Shri B. Ponram, Chief Operating Officer

Appointment of Independent Directors

The Independent Directors hold office for a period of 5 years and are not liable to retire by rotation.

At the Annual General Meeting held on 12-08-2019 & 12-08-2020 respectively, the following Directors were appointed as an Independent Directors for a first term of 5 consecutive years as per the details provided below :

Period from September 1, 2019 up to August 31, 2024

1. Shri S.R. Venkatanarayana Raja (DIN: 01226624)
2. Shri V.S. Jagdish (DIN: 08452900)
3. Shri R. Sundaram (DIN: 01361345)

Period from September 20, 2019 to September 19, 2024

Shri Rajesh Devarajan (DIN: 01153112) – At the AGM held on 12-08-2020.

The existing terms of above Independent Directors will expire during August 2024 and September 2024 respectively. As per Section 149 (10) of the Companies Act, 2013, the above Independent Directors are eligible for re-appointment for a second term of 5 consecutive financial years on passing of a Special Resolution at the General Meeting of the Company.

Accordingly, based on the recommendation of the Nomination and Remuneration Committee at its meeting held on 27-05-2024, the Board of Directors at their meeting held on 27-05-2024 have re-appointed the above Independent Directors for a second term of 5 consecutive years starting from 01-09-2024 and 20-09-2024 respectively. Approval of the members being sought for their re-appointment as set out in the Notice convening this Annual General Meeting.

No Independent Directors retired during the year.

Declaration by Independent Directors

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 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and they have complied with the Code for Independent Directors as prescribed in Schedule IV to the Act.

Pursuant to Rule 8(5) (iii) of Companies (Accounts) Rules, 2014, it is reported that, other than the above, there have been no changes in the Directors or Key Managerial Personnel during the year.

The Company has formulated a code of conduct for the Directors and Senior Management Personnel, which has been complied with.

The Audit Committee has four members, out of which three are Independent Directors. Pursuant to Section 177(8) of the Companies Act, 2013, it is reported that there has not been an occasion, where the Board had not accepted any recommendation of the Audit Committee.

Policy of Directors Appointment and Remuneration

In accordance with Section 178(3) of the Companies Act, 2013 and based upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors have approved a policy relating to appointment and remuneration of Directors, Key Managerial Personnel and Other Employees. The objective of the Nomination and

Remuneration Policy is to ensure that the level and composition of remuneration is reasonable, the relationship of remuneration to performance is clear and appropriate to the long-term goals of the Company. The policy also envisages and takes into account the total involvement with dedication and human touch.

The Nomination and Remuneration Committee and this Policy shall be in compliance with the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There has been no change in the policy during the year under review.

The web address of the Policy is at <http://polyspin.org/admin/policy/Nomination%20Remuneration%20Policy.pdf>.

None of the Directors are disqualified under Section 164 of the Companies Act, 2013.

BOARD EVALUATION

Pursuant to Section 134(3) (p) of the Companies Act, 2013, and Regulation 25(4) of SEBI (LODR) Regulations, 2015, Independent Directors have evaluated the quality, quantity and timeliness of the flow of information between the Management and the Board, Performance of the Board as a whole and its Members and other required matters.

Pursuant to Schedule II Part D of SEBI (LODR) Regulations, 2015, the Nomination and Remuneration Committee has laid down evaluation criteria for performance evaluation of Independent Directors, which will be based on attendance, expertise and contribution brought in by the Independent Directors at the Board Meeting and Committee Meetings, which shall be taken into account at the time of re-appointment of Independent Director.

Pursuant to Regulation 17(10) of SEBI (LODR) Regulations, 2015, the Board had carried out an annual evaluation of its own performance as well as that of its Committees and individual directors. The evaluation has been made based on the evaluation criteria as approved by the Nomination and Remuneration Committee.

MEETINGS

During the year under review, five meetings of the Board were held. The details of the Board and Committee Meetings are provided in Corporate Governance Report forming part of this report.

SECRETARIAL STANDARD

As required under clause 9 of Secretarial Standard 1, the Board of Directors of the Company confirm that the Company has complied with the applicable Secretarial Standards.

ORDERS PASSED BY REGULATORS

Pursuant to Rule 8(5) (vii) of Companies (Accounts) Rules, 2014, it is reported that, no significant and material orders have been passed by the Regulators or Courts or Tribunals, which would impact the going concern status of the Company.

INTERNAL FINANCIAL CONTROLS

The Company has implemented and evaluated the Internal Financial Controls, which provide a reasonable assurance in respect of providing financial and operational information, complying with applicable statutes and policies, safeguarding of assets, prevention and detection of frauds, accuracy and completeness of accounting records. In accordance with Rule 8(5) (viii) of Companies (Accounts) Rules, 2014, it is hereby confirmed that the Internal Financial Controls are adequate with reference to the financial statements and operations of the Company.

INTERNAL AUDIT

Shri P. Ramadoss FCA (MRN 201506) the Internal Auditor, submits his Internal Audit Reports to the audit committee, which are reviewed by Audit Committee as well as by the Board. Further, the Board annually reviews the effectiveness of the Company's internal control and audit system.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Pursuant to Section 186(4) of the Companies Act, 2013, it is reported that the Company has not given any loans, guarantees and no investments has been made in bodies corporate or firm during the financial year. The particulars of the investments already made by the Company are provided under Note No.4 of Notes forming part of accounts of Standalone Financial Statements.

REPORT ON CORPORATE GOVERNANCE

The Company has complied with the requirements of Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A report on Corporate Governance is annexed herewith and it forms part of the Directors Report as per **Annexure – I** as required under Schedule V (C) of LODR Regulations. A certificate from the Secretarial Auditor confirming compliance is also enclosed as **Annexure - II**, as required under Schedule V (E) of LODR. The code of conduct as approved by the board is provided in the above annexure and website.

CORPORATE SOCIAL RESPONSIBILITY

The Company has taken corporate social responsibility initiatives. The Committee comprising one Independent Director and two directors has been constituted as CSR Committee to develop CSR policy and implement the CSR initiatives whenever it is applicable to the Company.

The CSR Policy is available at the Company's website at the following link: <http://polyspin.org/admin/policy/corporate%20social%20responsibility.pdf>.

During the year under review, the CSR obligation was not applicable to the Company since the Company is not fulfilled any one of the criteria as provided in Section 135(1) of the Companies Act, 2013.

STATUTORY AUDIT :

M/s. Krishnan and Raman (Firm Registration No. 001515S), Chartered Accountants were appointed as Statutory Auditor of your Company at the Annual General Meeting held on 26-08-2022 for the first term of 5 consecutive years. They will hold office till the 42nd Annual General Meeting to be held in the year 2027.

The report given by the Statutory Auditors on the financial statements of the Company for the financial year 2023-24 is part of this Annual Report. There has been no qualification, reservation or adverse remark given by the Auditors in their Report.

COST AUDIT :

As per provisions of Section 148 of the Companies Act, 2013 and the Companies (Cost Records and Audit) Rules, 2014, the Government has not notified the products of our Company to which the Cost Audit would be applicable. Hence, the Cost Audit was not conducted for your Company for the financial year 2023–24.

SECRETARIAL AUDIT:

Pursuant to Provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, your Company has appointed Mr. B. Subramanian, Company Secretary in Practice, Chennai to conduct the Secretarial Audit of the Company for the financial year ended 31st March, 2024. The Secretarial Audit Report (in Form MR–3) is enclosed as **Annexure – III** to this report.

As required under Regulation 34(3) read with Schedule V Para C (10)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Certificate from the Secretarial Auditor that none of the Company's Director have been debarred or disqualified from being appointed or continuing as Directors of the Companies is enclosed as **Annexure III A** to this report.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are given in **Annexure - IV** to this report.

EXTRACT OF ANNUAL RETURN

As per Section 92(3) and 134 (3)(a) of the Companies Act, 2013, the Company has uploaded the extract of Annual Return in the Company website at www.polyspin.org. The said return can be accessed at the following link [http://polyspin.org/admin/investor relation/Annual Return.pdf](http://polyspin.org/admin/investor%20relation/Annual%20Return.pdf).

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATES

As on March 31, 2024, the Company is having one Associate Company namely M/s. Lankaspin Private Limited, Srilanka and does not have any Subsidiary or Joint Venture.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 a statement containing the salient features of the financial statements of Associate Company in Form AOC 1 is enclosed as **Annexure V**.

CONSOLIDATED FINANCIAL STATEMENTS

As per provisions of Section 129(3) of the Companies Act, 2013 and Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Companies are required to prepare consolidated financial statements of its Subsidiaries and Associates to be laid before the Annual General Meeting of the Company.

Accordingly, the consolidated financial statements incorporating the accounts of Associate Company viz. M/s. Lankaspin Private Limited, Srilanka along with the Auditors' Report thereon, forms part of this Annual Report. As per Section 136(1) of the Companies Act, 2013, the financial statements including consolidated financial statements are available at the Company's website at the following link at www.polyspin.org.

The consolidated net Loss after tax of the Company amounted to Rs. 278.42 Lakhs for the year ended 31st March 2024 as against the Net Profit after tax of Rs. 537.46 Lakhs of the previous year.

The consolidated Total Comprehensive Income for the year under review is (Rs. 239.92 Lakhs) as compared to Rs. 388.90 Lakhs of the previous year.

DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has constituted an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the work place (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress the complaints received for sexual harassment.

During the year, the Company has not received any complaints on sexual harassment.

PUBLIC DEPOSITS

Pursuant to Rule 8(5)(v) & (vi) of Companies (Accounts) Rules, 2014, it is reported that the Company has not accepted any fixed deposit from the public during the year under section 73 of the Act. The Company has no deposit, which is not in compliance with the Chapter V of the Companies Act, 2013.

The Company has received a sum of Rs. 190 Lakhs from Directors as deposit / loan during the financial year

2023 - 2024. The loans from Directors are not treated as deposits under Chapter V of the Companies Act, 2013.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

In accordance with Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of SEBI (LODR) Regulations, 2015, the Company has established a Vigil Mechanism and has a Whistle Blower Policy. The policy is available at the Company's website.

A forum to enable the concerned personnel of the Company to report any deviation or other acts which are against the general code of conduct of personnel, business and other activities has been created.

RISK MANAGEMENT POLICY

The Company has developed and implemented a risk management policy, as required under Regulation 17(9) of SEBI (LODR) Regulations, 2015 and Pursuant to Section 134(3)(n) of the Companies Act, 2013. An internal Risk Management Committee has been formed to address and evaluate various risks impacting the Company, in practice with reference to the forex and interest rate. At present, the committee has not identified any element of risk which may there after the existence and development of the Company.

The Company has laid down a Risk Management Policy and Procedure to inform the Board Members about the Risk assessment and minimization process, which is a vigorous and active process for identification and mitigation of risks. The production and sales are monitored and any deviation from the projected is identified, solution found and necessary rectifications are done periodically.

Audit Committee as well as the Board of Directors has adopted the Risk Management Policy and the Audit Committee reviews the risk management and mitigation plan from time to time.

MATERIAL CHANGES AND COMMITMENTS

No Material changes and commitments, affecting the financial position of the Company has occurred between the end of the financial year 2023-24 and till the date of this report.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 (12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company and Directors are annexed as **Annexure - VI** and forms part of this Report.

RELATED PARTY TRANSACTIONS

There were no materially significant related party transactions which could have potential conflict with the interests of the Company. Transactions with related parties are in the ordinary course of business and on arm's length basis and are periodically placed before the Audit Committee and Board for its approvals and Form AOC-2 is enclosed as **Annexure-VII**.

In accordance with Indian Accounting Standard – 24 (Related Party Disclosure), the details of transaction with Related Parties are provided in Note No. 32 of Notes Forming Part of Accounts of Standalone Financial Statements.

As required under Regulation 46(2)(g) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Related Party Transaction Policy is available on the Company Website and its web link is <http://polyspin.org/admin/policy/uploaded-62cbabf72c23d8.47105888.pdf>.

HUMAN RESOURCES

Your Company treats its “human resources” as one of its most important assets. Your Company enjoys a very cordial relationship with workers and employees at all levels.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused attention are currently underway. Your Company's thrust is on the promotion of talent internally, through job rotation and job enlargement.

TRANSFER OF AMOUNT TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of the Investor Education Protection Fund (uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has already filed the necessary form and uploaded the details of unpaid and unclaimed amounts lying with the Company as on 31-03-2023 with the Ministry of Corporate Affairs.

The Company has transferred the unclaimed dividend amount of Rs.4,14,360/- for the financial year 2015-16 to IEPF on 09-10-2023. The Company has also transferred 36,400 Equity shares to IEPF on 27-10-2023. The unclaimed dividend pertaining to the year 2016-17 will be transferred to the IEPF on or before 24-10-2024.

CODE OF CONDUCT

The Board has laid down the code of conduct for Directors of the Company and Senior Management Personnel.

The Directors shall follow in letter and spirit the provisions as contained in section 166 of the Companies Act, 2013. They shall also follow general principles of pillars of character. The same with certain variation involving their nature of work applies to the senior management personnel. All the directors of the board and senior management personnel have confirmed the compliance with the code.

INSIDER TRADING

The Company has formulated and implemented the code of conduct for prevention of insider trading with regard to the

securities by directors and designated person of the Company as per SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Code of Conduct is posted on the website of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Directors confirm that;

- (a) in the preparation of the annual accounts for the year ended 31-03-2024, the applicable accounting standard had been followed along with proper explanation relating to material departures;
- (b) they had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31-03-2024 and of the loss of the Company for the year on that date;
- (c) they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) they had prepared the Annual Accounts on a going concern basis;
- (e) they had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (f) they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENT

Your Directors wish to take this opportunity to place on record their gratitude and sincere appreciation for the timely and valuable assistance and support received from Bankers – Axis Bank Limited, State Bank of India, Share Transfer Agent, Customers, Suppliers, Shareholders and Regulatory Authorities.

The Board also expresses and records its appreciation for the hard and dedicated efforts of the employees as a team at all levels.

**On Behalf of the Board,
For POLYSPIN EXPORTS LIMITED,**

S.V. RAVI
Director
(DIN : 00121742)

R.RAMJI
Managing Director & CEO
(DIN : 00109393)

Place : Rajapalayam
Date : May 27, 2024

**ANNEXURE I TO DIRECTOR'S REPORT -
REPORT ON CORPORATE GOVERNANCE**

PHILOSOPHY ON CODE OF GOVERNANCE

The Company is firmly and sincerely committed to the principles of good Corporate Governance and has taken all possible steps to enhance the interest of Shareholders, Employees, Customers and the Nation. Your Company believes in conducting the business in the most ethical way and that is the way in which it has conducted itself all these years and would continue to do so.

Your Company is complying with the requirements of the Corporate Governance Practices and policies. These policies reviewed periodically and it is ensured that their effectiveness is adequately maintained and disclosures are made as per the Regulations.

I. BOARD OF DIRECTORS

The Company is managed by the Board of Directors headed by Shri R. Ramji, Managing Director of the Company. The Board consists of Eight Directors, out of whom 7 Directors are Non-executive Directors. There are 4 Independent Directors, who are eminent persons in the field of Banking, Finance, Management and Business. There is one Director representing Women Directorship under the provisions of Section 149 of the Companies Act, 2013.

The Board evaluates the performance of Non-executive and Independent Directors.

The Board of Directors periodically reviews Compliance Reports pertaining to all Laws applicable to the Company. No non-compliance was reported during the year under review.

The minimum information to be placed before the Board of Directors at their meeting, as specified in Part A of Schedule II of LODR have been adequately complied with.

In accordance with Clause C(h)(i) and (ii) of Schedule V read with Regulations 34(3) of SEBI (LODR) Regulations, 2015, the Board of Directors had identified the following Core Skills / Expertise / Competencies, required for Board Members in the context of Company's business and sectors, to function effectively.

- Technical Textile Technology
- Strategy Management
- Business Management
- Project Management
- Banking and Financial Management
- Risk Management including Foreign Exchange Management
- Industrial Relationship Management including Environment, Health and Safety

- Tax Planning and Management
- General Administration

The skills / expertise / competencies available with the Directors have been furnished under the individual Director's profile.

PROFILE:

SHRI R. RAMJI

Shri R. Ramji, aged 54 years, has a Bachelor's Degree in Computer Application. He has rich experience in Technical Textile Industry. He has been in the Woven Sack Industry for 3 decades and he has been on the Board of Polyspin Exports Limited since 1991. He was appointed as Managing Director of the Company on 01.04.2013.

Skill / Expertise / Competency	Expert in Technical Textile Technology, Strategy Management, Business Management, Project Management and General Administration.
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Other than M/s. Polyspin Exports Limited, Shri R. Ramji does not hold Directorship in any other listed entity.

SMT. DURGA RAMJI

Smt. Durga Ramji, aged 52 years, holds a Bachelor's Degree in Science. She has rich experience in Business Management and she has been on the Board of Polyspin Exports Limited since 2014.

Skill / Expertise / Competency	Expert in Business Management and General Administration
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Other than M/s. Polyspin Exports Limited, Smt. Durga Ramji does not hold Directorship in any other listed entity.

SHRI S.V. RAVI

Shri S.V. Ravi, aged 65 years, has a Bachelor's Degree in Business Administration. He has rich experience in Technical Textile Industry and Business Management. He has been on the Board of M/s. Polyspin Exports Limited since 1992.

Skill / Expertise / Competency	Expert in Technical Textile Technology, Business Management and General Administration.
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Other than M/s. Polyspin Exports Limited, Shri S.V. Ravi does not hold Directorship in any other listed entity.

SHRI S.R. SUBRAMANIAN

Shri S.R. Subramanian, aged 81 years, has a Master Degree in Science. He has 4 decades of rich experience in Banking and Stock Market activities and he has been on the Board of Polyspin Exports Limited since 1985. He is the Managing Director of Sri Siddhi Vinayak Shares Limited.

Skill / Expertise / Competency	Expert in Banking and Financial Management.
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Other than M/s. Polyspin Exports Limited, Shri S.R. Subramanian does not hold Directorship in any other listed entity.

SHRI S.R. VENKATANARAYANA RAJA

Shri S.R. Venkatanarayana Raja, aged 71 years, has a Bachelor's Degree in Business Administration. He has 38 years of vast experience and knowledge in manufacturing industry, administration, finance and marketing and he has been on the Board of M/s. Polyspin Exports Limited since 2019.

Skill / Expertise / Competency	Expert in Tax Planning and Management, Business Management, Banking and Financial Management, Risk Management including Foreign Exchange Management and General Administration.
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Other than M/s. Polyspin Exports Limited, Shri S.R. Venkatanarayana Raja does not hold Directorship in any other listed entity.

SHRI R. SUNDARAM

Shri R. Sundaram, aged 68 years, holds Bachelor Degree in Commerce. He is fellow member of The Institute of Chartered Accountants of India and practice in the area of Corporate Laws from 1986 onwards. He has wide knowledge in the areas of Tax Planning & Management and he has been on the Board of Polyspin Exports Limited since 2019.

Skill / Expertise / Competency	Expert in Tax Planning & Management and Risk Management including Foreign Exchange Management.
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Other than M/s. Polyspin Exports Limited, Shri R. Sundaram, does not hold Directorship in any other listed entity.

SHRI V.S. JAGDISH

Shri V.S. Jagdish, aged 72 years, holds B.Tech in Textile Technology. He has 49 years of rich experience and knowledge in Manufacturing Industry, Administration and he has been on the Board of M/s. Polyspin Exports Limited since 2019.

Skill / Expertise / Competency	Expert in Technical Textile Technology, Strategy Management, Business Management, Risk Management including Foreign Exchange Management and General Administration.
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Other than M/s. Polyspin Exports Limited, Shri V.S. Jagdish does not hold Directorship in any other listed entity.

SHRI RAJESH DEVARAJAN

Shri Rajesh Devarajan, aged 50 years, holds Master Degree in M.E., from Texas A & M University, USA. He has 24 years of experience in Management Consultancy and Hotel Management. He has been on the Board of M/s. Polyspin Exports Limited since 2019.

Skill / Expertise / Competency	Expert in Business Management and General Administration.
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Other than M/s. Polyspin Exports Limited, Shri Rajesh Devarajan does not hold Directorship in any other listed entity.

Details of attendance of each Director at the Board Meeting held during the year are as follows.

S.No.	Name of the Director	30.05.2023	14.08.2023	15.09.2023	08.11.2023	13.02.2024	Attendance of Last AGM held on 25.08.2023
1.	Shri R. Ramji, Managing Director DIN: 00109393 Directorship: P & E	Yes	Yes	Yes	Yes	Yes	Yes
2.	Smt. Durga Ramji DIN: 00109397 Directorship: P & NE	Yes	No	Yes	Yes	Yes	Yes
3.	Shri S.R. Subramanian DIN: 00122141 Directorship: P & NE	Yes	Yes	No	Yes	Yes	Yes
4.	Shri S.V. Ravi DIN: 00121742 Directorship: P & NE	Yes	Yes	Yes	Yes	Yes	Yes
5.	Shri S.R.Venkata- narayana Raja DIN: 01226624 Directorship: NE & ID	Yes	Yes	Yes	Yes	Yes	Yes
6.	Shri V.S. Jagdish DIN: 08452900 Directorship: NE & ID	Yes	Yes	Yes	Yes	Yes	Yes
7.	Shri R. Sundaram DIN: 01361345 Directorship: NE & ID	Yes	Yes	Yes	Yes	Yes	Yes
8.	Shri Rajesh Devarajan DIN: 01153112 Directorship: NE & ID	Yes	Yes	Yes	Yes	Yes	Yes

P- Promoter / Promoter Group;
E - Executive;
NE - Non Executive;
ID - Independent Director;

OTHER DIRECTORSHIP

Name of the Directors	No.of the Directorship held in	
	Public	Private
Shri R.Ramji	--	3
Smt. Durga Ramji	--	3
Shri S.R. Subramanian	--	1
Shri S.V. Ravi	--	3
Shri S.R. Venkatanarayanan Raja	--	1
Shri V.S. Jagdish	--	--
Shri R. Sundaram	--	2
Shri Rajesh Devarajan	--	2

II. BRIEF RESUME OF THE DIRECTORS SEEKING RE-APPOINTMENT

Name of the Director	S.R. Venkata naraya Raja	V.S. Jagdish	R. Sundaram	Rajesh Devarajan	S.V. Ravi
DIN	01226624	08452900	01361345	01153112	00121742
Date of Birth	23.12.1952	10.09.1952	25.07.1956	05.12.1973	15.03.1959
Age	71 Years	72 Years	68 Years	50 Years	65 Years
Date of first appointment on the Board	01.09.2019	01.09.2019	01.09.2019	20.09.2019	27.11.1992
Qualification	Bachelor's Degree in Business Administration	B.Tech in Textile Technology	Bachelor Degree in Commerce. He is fellow member of Institute of Chartered Accountants of India	Master Degree in M.E. from Texas University, USA.	Bachelor's Degree in Business Administration
Expertise in specific functional areas	He has 39 years of vast experience and knowledge in manufacturing industry, administration, marketing and finance.	He has 50 years of rich experience and knowledge in manufacturing industry.	He is in practice in the area of Corporate Laws from 1986 onwards.	He has 24 years of experience in Management Consultancy and Hotel Management.	He has rich experience in Technical Textile Industry and Business Management.
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	Refer Item No.3 of the Notice and Explanatory Statement.	Refer Item No.4 of the Notice and Explanatory Statement.	Refer Item No.5 of the Notice and Explanatory Statement.	Refer Item No.6 of the Notice and Explanatory Statement.	He is the Managing Director of Chola Packaging Private Limited
Terms and conditions of re-appointment	Re-appointment as an Independent Director for a period of 5 years commencing from September 1, 2024 to August 31, 2029 (both days inclusive) [Refer Item No. 3 of the Notice and Explanatory Statement]	Re-appointment as an Independent Director for a period of 5 years commencing from September 1, 2024 to August 31, 2029 (both days inclusive) [Refer Item No. 4 of the Notice and Explanatory Statement]	Re-appointment as an Independent Director for a period of 5 years commencing from September 1, 2024 to August 31, 2029 (both days inclusive) [Refer Item No. 5 of the Notice and Explanatory Statement]	Re-appointment as an Independent Director for a period of 5 years commencing from September 20, 2024 to September 19, 2029 (both days inclusive) [Refer Item No. 6 of the Notice and Explanatory Statement]	Re-appointment of Director, who retires by rotation.

Details of remuneration last drawn (FY 2023-24)	Sitting Fees: Rs. 65,000	Sitting Fees: Rs. 80,000	Sitting Fees: Rs. 80,000	Sitting Fees: Rs. 75,000	Sitting Fees: Rs. 80,000
Details of remuneration sought to be paid	Sitting Fees as approved by the Board of Directors	Sitting Fees as approved by the Board of Directors	Sitting Fees as approved by the Board of Directors	Sitting Fees as approved by the Board of Directors	Sitting Fees as approved by the Board of Directors
Directorships in other Companies (excluding foreign companies)	Triumph Enterprises & Investment Madurai Private Limited	Nil	1. Corporate Advisory Group Private Limited 2. Chennai Corporate Financial Services Private Limited	1. Hablis Hotels Private Limited 2. Primera Hotels Private Limited	1.Chola Packaging Private Limited 2. Ganesh Agro Pack Private Limited 3. Ramona Cosmaceuticals Private Limited
Membership/ Chairpersonship of Committees in other companies (excluding foreign companies)	Nil	Nil	Nil	Nil	Nil
Listed entities from which the Director has resigned from Directorship in last 3 (three) years	Nil	Nil	Nil	Nil	Nil
No. of Board Meetings attended during FY 2023-24	5	5	5	5	5
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	None	None	None	None	None
No. of shares held					
(a) Own	-	-	-	-	17,000
(b) For other persons on a beneficial basis	-	-	-	-	-

III. INDEPENDENT DIRECTORS

The Company has complied with the provision of Listing Agreement read with SEBI (LODR) Regulations, 2015 and the Provisions of Section 149(6) of Companies Act, 2013 with respect to the appointment of Independent Directors. The Company has also obtained declarations from all the Independent Directors pursuant to Section 149 (7) of the Companies Act, 2013.

The Independent Directors hold office for a period of 5 years and are not liable to retire by rotation.

At the Annual General Meeting held on 12-08-2019 & 12-08-2020 respectively, the following Directors were appointed as an Independent Directors for a first term of 5 consecutive years as per the details provided below:

Period from September 1, 2019 up to August 31, 2024

1. Shri S.R. Venkatanarayana Raja
2. Shri V.S. Jagdish
3. Shri R.Sundaram

Period from September 20, 2019 to September 19, 2024

Shri Rajesh Devarajan - At the AGM held on 12.08.2020

The existing terms of above Independent Directors will expire during August 2024 and September 2024 respectively. As per Section 149 (10) of the Companies Act, 2013, the above Independent Directors are eligible for re-appointment for a second term of 5 consecutive financial years on passing of a Special Resolution at the General Meeting of the Company. Approval of the members being sought for their re-appointment as set out in the Notice convening this Annual General Meeting.

The Independent Directors held a meeting on 13th February, 2024, without the attendance of Non Independent Directors and members of Management. All Independent Directors were present at the meeting and they have reviewed the performance of non-independent directors and the Board, performance of the Chairman and information flow structure of the Company.

The Independent Directors fulfill the conditions specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and they are independent of the management.

All the Independent Directors have registered themselves with the Independent Directors Data Bank, as required under Rule 6 of Companies (Appointment & Qualification of Directors) Rules, 2014. Shri R. Sundaram have been exempted from passing the online proficiency self-assessment test, conducted by The Indian Institute of Corporate Affairs. The remaining three independent directors have passed the online proficiency self-assessment test during the year 2021-2022.

The terms of appointment of Independent Directors has been placed on the Company's website. The familiarization programme were imparted to independent directors as required under the familiarization programme which is disclosed in the Company's website: www.polyspin.org and at the following web link at http://www.polyspin.org/admin/investorrelation/Shareholder%20Information_Familiarisation%20Programme%20for%20Independent_Directors.pdf.

IV. AUDIT COMMITTEE

The terms of reference of the Audit Committee include;

1. To review the Annual Financial Statements and Auditor's Report thereon.
2. To review the Quarterly Financial Statements before submission to the Board for approval.
3. To review and approve the Related Party Transactions.
4. To evaluate the internal financial control and risk management system.
5. To scrutinize inter corporate loans and investments.
6. To generally assist the Board to discharge their function more effectively etc.,

Audit Committee would discharge the role and responsibilities as provided in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2/3rd of the members of the Committee are Independent Director as required under Regulation 18 of SEBI (LODR).

The Composition of Audit Committee, meetings held during the year and the details of attendance of its members are as follows.

S.No.	Name of the Director	30.05.2023	14.08.2023	15.09.2023	08.11.2023	13.02.2024
1.	Shri R. Sundaram, Chairman of the Committee	Yes	Yes	Yes	Yes	Yes
2.	Shri V.S. Jagdish, Member	Yes	Yes	Yes	Yes	Yes
3.	Shri S.V. Ravi Member	Yes	Yes	Yes	Yes	Yes
4.	Shri. Rajesh Devarajan, Member	Yes	Yes	Yes	Yes	Yes

Shri A. Emarajan is the Secretary of the Committee.

The Statutory Auditors, Chief Operating Officer, Chief Financial Officer, Vice President - Operations, Internal Auditor, and Secretarial Auditor are invitees to the Audit Committee Meeting.

V. STAKEHOLDERS RELATIONSHIP COMMITTEE

The composition of Stakeholders Relationship Committee and details of attendance of its members are as follows.

S.No.	Name of the Director	13.02.2024
1.	Shri S. R. Subramanian, Chairman of the Committee	Yes
2.	Shri R. Ramji, Member	Yes
3.	Shri S.R. Venkatanarayana Raja, Member	Yes

Name of the non-executive director heading the Committee	Shri S.R. Subramanian
Name and Designation of Compliance Officer	Shri A. Emarajan, Company Secretary
Number of Shareholder's Compliance received so far	Nil
Number not resolved to the satisfaction of shareholders	Nil
Number of pending complaints	Nil

VI. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee discharge their role and function as provided under the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations. Based on the approval accorded by the Nomination and Remuneration Committee, the Board of Directors determines the remuneration payable to the Managing Director, which is subject to the approval of the shareholders.

The complete details of terms of reference for Nomination and Remuneration Committee are available at Company's Nomination and Remuneration Policy. The Nomination and Remuneration Policy is available at Company's Website at <http://polyspin.org/admin/policy/Nomination%20Remuneration%20Policy.pdf>.

S.No.	Name of the Director	30.05.2023
1.	Shri R. Sundaram, Chairman of the Committee	Yes
2.	Shri S.R. Venkatanarayana Raja, Member	Yes
3.	Shri V.S. Jagdish, Member	Yes

Shri A. Emarajan is the Secretary of the Committee.

The Nomination and Remuneration Committee has laid down evaluation criteria for performance evaluation of Independent Directors, which will be based on attendance, independence, expertise and contribution brought in by the Independent Director at the Board and Committee Meetings, which shall be taken into account at the time of re-appointment of Independent Director.

VII. REMUNERATION OF DIRECTORS

Details of Remuneration paid to the Managing Director during the year 2023-24 are given below:

(Rs. in Lakhs)

Name of the Director	Salary & Perquisites
Shri R. Ramji, Managing Director	252.03

No Commission has been paid to the Managing Director.

No Stock option has been provided.

The Non-Executive Directors do not draw any remuneration. A sitting fee of Rs. 10,000/- per meeting is paid for attending the meeting of the Board and Rs. 5,000/- per meeting for attending the meeting of the committee.

There is no pecuniary relationship or transactions of the non-executive directors vis-à-vis the Company.

Disclosure: Necessary disclosure as per the provisions of Companies Act, 2013 and LODR has been provided under the appropriate places in the Directors report.

VIII. MONITORING COMMITTEE

The Company has constituted Monitoring Committee under the provisions of SEBI (Insider Trading) Regulations 2015, consisting of Shri R. Ramji, Managing Director (Chairman of the Committee), Shri B. Ponram, Chief Operating Officer, Shri S. Seenivasa Varathan, Chief Financial Officer and Shri A. Emarajan, Company Secretary & Compliance Officer of the Company as members.

IX. DISCLOSURE OF SHAREHOLDING OF NON-EXECUTIVE DIRECTORS AS ON 31.03.2024

S.No.	Name of the Non-Executive Directors	No. of Shares
1.	Smt. Durga Ramji	9,19,096
2.	Shri S.R. Subramanian	2,27,750
3.	Shri S.V. Ravi	17,000
4.	Shri S.R. Venkatanarayanan Raja	--
5.	Shri V.S. Jagdish	--
6.	Shri R. Sundaram	--
7.	Shri Rajesh Devarajan	--

X. DISCLOSURE OF RELATIONSHIP OF THE DIRECTORS

Shri R. Ramji, Managing Director is related to Smt. Durga Ramji. Except this, there is no other relationship among the Directors.

XI. WHISTLE BLOWER POLICY

A forum to enable the concerned personnel of the Company to report any deviation or other acts which are against the general code of conduct of personnel, business and other activities has been created. It is affirmed that no personnel has been denied access to the Audit Committee.

XII. RISK MANAGEMENT

The Company has laid down a Risk Management Policy and procedure to inform the Board Members about the risk assessment and minimization process, which is a vigorous and active process for identification and mitigation of risks. The production and sales are monitored and any deviation from the projections is identified, solution found and necessary rectifications are done periodically.

Audit Committee as well as the Board of Directors has adopted the Risk Management Policy and the Audit Committee reviews the risk management and mitigation plan from time to time.

XIII. DISCLOSURES

- Disclosures on materially significant related party transactions i.e., transaction of the Company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives etc., that may have potential conflict with the interest of Company at large: NIL

2. The Companies in which the Non-executive Directors are holding the Directorship are considered Related parties as per Accounting Standard 24 issued by the Institute of Chartered Accountants of India and the transaction with such companies are disclosed in Note No.32 Notes forming part of the accounts.
3. Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years:

During the year 2020-21, the Company by oversight could not complete the Bonus Issue within the timeline as stipulated in Regulation 295(1) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 which leads to 29 days delay in completion of Bonus Issue. BSE Limited had imposed a Basic Fine of Rs.5,80,000/- plus GST and the Company had remitted the fine to BSE Limited.
4. The Company has complied with the Mandatory requirements of Corporate Governance stipulated under SEBI (LODR) Regulations, 2015.
5. The Company has no Subsidiary. Hence, disclosure about "Material Subsidiary Policy" is not applicable to the Company.
6. The Related Party Transaction Policy is disclosed in the Company Website and its web link is <http://polyspin.org/admin/policy/uploaded-62cbabf72c23d8.47105888.pdf>.
7. The details relating to commodity price risks and commodity hedging activities are not applicable.
8. The Company has not raised any funds through Preferential Allotment or Qualified Institutional Placement.
9. Shri B. Subramanian, Practicing Company Secretary has certified that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as director of Companies by the Board / Ministry of Corporate Affairs or any such statutory authority.
10. There has not been an occasion, where the Board had not accepted any recommendation of any Committee of the Board.
11. Total Fees paid to Statutory Auditors

The total fees for all the services paid by the Company on a consolidated basis to the Statutory Auditor are Rs.2,54,000/-.

No other entity in the network firm or network entity of which the Statutory Auditor is a part has been hired for any services by the Company.
12. Disclosure in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Pursuant to Rule 8(5)(x) of Companies (Accounts) Rules, 2014, the Company has complied with the provisions relating to the constitution of Internal Complaints Committee under 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
13. The Company has complied with the requirements of Corporate Governance Report of sub-paras (2) to (10) of Schedule V of SEBI (LODR) Regulations, 2015, although many are not applicable to your Company.
14. The extent to which the discretionary requirements specified in Part E of Schedule II have been adopted, is given against Clause 4 above.
15. The Company has complied with the corporate governance requirements specified in regulation 17 to 27 of LODR.
16. The Company submits quarterly compliance report on Corporate Governance to the Stock Exchanges, in the prescribed format within 21 days from the close of the quarter respectively.
17. As required under Regulation 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following information's have been duly disseminated in the Company's website.
 - Terms and conditions of appointment of Independent Directors.
 - Composition of various committees of Board of Directors.
 - Code of conduct of Board of Directors and Senior Management Personnel.
 - Details of establishment of Vigil Mechanism / Whistle Blower Policy.
 - Criteria on making payments to Non-Executive Directors.
 - Policy on dealing with Related Party Transactions.
 - Policy for determining materiality of events for disclosure.
 - Details of familiarization Programmes imparted to Independent Directors.

- The e-mail address for grievance redressal and other relevant details.

18. Senior Management Personnel disclosed to the Board of Directors all material, financial and commercial transactions where they have personal interest that may have a potential conflict with the Company's interest, if any.
19. The various disclosures made in the Board's Report, may be considered as disclosures made under this report.
20. The Company has also constituted the following Committee of Board of Directors.

The Composition of the Corporate Social Responsibility Committee and the details attendance of its members are as follows.

S.No.	Name of the Director	30.05.2023
1.	Shri S.R. Venkatanarayana Raja, Chairman Independent Director	Yes
2.	Shri S.V. Ravi, Director	Yes
3.	Smt. Durga Ramji, Director	Yes

21. CREDIT RATING

CARE, the Company's credit rating agency vide their letter dated February 20, 2024, have revised the credit rating against our borrowing programme as follows;

Security	Rating
Long Term Bank Facilities	CARE BB+; Stable (Revised from CARE BBB-; Negative)
Short Term Bank Facilities	CARE A4+ (Revised from CARE A3)

22. GENERAL BODY MEETING

- i) Details of the Date, Location and Time of the last three AGM held;

Year End Date	Date of AGM	Time	Venue
31.03.2021	27.08.2021	10.00 A.M	Through Video Conference
31.03.2022	26.08.2022	10.00 A.M	
31.03.2023	25.08.2023	10.00 A.M	

- ii) Details of Special Resolutions passed in the previous three Annual General Meetings;

Date of the AGM	Subject Matter of the Special Resolutions
25.08.2023	Re-appointment of Shri Rammohanraja Ramji as Managing Director for a period of 3 years with effect from 01-04-2024.
	Re-appointment of Shri S.R. Subramanian as Director beyond 75 Years.
26.08.2022	Approve the Contract with Related Parties

27.08.2021	Re-appointment of Shri Rammohanraja Ramji as Managing Director for a period of 3 years with effect from 01-04-2021.
	Re-appointment of Shri S.R. Subramanian as Director beyond 75 Years.
	Re-appointment of Shri P. Vaidyanathan, Non-Executive Director beyond 75 Years.

- iii) No Special Resolution on matters requiring Postal Ballot was passed during the period under review.
- iv) No Special Resolution is proposed to be conducted through Postal Ballot as on date.

23. MEANS OF COMMUNICATION

The Unaudited Quarterly and Half Yearly Financial Results and Audited Annual Financial Results are published in Business Line (English) and Dinamalar (Tamil). The results were also displayed on the Company's website at www.polyspin.org. All the financial results are provided to the Stock Exchange.

24. MANAGEMENT DISCUSSION AND ANALYSIS

The matters that are required to be discussed as per the Listing Agreement in respect of Management Discussion and Analysis have been stated in the Directors Report.

25. GENERAL SHAREHOLDERS INFORMATION

(i) Annual General Meeting	On Friday, the 30 th August, 2024 at 11.00 A.M. through Video Conference.
(ii) Financial Year	01.04.2023 to 31.03.2024
(iii) Dividend Payment Date	Not Applicable
(iv) Name and Address of the Stock Exchange in which the Company's Shares are listed and confirmation about payment of Annual Listing Fees	The Company's Shares are listed at BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. The Company has paid the listing fees to the Stock Exchange for the financial year 2024-2025.
(v) Stock Code	539354
(vi) Whether the Securities are suspended from Trading?	No
(vii) Distribution of Holding	Enclosed
(viii) Dematerialization of Shares and Liquidity	As on 31.03.2024, 90.32% of the Shares are in Demat.
(ix) Commodity Price Risk or foreign exchange risk and hedging activities	Forward contracts are booked taking into account, the cost of hedging and foreign currency receivables. The currency rate movements are monitored closely for taking covers with respect to unhedged portions, if any.

26. STOCK PRICE PERFORMANCE

The Share price movement in BSE Limited (Stock Exchange) is given below.

Month	High (Rs.)	Low (Rs.)	No.of Shares Traded	Total Turnover (Rs)
April 2023	58.85	46.50	14,944	7,74,729
May 2023	60.00	50.50	73,347	40,95,932
June 2023	64.00	51.00	1,07,693	58,83,993
July 2023	54.88	49.00	42,273	21,76,811
August 2023	55.50	47.50	50,953	25,71,615
September 2023	53.64	46.00	61,180	30,76,133
October 2023	56.68	45.01	1,08,910	56,80,469
November 2023	70.55	45.30	5,19,375	3,16,92,299
December 2023	62.44	49.70	96,774	51,66,212
January 2024	59.90	47.00	1,05,932	56,36,673
February 2024	67.60	48.80	3,82,689	2,32,14,054
March 2024	55.65	45.30	93,577	47,48,365

Source : BSE Website

27. SHARE TRANSFER SYSTEM

SEBI vide its notification No. SEBI / LAD – NRO / 2018 / 24 dated 8th June, 2018, had amended SEBI (LODR) Regulation to the effect that “except in case of Transmission or transposition of securities”, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository.

As such, SEBI mandated transfer of shares in dematerialized form alone. This has already come into effect from 1st April, 2019 and hence members are requested to take note of it and take steps to dematerialize their shares if not done already.

The Board has delegated the authority for approving transmission of the Company's securities to the Share Transfer Committee of the Board of Directors constituted for this purpose. Presently, the transfer of shares in physical form is dispensed with by the SEBI and the transfer of shares in dematerialized form only permitted and the request for such transactions are attended within the stipulated time.

The request for the transmission of shares are normally processed within 7 Days by RTA from the date of receipt, if the documents are complete in all respects. The Committee consisting of Two Directors Shri R. Ramji, Shri S.V. Ravi & Company Secretary Shri A. Emarajan are empowered to approve such transmission of shares. There are no pending Share transmission as on 26th May, 2024. The transfer of shares in Electronic form are processed and approved by NSDL/ CDSL through their Depository Participants.

The Company obtaining yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of the SEBI (LODR) Regulations, 2015 from a Company Secretary in practice and files a copy of the certificate with the Stock Exchange within the prescribed time limit.

28. DEPOSITORY REGISTRAR

M/s. Integrated Registry Management Services Private Limited, 2nd Floor, Kences Tower, No.1, Ramakrishna Street, North Usman Road, T.Nagar, Chennai 600 017. Tamilnadu. Ph : 044 - 28140801.

29. NAME OF THE DEPOSITORY : National Securities Depository Limited, Central Depository Services (India) Limited

30. ISIN No. : INE914G01029

31. Investor Correspondence For Transmission, Payment Of Dividend On Shares Or Any Other Query Relating To The Shares Of The Company : Registered Office: No.351, P.A.C.R.Salai, Rajapalayam 626 117. Virudhunagar District, Tamilnadu. Ph : 04563 - 221554

32. Name And Address of the Compliance Officer : Shri A. Emarajan Company Secretary, No.351, P.A.C.R.Salai, Rajapalayam 626 117. Virudhunagar District, Tamilnadu. Ph. : 04563 - 221554

33. Website : www.polyspin.org

34. A separate email ID has been created to facilitate the shareholders to redress their grievances. The email ID is : polyspinexportscs@gmail.com

35. PLANT LOCATION

100% EOU - FIBC Bags & Woven Bags Division

Unit-I

No.1, Railway Feeder Road, Cholapuram South - 626 139, Rajapalayam (Via), Virudhunagar District, Tamilnadu.

Unit-II

No. 415/1, Railway Feeder Road, Cholapuram South - 626 139, Rajapalayam (Via), Virudhunagar District, Tamilnadu.

OE Yarn Unit - Division

PEL Textiles

(A Division of Polyspin Exports Limited)

206 B/1, Sankarankovil Road, Cholapuram South - 626 139, Rajapalayam (Via), Virudhunagar District, Tamilnadu.

Windmill Unit (250 KW)

NH Road, Ambalavanapuram, Avarikulam - 627 133. Tirunelveli District.

36. RANGEWISE HOLDINGS

Range	2023 - 2024		2022 - 2023
	No. of Shareholders	(%)	(%)
1 - 500	3,105	6.29	6.50
501 - 1000	437	3.49	3.71
1001 - 2000	354	5.11	5.36
2001 - 3000	153	3.91	3.81
3001 - 4000	51	1.82	2.02
4001 - 5000	28	1.33	1.46
5001 - 10000	61	4.38	4.75
10001 - and above	57	73.67	72.39
Total	4,246	100.00	100.00

37. DEMATERIALIZATION OF SHARES AS ON 31.03.2024

Particulars	No. of Shareholders	(%)	No. of Shares	(%)
NSDL	1,319	31.07	78,09,849	78.10
CDSL	1,792	42.20	12,22,501	10.22
Physical	1,135	26.73	9,67,650	9.68
Total	4,246	100.00	1,00,00,000	100.00

38. Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity

There are no outstanding GDRs/ADRs/Warrants or any convertible instruments.

39. SECRETARIAL CERTIFICATIONS

- (A) As stipulated by SEBI, a qualified Company Secretary in practice conducts the Audit for the purpose of reconciliation of total admitted capital with the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital of the Company. The Audit is carried out every quarter and the report thereon is submitted to the Stock Exchange and is also placed before the Board of Directors. The audit, inter-alia, confirms that the total listed and paid-up capital of the Company is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.
- (B) As stipulated under Regulation 34 (3) and Schedule V para C Clause 10 (i) of the SEBI (LODR) Regulations 2015, a Certificate of Non – Disqualification of

Directors issued by Shri B. Subramanian, Practising Company Secretary (C.P.No.2275) is attached as per **Annexure - III A.**

40. DISCLOSUR WITH RESPECT / UNCLAIMED SUSPENSE ACCOUNT (Pursuant to Schedule V (F) of SEBI (LODR) Regulation, 2015)

There were 1,56,135 equity shares of Rs.5/- each belonging to 255 Shareholders at the beginning of the year lying at the “Polyspin Exports Limited Unclaimed Suspense Account” in dematerialized form. During the year, 16,250 equity shares of Rs.5/- each for 4 Shareholders has been transferred from Unclaimed Suspense Account to Shareholders Account (out of which one transfer of 13,500 to IEPF Account) by way of Corporate Action. 1,39,885 Shares belonging to 251 Shareholders are lying with unclaimed suspense account as on 31-03-2024. The voting rights of these Shares shall remain frozen till the rightful owner of such Shares claims the Shares.

41. CODE OF CONDUCT

The Board has laid down the code of conduct for Directors of the Company and Senior Management Personnel.

The Directors shall follow in letter and spirit the provisions as contained in section 166 of the Companies Act, 2013. They shall also follow general principles of pillars of character. The same with certain variation involving their nature of work applies to the Senior Management Personnel. All the Directors of the Board and Senior Management Personnel have confirmed the compliance with the code.

Declaration from the Managing Director and Chief Executive Officer

(Regulation 17(5) read with Schedule V(D) of SEBI (LODR) Regulations, 2015)

I, R. Ramji, Managing Director and CEO of the Company hereby declare that as provided under Regulation 17(5) read with Schedule V(D) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Company's Code of Conduct for the year ended 31st March 2024.

For POLYSPIN EXPORTS LIMITED

R. RAMJI
Managing Director & CEO
(DIN : 00109393)

Place : Rajapalayam
Date : May 27, 2024

**CERTIFICATION BY MANAGING DIRECTOR
TO THE BOARD**

To The Board of Directors,
M/s. Polyspin Exports Limited,
Rajapalayam.

Certification under Regulation 17(8) of SEBI (LODR) Regulations

We hereby certify to the Board that:

1. We have reviewed the financial statements and the Cash flow statements for the year ended 31.03.2024 and to the best of our knowledge and belief;
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements present a true and fair view of the state of affairs of the Company and of the results of operations and cash flows. The financial statements have been prepared in conformity, in all material respects, with the existing Generally Accepted Accounting Principles including Accounting Standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept overall responsibility for establishing and monitoring the Company's internal control system for financial reporting and evaluating its effectiveness. Internal Audit function monitors the Internal Control System for financial reporting, which encompasses the examination and evaluation of the adequacy and effectiveness. Internal Audit works with all levels of management and Statutory Auditors and reports significant issues to the Audit Committee of the Board. The Statutory Auditors and Audit Committee are appraised of any corrective action taken or proposed to be taken with regard to significant deficiencies and material weaknesses.
4. We have indicated to the auditors and the Audit Committee:
 - (i) that there are no significant changes in internal control over financial reporting during the year.
 - (ii) that there are no significant changes in accounting policies during the year.
 - (iii) that there are no instances of significant fraud of which we have become aware of and which involve management or other employees who have significant role in the Company's internal control system over financial reporting.

S. SEENIVASA VARATHAN

Chief Financial Officer

Place : Rajapalayam

Date : May 27, 2024

R. RAMJI

Managing Director & CEO

(DIN : 00109393)

ANNEXURE II TO DIRECTOR'S REPORT

**CERTIFICATE ON COMPLIANCE OF
CONDITIONS OF CORPORATE GOVERNANCE**

(Pursuant to Schedule V (E) of SEBI (LODR)
Regulations, 2015)

To

The Members of

M/s. Polyspin Exports Limited,

CIN : L51909TN1985PLC011683,

351, P.A.C.R. Salai, Rajapalayam - 626 117.

1. I have examined the compliance of the conditions of Corporate Governance by **M/s. Polyspin Exports Limited** ("the Company") for the year ended **31st March 2024**, as stipulated under the Regulation numbers 17 to 27, 46 (2)(b) to (i), Schedule II and Schedule V (paragraphs C, D and E) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).
2. The compliance of conditions of Corporate Governance is the responsibility of the management. My examination has been limited to procedures and implementation thereof, adopted by the Company for ensuring the said compliance of the conditions of Corporate Governance as stipulated in the said clauses. It is neither an audit nor this certificate an expression of opinion on the financial statement of the Company.
3. Based on the aforesaid examination and according to the information and explanations given to me, I certify that the Company has complied with the said conditions of Corporate Governance as stipulated under the Regulation numbers 17 to 27, 46(2) (b) to (i), Schedule II and Schedule V (paragraphs C, D and E) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as applicable.
4. I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

B. SUBRAMANIAN

Practising Company Secretary

Membership No: F2152

Certificate of Practice: 2275

UDIN : F002152F000455528

Place : Rajapalayam

Date : May 27, 2024

ANNEXURE III TO DIRECTOR'S REPORT

Form MR – 3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To The Members,
M/s. POLYSPIN EXPORTS LIMITED,
 CIN: L51909TN1985PLC011683,
 351, P.A.C.R. Salai, Rajapalayam - 626 117.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and adherence to good Corporate Governance Practices by **M/s. POLYSPIN EXPORTS LIMITED** (hereinafter called "the Company") during the financial year from **1st April, 2023 to 31st March, 2024** (audit period under review). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the Company's corporate conducts / statutory compliances and I am expressing my opinion thereon.

I am issuing this report based on my verification of the books, papers, minute books and other records maintained by the Company and furnished to me, forms and returns filed, compliance related action taken by the Company during the financial year ended **31st March, 2024** and also after **31st March, 2024** but before the issue of this report, Compliance certificates confirming compliance with all laws applicable to the Company given by the key managerial personnel of the Company and taken on record by the Board of Directors; and the representations made and information provided by the Company, its officers, agents and authorized representatives during my conduct of secretarial audit.

1. I hereby report that,

1.1 In my opinion, during the audit period covering the financial year ended on **31st March, 2024** (hereinafter referred to as "the year"), to the extent, in the manner and subject to the reporting made hereunder, the Company has complied with the statutory provisions listed hereunder and also has proper Board processes and compliance mechanism in place to the extent.

The members are requested to read this report along with my letter of even date annexed to this report as Annexure -A.

1.2 I have examined on test basis the books, papers, minute books and other records maintained by the Company and the forms and returns filed during the year according to the applicable provisions of:

- i. The Companies Act, 2013 (the Act), the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under.

- iii. The Depositories Act, 1996 and the regulations and bye-laws framed there under;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015;
 - (c) Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015;
 - (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;
- v. The following laws, that are specifically applicable to the Company:
 - (a) Essential Commodities Act 1955, with reference to "Hank Yarn Packing Notification 2003" (No.2/TDRO/8/2003 dated 17th April, 2003).

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

- i. I have examined compliance with the Secretarial Standards (SS-1) on "Meeting of the Board of Directors", Secretarial Standards (SS-2) on "General Meetings", Secretarial Standards (SS-3) on Dividend and Secretarial Standards (SS-4) on Report of Board of Directors, issued by the Institute of Company Secretaries of India.
- ii. The listing Agreement entered into with Bombay Stock Exchange Limited.

1.4 During the period under review and also considering the compliance related action taken by the Company after **31st March, 2024** but before the issue of this report, the Company has, to the best of my knowledge and belief and based on the records, information and explanations furnished to me, complied with the provisions of the Acts, Rules, Regulations and Agreements mentioned under paragraph 1 above, to the extent applicable.

1.5 I am informed that, during the year the Company was not required to comply with the following laws / guidelines / regulations, consequently was not required to maintain any books, papers, minute books or other records or to file any forms / returns according to the provisions of:

- i. 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; and

- ii. The following Regulations and Guidelines prescribed under the SEBI Act;
- The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
 - The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; and
- iii. I am also informed that for the year, there were no other laws specifically applicable to the Company, the books, papers, minute books, forms and returns of which were required to be examined by me for the purpose of this report.
2. I further report that:
- 2.1 The Board of Directors of the Company is duly constituted with one Executive Director, four Non-Executive Independent Directors and three Non-Executive Directors including one Non-Executive Woman Director.
 - 2.2 Adequate notice is given to all directors to schedule the Board Meeting, agenda and detailed notes on agenda of Board Meetings were sent at least seven days in advance. A system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.
 - 2.3 Majority decision is carried through. I am informed that there were no dissenting members' views on any of the matters during the year that were required to be captured and recorded as part of the minutes.
3. I further report that,
- 3.1 There are adequate systems and processes in the Company commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

B. SUBRAMANIAN

Practising Company Secretary,
Membership No: F2152
Certificate of Practice: 2275
UDIN : F002152F000455682

Place : Rajapalayam
Date : May 27, 2024

**Annexure - A to Secretarial Audit Report
of even date**

To
The Members,
M/s. POLYSPIN EXPORTS LIMITED,
[CIN: L51909TN1985PLC011683],
No. 351, P.A.C.R. Salai,
Rajapalayam - 626 117.

My Secretarial Audit Report (Form MR-3) of even date for the financial year ended 31st March, 2024 is to be read along with this letter.

1. Maintenance of secretarial records and compliance with the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management of the Company. My responsibility is to express an opinion on the secretarial records produced for 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.
3. While forming an opinion on compliance and issuing this report, I have also taken into consideration the compliance related action taken by the Company after **31st March, 2024** but before the issue of this report.
4. I have considered compliance related actions taken by the Company based on independent legal / professional opinion obtained by the Company in compliance with law.
5. I have verified the records on a test basis to see whether the correct facts are reflected in the secretarial records. I have also examined the compliance procedures followed by the Company on a test basis. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
6. I have not verified the correctness and appropriateness of financial records and book of accounts of the Company.
7. I have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.
8. My 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.

B. SUBRAMANIAN

Practising Company Secretary
Membership No: F2152
Certificate of Practice: 2275
UDIN : F002152F000455682

Place : Rajapalayam
Date : May 27, 2024

ANNEXURE - III A

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members,
M/s. POLYSPIN EXPORTS LIMITED,
No. 351, P.A.C.R. Salai,
Rajapalayam - 626 117.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **M/S. POLYSPIN EXPORTS LIMITED** having CIN:L51909TN1985PLC011683 and having registered office at **No. 351, P.A.C.R. Salai, Rajapalayam - 626 117, Tamilnadu** (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

S.No.	Name of the Director	DIN	Date of appointment in the Company
1.	Shri Rammohanraja Ramji	00109393	25/09/1991
2.	Smt. Durga Ramji	00109397	01/06/2014
3.	Shri Sinthalapadi Venugopal Raja Ravi	00121742	27/11/1992
4.	Shri Sengalipuram Ramamurthy Subramanian	00122141	29/03/1985
5.	Shri Sinthalapadi Ramakrishna Raja Venkatanarayana Raja	01226624	01/09/2019
6.	Shri Vengisanam Seshagiri Raju Jagdish	08452900	01/09/2019
7.	Shri Ramamirtham Sundaram	01361345	01/09/2019
8.	Shri Rajesh Devarajan	01153112	20/09/2019

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

B. SUBRAMANIAN

Practising Company Secretary
Membership No: F2152
Certificate of Practice: 2275
UDIN : F002152F000455616

Place : Rajapalayam
Date : May 27, 2024

ANNEXURE IV

TO DIRECTOR'S REPORT

Disclose of the particulars with respect to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo as required under section 134 (3) (m) of the Companies Act, 2013 read with rule 8(3) of the Companies (Accounts) Rules, 2014.

A. Conservation of energy

(i) The steps taken on conservation of energy:

- Replacement of LED Lights by Conventional lights in production area -117 Lights (50 watts -21 Nos, 20 watts - 96 Nos)
- Energy Efficient Motors (IE2/IE3) installation – 10 Nos.
- VFD installation for Looms – 8 Nos.

(ii) The impact on conservation of energy: (Rs. in Lakhs)

- Sl. No. (i) – Annual savings of 15,655 Kwh @ Rs. 8.60 = 1.35
- Sl. No. (ii) – Annual savings of 3,724 Kwh @ Rs. 8.60 = 0.32
- Sl. No. (iii) – Annual savings of 4,124 Kwh @ Rs. 7.80 = 0.32

(iii) The Capital investment on energy conservation equipment:- Rs. 1.99 Lakhs

B. TECHNOLOGY ABSORPTION:

- Effort made towards technology absorption - Nil
- Benefit derived from effort made towards technology absorption - Nil
- Particulars of technology (imported during the last three years - Nil reckoned from the beginning of the financial year)
- The expenditure incurred on Research and Development (R&D) - Nil

C. FOREIGN EXCHANGE EARNINGS AND OUTGO :

Particulars	(Rs. in Lakhs)	
	2023-2024	2022-2023
a. Earnings	19,544.65	19,507.05
b. Outgo	8,849.08	10,355.90

On behalf of the Board,
For POLYSPIN EXPORTS LIMITED,

S.V. RAVI
Director
(DIN : 00121742)

R.RAMJI
Managing Director & CEO
(DIN : 00109393)

Place : Rajapalayam
Date : May 27, 2024

ANNEXURE V TO DIRECTOR'S REPORT**FORM AOC-1**

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

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

Part A Subsidiaries – NIL**Part B Associates**

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures:-

S.No.	Name of Associate	Lankaspin Private Limited Sri Lanka.
1.	Latest Audited Balance Sheet Date	31 st March, 2024
2.	Date on which the Associate was associated or acquired	2004
3.	Shares of Associate or Joint Ventures held by the Company on the year end (Nos.)	13,01,119
	Amount of Investment in Associates or Joint Venture	Rs. 59.46 Lakhs
	Extent of Holding (in percentage)	38.48%
4.	Description of how there is significant influence	Promoter Company
5.	Reason why the associate / joint venture is not consolidated	Not Applicable
6.	Net worth attributable to shareholding as per latest Audited Balance Sheet (in INR)	Rs. 770.47 Lakhs
7.	Profit or Loss for the year (in INR)	Rs. 216.30 Lakhs
	i. Considered in Consolidation – Share of Profit	Rs. 83.23 Lakhs
	ii. Not Considered in Consolidation	Rs. 133.07 Lakhs

**On behalf of the Board,
For POLYSPIN EXPORTS LIMITED,**

Place : Rajapalayam
Date : May 27, 2024

S.V. RAVI
Director
(DIN : 00121742)

R. RAMJI
Managing Director & CEO
(DIN : 00109393)

ANNEXURE VI TO DIRECTOR'S REPORT**Directors'/Employees Remuneration**

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

- i. Ratio of the remuneration of each Director to the median remuneration of the employees and the percentage increase in remuneration of Managing Director, Company Secretary & Chief Financial Officer, in the financial year 2023 - 24 and the comparison of the remuneration of the Key Managerial Personnel against the performance of the Company is as follows:

Name of Director & Designation	Remuneration of Directors for the F.Y. 2023 – 24 (Rs. in Lakhs)	% increase in remuneration in the F.Y. 2023 – 24	Ratio of remuneration of each Director / to median remuneration of employees
Shri R. Ramji Managing Director & CEO	252.03	0.08	269.68

None of the Non-Executive Directors received any remuneration other than sitting fees during the financial year 2023-2024.

- ii. The percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary during the year.

Name of KMP & Designation	Remuneration of KMP for the F.Y. 2023 – 24 (Rs. in Lakhs)	% increase / (decrease) in remuneration in the F.Y. 2023 – 24
Shri B. Ponram, Chief Operating Officer From November 14, 2022	47.64	(0.66)
Shri. S. Seenivasa Varathan, Chief Financial Officer	18.00	(1.87)
Shri A. Emarajan, Company Secretary From February 12, 2022	16.06	1.27

- iii. In the financial year, there was an increase of 3.29% in the median remuneration of employees.
- iv. There were 1,977 permanent employees on the rolls of Company as on 31st March, 2024.
- v. Average percental increase made in the salaries of employees other than the managerial personnel in the financial year 2023-24 was 3.29% whereas the increase in the managerial remuneration for the same financial year was 0.38%. There is no exceptional circumstance for increase in the managerial remuneration.
- vi. It is hereby affirmed that the remuneration paid during the year 2023-24 is as per the Remuneration Policy of the Company;

POLYSPIN EXPORTS LIMITED

PARTICULARS OF EMPLOYEES

Statement of particulars of employees pursuant to the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31st March 2024.

Sl. No.	Name	Age (Years)	Designation	Remuneration Paid / Payable (Rs.in Lakhs)	Qualification and Experience (Years)	Date of Commencement of Employment	Previous Employment
1.	Shri R. Ramji	54	Managing Director & CEO	252.03	BCA (33 Years)	01.04.2013	---
2.	Shri B. Ponram	53	Chief Operating Officer	47.64	M.B.A., (19 Years)	04.11.2022	M/s. Polyspin Private Limited
3.	Shri S.Satish Kumar	58	Vice President (Marketing)	42.00	M.A., (Economics) (31 Years)	01.04.2015	---
4.	Shri Bal Krishna Ladha	76	Vice President (Marketing)	33.50	B.E. (Hons) Mech, MBA (46 Years)	01.09.2014	M/s. Ultra Tech Cements Limited
5.	Smt. Shwetha Ramji	29	Vice President (Operations)	25.54	ACCA (4 Years)	01.04.2023	M/s. Deloitte, Hoskins & Sells LLP
6.	Shri N.D. Ramsankar	43	Project Officer	23.81	D.H.M (20 Years)	01.07.2009	---
7.	Shri S. Seenivasa Varathan	61	Chief Financial Officer	18.00	B.Com (35 Years)	01.01.1991	---
8.	Smt. B. Shashi Ladha	73	Marketing Officer	17.34	B.Sc., LLB (6 Years)	01.04.2017	---
9.	Shri A. Emarajan	40	Company Secretary	16.06	B.Com., ACS (19 Years)	01.04.2021	M/s. The Ramaraju Surgical Cotton Mills Limited
10.	Shri K. Samidurai	54	Manager (Accounts)	12.64	B.Com (30 Years)	01.04.2020	M/s. Polyspin Private Limited

Note:- 1. All appointments are contractual.
 2. Remuneration as shown above includes, inter-alia, Company's contribution to provident funds and taxable value of perquisites and does not include provision for Gratuity.
 3. None of the employees mentioned above is related to any Director of the company except Shri. R. Ramji, Managing Director, Smt. Shwetha Ramji who are related to Smt. Durga Ramji, Director.

**On behalf of the Board,
 For POLYSPIN EXPORTS LIMITED,**

Place : Rajapalayam
 Date : May 27, 2024

S.V. RAVI
 Director
 (DIN : 00121742)

R. RAMJI
 Managing Director & CEO
 (DIN : 00109393)

ANNEXURE VII TO DIRECTOR'S REPORT

FORM AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil **2. Details of material contracts or arrangement or transactions at arm's length basis:**

a) Name(s) of the related party and nature of relationship	Nil
b) Nature of Contracts / arrangement / transactions	Nil
c) Duration of the Contracts / arrangements / transactions	Nil
d) Salient terms of the contracts or arrangements or transactions including the value, if any	Nil
e) Justification for entering into such contracts or arrangements or transactions	Nil
f) Date(s) of approval by the Board	Nil
g) Amount paid as advance, if any	Nil
h) Date on which the special resolution passed in general meeting as required under first provision to Section 188	Nil

a) Name (s) of the related party / Nature of relationship	No Fresh Contract or arrangement has been entered during the year
b) Nature of Contracts / arrangements / transactions	
c) Duration of the Contracts / arrangements / transactions	
d) Salient terms of the Contracts or arrangements or transactions including the value, if any	
e) Date(s) of approval by the Board, if any	
f) Amount paid	

**On behalf of the Board,
 For POLYSPIN EXPORTS LIMITED,**

Place : Rajapalayam
 Date : May 27, 2024

S.V. RAVI
 Director
 (DIN: 00121742)

R. RAMJI
 Managing Director & CEO
 (DIN: 00109393)

INDEPENDENT AUDITOR'S REPORT

To the Members of M/s. Polyspin Exports Limited
Report on the Standalone IND AS Financial Statements
Opinion

We have audited the accompanying Standalone IND AS financial statements of **M/s. Polyspin Exports Limited ("the Company")** which comprises the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (Including Other Comprehensive Income), Statement of Changes in Equity and statement of cash flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone IND AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the IND AS and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and Loss, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone IND AS financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note No.35.7 to the standalone financial statements, which describes the status of confirmation of balance of Trade Debtors, Trade Creditors and other Parties.

Our opinion is not modified in respect of these matters.

Key Audit Matters :

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone INDAS financial statements of the current period.

These matters were addressed in the context of our audit of the Standalone IND AS financial statements as a whole and informing our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our Report.

Sl. No.	Key Audit Matter	Auditor's Response
1.	<p>Evaluation of uncertain tax positions</p> <p>The Company has material uncertain tax positions including matters under dispute which involves significant judgement to determine the possible outcome of these disputes.</p> <p>Refer Note No.35.3 to the Standalone Financial Statements</p>	<p>Principal Audit Procedures</p> <p>Obtained details of completed tax assessments and demands for the year ended March 31, 2023 from management. We involved our expertise to challenge the management's underlying assumptions in estimating the tax provision and the possible outcome of the disputes. Our internal experts also considered legal precedence and other rulings in evaluating management's position on these uncertain tax positions. Additionally, we considered the effect of new information in respect of uncertain tax positions as at April 1, 2024 to evaluate whether any change was required to management's position on these uncertainties</p>
2.	<p>Recoverability of Indirect tax receivables</p> <p>As at March 31, 2024, other current assets in respect of withholding tax, GST and CESAT appeal Duty of Rs. 26.73 lakhs which are pending adjudication.</p>	<p>Principal Audit Procedures</p> <p>We have involved our expertise to review the nature of the amounts recoverable, the sustainability and the likelihood of recoverability upon final resolution.</p>
3.	<p>Assessment of the Company's litigations and related disclosure of contingent liabilities</p> <p>Refer to Note No. 35.3 to the Standalone Financial Statements – "Contingent liabilities not provided for", Note No: 35.3 to the Standalone Financial Statements. As at March 31, 2024, the Company has exposures towards litigations relating to the matter as included in the aforesaid Notes. Significant management judgement is required to assess such matter to determine the probability of occurrence of material outflow of economic resources and whether a provision should be recognised or a disclosure should be made. The management judgement is also supported with legal advice in certain cases as considered appropriate. As the ultimate outcome of the matter is uncertain and the position taken by the</p>	<p>Our procedures included the following:</p> <ul style="list-style-type: none"> We understood, assessed and tested the design and operating effectiveness of the Company's key controls surrounding assessment of litigations relating to the relevant laws and regulations; We discussed with management the recent developments and the status of the material litigations which were reviewed and noted by the Company's audit committee; We performed our assessment on a test basis on the underlying calculations supporting the contingent liabilities made in relation to the Company's Standalone Financial Statements; We used auditor's experts to gain an understanding and to evaluate the disputed tax matters; We considered external legal opinions, where relevant, obtained by management; We met with the Company's external legal counsel to understand the

Sl. No.	Key Audit Matter	Auditor's Response
	<p>management are based on the application of their best judgement, related legal advice including those relating to interpretation of laws/regulations, it is considered to be a Key Audit Matter.</p>	<p>interpretation of laws/regulations considered by the management in their assessment relating to a material litigation;</p> <ul style="list-style-type: none"> • We evaluated management's assessments by understanding precedents set in similar cases and assessed the reliability of the management's past estimates / judgements; • We evaluated management's assessment around those matters that are not disclosed or not considered as contingent liability, as the probability of material outflow is considered to be remote by the management; • We assessed the adequacy of the disclosures. <p>•Based on the above work performed, management's assessment in respect of the Company's litigations and related disclosures relating to contingent liabilities in the Standalone Financial Statements are considered to be reasonable.</p>

Information other than the Standalone Financial Statements and Auditor's Report thereon

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

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained 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 charge with Governance for the Standalone IND AS Financial Statement

The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone IND AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India including Indian Accounting Standards (IND AS) prescribed under section 133 of the Act

read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records relevant to the preparation and presentation of the standalone INDAS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of Standalone INDAS Financial Statement

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

A further description of the auditor's responsibilities for the audit of the standalone INDAS financial statements is included in Annexure A. This description forms part of our auditor's report.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- A) As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone IND AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on 31st March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the Internal Financial Control with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C"
- B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company has disclosed the impact of pending litigations on its financial position in its standalone IND AS financial statements – Refer Note No.35.3 to the Standalone INDAS financial statements;
- ii) The Company has recognized material foreseeable losses, if any, on long-term contracts including derivative contracts - Refer Note No 29.1 (a) to the INDAS financial statements;
- iii) There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company.
- iv) (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity including foreign entity ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The Management has represented that to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner.
- (c) 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;
- (d) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v) As stated in Note No. 36.8 to the standalone financial statements
The Company has not recommended any dividend for the financial year 2023-2024.
- C) With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act as amended:
In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act.
- D) Reporting Under Rule 11(g) of companies (Audit and Auditors) Rules, 2014**
Based on our examination, which included test checks, the Company has used accounting softwares for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For KRISHNAN AND RAMAN
CHARTERED ACCOUNTANTS
Firm's Registration No. 001515S

V. SRIKRISHNAN

Partner

Membership No. 206115

UDIN : 24206115BKCP EI3162

Place : Rajapalayam

Date : May 27, 2024

ANNEXURE - A

**Responsibilities for Audit of Standalone IND AS
Financial Statement**

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

- Identify and assess the risks of material misstatement of the standalone IND AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone IND AS financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events by Central Government of India in terms of section 143(II) of or conditions may cause the Company to cease to continue as a going concern. Evaluate the overall presentation, structure and content of the standalone IND AS financial statements including the disclosures, and whether the standalone IND AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Materiality is the magnitude of misstatements in the standalone financial statements that individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in
 - (i) planning the scope of our audit work and in evaluating the results of our work; and

- (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

For KRISHNAN AND RAMAN
CHARTERED ACCOUNTANTS
Firm's Registration No. 001515S

V. SRIKRISHNAN
Partner

Place : Rajapalayam
Date : May 27, 2024

Membership No. 206115
UDIN : 24206115BKCPEI3162

ANNEXURE -B TO INDEPENDENT AUDITOR'S REPORT

Annexure referred to in paragraph 1 of our Independent Auditor's Report of even date to the members of M/s. Polyspin Exports Limited on the accounts of the Company for the year ended 31st March, 2024

In terms of Companies (Auditor's Report) Order 2020, issued by Central Government of India, in terms of Section 143(11) of the Companies Act, 2013, we further report on the matters specified in paragraph 3 and 4 of the said order that:-

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

1. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - a) i) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant & Equipment and Intangible Assets and relevant details of right-of-use assets.
 - ii) The Company has maintained proper records showing full particulars of intangible assets.

- b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets once in every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other 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 included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
- d) The Company has not revalued its Property, Plant & Equipment or Intangible assets or both during the year.
- e) No proceedings have been initiated or are pending against the Company as at 31st March 2024, for holding benami property under The Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

2. INVENTORIES

- i. Physical verification of inventory or has been conducted at reasonable intervals by management. In our opinion, the coverage and procedure by the management is appropriate. There were no material discrepancies (exceeding 10%) noticed in each class of inventory.
- ii. The quarterly returns/statements filed by the Company with banks are in agreement with the books of the Company.

3. LOANS TO PARTIES LISTED U/S 189 OF THE ACT

The Company has neither made investments in companies nor granted unsecured loans to other parties, during the year.

4. COMPLIANCE WITH SECTIONS 185 & 186 OF THE ACT

The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of investments made as applicable.

5. DEPOSITS:

The company has not accepted any deposit or amounts which are deemed to be deposits. Hence reporting under clause 3(v) of the Order is not applicable.

6. COST RECORDS:

The maintenance of cost records has not been specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.

7. STATUTORY DUES

- i. The Company has generally been regular in depositing undisputed statutory dues, including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Duty of Excise, Cess and other material statutory dues applicable to it with the appropriate authorities.
- ii. There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Duty of Excise, Cess and other material statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.
- iii. Details of statutory dues referred to in sub-clause (i) above which have not been deposited as on March 31, 2024 on account of disputes are given below:

(Rs.in Lakhs)

Name of the Statute	Nature of Dues	Amount	Period with the amount relates	Forum where the dispute is pending	Amount paid under protest
Central Excise Act, 1944	Excise Duty	71.71	June 2008 to March 2013	Commissioner of Central Excise, Madurai.	71.71
Central Excise Act, 1944	Excise Duty	129.11	Jan 2009 to March 2013	Commissioner of Central Excise, Madurai.	129.11
Central Excise Act, 1944	Excise Duty	3.69	April 2010 to March 2011	Assistant Commissioner of Central Excise, Rajapalayam.	3.69
Central Excise Act, 1944	Excise Duty	70.11	April 2013 to Dec 2014	Assistant Commissioner of Central Excise, Rajapalayam.	70.11
Central Excise Act, 1944	Excise Duty	30.04	April 2014 to Sep 2014	Assistant Commissioner of Central Excise, Rajapalayam.	30.04
Central Excise Act, 1944	Excise Duty	30.23	Oct 2014 to March 2015	Assistant Commissioner of Central Excise, Rajapalayam.	30.23
Central Excise Act, 1944	Excise Duty	25.24	April 2015 to Sep 2015	Assistant Commissioner of Central Excise, Rajapalayam.	25.24
Central Excise Act, 1944	Excise Duty	33.51	Oct 2015 to March 2016	Assistant Commissioner of Central Excise, Rajapalayam.	33.51
Central Excise Act, 1944	Excise Duty	94.08	April 2016 to March 2017	Commissioner of Central Excise, Trichy.	94.08
TOTAL		487.72		TOTAL	487.72

8. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961;
9. i) The company has not defaulted in any repayment of loans or borrowings or in the payment of interest there on to any financial institution or bank.
- ii) The company has not been declared as a wilful defaulter by any bank or financial institution or other lender.
- iii) The term loans have not been utilized for the purposes for which they were obtained.

- iv) The Company has not materially used the short term funds for meeting any long term purpose.
- v) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- vi) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
10. i) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- ii) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
11. i) Based upon the audit procedures performed and information and explanations given to us by the Management, we report that no fraud by the company or no material fraud on the company have been noticed or reported during the year.
- ii) No report under sub-Section (12) of Section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government during the year and up to the date of this report.
- iii) According to the information and Explanations Provided to us, no whistle-blower complaints have been received during the year by the company.
12. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
13. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards
14. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports 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.
15. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
16. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, 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.
17. The Company incurred marginal cash losses during the financial year covered by our audit.
18. There has been no resignation of the statutory auditors of the Company during the year.
19. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
20. In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project under CSR. Accordingly clauses 3(xx)(a) and 3 (xx)(b) of the Order are not applicable.

For KRISHNAN AND RAMAN
CHARTERED ACCOUNTANTS
Firm's Registration No. 001515S

V. SRIKRISHNAN
Partner

Membership No. 206115
UDIN : 24206115BKCPEI3162

Place : Rajapalayam
Date : May 27, 2024

ANNEXURE–C TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' in our Independent Auditor's Report of even date, to the members of the Company on the Standalone IND AS financial statements for the year ended 31st March, 2024]

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of the Company as of 31st March, 2024, in conjunction with our audit of the Standalone IND AS financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Act.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial control system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A Company's internal financial control over financial reporting 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 over financial reporting includes those policies and procedures that;

- i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and
- iii) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use or disposition of the Company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, the Company in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting 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 issued by the ICAI.

For KRISHNAN AND RAMAN
CHARTERED ACCOUNTANTS
Firm's Registration No. 001515S

V. SRIKRISHNAN
Partner

Place : Rajapalayam
Date : May 27, 2024

Membership No. 206115
UDIN : 24206115BKCP EI3162

POLYSPIN EXPORTS LIMITED

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2024

(Rs.in Lakhs)

Particulars	Note No.	As at 31.03.2024	As at 31.03.2023
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3	3,727.75	4,281.03
Capital Work-in-Progress	3	1,561.54	689.35
Intangible Assets	3	1.99	1.89
Financial Assets			
i) Investments	4	74.02	63.24
ii) Financial Assets	5	146.47	180.83
Other Non-Current Assets	6	17.58	86.90
		5,529.35	5,303.24
Current Assets			
Inventories	7	3,680.81	4,624.31
Financial Assets			
i) Trade Receivables	8	2,948.57	3,223.62
ii) Cash and Cash Equivalents	9	20.01	27.84
iii) Other Bank Balance	10	842.26	1,128.18
Current Tax Assets (Net)		84.77	119.98
Other Current Assets	11	1,397.56	1,079.53
Assets Classified as Held for Sale		719.19	--
		9,693.17	10,203.46
		15,222.52	15,506.70
<u>EQUITY AND LIABILITIES</u>		Total Assets	
EQUITY			
Equity Share Capital	12	500.00	500.00
Other Equity	13	4,642.67	4,825.41
		5,142.67	5,325.41
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	14	2,052.26	1,329.39
Deferred Tax Liabilities (Net)	15	286.91	453.00
Other Non-Current Liabilities	16	4.24	159.87
		2,343.41	1,942.26
Current Liabilities			
Financial Liabilities			
i) Borrowings	17	5,421.26	5,664.44
ii) Trade Payables			
a. Dues of Micro and Small Enterprises	18	307.65	281.58
b. Dues of Creditors other than Micro and Small Enterprises	18	1,376.58	1,741.26
Other Current Liabilities	19	542.87	505.25
Provisions	20	--	46.50
Liabilities directly associated with assets in disposal group classified as Held for Sale		88.08	--
		7,736.44	8,239.03
		15,222.52	15,506.70
Total Equity and Liabilities			

As per our report of even date
For KRISHNAN AND RAMAN
 CHARTERED ACCOUNTANTS
 Firm's Registration No. 001515S

V. SRIKRISHNAN
 Partner
 Membership No. 206115
 UDIN : 24206115BKCP EI3162
 Place : Rajapalayam
 Date : May 27, 2024

R. RAMJI
 Managing Director & CEO
 DIN : 00109393

S.V. RAVI
 Director
 DIN : 00121742

S. SEENIVASA VARATHAN
 Chief Financial Officer

A. EMARAJAN
 Company Secretary

POLYSPIN EXPORTS LIMITED

STANDALONE STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2024 (Rs.in Lakhs)

Particulars	Note No.	For the year ended 31.03.2024	For the year ended 31.03.2023
INCOME			
Revenue from Operations	21	20,221.32	20,822.65
Other Income	22	389.68	437.66
Total Income		20,611.00	21,260.31
EXPENSES			
Cost of Raw Material Consumed	23	10,817.90	13,100.90
Changes in / Inventories of Finished Goods, Stock-in-Process	24	696.44	(1,652.73)
Employee Benefit Expenses	25	3,696.30	3,220.74
Finance Costs	26	391.50	310.10
Depreciation & Amortisation Expenses		316.72	274.31
Other Expenses	27	5,104.29	5,751.31
Total Expenses		21,023.15	21,004.63
Profit before Exceptional Items and Tax		(412.15)	255.68
Exceptional Items		--	--
Profit / (Loss) Before Tax		(412.15)	255.68
Tax Expenses:-			
- Current Tax		--	46.50
- Deferred Tax		(166.09)	(4.46)
Net Profit / (Loss) for the year from continuing operations (A)		(246.06)	213.64
Profit / (Loss) for the year from discontinued operations		(85.45)	(122.76)
Tax expense of discontinued operations		--	--
Net Profit / (Loss) for the year from discontinued operations (B)		(85.45)	(122.76)
Total Profit / (Loss) After Tax (A + B)		(331.51)	90.88
Other Comprehensive Income			
A. Items that will not be reclassified to Profit or Loss			
- Remeasurement gains/(losses) on Defined Benefit obligations (net)		42.74	11.31
B. Items that will be reclassified to Profit or Loss			
- Deferred gains / (losses) on cash flow hedges		(4.24)	(159.87)
Total Comprehensive Income		(293.01)	(57.68)
Basic & Diluted Earning Per Equity Share of Rs.5/- each (in Rupees)			
- From Continuing Operations		(2.46)	2.14
- From Discontinued Operations		(0.85)	(1.23)
- From Continuing and Discontinued Operations		(3.31)	0.91

As per our report of even date
For **KRISHNAN AND RAMAN**
CHARTERED ACCOUNTANTS
Firm's Registration No. 001515S

V. SRIKRISHNAN
Partner
Membership No. 206115
UDIN : 24206115BKCP EI3162
Place : Rajapalayam
Date : May 27, 2024

R. RAMJI
Managing Director & CEO
DIN : 00109393

S.V. RAVI
Director
DIN : 00121742

S. SEENIVASA VARATHAN
Chief Financial Officer

A. EMARAJAN
Company Secretary

POLYSPIN EXPORTS LIMITED

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

(Rs. in Lakhs)

Particulars	2023 - 2024	2022 - 2023
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Profit before Tax	(497.60)	132.92
Adjustment for :		
Depreciation & Amortisation Expenses	344.45	402.97
Loss on Sale of Assets	0.03	0.95
Profit on Sale of Assets	(24.30)	(0.12)
Profit of Sale of Shares	(0.01)	(0.04)
Interest Expenses	408.74	331.51
Interest Income	(68.72)	(68.61)
Dividend Income	(30.14)	(5.06)
Operating Profit before Working Capital	132.45	794.52
Adjustment for Changes in		
(Increase) / Decrease in Inventories	943.50	(1,753.03)
(Increase) / Decrease in Trade Receivables	275.06	799.86
(Increase) / Decrease in Other Financial Assets	--	0.47
(Increase) / Decrease in Other Non Current Assets	112.06	(12.67)
(Increase) / Decrease in Other Non Current Financial Assets	34.35	(107.34)
(Increase) / Decrease in Other Current Financial Assets	(496.76)	423.65
Increase / (Decrease) in Trade Payables	(338.60)	1,224.67
Increase / (Decrease) in Other Current Liabilities	125.70	(3.99)
Increase / (Decrease) in Provisions	--	(22.99)
Cash Generated from Operations	787.76	1,343.15
Income Taxes Paid	(11.90)	(229.21)
Net Cash from Operating Activities (A)	775.86	1,113.94
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets / Addition in WIP	(1,301.57)	(1,015.79)
Proceeds from Sale of Fixed Assets	77.56	0.81
Dividend Receipts	30.14	5.06
Interest Receipts	68.72	68.61
Investments in Shares	(14.88)	--
Proceeds from Sale of Shares	4.12	1.06
Investments / Proceeds from Term Deposits with Banks	285.92	168.56
Net Cash used In Investing Activities (B)	(849.99)	(771.69)
C. CASH FLOW FROM FINANCIAL ACTIVITIES :		
Proceeds from is usance of Share Capital	--	--
Proceeds from Share Premium	--	--
Proceeds from Long Term Borrowings	1,354.09	--
Repayment of Long Term Borrowings	(605.86)	(572.95)
Borrowings / (Repayment) for working capital purpose	(268.55)	(254.29)
Finance / Lease Liabilities - Increase / (Decrease)	--	--
Investment in Subsidiaries / Associates	--	--
Interest Expenses	(408.74)	(331.51)
Dividend Paid (Including Tax on Dividend)	(4.64)	(56.64)
Net Cash used In Financial Activities (C)	66.30	(1,215.39)
D. Net Increase / (Decrease) in Cash and Cash Equivalents (A) + (B) + (C)	(7.83)	(873.14)
Cash and Cash equivalents at the beginning of the period	27.84	900.98
Cash and Cash equivalents at the end of the period	20.01	27.84

As per our report of even date
For KRISHNAN AND RAMAN
 CHARTERED ACCOUNTANTS
 Firm's Registration No. 001515S

V. SRIKRISHNAN
 Partner
 Membership No. 206115
 UDIN : 24206115BKCP EI3162
 Place : Rajapalayam
 Date : May 27, 2024

R. RAMJI
 Managing Director & CEO
 DIN : 00109393

S.V. RAVI
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 DIN : 00121742

S. SEENIVASA VARATHAN
 Chief Financial Officer

A. EMARAJAN
 Company Secretary

POLYSPIN EXPORTS LIMITED

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2024

(Rs.in Lakhs)

A. EQUITY SHARE CAPITAL

1) Current reporting period

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
500.00	--	--	--	500.00

2) Previous reporting period

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
500.00	--	--	--	500.00

B. OTHER EQUITY

1) Current reporting period

(Rs.in Lakhs)

Particulars	Reserves and Surplus			
	General Reserve	Retained Earnings	Other Comprehensive Income / (Loss)	Total
Balance as at 01.04.2023	4,750.00	191.69	(116.28)	4,825.41
Loss for the year from Continuing operations	--	(246.06)	--	(246.06)
Loss for the year from Discontinued operations	--	(85.45)	--	(85.45)
Reclassified to Profit and Loss A/c	--	--	115.52	115.52
Re-measurement Gain/(Loss) on Actuarial Valuations	--	--	42.74	42.74
Dividend paid	--	(4.64)	--	(4.64)
Any other Changes - Provision for Taxation Previous year	--	(0.61)	--	(0.61)
The effective portion of gains and loss on hedging instruments in a cash flow hedge	--	--	(4.24)	(4.24)
Balance as at 31.03.2024	4,750.00	(145.07)	37.74	4,642.67

2) Previous Reporting Period

(Rs.in Lakhs)

Particulars	Reserves and Surplus			
	General Reserve	Retained Earnings	Other Comprehensive Income / (Loss)	Total
Balance as 01.04.2022	4,750.00	148.75	32.28	4,931.03
Profit for the year	--	90.88	--	90.88
Re-measurement Gain/(Loss) on Actuarial Valuations	--	--	11.31	11.31
Dividend paid	--	(56.63)	--	(56.63)
Any other Changes - Provision for Taxation Excess withdrawn	--	8.69	--	8.69
The effective portion of gains and loss on hedging instruments in a cash flow hedge	--	--	(159.87)	(159.87)
Balance as at 31.03.2023	4,750.00	191.69	(116.28)	4,825.41

As per our report of even date
For KRISHNAN AND RAMAN
 CHARTERED ACCOUNTANTS
 Firm's Registration No. 001515S

V. SRIKRISHNAN
 Partner
 Membership No. 206115
 UDIN : 24206115BKCP EI3162

Place : Rajapalayam
 Date : May 27, 2024

R. RAMJI
 Managing Director & CEO
 DIN : 00109393

S.V. RAVI
 Director
 DIN : 00121742

S. SEENIVASA VARATHAN
 Chief Financial Officer

A. EMARAJAN
 Company Secretary

STANDALONE - NOTES FORMING PART OF ACCOUNTS**1. General Information:**

M/s. Polyspin Exports Limited, CIN No. L51909TN1985PLC011683, (PEL or the Company) is a Public Limited Company incorporated in India. The Company shares are listed in BSE Limited and the Scrip Code is 539354. The address of the Registered Office is 351, P.A.C.R. Salai, Rajapalayam – 626 117, Tamilnadu.

The Company was incorporated in the year 1985 and the commenced commercial production during the year 1990. The Company is engaged in Manufacture of FIBC Bags, Fabric, PP Yarn, Multifilament Yarn, etc., with an installed capacity of 10,800 MTS per annum. The Company's FIBC bags are primarily exported to U.S.A, Europe and African Countries.

The Company has permanently closed the operations at Textiles Division (OE Yarn) – 1760 Rotors with effect from June 16, 2023. The Company has taken necessary steps to sell the entire textile machineries in a phased manner.

These financial statements were approved for issue by the board of directors of the Company on 27th May, 2024.

2.1 Statement of Compliance:

These financial statements have been prepared in accordance with the Indian Accounting Standards ("IND AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

2.2: Basis of Preparation:-

These financial statements have been prepared on the historical cost basis except for certain financial instruments and defined benefit plans that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of consideration given in exchange for goods and services.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In measuring fair value of an asset or liability, the Company takes into account those characteristics of the asset or liability that market participants would take into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes fair value measurements are categorized into level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:-

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- Level 2 inputs, other than quoted prices included within

Level 1 that observable for the asset or liability, either directly or indirectly; and

- Level 3 inputs are unobservable inputs for the asset or liability.

Functional and presentational currency:

These financial statements are presented in Indian Rupee (INR) which is also the functional Currency.

Rounding off amounts:

All amounts disclosed in the financial statements have been rounded off to the nearest rupees in lakhs as per the requirements of schedule III of the Act, unless otherwise stated.

Use of Estimates and Judgements:-

The preparation of Financial Statements in conformity with IND AS requires the management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future period affected. Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the accounting policies and / or the notes to the financial statements.

2.3 Current versus Non-Current Classification:-

The Company presents assets and liabilities in the Balance Sheet based on Current / Non-Current classification. An asset is treated as current when it is:-

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

All other assets are classified as Non-Current

A Liability is current when:

- It is expected to be settled in the 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.

All other liabilities are classified as Non-Current

The Company has deemed its operating cycle as twelve months for the purpose of Current / Non-Current classification.

STANDALONE - NOTES FORMING PART OF ACCOUNTS

The financial statements are presented in Indian Rupees, which is functional currency, rounded to the nearest Lakhs with two decimals. The amount below the round off norm adopted by the company is denoted as Rs. 0.00 Lakhs.

2.4 Revenue Recognition

Revenue is measured at the fair value of consideration received or receivable.

a. Sale of Goods

Revenue from sale of goods is recognized when the Company has transferred to the buyer the significant risks and rewards of ownership of the goods, it no longer retains control over the goods sold, the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the Company and the cost incurred or to be incurred in respect of the transaction can be measured reliably. Sale of goods is recognized but net of other taxes collected on behalf of third parties.

b. Power generated from Windmill

Power generated from windmill that are covered under wheeling and Banking arrangement with TANGEDCO and the same were consumed at factories. The monetary values of such power generated that are captively consumed are not recognized as revenue for the Company.

c. Scrap Sale

Scrap sale is recognized at the fair value of consideration received or receivables upon transfer of significant risk and rewards. It comprises of invoice value of goods excluding applicable taxes on sale.

d. Dividend Income

Dividend Income from investment in shares of corporate bodies is accounted when the Company's right to receive the dividend is established.

e. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time proposition basis, by reference to the principal outstanding and the effect interest rate applicable, which is the rate exactly discounts estimated future cash receipts through the expected life of financial assets to that assets net carrying amount on initial recognition.

2.5 Property, Plant and Equipment

Property, Plant and Equipment are stated at cost less accumulated depreciation / amortization and impairment losses if any, except freehold land which is carried at cost. Cost comprises of purchase price, import duties, levies and any attributable cost of bringing the assets on its working condition for the intended use.

For transition to INDAS, the Company has elected to continue the carrying value of all of its property, plant and equipment

recognized as at 1st April, 2016 (IND AS transition date) measured as per the previously applicable Indian GAAP and used that carrying value as its deemed cost as at the IND AS transition date.

When each major expenses on fixed assets, day to day repair and maintenance expenditure and cost of replacing parts that does not meet the capitalization criteria in accordance with IND AS 16 are charged to statement of Profit and Loss for the period during which such expenses are incurred.

The Company identifies the significant parts of plant and equipment separately (which are required to be replaced at intervals) based on their specific useful lives. The cost of replacement of significant parts are capitalized and the carrying amount of replaced parts are derecognized.

PPEs eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal. Gains or losses arising from disposal, measured as the difference between the net disposal proceeds and the carrying amount of such assets are recognized in the statement of Profit and Loss. Amount received towards PPE that are impaired and derecognized in the financial statements are recognized in statement of Profit and Loss, when the recognition criteria are met.

Depreciation is recognized so as to write off the cost of assets (other than freehold land and property under construction) less their residual value, over their useful lives. The estimated useful lives, residual value and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Depreciation for PPE on additions is calculated on pro rata basis from the date of such additions. For deletion / disposals, the depreciation is calculated on pro rata basis up to the date on which such assets have been discarded/sold.

Capital work in progress includes cost of property, plant and equipment under installation, under development including related expenses and attributable interest as at the reporting date.

2.6 Investment Property

The Company does not have any investment property as on the Balance Sheet date. Hence there is no disclosure as per the requirements of INDAS 16

2.7 Intangible Assets

Intangible Assets are recognized when the asset is identifiable is within the control of the Company, it is probable that the future economic benefits that are attributable to the asset will flow to the Company and cost of the asset can be reliably measured.

Intangible assets are amortized over their estimated useful life on straight line method. The estimated useful lives of intangible assets are assessed by the internal technical team.

STANDALONE - NOTES FORMING PART OF ACCOUNTS

It's accounting classification is given below:-

1. Nature of intangible assets - Computer Software
2. Estimated Useful life - 3 Years
3. Amortization of intangible Assets - Computer Software
4. Accounting Classification - Depreciation & Amortization

For transition to IND AS, the Company has elected to continue with the carrying value of all its intangible assets recognized as at IND AS transition date measured as per the previously applicable Indian GAAP and use that carrying value as its deemed cost as at the IND AS transition date.

2.8 Inventories

Inventories are valued at the lower of cost and net realizable value.

Cost of Raw materials, Stores and Spares, Fuel, Packing Materials, etc., are valued at cost, computed on moving weighted average basis including the cost incurred in bringing the inventories to their present location or net realizable value whichever is lower.

Process Stock and Finished Goods are valued at moving weighted average cost including the cost of conversion and other costs incurred in bringing the inventories to the present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

2.9 Cash Flow Statement

Cash Flows are presented using indirect method, whereby profit / (Loss) before tax is adjusted for the effects of transaction of non-cash nature and accruals of past or future cash transaction. Cash comprise cash on hand and demand deposits with banks. Cash equivalents are short term balance with original maturity of less than 3 months, highly liquid investments that are readily convertible into cash

2.10 Borrowing Costs

Borrowing Costs include interest expense calculated using the effective interest rate method, other costs incurred in connection with borrowing of funds and exchange differences to the extent regarded as an adjustment to the interest costs.

Borrowing Costs that are directly attributable to the acquisition, construction or production of a qualifying assets (net of income earned on temporary deployment of funds) are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognized as an expense in the period in which they are incurred.

A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale.

2.11 Financial Assets

Financial Assets comprises of Investments in Equity, Trade Receivables, Cash and Cash Equivalents and Other Financial Assets.

Classification

The Company classifies Financial Assets as subsequently measured at Amortized Cost, Fair Value through Other Comprehensive Income (FVTOCI) or Fair Value through Profit or Loss (FVTPL) on the basis of its business model for managing the Financial Assets and the contractual cash flows characteristics of the financial assets.

Initial Recognition and Measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recognized at the fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurements of financial assets are dependent on initial categorization. For impairment purposes, significant financial assets are tested on an individual basis and other financial assets are assessed collectively in groups that share similar credit risk characteristics.

Financial Assets are measured at amortized cost when asset is held within a business model, whose objective is to hold assets for collecting contractual cash flows and contractual terms of the assets give rise, on specified dates, to cash flows that are solely payments of principal and interest. Such financial assets are subsequently measured at amortized cost using the effective interest rate method. The losses arising from impairment are recognized in the statement of Profit and Loss. This category generally applies to trade and other receivables.

a. Financial assets measured at fair value through other comprehensive income (FVTOCI)

Financial assets under this category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income.

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

Financial assets under this category are measured initially as well as at each reporting date at fair value with all changes recognized in profit or loss. Company's Current Investments in equity shares are measured at FVTPL.

c. Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value with a maturity within three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

STANDALONE - NOTES FORMING PART OF ACCOUNTS

De-recognition of Financial Assets

A Financial Asset is primarily derecognized when the rights to receive cash flows from the asset have expired or the company has transferred its rights to receive cash flows from the asset.

2.12 Financial Liabilities

Financial Liabilities comprises of Borrowings from banks, Trade Payables, Derivative Financial Instruments, Financial Guarantee Obligation and Other Financial Liabilities.

Classification

The Company classifies all financial liabilities as subsequently measured at amortized cost, except for financial liabilities at fair value through profit or loss. Such financial liabilities including derivatives that are liabilities, shall be subsequently measured at fair value.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading, if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments that are not designated as hedging instruments in hedge relationships as defined by IND AS 109 - "Financial Instruments". Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Financial liabilities measured at amortised cost

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method except for those designated in an effective hedging relationship.

Amortized Cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in the statement of profit and loss. Any difference between the proceeds (Net of transactions costs) and the redemption amount is recognized in Profit or Loss over the period of the borrowings using the EIR method.

Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that same or all of the facility will be drawn down.

Trade and Other Payables

A payable is classified as 'Trade Payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year, which are unpaid. They are recognized initially at their fair value and subsequently measured at amortized cost using the EIR method.

De-recognition of Financial Liabilities

A Financial Liability is derecognized when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed is recognized in profit or loss as other income or finance assets.

2.13 Impairment**i. Financial Assets**

The Company recognizes loss allowances if only, using the expected credit loss (ECL) model for the financial assets which are not fair valued. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to life time ECL. For all other financial assets, ECL is measured at an amount equal to the 12 month ECL. Unless there has been a significant increase in credit risk from initial recognition, in which case, those are measured at life time ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized, is recognized as an impairment gain or loss in the statement of profit and loss.

ii. Non - Financial Liabilities

The carrying values of assets include property, plant and equipment, cash generating units and intangible assets are reviewed for impairment at each Balance Sheet date, if there is any indication of impairment based on internal and external factors.

Non-financial assets are treated as impaired when the carrying amount of such asset exceeds its recoverable value. After recognition of impairment loss, the depreciation for the said assets is provided for remaining useful life based on the revised carrying amount, less its residual value if any, on straight line basis.

An impairment loss is charged to the statement of Profit and Loss in the year in which an asset is identified as impaired.

An impairment loss is reversed when there is an indication that the impairment loss may no longer exist or may have decreased.

2.14 Foreign Currency Transaction and Translation

Transactions in foreign currencies are translated to the functional currency of the Company (i.e. INR) at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date, except for those derivative balances that are within the scope of IND AS – 109. "Financial instruments" are translated to the functional currency at the exchange rate at that date and the related foreign currency gain or loss are reported in the statement of Profit and Loss.

Foreign Exchange differences regarded as an adjustment to interest costs are recognized in the Statement of Profit and

STANDALONE - NOTES FORMING PART OF ACCOUNTS

Loss. Realized or unrealized gain in respect of the settlement or translation of borrowing is recognized as an adjustment to interest cost to the extent of the loss previously recognized as an adjustments to the interest cost.

2.15 Employee Benefits

Employee Benefits in the form of Provident Fund & Employee State Insurance are defined contribution plans. The Company recognizes contribution payable to a defined contribution plan as an expense, when an employee renders the related services.

The Company contributes monthly at 12% of employees' basic salary to Employees Provident Fund & Employees Pension Fund administered by the Employees Provident Fund Organization, Government of India. The Company has no further obligations.

Gratuity Liability and Leave Encashment Liability are defined benefit plans. The cost of providing benefit under the defined benefit plans is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. The Company has its own approved Gratuity Fund with LIC Group Gratuity cash accumulations scheme and the contribution to that fund are being made to LIC.

The Leave Encashment entitlement is computed on calendar year basis and payment made to the Employees accordingly in the succeeding January of every year. Hence, there is no outstanding liability towards Leave Encashment.

Re-measurements of the net defined benefit liability / asset comprise:-

1. Actuarial Gains and Losses;
2. The return on plan assets, excluding amounts included in net interest on the net defined benefit liability / asset; and
3. Any change in the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability / asset.

Reimbursements of net defined benefit liability / asset are charged or credited to Other Comprehensive Income.

Investment in Associate

An Associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those polices.

Investments in Associate are carried at cost. The cost comprises price paid to acquire investment and directly attributable cost.

For transition to IND AS, the Company had elected to continue with the carrying value of its investment in Associate recognized as the transition date, measured as per the

previously applicable Indian GAAP and used that carrying value as its deemed cost as at the transition date.

2.16 Provision, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources, embodying economic benefits in respect of which a reliable estimate can be made.

Contingent Liability is a possible obligation that may arise from past events and its existence will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the same are not recognized but disclosed in the financial statements.

Insurance Claims are accounted on the basis of claims admitted or expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection. Contingent Assets are not recognized.

2.17 Taxes on Income

Income Tax expenses comprises of current tax and deferred tax. It is recognized in the statement of Profit and Loss, except to the extent that it relates to items recognized directly in Equity or Other Comprehensive Income. In such cases, the tax is also recognized directly in Equity or in Other Comprehensive Income.

Current Tax

Current Tax is the amount of tax payable on the taxable income for the year, determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred Tax

Deferred Tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the balance sheet and their corresponding tax bases. Deferred tax liabilities are generally recognized for all taxable temporary differences.

Deferred Tax Assets are generally recognized for all deductible temporary differences and unused tax losses being carried forward, to the extent that it is probable that taxable profits will be available in future against which those deductible temporary differences and tax losses can be utilized. 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 profit will be available to allow all or part of the assets to be recovered.

Deferred Tax Liabilities and Assets are measured at the tax rates that are expected to apply in the period in which the

STANDALONE - NOTES FORMING PART OF ACCOUNTS

liability is settled or the assets realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Minimum Alternate Tax (MAT)

MAT Credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period (i.e.) the period for which MAT credit is allowed to be carried forward, in the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in the Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the statement of Profit and Loss and shown as MAT credit entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

2.18. Non-current assets (or disposal groups) classified as held for sale:

Non-current assets or disposal groups comprising of assets and liabilities are classified as 'held for sale' when all the following criteria are met: (i) decision has been made to sell, (ii) the assets are available for immediate sale in its present condition, (iii) the assets are being actively marketed and (iv) sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date.

Subsequently, such non-current assets and disposal groups classified as 'held for sale' are measured at the lower of its carrying value and fair value less costs of disposal. Non-current assets held for sale are not depreciated or amortised.

2.19. Earning Per Share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The Weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, buy back of shares, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

2.20. Significant Estimates and Judgements

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosures and the disclosure of contingent liabilities. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision effects only that period or in the period of the revision or future periods, if the revision affects both current and future years.

Accordingly, the management has applied the following estimates / assumptions / judgements in preparation and presentation of financial statements.

Property, Plant and Equipment, Intangible Assets:-

The residual values estimated useful life of PPEs & Intangible Assets are assessed by technical team duly reviewed by the management at each reporting date. Wherever the management believes that the assigned useful life and residual value are appropriate, such recommendations are accepted and adopted for computation of depreciation / amortization.

Current Taxes:-

Calculations of Income Taxes for the current period are done based on applicable tax laws and managements judgement by evaluating positions taken in tax returns and interpretation of relevant provisions of law.

Deferred Tax Rate (Including MAT Credit Entitlement)

Significant Management judgement is exercised by reviewing the deferred tax assets at each reporting date to determine the amount of deferred tax assets that can be retained /recognized, based upon the likely with future tax planning strategies.

Contingent Liabilities:-

Management's judgement is exercised for estimating the possible outflow of resources, if any, in respect of Contingencies / Claims / Litigation against the Company as it is not possible to predict the outcome of pending matters with accuracy.

Impairment of Trade Receivables:-

The impairment for financial assets are done based on assumption about risk of default and expected loss rates. The assumptions, selection of inputs for calculation of impairment are based on management judgement considering the past history, market condition and forward booking estimates at the end of each reporting date.

STANDALONE - NOTES FORMING PART OF ACCOUNTS

Impairment of Non-Financial Asset (PPE / Intangible Assets)

The impairment of Non-Financial Assets is determined based on estimate of recoverable amount of such assets. The assumptions used in computing the recoverable amount are based on management judgement considering the timing of future cash flow, discount rates and risks specific to the asset.

Defined Benefit Plan and Other Long Term Benefits:-

The cost of the defined benefit plan and other long term benefits and the present value of such obligation are determined by the independent actuarial values. Management believes that the assumptions used by the actuary in

determination of discount rate, future salary increases, mortality rates and attrition rates are reasonable. Due to the complexities involved in the valuation and its long term nature, this obligation is highly sensitive to changes in these assumptions.

2.21 Recent Accounting Pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31st March, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

STANDALONE - NOTES FORMING PART OF ACCOUNTS

3. PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK IN PROGRESS

(Rs. in Lakhs)

Particulars	Tangible Assets								Total - Tangible Assets	Capital Work in Progress	Intangible Assets	Transfer to Property & Asset Held for Sale
	Land	Building	Plant and Equipment	Power Generation Equipment	Furniture & Fittings	Vehicles	Office Equipment	Livestock				
Gross Carrying Amount												
As at 01.04.2023	49.00	2,317.34	5,087.83	57.87	12.31	126.58	86.81	0.63	7,738.37	689.35	9.11	--
Add : Additions	--	93.77	296.32	--	1.58	22.33	14.53	--	428.53	879.07	0.84	--
Less : Deductions	--	--	193.27	--	--	0.48	7.53	--	201.28	6.88	--	--
Less : Classified as Held for Sales	--	--	1,253.91	--	--	--	--	--	1,253.91	--	--	1,253.91
As at 31.03.2024	49.00	2,411.11	3,936.97	57.87	13.89	148.43	93.81	0.63	6,711.71	1,561.54	9.95	1,253.91
Accumulated Depreciation and Impairment												
As at 01.04.2023	--	539.04	2,701.64	53.45	7.24	91.83	64.14	--	3,457.34	--	7.22	--
Add : Depreciation												
- Continuing Operations	--	82.78	212.75	0.33	1.05	8.73	10.40	--	316.04	--	0.68	--
- Discontinued Opeartions	--	2.75	24.89	--	--	0.02	--	--	27.66	--	0.06	--
Less : Disposal	--	--	139.98	--	--	0.48	7.53	--	147.99	--	--	--
Less : Classified as Held for Sales	--	--	669.09	--	--	--	--	--	669.09	--	--	669.09
As at 31.03.2024	--	624.57	2,130.21	53.78	8.29	100.10	67.01	--	2,983.96	--	7.96	669.09
Carrying Amount 31.03.2024	49.00	1,786.54	1,806.76	4.09	5.60	48.33	26.80	0.63	3,727.75	1,561.54	1.99	584.82
Carrying Amount 01.04.2023	49.00	1,778.30	2,386.19	4.42	5.07	34.75	22.67	0.63	4,281.03	689.35	1.89	--

Aging for Capital Work in Progress

Particulars	As at 31.03.2024					As at 31.03.2023				
	<1 Year	1-2 Year	2-3 Year	More than 3 Years	Total	<1 Year	1-2 Year	2-3 Year	More than 3 Years	Total
Projects in progress	879.07	682.47	-	--	1,561.54	689.35	-	-	-	689.35
Projects temporarily suspended	--	--	-	--	--	--	-	-	-	--
Total	879.07	682.47	-	--	1,561.54	689.35	-	-	-	689.35

Note : We have no Projects for which completion is overdue or has exceeded its cost compared to its original Plan.

POLYSPIN EXPORTS LIMITED

STANDALONE - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
FINANCIAL ASSETS		
4. OTHER INVESTMENTS		
Investments In Equity Instruments (Unquoted)		
Number (Equity Shares)	Face Value Per Unit	Trade Investment (Long term)
13,01,119	SLR.10/-	M/s. Lankaspin Private Limited, Sri Lanka
		59.46
33,000	INR. 10/-	M/s. OPG Power Generation Private Limited, India.
		--
2,000	INR.100/-	M/s. Strio Kaizen Hitech Research Labs Private Limited
		0.20
12	INR. 2/-	M/s. Axis Bank Limited
		0.10
11,958	INR. 100/-	M/s. Padmasri Paper Boards Private Limited
		11.96
21,000	INR. 10/-	M/s. Venus Wind Power Private Limited
		2.10
200	INR. 100/-	M/s. Sukan Eco Private Limited
		0.20
		Investments
		74.02
		63.24
5. FINANCIAL ASSETS (NON CURRENT)		
Security Deposits with Electricity Board		219.61
Security Deposit - Others		0.49
		220.10
		180.83
Less : Assets Classified as Held for Sales		73.63
		146.47
		180.83
6. OTHER NON CURRENT ASSETS		
Unsecured, Considered good		
Advance to Suppliers / Others		--
Net Defind Benefits (Assets)		17.58
		37.85
		49.05
		17.58
		86.90
7. INVENTORIES		
Raw Material		410.94
Stores and Spares		315.24
Work In Process		2,525.49
Finished Goods		440.59
Process Waste		4.53
		560.08
		206.36
		3,479.28
		375.61
		2.98
		3,696.79
		4,624.31
Less : Assets Classified as Held for Sales		15.98
		3,680.81
		4,624.31
8. TRADE RECEIVABLES		
Unsecured considered good		2,991.05
Less : Assets Classified as Held for Sales		42.48
		3,223.62
		--
		2,948.57
		3,223.62

POLYSPIN EXPORTS LIMITED

STANDALONE - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
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Ageing of trade receivables as at 31.03.2024

Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade receivables – considered good	2,948.57	--	--	--	--	2,948.57
ii) Undisputed Trade Receivables – considered doubtful	--	--	--	--	--	--
iii) Disputed Trade Receivables considered good	--	--	--	--	--	--
(iv) Disputed Trade Receivables considered doubtful	--	--	--	--	--	--
Total	2,948.57	--	--	--	--	2,948.57

Ageing of trade receivables as at 31.03.2023

Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade receivables – considered good	3,198.42	25.14	0.06	--	--	3,223.62
ii) Undisputed Trade Receivables – considered doubtful	--	--	--	--	--	--
iii) Disputed Trade Receivables considered good	--	--	--	--	--	--
(iv) Disputed Trade Receivables considered doubtful	--	--	--	--	--	--
Total	3,198.42	25.14	0.06	--	--	3,223.62

9. CASH AND CASH EQUIVALENTS

Cash on Hand	1.57	0.49
Balance with Banks		
- In Current Accounts	--	4.28
- In Unclaimed Dividend Accounts	18.44	23.07
	20.01	27.84

10. BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENTS

Fixed Deposits with banks having balance maturity of twelve months or less		
- Under Lien	815.64	172.55
- Not Under Lien	26.62	955.63
	842.26	1,128.18

11. OTHER CURRENT ASSETS

Advance to Suppliers / Others - Unsecured, Considered Good	41.66	14.23
Accrued Income	0.06	0.05
Prepaid Expenses	119.27	188.64
Others	1,238.85	876.61
	1,399.84	1,079.53
	2.28	--
Less : Assets Classified as Held for Sales	1,397.56	1,079.53

EQUITY AND LIABILITIES

12. EQUITY SHARE CAPITAL

-Authorised		
1,00,00,000 Equity Shares of Rs.5/- each		
[Previous Year : 1,00,00,000 Equity Shares of Rs. 5/- each]	500.00	500.00
-Issued, Subscribed and Paid up		
1,00,00,000 Equity Shares of Rs.5/- each fully paid-up		
[Previous Year : 1,00,00,000 Equity Shares of Rs. 5/- each]	500.00	500.00

POLYSPIN EXPORTS LIMITED

STANDALONE - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
12.1 Reconciliation of the Number of Shares Outstanding	No. of Shares	No. of Shares
Number of Shares at the beginning	1,00,00,000	1,00,00,000
Number of Shares at the end	1,00,00,000	1,00,00,000

12.2 The details of Shareholders holding more than 5% shows :

Particulars	As at 31.03.2024		As at 31.03.2023	
	No. of Shares	%	No. of Shares	%
i. Shri R. Ramji	18,65,682	18.66	18,65,682	18.66
ii. Smt. Durga Ramji	9,19,096	9.19	9,19,096	9.19
iii. M/s. Polyspin Private Limited	6,50,625	6.51	6,50,625	6.51

Clause (f) - Shares held by holding Company or its ultimate holding Company including their subsidiaries - Nil

Clause (h) - Shares reserved for issued under options and contracts / commitments for the sale of shares - Nil

Clause (i) - Shares allotted in the proceeding five years without payment being received in cash / by way of bonus shares / Shares bought back.

During the year 2020-2021 the company has issued Bonus shares 20,00,000 Equity Shares of Rs.5/- each in the ratio of one Equity Share for every 4 (Four) Equity Shares held by shareholders.

Clause (j) - Terms of any securities convertible into issued along with the earliest date of conversion - Not Applicable.

Clause (k) - Calls Unpaid - Not Applicable.

Clause (l) - Forfeited Shares - Not Applicable.

12.3 The details of Shareholders holding of Promoters as below :

Shares held by promoters at the end of the year	As at 31.03.2024		As at 31.03.2023	
Promoter Name	No. of Shares	% of total Shares	No. of Shares	% of total Shares
1. Shri R. Ramji	18,65,682	18.66	18,65,682	18.66
2. Smt. Durga Ramji	9,19,096	9.19	9,19,096	9.19
3. M/s. Polyspin Private Limited	6,50,625	6.51	6,50,625	6.51
4. Smt. R. Sunethra	3,18,750	3.19	3,18,750	3.19
5. Shri. S.R. Subramanian	2,27,750	2.28	2,27,750	2.28
6. M/s. Cholapackaging Private Limited	2,21,190	2.21	2,21,190	2.21
7. Smt. R. Subbulakshmi	1,43,152	1.43	1,43,152	1.43
8. Smt. R. Vijayalakshmi	1,25,295	1.25	1,25,295	1.25
9. Shri. R. Varun	1,02,524	1.03	1,02,524	1.03
10. M/s. Ganesh Agro Pack Private Limited	75,000	0.75	75,000	0.75
11. Shri. R. Sakthikumar	4,143	0.04	58,100	0.58
12. Shri. V.S. Baskar Raja	47,000	0.47	50,000	0.50
13. Smt. S.Sowmiya	40,997	0.41	40,997	0.41
14. Smt. R. Lakshmi	14,261	0.14	24,261	0.24
15. Shri. S.V. Ravi	17,000	0.17	17,000	0.17
16. Ms. Bhavna Shirish Lilladhar	6,875	0.07	6,875	0.07

POLYSPIN EXPORTS LIMITED

STANDALONE - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
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13. OTHER EQUITY

Particulars	Reserves and Surplus		
	General Reserve	Retained Earnings	Total
Other Equity as at 01.04.2022	4,750.00	181.03	4,931.03
Profit / (Loss) for the Year	--	90.88	90.88
Re-measurement Gain/(Loss) on Actuarial Valuations	--	11.31	11.31
Dividend Paid	--	(56.63)	(56.63)
Provision for Taxation Excess withdrawn	--	8.69	8.69
The effective portion of Gains (Loss) on hedging instruments in a cash flow hedge	--	(159.87)	(159.87)
Other Equity as at 31.03.2023	4,750.00	75.41	4,825.41
Loss for the year from Continuing operations	--	(246.06)	(246.06)
Loss for the year from Discontinued operations	--	(85.45)	(85.45)
Reclassified to Profit & Loss Account	--	115.52	115.52
Re-measurment Gain / (Loss) on Actuarial Valuations	--	42.74	42.74
Provision for Taxation Previous Year	--	(0.61)	(0.61)
Dividend Paid	--	(4.64)	(4.64)
The effective portion of Gains / (Loss) on hedging instruments in a cash flow hedge	--	(4.24)	(4.24)
Other Equity as at 31.03.2024	4,750.00	(107.33)	4,642.67

General Reserve:

General reserve is created by the Company by appropriating the balance of Retained Earnings. It is a free reserve which can be used for meeting future contingencies, creating working capital for business operations, strengthening the financial position of the company.

Retained earnings:

Retained earning are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. (Refer statement of changes in equity.)

14. BORROWINGS (NON CURRENT)

-Secured

From Axis Bank Limited

- ECLGS Term Loan	851.05	1,329.39
- Rupee Term Loan	440.84	--
- Advance Against Term Deposits	530.15	--

From Others

- Hire Purchase Loan	40.22	--
- Loan from Director	190.00	--
	2,052.26	1,329.39

14.1 Rupee Term Loan and Working Capital Finance from Bank is secured by a First Charge, by way of Equitable Mortgage of specified assets under this loan.

14.2 Hire Purchase Loan is secured by hypothecation of Specified Vehicle purchased under the Scheme.

14.3 The Loans are additionally secured by Personal Guarantee of Promoter Director of the Company.

14.4 The Term Loan from Bank are repayable in equated monthly installments.

POLYSPIN EXPORTS LIMITED

STANDALONE - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
14.5 Repayment of Term Loan :		
Facility 1 - Rs. 216.55 Lakhs - Balance amount is repayable in 13 equated monthly installments starting from April, 2025.		
Facility 2 - Rs. 634.50 Lakhs - Balance amount is repayable in 36 equated monthly installments starting from April, 2025.		
Facility 3 - Rs. 315.87 Lakhs - Balance amount is repayable in 46 equated monthly installments starting from April, 2025.		
Facility 4 - Rs. 73.60 Lakhs - Balance amount is repayable in 46 equated monthly installments starting from April, 2025.		
Facility 5 - Rs. 51.37 Lakhs - Balance amount is repayable in 46 equated monthly installments starting from April, 2025.		
14.6 Repayment of Hire Purchase Loan :		
Facility 1 - Rs. 11.87 Lakhs - Balance amount is repayable in 29 equated monthly installments starting from April, 2025.		
Facility 2 - Rs. 8.07 Lakhs - Balance amount is repayable in 30 equated monthly installments starting from April, 2025.		
Facility 3 - Rs. 20.28 Lakhs - Balance amount is repayable in 30 equated monthly installments starting from April, 2025.		
14.7 The Company has received a sum of Rs.190 Lakhs from Directors as deposit / loan during the financial year 2023-2024. The loans from Directors are not treated a deposits under Chapter V of the Companies Act, 2013.		
15. DEFERRED TAX LIABILITIES		
Deferred Tax Liabilities	286.91	453.00
16. OTHER NON CURRENT LIABILITIES		
Derivative Liabilities	4.24	159.87
17. BORROWINGS (CURRENT)		
Secured		
From Axis Bank Limited		
- Export Credit Facilities (FBP/FBD/EBRD)	811.33	1,991.87
- Export Credit Facilities (RPC/PCFC)	1,098.06	2,564.36
- Open Cash Credit	342.34	585.84
- Other	1.38	0.10
From State Bank of India		
- Packing Credit	1,312.15	--
- FDBP	1,356.43	--
- Others	12.06	--
Current Liability for Long Term Debt.	547.64	522.27
	5,481.39	5,664.44
Less : Liability Classified as Held for Sale	60.13	--
	5,421.26	5,664.44
17.1 Working Capital Finance from Bank is further secured by hypothecation of all Current Assets of the Company.		
17.2 The Loans are additionally secured by a Personal Guarantee of Promoter Director of the Company.		
18. TRADE PAYABLES		
Micro and Small Enterprises	307.65	281.58
Other than Micro and Small Enterprises	1,376.89	1,741.26
	1,684.54	2,022.84
Less : Liability Classified as Held for Sales	0.31	--
	1,684.23	2,022.84

POLYSPIN EXPORTS LIMITED

STANDALONE - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
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Ageing of trade payables as at 31.03.2024

Particulars	Less than 6 Months	6 Months - 1 Year	1-2 years	2-3 years	More than 3 years	Total (Rs.)
i) MSME	307.65	--	--	--	--	307.65
ii) Others	1,375.94	0.64	--	--	--	1,376.58
iii) Disputed dues - MSME	--	--	--	--	--	--
iv) Disputed dues - Others	--	--	-	-	-	--
Total	1,683.59	0.64	--	--	--	1,684.23

Ageing of trade payables as at 31.03.2023

Particulars	Less than 6 Months	6 Months - 1 Year	1-2 years	2-3 years	More than 3 years	Total (Rs.)
i) MSME	281.58	--	--	--	--	281.58
ii) Others	1,741.26	--	--	--	--	1,741.26
iii) Disputed dues - MSME	--	--	--	--	--	--
iv) Disputed dues - Others	--	--	-	-	-	--
Total	2,022.84	--	--	--	--	2,022.84

19. OTHER CURRENT LIABILITIES

Liability for Operating and Other Expenses	487.10	444.68
Advance from Customers	83.41	60.57
	570.51	505.25
Less : Liability Classified as Held for Sale	27.64	--
	542.87	505.25

20. PROVISIONS

Provision for Taxation	--	46.50
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POLYSPIN EXPORTS LIMITED

STANDALONE - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	For the year ended 31.03.2024	For the year ended 31.03.2023
21. SALES / REVENUE FROM OPERATIONS		
<u>Export Sales</u>		
- FIBC Bags / Fabric / Yarn / Multifilament Yarn	19,844.08	20,539.41
<u>Domestic Sales</u>		
- FIBC Bags / Fabric / Yarn / Multifilament Yarn	18.06	0.70
	<u>19,862.14</u>	<u>20,540.11</u>
Less : Sales Return	--	23.49
	<u>19,862.14</u>	<u>20,516.62</u>
OTHER OPERATING INCOME		
Sale of Plastic Scrap	359.18	306.03
	<u>20,221.32</u>	<u>20,822.65</u>
22. OTHER INCOME		
Interest Receipts	64.36	66.60
Dividend Receipts	30.14	5.06
Foreign Exchange Fluctuations	294.70	365.84
Profit on Sale of Machine	0.47	0.12
Profit on Sale of Equity Shares	0.01	0.04
	<u>389.68</u>	<u>437.66</u>
23. COST OF RAW MATERIAL CONSUMED		
Polypropylene Granules and Master Batch	9,874.23	12,319.56
Printing Materials	92.64	79.84
Yarn	780.77	670.38
BOPP Film Purchases	3.32	2.74
LLDPE Liner Purchases	23.31	3.59
Fabric Purchases	43.63	24.79
	<u>10,817.90</u>	<u>13,100.90</u>
24. CHANGES IN / INVENTORIES OF FINISHED GOODS, STOCK-IN-PROCESS & STOCK-IN-TRADE		
Opening Stock	3,665.94	2,013.21
Closing Stock	2,969.50	3,665.94
	<u>696.44</u>	<u>(1,652.73)</u>
25. EMPLOYEE BENEFITS EXPENSES		
Remuneration to Managing Director	208.83	209.39
Salaries & Wages, Bonus and other allowance	2,782.11	2,398.56
Contribution to Provident Fund and Other Funds	337.97	299.72
Labour Welfare Expenses	284.32	240.01
LIC Group Gratuity	83.07	73.06
	<u>3,696.30</u>	<u>3,220.74</u>
26. FINANCE COSTS		
Interest on		
- Fixed Loans	99.59	95.05
- Working Capital Facilities	283.30	214.65
- Others	5.68	0.02
H.P. Finance Charges	2.93	0.38
	<u>391.50</u>	<u>310.10</u>

POLYSPIN EXPORTS LIMITED**STANDALONE - NOTES FORMING PART OF ACCOUNTS****(Rs.in Lakhs)**

Particulars	For the year ended 31.03.2024	For the year ended 31.03.2023
27. OTHER EXPENSES		
Manufacturing Expenses		
Repairs & Maintenance		
- Building	30.31	41.01
- Machinery	47.19	41.31
- General	18.56	17.38
Processing Charges Paid	1,506.36	1,379.24
Stores & Spares Consumed	1,232.26	1,198.65
Power & Fuel	897.45	826.89
	3,732.13	3,504.48
Postage & Telephone	55.13	48.89
Printing & Stationery	19.45	26.82
Travelling Expenses	96.93	80.35
Director's Sitting Fees	4.70	3.75
Bank Charges	57.36	46.23
Corporate Social Responsibility Expenses	--	18.31
Professional Charges	37.57	35.70
Licence, Taxes & Fees	14.66	15.14
Insurance Charges	59.87	60.18
Subscription & Periodicals	9.86	4.72
Filing Fees	0.35	0.17
Audit Fees	3.25	3.20
Vehicle Maintenance	75.58	58.75
Miscellaneous Expenses	9.89	7.42
Ineligible ITC	27.47	30.54
Donation	5.20	4.28
Rent	27.00	26.30
Commission Paid	17.79	110.60
Testing Charges	13.77	13.45
Sales Promotion Expenses	35.94	36.88
Ocean Freight	578.70	1,345.26
Loss on Sale of Machinery	0.03	0.95
Loss on Forex Fluctuation	136.98	243.04
Lorry Freight	24.43	18.75
Quality Claim Charges	53.13	--
Bad Debts Written Off	7.12	7.15
	5,104.29	5,751.31

STANDALONE - NOTES FORMING PART OF ACCOUNTS

28.1. The Company has fulfilled export obligations (FIBC Bags Division), net foreign exchange earnings and other conditions, as applicable till date, in terms of schemes of Government of India, for 100% EOU.

28.2. EARNINGS PER SHARE :	Rs. in Lakhs	
	Year Ended 31-03-2024	Year Ended 31-03-2023
a) Profit/(Loss) After Tax	(331.51)	90.88
b) Number of Equity Shares	1,00,00,000	1,00,00,000
c) Basic and Diluted Earnings per share (Face Value of Rs.5/- per Equity Share)(inRs)	(3.31)	0.91

As per requirements of IND AS 33, the Basic and Diluted earnings per share for all the periods presented have been computed on 1,00,00,000 Equity Shares of Rs. 5/- each.

29. Financial Risk Management :-

The Company's principle financial liabilities comprise of borrowings, trade and other payables. The main purpose of these financial liabilities is to manage finances for the Company's operations. The Company's principle financial assets include loans and advances, trade receivables and cash and bank balances that arise directly from its operations.

The Company also enters into derivative transaction to hedge foreign currency and not for speculative purposes. The Company is exposed to Market Risk, Credit Risk and Liquidity Risk and the Company's Senior Management oversees the management of these risks.

29.1. Market Risk

Market Risk is the risk that the fair value of future cash flows of a financial asset will fluctuate because of changes in market prices. The Company's activities expose it to a variety of financial risks, including the effect of changes in foreign currency exchange rates and interest rates.

29.1. (a). Currency Risk

Foreign Currency risk is the risk that fair value of future cash flow of an exposure will fluctuate because of changes in foreign exchange rates.

The Company's exposure in USD and other foreign currency denominated transactions in connection with export of finished goods, besides import of raw materials, capital goods and spares, etc., purchased in foreign currency, gives rise to exchange rate fluctuation risk. The Company has following policies to mitigate this risk:

The Company has entered into foreign currency forward contracts both for export and import, after taking into consideration of the anticipated foreign exchange inflows / outflows, timing of cash flows, tenure of the forward contract and prevailing foreign exchange market conditions.

Details of Derivative Instruments Outstanding (hedged):-

Forward Contract	As at 31.03.2024		As at 31.03.2023	
	USD (In Million)	Rs. (In Lakhs)	USD (In Million)	Rs. (In Lakhs)
SOLD :				
USD / INR	3.63	3,068.62	8.72	7,038.81
BOUGHT :				
USD / INR	0.27	220.73	---	---

Note: Mark to market loss of Rs. 4.24 Lakhs on outstanding forward contract as on 31st March 2024 has been recognized in other comprehensive income as per IND AS 109 on accounting of cash flow hedge.

The Company's exposure to foreign currency risk (un-hedged) as detailed below :-

Particulars	As at 31.03.2024	As at 31.03.2023
Currency (USD in Millions)	1.22	1.42
Rs. in Lakhs	1,023.91	1,182.28

Risk sensitivity on Foreign Currency Fluctuations:-

The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments in accordance with its risk management policies.

The foreign exchange rate sensitivity is calculated for each currency by aggregation of the net foreign exchange rate exposure of a currency and a simultaneous parallel foreign exchange rates shift in the foreign exchange rates by 3%.

The following analysis is based on the gross exposure as of the relevant balance sheet date, which could affect the income statement.

The following table sets forth the information relating to foreign currency exposure as at 31.03.2024 and 31.03.2023

(Rs. in Lakhs)

Particulars	As at 31.03.2024		As at 31.03.2023	
	3% Increase	3% Decrease	3% Increase	3% Decrease
INR	98.68	98.68	211.16	211.16

29.1.(b) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of an exposure will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market in interest rates related primarily to the Company's both long term and short term debt obligation with floating interest rates. Any changes in the interest rates environment may impact future cost of borrowings.

The following table shows the fixed and floating rate borrowings of the Company :-

(Rs. in Lakhs)

	As at 31.03.2024	As at 31.03.2023
Fixed Rate Borrowings	2,599.90	1,851.66
Floating Rate Borrowings	4,873.62	5,142.17

STANDALONE - NOTES FORMING PART OF ACCOUNTS

29.2. Credit Risk

Credit Risk is that risk that counter party will not meet its obligation under a financial instrument or customer contract, leading to financial loss. The Company is exposed to credit risk from its operating activities, primarily trade receivables and from its financial activities, including deposits with banks and other financial instruments.

a) Trade Receivables

The Company extends credit to customers in the normal course of business. Outstanding customer receivables are regularly monitored. The Company has also taken advances from its customers, which mitigate the credit risks to an extent. An impairment analysis is performed at each reporting date on an individual basis for major customers.

Details of trade receivables is given below:- (Rs. in Lakhs)

Trade Receivables	Outstanding	
	As at 31.03.2024	As at 31.03.2023
Unsecured - Considered Goods	2,948.57	3,223.62
Doubtful	7.12	7.22
Less : Provision for Bad Debts	(7.12)	(7.22)
Total	2,948.57	3,223.62

29.3. Liquidity Risk

Liquidity Risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to maintain a balance between continuity or funding and flexibility through the use of Packing Credit and Working Capital Limits. The Company ensures it has sufficient cash to meet its operational needs while maintaining sufficient margin on its undrawn borrowing facilities at all times.

The Company has access to the following undrawn borrowing facilities at the end of the reporting period:-

(Rs. in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
Floating Rate - Expiring within one year- working capital limits.	1,505.44	1,379.79

29.4. 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 safeguard continuity, maintain healthy capital ratios in order to support its business and maximize Shareholders value. The Company manages its capital structure and makes adjustments in light of changes in

economic conditions and the requirements is met through capital, internal accruals, long term borrowings and short term borrowings.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest bearing loans and borrowings that define capital structure requirements.

The following monitors capital using a gearing ratio, which is net debt divided by total capital plus debt.

(Rs in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
Long Term Borrowings	2,052.26	1,329.39
Current Liability for Long Term Debt	547.64	522.27
Short Term Borrowings	4,873.62	5,142.17
Less: Cash and Cash Equivalents and other bank balances	862.27	1,156.02
Net Debt (A)	6,611.25	5,837.81
Equity Share Capital	500.00	500.00
Other Equity	4,642.67	4,825.41
Total Equity (B)	5,142.67	5,325.41
Total Capital Employed (C) = (A) + (B)	11,753.92	11,163.22
Capital Gearing Ratio (A) / (C)	56.25%	52.30%

There have been no breaches in the financial covenants of any interest bearing loans / borrowing. The Company has been consistently focusing on reduction in long term borrowings.

29.5. Fair value of Financial Assets and Liabilities:-

Comparison by class of the carrying amounts and fair value of the Company's financial instruments that are recognized in the financial statements:

Financial Instruments by category

(Rs. In Lakhs)

Particulars	As at 31.03.2024		As at 31.03.2023	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets :				
Other Investments	74.02	74.02	63.24	63.24
Trade Receivables	2,948.57	2,948.57	3,223.62	3,223.62
Cash and Bank Balances	20.01	20.01	27.84	27.84
Other Bank Balances	842.26	842.26	1,128.18	1,128.18
Other Financial Assets	--	--	--	--
Financial Liabilities :				
Borrowings	5,421.26	5,421.26	5,664.44	5,664.44
Trade Payables	1,684.23	1,684.23	2,022.84	2,022.84
Other Financial Liabilities	--	--	--	--

STANDALONE - NOTES FORMING PART OF ACCOUNTS

During the year ended 31st March, 2023 and 31st March, 2024, there are no transfer between Level1 and Level 2 fair value measurements and no transfer into and out of Level 3 fair value measurements and there is no transaction / balance under Level3.

Fair Valuation Technique:

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following methods and assumptions were used to estimate certain fair values:-

1. Fair value of cash deposits, trade receivables, trade payables and other current financial assets and liabilities approximate their carrying amount largely due to the short term maturities of these instruments.
2. The fair value of derivatives are based on marked to market valuation statements received from banks with whom the Company has entered into the relevant contracts.

Fair value hierarchy:

The following table provides the fair value measurement hierarchy of Company's assets and liabilities, grouped into level 1 to level 3 as described below:-

1. Quoted prices / Published NAV (unadjusted) in active markets for identical assets or liabilities (Level 1).
 2. Inputs other than quoted prices included within Level 1 that are observable for the asset or liability (i.e. as prices) or indirectly (i.e. derived from prices) Level 2. It includes fair value of the financial instruments that are not traded in an active market (for example, over the counter derivatives) and are determined by using valuation technique. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on the Company's specific estimates. If all significant inputs required to fair value an instrument are observable, then the instrument is included in Level2.
 3. Inputs for the asset or liability that are not based on observable market date (i.e. unobservable inputs) Level 3. If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.
30. The Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards), (Amendments) Rules 2018, notifying the new standard IND AS 115 on Revenue from contracts with customers and it is applicable from 01.04.2018.
- Replaces IND AS 18 Revenue and IND AS 11 Construction contracts

- Establishes a new control based revenue recognition model
- Provides new and more detailed guidance on specific topics such as multiple element arrangements, variables consideration, rights of return, warranties, principal versus agent consideration, consignment arrangements, bill and hold arrangements and licensing, to name a few.

Revenue is recognised at an amount that reflects the consideration to which on entity expects to be entitled in exchange for transferring goods at services to a customer.

Adoption of IND AS 115 is not expected to have any impact on the Companies revenue and profit or loss. The Company expects the revenue recognition to occur at a point in time when the materials are delivered to at the customers in case of FIBC Bags, PP Fabric, PP Yarn, Multifilament Yarn & Cotton Yarn.

31. DISCLOSURE PURSUANT TO INDIAN ACCOUNTING STANDARD 19 - EMPLOYEE BENEFITS

Defined Contribution Plan:

Contributions under Defined Contribution Plan as recognised in the Statement of Profit and Loss by the Company are as follows:

Particulars	Rs. in Lakhs	
	2023-2024	2022-2023
Employer's contribution towards:		
- Provident Fund	268.82	248.66
- Employee State Insurance	67.96	58.32

The company has capitalized Provident Fund for Rs.3.54 Lakhs and Employee State Insurance contribution for Rs.0.64 Laksh relevant to ongoing projects.

Defined Benefit Plan (Gratuity):

The Company provides gratuity to employees as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement / termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

The Employees Gratuity Fund Scheme, which is a defined benefit plan, is managed by a trust maintained with Life Insurance Corporation of India (LIC).

The present value of the obligation is determined based on actuarial valuation using Projected Units Credit Method, which recognises each period of service as giving rise to additional units of employees benefit entitlement and measures each unit separately to build up the final obligation.

The following table sets out the details of amount recognised in the financial statements in respect of employee benefit schemes:

STANDALONE - NOTES FORMING PART OF ACCOUNTS

A. Change in Defined Benefit Obligation (Rs. in Lakhs)

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
Defined Benefit Obligation at beginning of the year	579.63	501.39
Current Service Cost	87.08	83.00
Past Service Cost	--	--
Interest Expense	41.31	37.34
Benefit Payments from Plan Assets	(57.57)	(26.62)
Increase/(Decrease) due to effect of any business combination / divestiture / transfer	--	--
Re-measurements - Due to Financial Assumptions	16.50	8.40
Re-measurements - Due to Experience Adjustments	(63.60)	(23.88)
Defined Benefit Obligation at the end of the year	603.35	579.63
Discount Rate	7.22%	7.50%
Salary Escalation Rate	7.00%	7.00%

B. Change in Fair Value of Plan Assets (Rs. in Lakhs)

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
Fair value of Plan Assets at beginning of the year	628.68	534.80
Interest Income	45.32	43.02
Employer Contributions	8.86	81.66
Benefit Payments from Plan Assets	(57.57)	(26.63)
Other (Employee Contribution, Taxes, Expenses)	--	--
Increase/(Decrease) due to effect of any business combination / divestiture / transfer	--	--
Re-measurements - Return on Assets (Excluding Interest Income)	(4.36)	(4.17)
Fair Value of Plan Assets at the end of the year	620.93	628.68
Weighted Average Asset Allocations at the year end		
Equities	----	----
Bonds	----	----
Gilts	---	----
Insurance Policies	100%	100%
Total	100%	100%

C. Components of Defined Benefit Cost (Rs. in Lakhs)

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
Current Service Cost	87.08	83.00
Past Service Cost	--	--
Total Service Cost	87.08	83.00
Interest Expense on DBO	41.31	37.34
Interest (Income) on Plan Assets	(45.32)	(43.02)
Interest (Income) on Reimbursement Rights	--	--
Total Net Interest Cost	(4.01)	(5.68)
Defined Benefit Cost included in P & L	83.07	77.33
Re-measurements - Due to Financial Assumptions	16.50	8.40
Re-measurements - Due to Experience Adjustments	(63.60)	(23.88)
(Return) on Plan Assets (Excluding Interest Income)	4.36	4.17
Total Re-measurements in OCI	(42.74)	(11.31)
Total Defined Benefit Cost recognized in P&L and OCI	40.33	66.02
Discount Rate	7.22%	7.50%
Salary Escalation Rate	7.00%	7.00%

D. Amounts recognized in the Statement of Financial Position

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
Defined Benefit Obligation	603.35	579.63
Fair Value of Plan Assets	620.93	628.68
Funded Status	(17.58)	(49.05)
Effect of Asset Ceiling / Onerous Liability	--	--
Net Defined Benefit Liability / (Asset)	(17.58)	(49.05)

E. Net Defined Benefit Liability / (Asset) Reconciliation (Rs. in Lakhs)

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
Net Defined Benefit Liability / (Asset) at beginning of the year	(49.05)	(33.40)
Defined Benefit Cost included in P & L	83.07	77.32
Total Re-measurements included in OCI	(42.73)	(11.31)
Employer Contributions	(8.87)	(81.66)
Net Defined Benefit Liability / (Asset) at end of the year	(17.58)	(49.05)

Additional Disclosure Items

Current and Non-Current Liability and Asset (Rs. in Lakhs)

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
Current Liabilities	29.54	40.15
Non - Current Liabilities	573.81	539.48

Expected Cash Flow for following years (Rs. in Lakhs)

Maturity Profile of Defined Benefit Obligations	
Year 1	30.21
Year 2	36.86
Year 3	38.12
Year 4	44.88
Year 5	46.94
Beyond 5 years	1,289.24

Summary of Financial & Demographic Assumptions

Particulars	Valuation Date	
	31.03.2024	31.03.2023
Discount Rate	7.50%	7.50%
Salary Escalation - First 5 Years	7.00%	7.00%
Mortality Rate (as % of IALM (2012-14) Ult. Mortality Table)	100%	100%
Disability Rate (as % of above mortality rate)	0.00%	0.00%
Withdrawal Rate	1% to 3%	1% to 3%
Retirement Age	58 Years	58 Years
Average Future Service	16.97	17.27

STANDALONE - NOTES FORMING PART OF ACCOUNTS

32. REPORTING ON RELATED PARTIES :

In accordance with the Accounting Standard (IND AS 24) issued by the Institute of Chartered Accountants of India, the Company has identified the following Companies / Persons as Related Parties:

A) Associate Companies :

M/s. Lankaspin Private Limited, Sri Lanka.

B) Companies over which KMP / Relatives of KMP exercise significant Influence

1. M/s. Polyspin Private Limited
2. M/s. Energyspin Private Limited
3. M/s. Chola Packaging Private Limited
4. M/s. Ganesh Agro Pack Private Limited
5. M/s. Ramji Investments Private Limited

C) Key Management Personnel and Relatives :

(including KMP under Companies Act)

1. Shri R. Ramji, Managing Director and CEO
2. Shri S.R. Subramanian, Director
3. Shri S.R. Venkatanarayana Raja, Director
4. Shri V. S. Jagdish, Director
5. Shri R. Sundaram, Director
6. Shri S.V. Ravi, Director
7. Shri Rajesh Devarajan, Director
8. Smt. Durga Ramji, Director
9. Shri B. Ponram, Chief Operating Officer
10. Smt. Shwetha Ramji, Vice President - Operations
11. Shri S. Seenivasa Varathan, Chief Financial Officer
12. Shri A. Emarajan, Company Secretary
13. Shri C.M. Dharmakrishna Raja

D) Transaction during the year with Related Parties : (Rs. in Lakhs)

Sl. No.	Particulars	Year Ended 31-03-2024		Year Ended 31-03-2023	
		Associate / Other Companies	Key Management Personnel / his Relatives	Associate / Other Companies	Key Management Personnel / his Relatives
1.	Processing Charges Paid	1,321.54	--	1,228.68	--
2.	Remuneration to Directors & KMP	--	359.27	--	301.75
3.	Office Rent Paid	--	19.20	--	19.20
4.	Sale of PP Strips / Yarn	248.67	--	400.00	--
5.	Sale of Fabric	57.68	--	30.55	--
6.	Sale of Sewing Yarn	63.75	--	49.57	--
7.	Assets Sold during the year	0.75	--	--	--
8.	Sale of Service (Technical Consultancy Services)	--	--	24.58	--
9.	Dividend Received	30.14	--	5.06	--
10.	Interest Paid	--	3.12	--	--
11.	Purchase of Fabric / Knitted Fabric	0.27	--	0.04	--
12.	Purchase of Laminated Woven Fabric	43.48	--	24.79	--
13.	Purchase of Packing Materials	2.10	--	9.74	--
14.	Purchase of Water	--	1.44	--	1.33
15.	Factory Rent Paid	79.80	--	73.10	--
16.	Director's Sitting Fees Paid	--	4.70	--	3.75

E) Significant Related Parties Transactions : (Rs. in Lakhs)

Particulars	2023-24	2022-23
1. Processing Charges Paid		
M/s. Polyspin Private Limited	1,051.95	1,106.74
M/s. Chola Packaging Private Limited	142.26	5.63
M/s. Energyspin Private Limited	127.33	116.31
2. Remuneration to Directors & KMP		
Shri R. Ramji, Managing Director & CEO	252.03	252.21
Shri B. Ponram, Chief Operating Officer (from 14.11.2022)	47.64	15.34
Smt. Swetha Ramji, Vice President - Operations (from 01.04.2023)	25.54	--
Shri S. Seenivasa Varathan, Chief Financial Officer	18.00	18.34
Shri A. Emarajan, Company Secretary & CCO (from 12.02.2022)	16.06	15.86
3. Chennai Office Rent Paid		
Shri R. Ramji	19.20	19.20
4. Sale of PP Strips / Yarn		
M/s. Lankaspin Private Limited, Sri Lanka.	248.67	400.00
5. Sale of PP Fabric		
M/s. Lankaspin Private Limited, Sri Lanka	57.50	30.30
M/s. Chola Packaging Private Limited	0.18	0.25
6. Sale of Sewing Yarn		
M/s. Lankaspin Private Limited, Sri Lanka.	63.75	49.57
7. Assets sold during the year		
M/s. Ganesh Agro Pack Private Limited	0.75	--
8. Sale of Service		
M/s. Lankaspin Private Limited, Sri Lanka.	--	24.58
9. Dividend Received		
M/s. Lankaspin Private Limited, Sri Lanka.	30.14	5.06
10. Interest Paid		
Shri R. Ramji	3.12	--
11. Purchase of Fabric / Knitted Fabric		
M/s. Chola Packaging Private Limited	0.12	0.04
M/s. Energyspin (P) Limited	0.15	--
12. Purchase of Laminated Woven Fabric		
M/s. Ganesh Agro Pack Private Limited	43.48	24.79
13. Purchase of Packaging Materials		
M/s. Ganesh Agro Pack (P) Ltd.,	2.10	9.74
14. Purchase of Water		
Shri C.M. Dharmakrishna Raja	1.44	1.33
15. Factory Rent Paid		
M/s. Polyspin Private Limited	78.00	71.30
M/s. Ramji Investments (P) Ltd	1.80	1.80
16. Director's Sitting Fees		
Shri S.R. Subramanian, Director	0.45	0.45
Shri S.R. Venkatanarayana Raja, Director	0.65	0.55
Shri V.S. Jagdish, Director	0.80	0.65
Shri R. Sundaram, Director	0.80	0.65
Shri S.V. Ravi, Director	0.80	0.65
Shri Rajesh Devarajan, Director	0.75	0.35
Smt. Durga Ramji, Director	0.45	0.45

STANDALONE - NOTES FORMING PART OF ACCOUNTS

Related Party balance outstanding (Rs. in Lakhs)

S. No.	Particulars	As at 31 st March, 2024	As at 31 st March, 2023
1.	Trade Receivables M/s. Lankaspin Private Limited, Srilanka	--	55.05
2.	Trade Payables		
	M/s. Lankaspin Private Limited, Srilanka	52.13	--
	M/s. Polyspin Private Limited	14.62	119.59
	M/s. Ganesh Agropack Private Limited	10.37	9.26
	M/s. Cholapackaging Private Limited	16.55	2.01
	M/s. Energyspin Private Limited	11.36	14.27
	M/s. Ramji Investments Private Limited	--	--
3.	Key Management Personnel (Entities where Key Management Personnel and their relatives have significant influence)		
	Shri R. Ramji	1.37	1.44

33. SEGMENTWISE REPORTING

As required under Accounting Standard (IND AS 108), the Segment Revenue, Results and Capital Employed are furnished below:-
(Rs. in Lakhs)

Sl. No.	Particulars	Year ended	
		31.03.2024	31.03.2023
1.	Segment Revenue (Net Sales / Income from Operations)		
	a) FIBC Bags, Fabric, Yarn, Multifilament Yarn	20,221.32	20,822.65
	b) Cotton Yarn (Discontinued Operations)	1,026.25	3,320.07
	Total	21,247.57	24,142.72
2.	Segment Results (Profit (+) / Loss (-) before tax and interest from each segment)		
	a) FIBC Bags, Fabric, Yarn, Multifilament Yarn	(20.64)	565.77
	b) Cotton Yarn (Discontinued Operations)	(68.21)	(101.34)
	Total	(88.85)	464.43
	Less : Financial Charges	408.75	331.51
	Profit / (Loss) Before Tax	(497.60)	132.92
3.	Capital Employed		
	Segment Assets :		
	a) FIBC Bags, Fabric, Yarn, Multifilament Yarn	14,503.33	13,612.39
	b) Cotton Yarn (Discontinued Operations)	719.19	1,894.31
	Total	15,222.52	15,506.70
	Segment Liabilities :		
	a) FIBC Bags, Fabric, Yarn, Multifilament Yarn	9,991.77	9,656.11
	b) Cotton Yarn (Discontinued Operations)	88.08	525.18
	Total	10,079.85	10,181.29

34. Details of Discontinued Operations As per IND AS-105

The continuous operational losses due to price instability of OE Yarn and country wide apparels and textiles market slowdown has led management to permanently shut down the operations of OE Yarn segment with effect from 16.06.2023. The facilities are currently used for phased expansion of FIBC division.

The Assets and Liabilities of the Discontinued Operations of Textile division have met the definition of "Held for Sale" as per the IND AS-105 and the results of the operations are reported as a separate line item as required by the standard. The details of Assets and liabilities classified as "Held for Sale" is as follows:

(Rs.in Lakhs)

Particulars	Amount
Accounts Receivables	42.48
Inventories	15.98
Other Current Assets	2.28
Total Current Assets [A]	60.74
Long-term Financial Assets (TNEB deposits)	73.63
Property, Plant and Equipment	584.82
Total Non-Current Assets [B]	658.45
Total Assets [A] + [B]	719.19
Financial Liabilities- Current	
Accounts payable	0.31
Short Term borrowings	60.13
Total Financial Liabilities - Current [A]	60.44
Other current liabilities (Expenses payable)	12.90
Advance Received from Parties for Sale of Assets.	14.74
Total Current Liabilities [B]	27.64
Total Non-Current Liabilities	--
Total Liabilities [A] + [B]	88.08

The management is confident of full recovery of current assets which will be utilized to settle the current liabilities. Building value of Rs. 229 Lakhs and other incidental assets of Rs. 28 Lakhs will be utilized for FIBC division. Hence we have not classified such assets as "Held for Sale".

Since the management is of the view that the realizable value after all the incidental expenses of the Assets classified as "Held for sale" will be more than the Carrying cost, we have not tested the Assets for Impairment as per IND AS 36.

The Results and the Total Assets and Liabilities of the discontinued segment are reported in the Segment Reporting.

The details of Machineries sold during the quarter are as under:

Total WDV of Machineries sold: Rs. 51.26 lakhs.

Sale Consideration Received including GST : Rs.88.61 lakhs.

Out of Total consideration received, the amount of Rs. 13.51 lakhs has been used for Re -paying the Short term credit facilities and the Balance portion Rs. 75.10 lakhs has been used to liquidate Term Loans.

The Management is expecting that the entire sale process will be completed before September 2024.

The analysis of single Amount disclosed in the Statement of Profit and loss Account for Discontinued operations is as follows:

(Rs. in Lakhs)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Revenue	1,054.44*	3,322.07
Less : Expenses	1,139.89	3,444.83
Loss before tax	(85.45)	(122.76)

*Includes Profit on sale of Machineries of Rs. 23.83 Lakhs.

STANDALONE - NOTES FORMING PART OF ACCOUNTS

		(Rs. in Lakhs)	
		2023 - 2024	2022 - 2023
35.1	Auditors' Remuneration :		
	Audit Fees / Statutory Auditors	2.00	2.00
	Tax Audit Fees /Appeal Fees	--	--
	Certification Fees	1.32	0.44
	Other Services	1.25	1.20
35.2	Managing Director's Remuneration :	2023 - 2024	2022 - 2023
	Salary	180.00	180.00
	Perquisites	72.03	72.21
35.3.	Contingent Liabilities not Provided for :	2023 - 2024	2022 - 2023
	i) Unexpired Letter of Credit	619.21	848.32
	ii) The Company has challenged the levy of duty of excise and customs aggregating to Rs. 487.72 Lakhs (Previous Year Rs. 487.72 Lakhs) on wrong calculation of SION Norms for the consumption of UV Master Batches (Imported) for production of FIBC Bags meant for export (100% E.O.U) and the same is pending before the appropriate jurisdictional authorities.		

35.4. Trade Payables (Rs. in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
i) Total outstanding due to Micro and Small Enterprises	307.65	281.58
ii) Total outstanding due to Creditors other than Micro and Small Enterprises	1,376.58	1,741.26
Total	1,684.23	2,022.84

As required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006, the Company has outstanding dues of Rs. 307.65 Lakhs as at 31st March, 2024 to Micro, Small and Medium Enterprises. This has been determined to the extent such parties have been identified on the basis of information available with the Company and provide by such parties.

The management is of the view that the payments were made to MSME suppliers on contractual terms and the impact of interest, if any, that may be payable in accordance with the provisions of the Act, is not expected to be material.

Disclosures required under the Micro, Small and Medium Enterprises Development Act, 2006 as follows:-

		(Rs. in Lakhs)	
		As at 31.03.2024	As at 31.03.2023
a.	Principal Amount remaining unpaid but not due as at the year end	307.65	281.58
b.	Interest due thereon and remaining unpaid as at year end	----	----
c.	Interest paid by the Company in terms of Section 16 of Micro, Small & Medium Enterprises Development Act, 2006 along with the amount of payment made to the supplier beyond the appointed day during the year	----	----
d.	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 Micro, Small and Medium Enterprises Development Act, 2006	----	----
e.	Interest accrued and remaining unpaid as at year end	----	----

35.5 The Company has generated power out of Wind Mill installed at NH Road, Ambalavanapuram, Avarikulam Post - 627 133 Tirunelveli District and the generated power was captively consumed by the Company by drawing the power from TNEB Grid. The Power and Fuel consumed is net of Rs. 16.87 Lakhs (Previous Year: Rs.16.38 Lakhs) being the credit given by TNEB for the transfer of power to the Grid.

	For the year ended	
	31.03.2024	31.03.2023
Licensed Capacity	Not Applicable	Not Applicable
Installed Capacity	250 KW	250 KW
Units Generated	2,32,836 KWH	2,30,986 KWH
Units Captively Consumed	2,32,836 KWH	2,30,986 KWH
	(included under Power & Fuel)	

35.6 Our Company's shares are listed at BSE Limited with stock code of 539354.

35.7 Confirmation of balances of Trade Receivables and Payables:-

The Company requested its debtors and creditors to confirm their outstanding balances as at 31st December, 2023 in respect of trade receivables and trade payables. Most of them have given their confirmation of balance, except few parties to be submitted, awaiting for some with clarification.

35.8 Deferred Tax (AS-22):

The deferred tax liabilities recognized in the earlier years has been reversed to the extent of Rs. 166.09 Lakhs due to the reclassification of Fixed assets valued Rs. 584.82 Lakhs to "Assets Held for sale" under current Assets classification. These assets pertain to operations of Textile division which has been discontinued. The depreciation of the Assets has been ceased to comply with the standard (IND AS -105). The carrying Amount of the Assets has been reduced to the extent of above re-classification. The Income Tax Act has not mandated such Re-classification except for the reduction of Actual consideration received for the sale of the Assets from the opening WDV. Hence the above Assets held for Sale has been retained in the Assets block for the purpose of computation of Depreciation as per Sec.32. This has resulted in reversal of deferred Tax liabilities created due to lower tax Bases of Assets in the previous years.

35.9 Regrouping of Previous year figures

Previous year's figures have been regrouped /reclassified wherever necessary, to conform to current year's classification. The following regroupings have been done in the current financial statement:-

STANDALONE - NOTES FORMING PART OF ACCOUNTS

1. TDS and advance tax credits of Rs. 7.70 Lakhs have been reclassified under Current Tax Assets from Other Current Assets.
2. Gratuity Assets of Rs. 49.05 Lakhs have been reclassified under Other Non-Current Assets (Note No.6) from Other Current Assets.
3. Derivative Liability of Rs. 159.87 Lakhs has been reclassified under Other Non-Current Liabilities (Note No.16) from Other Current Liabilities.
4. Intangible Assets of Rs. 1.05 lakhs has been re-classified to Office equipment under Property, Plant and Equipment.

- S.No.4 The Adverse variation in Net Profit Ratio is due to significant reduction in Revenue from operation.
- S.No.5 The Adverse variation in the ROE is due to huge reduction in margins in comparison to the last financial year.
- S.No.6 The Adverse variation in the ROCE is due to huge reduction in margins in comparison to the last financial year.
- S.No.7 The significant positive variation in Return on Investments is due to realization of Dividends from Associate Company

36.3. Charges / Satisfaction of charges with ROC.

All the charges are registered with ROC within the stipulated time.

36.4. The Company does not have any investments through more than two layers of investments companies as per section 192 (87) (cd) and section 186 of companies Act, 2013.

36.5. There is no Scheme of Arrangements that has been approved in terms of sections 230 to 237 of the Companies Act.

- 36.6.
- i. The company has not given any Loans or Advances in the nature of loans to promoters, directors, KMPs and their related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person.
 - ii. The title deeds of all the immovable properties are held in the name of the Company.
 - iii. The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended 31st March, 2024.
 - iv. No Intangible Assets under development during the year.
 - v. Quarterly statements of Current Assets filed with banks and financial institutions for fund borrowed from those banks and financial institutions on the basis of security of current assets are in agreement with the books of account.
 - vi. No proceedings have been initiated during the year or are pending against the Company as at 31st March 2024 for holding any benami property under the benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under.
 - vii. The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

36. Additional Regulatory Information:-

36.1. Financial Ratios:-

S.No.	Particulars	Numerator	Denominator	As on March 31, 2024	As on March 31, 2023	Percentage Variation (%)
1.	Current Ratio (in times)	Total Current Assets	Total Current Liabilities	1.25	1.24	1.17
2.	Debt-Equity Ratio (in times)	Total Debt	Total Equity	1.45	1.31	(10.63)
3.	Debt Service Coverage Ratio (in times)	Net Profit after tax+ Non-Cash Operating Expenses	Debt Service	0.02	0.95	(97.50)
4.	Net Profit Ratio (in %)	Net Profit for the year	Revenue from Operations	(1.56)	0.38	(514.48)
5.	Return on Equity Ratio (in%)	Net Profit for the year	Average Total Equity	(6.33)	1.69	(474.77)
6.	Return on Capital employed (in%)	Profit before tax and Finance Cost	Capital employed= Net worth+ Total Debt+ Deferred Tax Liabilities	(0.70)	3.77	(118.68)
7.	Return on Investment (in %)	Income generated from Investments	Average Investments	43.92	7.94	453.39
8.	Trade Receivables Turnover Ratio (in times)	Revenue from Operations	Average Trade Receivables	7.82	6.66	17.42
9.	Inventory Turnover Ratio (in times)	Cost of Goods Sold	Average Inventories	5.12	6.44	(20.57)
10.	Trade Payables Turnover Ratio (in times)	Cost of Materials consumed + Changes in Inventories of Stock in trade + Other Expenses	Average Trade Payable	8.65	7.70	12.34
11.	Net Capital Turnover Ratio (in times)	Revenue from Operations	Working Capital (i.e. Total Current Assets less Total Current Liabilities)	10.86	13.02	(16.61)

Since the Figures of previous year has been re –classified wherever necessary the Ratios for the previous year has been re-worked.

36.2 Notes for Significant changes in Ratios from previous year:

S.No.3 The Adverse Variation in DSCR is due to Lower Revenue and profitability.

STANDALONE - NOTES FORMING PART OF ACCOUNTS

viii. The company has not advanced / loaned / invested or received 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 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 to or on behalf of the Ultimate Beneficiaries.

36.7. There were no transaction relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the income tax Act, 1961 (43 of 1961).

36.8 Dividend

The final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. Income tax consequences of dividends on financial instruments classified as equity will be recognized according to where the entity originally recognized those past transactions or events that generated distributable profits.

The Company declares and pays dividends in Indian rupees. Companies are required to pay/distribute

dividend after deducting applicable TDS. The remittance of dividends outside India is governed by Indian law on foreign exchange and is also subject to withholding tax at applicable rates

The Board of Directors wish to conserve resources for future expansion and growth of the Company. Hence, your Directors have decided not to declare any dividend st for the financial year ended 31st March, 2024.

36.9. The obligation with respect to Corporate Social Responsibility is not applicable to the Company for the financial year 2023 – 2024 since, the company has not fulfilled any one of criteria as provided in section 135 of the Companies Act, 2013.

36.10. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

36.11. The Central Government has published, the Code on Social Security, 2020 and Industrial Relations Code, 2020 ("Codes"), relating to employee benefits during employment and post-employment benefits and received presidential assent in September, 2020. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the code when it comes into effect and will record any related impact in the period, the code becomes effective.

Signature to Notes 1 to 36.11

As per our report of even date
For KRISHNAN AND RAMAN
CHARTERED ACCOUNTANTS
Firm's Registration No. 001515S

V. SRIKRISHNAN
Partner
Membership No. 206115
UDIN : 24206115BKCP EI3162

Place : Rajapalayam
Date : May 27, 2024

R. RAMJI
Managing Director & CEO
DIN : 00109393

S. SEENIVASA VARATHAN
Chief Financial Officer

S.V. RAVI
Director
DIN : 00121742

A. EMARAJAN
Company Secretary

INDEPENDENT AUDITOR'S REPORT

To the Members of M/s. POLYSPIN EXPORTS LIMITED
Report on the Consolidated IND AS Financial Statements

Opinion

We have audited the accompanying Consolidated IND AS Financial Statements of **M/s. Polyspin Exports Limited ("the Company")** which comprises the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").

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

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated IND AS financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Consolidated financial statements.

Emphasis of Matter

We draw attention to Note No.36.5 to the consolidated financial statements, which describes the status of confirmation of balance of Trade Debtors, Trade Creditors and Other Parties.

Our opinion is not modified in respect of these matters.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the Consolidated IND AS financial statements of the current period.

These matters were addressed in the context of our audit of the Consolidated IND AS financial statements as a whole and informing our opinion thereon and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our Report.

Sl No.	Key Audit Matter	Auditor's Response
1.	<p>Evaluation of uncertain tax positions</p> <p>The Group has material uncertain tax positions including matters under dispute which involves significant judgement to determine the possible outcome of these disputes.</p> <p>Refer Note No.36.1 to the Consolidated Financial Statements</p>	<p>Principal Audit Procedures</p> <p>Obtained details of completed tax assessments and demands for the year ended March 31, 2023 from management. We involved our expertise to challenge the management's underlying assumptions in estimating the tax provision and the possible outcome of the disputes. We also considered legal precedence and other rulings in evaluating management's position on these uncertain tax positions. Additionally, we considered the effect of new information in respect of uncertain tax positions as at April 1, 2024 to evaluate whether any change was required to management's position on these uncertainties</p>
2.	<p>Recoverability of Indirect tax receivables</p> <p>As at March 31, 2024 other current assets in respect of withholding tax, GST and CESAT appeal Duty of Rs. 26.73 Lakhs which are pending adjudication.</p>	<p>Principal Audit Procedures</p> <p>We have involved our expertise to review the nature of the amounts recoverable, the sustainability and the likelihood of recoverability upon final resolution.</p>
3.	<p>Assessment of the Group's litigations and related disclosure of contingent liabilities</p> <p>[Refer to Note No. 36.1 to the consolidated Financial Statements- "Contingent Liabilities not provided for", Note No. 36.1 to the consolidated Financial Statements As at March 31, 2024, the Group has exposures towards litigations relating to the matter as included in the aforesaid Notes. Significant management judgement is required to assess such matter to determine the probability of occurrence of material outflow of</p>	<p>Our procedures included the following:</p> <ul style="list-style-type: none"> We understood, assessed and tested the design and operating effectiveness of the Group's key controls surrounding assessment of litigations relating to the relevant laws and regulations; We discussed with management the recent developments and the status of the litigations which were reviewed and noted by the Group's audit committee; We performed our assessment on a test basis on the underlying calculations supporting the contingent liabilities made in relation to the Company's Consolidated Financial Statements;

Sl No.	Key Audit Matter	Auditor's Response
	<p>economic resources and whether a provision should be recognised or a disclosure should be made. The management judgement is also supported with legal advice in certain cases as considered appropriate. As the ultimate and the position taken by the management are based on the application of their best judgement, relating legal advice including those relating to interpretation of laws/regulations, it is considered to be a Key Audit Matter.</p>	<ul style="list-style-type: none"> • We used auditor's experts to gain an understanding and to evaluate the disputed tax matters; • We considered external legal opinions, where relevant, obtained by management; • We met with the Group's external legal counsel to understand the interpretation of laws/regulations considered by the management in their assessment relating to a material litigation; • We evaluated management's assessments by understanding precedents set in similar cases and assessed the reliability of the management's past estimates / judgements; • We evaluated management's assessment around those matters that are not disclosed or not considered as contingent liability, as the probability of material outflow is considered to be remote by the management; and • We assessed the adequacy of the disclosures. • Based on the above work performed, management's assessment in respect of the Group's litigations and related disclosures relating to contingent liabilities in the Consolidated Financial Statements are considered to be reasonable.

Responsibilities of Management and Those Charged with Governance for the Consolidated IND AS Financial Statements

The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated INDAS 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 Group in accordance with accounting principles generally accepted in India, including Indian Accounting Standards (IND AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgements 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 consolidated IND AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the IND AS financial statements, the respective Board of directors of the companies included in the Group are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate their respective entities or to cease operations or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group are also responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of Consolidated INDAS Financial Statement

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

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

The Group's Board of Directors are responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

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

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

A further description of the auditor's responsibilities for the audit of the consolidated IND AS financial statements is included in **Annexure A**. This description forms part of our auditor's report.

Other Matters

1. We did not audit the financial statements of ONE associate included in the consolidated financial results year to date, whose financial statements reflect total assets of Rs. 2,821.69 Lakhs as at 31st March 2024 and total revenues of Rs. 3,757.28 Lakhs and total net profit after tax of Rs. 216.30 Lakhs and total comprehensive income of Rs. 216.30 Lakhs for the year ended 31st March 2024 and for the period from 01st April 2023 to 31st March 2024 respectively and net cash inflows of (Rs. 346.70) Lakhs for the year ended 31st March 2024. These financial statements as per INDAS and other financial information have been audited by another independent auditor whose report has been furnished to us and our opinion on the year to date results, to the extent they have been derived from such audited financial statements is based solely on the report of such other auditors.
2. Further, the said Associate is located outside India, whose annual financial statements have been prepared in accordance with accounting principles generally accepted in the said country, and which have been audited by other auditors under generally accepted auditing standards applicable in the country. The Holding Company's management has converted the financial statements of the associate from accounting principles generally accepted in the respective country to accounting principles generally accepted in India. We have audited the conversion adjustments made by the Holding Company's management. Our opinion, in so far as it relates to the balances and affairs of the associate, is based on the audit report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and the reports of the other auditors.

Our opinion on the consolidated financial statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditor.

Report on Other Legal and Regulatory Requirements

- A) As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the above said consolidated financial statements.

- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), consolidated statement of changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid consolidated IND AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors and its Associate, none of the directors of the Group companies incorporated in India is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the Internal Financial Control with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
- B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company has disclosed the impact of pending litigations on its financial position in its consolidated IND AS financial statements – Refer Note No. 36.1 to the Consolidated INDAS financial statements;
 - ii) The Company has made provision in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer Note No. 29.1 (a) to the Consolidated IND AS financial statements;
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity

("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (b) The Management has represented, that, to the best of its knowledge and belief, no funds which are material either individually or in the aggregate have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- iv) As stated in Note No. 37.6 to the consolidated financial statements
 - (a) The Company has not recommended any dividend for the financial year 2023–2024.
 - (b) With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act: In our opinion and according to the

information and explanations given to us, the remuneration paid by the Company incorporated in India, to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limits laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) of the Act which are required to be commented upon by us.

- (c) With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

C) Reporting Under Rule 11(g) of companies (Audit and Auditors) Rules , 2014

Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable with effect from April 1, 2023 to the Company and its subsidiaries, which are companies incorporated in India, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2024.

For KRISHNAN AND RAMAN
CHARTERED ACCOUNTANTS
Firm's Registration No. 001515S

V. SRIKRISHNAN
Partner
Membership No. 206115
UDIN: 24206115BKCPEJ4877

Place : Rajapalayam
Date : May 27, 2024

ANNEXURE - A

Responsibilities for Audit of Consolidated IND AS Financial Statement

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

- Identify and assess the risks of material misstatement of the consolidated IND AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group'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 consolidated IND AS financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events

or conditions may cause the Group to cease to continue as a going concern. Evaluate the overall presentation, structure and content of the consolidated IND AS financial statements, including the disclosures and whether the consolidated IND AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

For KRISHNAN AND RAMAN
CHARTERED ACCOUNTANTS
Firm's Registration No. 001515S

V. SRIKRISHNAN
Partner

Membership No. 206115
UDIN: 24206115BKCPJ4877

Place : Rajapalayam
Date : May 27, 2024

ANNEXURE – B TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' in our Independent Auditor's Report of even date, to the members of the Polyspin Exports Limited on the Consolidated IND AS financial statements for the year ended 31st March, 2024]

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of the Company as of 31st March, 2024, in conjunction with our audit of the Consolidated IND AS financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Act.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal

control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A Company's internal financial control over financial reporting 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 over financial reporting includes those policies and procedures that

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, the Company in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting 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 issued by the ICAI.

For KRISHNAN AND RAMAN
CHARTERED ACCOUNTANTS
Firm's Registration No. 001515S

V. SRIKRISHNAN
Partner
Membership No. 206115
UDIN: 24206115BKCPJ4877

POLYSPIN EXPORTS LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2024

(Rs.in Lakhs)

Particulars	Note No.	As at 31.03.2024	As at 31.03.2023
<u>ASSETS</u>			
Non-Current Assets			
Property, Plant and Equipment	3	3,727.75	4,281.03
Capital Work-in-Progress	3	1,561.54	689.35
Intangible Assets	3	1.99	1.89
Financial Assets			
i) Investments	4	785.03	721.17
ii) Financial Assets	5	146.47	180.83
Other Non-Current Assets	6	17.58	86.90
		6,240.36	5,961.17
Current Assets			
Inventories	7	3,680.81	4,624.31
Financial Assets			
i) Trade Receivables	8	2,948.57	3,223.62
ii) Cash and Cash Equivalents	9	20.01	27.84
iii) Other Bank Balance	10	842.26	1,128.18
Current Tax Assets (Net)		84.77	119.98
Other Current Assets	11	1,397.56	1,079.53
Assets Classified ad Held for sale		719.19	--
		9,693.17	10,203.46
		15,933.53	16,164.63
<u>EQUITY AND LIABILITIES</u>		Total Assets	
EQUITY			
Equity Share Capital	12	500.00	500.00
Other Equity	13	5,353.68	5,483.34
		5,853.68	5,983.34
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	14	2,052.26	1,329.39
Deferred Tax Liabilities (Net)	15	286.91	453.00
Other Non - Current Liabilities	16	4.24	159.87
		2,343.41	1,942.26
Current Liabilities			
Financial Liabilities			
i) Borrowings	17	5,421.26	5,664.44
ii) Trade Payables			
a. Due of Micro and Small Enterprises	18	307.65	281.58
b. Due of Creditors other than Micro and Small Enterprises	18	1,376.58	1,741.26
Other Current Liabilities	19	542.87	505.25
Provisions	20	---	46.50
Liabilities directly associated with assets in disposal group classified as Held for Sale	21	88.08	--
		7,736.44	8,239.03
		15,933.53	16,164.63

As per our report of even date

For **KRISHNAN AND RAMAN**
CHARTERED ACCOUNTANTS
Firm's Registration No. 001515S

V. SRIKRISHNAN
Partner
Membership No. 206115
UDIN: 24206115BKCPJ4877
Place : Rajapalayam
Date : May 27, 2024

R. RAMJI
Managing Director & CEO
DIN : 00109393

S.V. RAVI
Director
DIN : 00121742

S. SEENIVASA VARATHAN
Chief Financial Officer

A. EMARAJAN
Company Secretary

POLYSPIN EXPORTS LIMITED

STATEMENT OF CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2024

(Rs. in Lakhs)

Particulars	Note No.	For the year ended 31.03.2024	For the year ended 31.03.2023
INCOME			
Revenue from Operations	21	20,221.32	20,822.65
Other Income	22	359.54	432.60
Total Income		20,580.86	21,255.25
EXPENSES			
Cost of Raw Material Consumed	23	10,817.90	13,100.90
Changes in / Inventories of Finished Goods, Stock-in-Process	24	696.44	(1,652.73)
Employee Benefit Expenses	25	3,696.30	3,220.74
Finance Costs	26	391.50	310.10
Depreciation & Amortisation Expenses		316.72	274.31
Other Expenses	27	5,104.29	5,751.31
Total Expenses		21,023.15	21,004.63
Profit before Exceptional Items and Tax		(442.29)	250.62
Exceptional Items		--	--
Profit / (Loss) Before Tax		(442.29)	250.62
Tax Expenses:-			
- Current Tax		--	46.50
- Deferred Tax		(166.09)	(4.46)
Net Profit / (Loss) for the year from continuing operations (A)		(276.20)	208.58
Profit / (Loss) for the year from discontinued operations		(85.45)	(122.76)
Tax expense of discontinued operations		--	--
Net Profit / (Loss) for the year from discontinued operations (B)		(85.45)	(122.76)
Profit / (Loss) for the year before Share of Profit of Associates (A + B)		(361.65)	85.82
Share of Profit of Associates		83.23	451.64
Profit for the year		(278.42)	537.46
Other Comprehensive Income			
A. Items that will not be reclassified to Profit or Loss			
- Remeasurement gains/(losses) on Defined Benefit Obligations (net)		42.74	11.31
B. Items that will be reclassified to Profit or Loss			
- Deferred gains / (losses) on cash flow hedges		(4.24)	(159.87)
Total Comprehensive Income		(239.92)	388.90
Basic & Diluted Earning Per Equity Share of Rs.5/- each (in Rupees)			
- From Continuing Operations		(1.93)	6.60
- From Discontinued Operations		(0.85)	(1.23)
- From Continuing and Discontinued Operations		(2.78)	5.37

As per our report of even date
For **KRISHNAN AND RAMAN**
CHARTERED ACCOUNTANTS
Firm's Registration No. 001515S

V. SRIKRISHNAN
Partner
Membership No. 206115
UDIN: 24206115BKCPJ4877
Place : Rajapalayam
Date : May 27, 2024

R. RAMJI
Managing Director & CEO
DIN : 00109393

S.V. RAVI
Director
DIN : 00121742

S. SEENIVASA VARATHAN
Chief Financial Officer

A. EMARAJAN
Company Secretary

POLYSPIN EXPORTS LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

(Rs. in Lakhs)

Particulars	2023 - 2024	2022 - 2023
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Profit before Tax	(527.74)	127.86
Adjustment for :		
Depreciation & Amortisation Expenses	344.45	402.97
Loss on Sale of Assets	0.03	0.95
Profit on Sale of Assets	(24.30)	(0.12)
Profit of Sale of Shares	(0.01)	(0.04)
Interest Expenses	408.74	331.51
Interest Income	(68.72)	(68.61)
	<u>132.45</u>	<u>794.52</u>
Operating Profit before Working Capital		
Adjustment for Changes in		
(Increase) / Decrease in Inventories	943.50	(1,753.03)
(Increase) / Decrease in Trade Receivables	275.06	799.86
(Increase) / Decrease in Other Financial Assets	--	0.47
(Increase) / Decrease in Other Non Current Assets	112.06	(12.67)
(Increase) / Decrease in Other Non Current Financial Assets	34.35	(107.34)
(Increase) / Decrease in Other Current Financial Assets	(496.76)	423.65
Increase / (Decrease) in Trade Payables	(338.60)	1,224.67
Increase / (Decrease) in Other Current Liabilities	125.70	(3.99)
Increase / (Decrease) in Provisions	--	(22.99)
Cash Generated from Operations	<u>787.76</u>	<u>1,343.15</u>
Income Taxes Paid	(11.90)	(229.21)
Net Cash from Operating Activities (A)	<u>775.86</u>	<u>1,113.94</u>
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets / Addition in WIP	(1,301.57)	(1,015.79)
Proceeds from Sale of Fixed Assets	77.56	0.81
Dividend Receipts	30.14	5.06
Interest Receipts	68.72	68.61
Investments in Shares	(14.88)	--
Proceeds from Sale of Shares	4.12	1.06
Investments / Proceeds from Term Deposits with Banks	285.92	168.56
Net Cash used In Investing Activities (B)	<u>(849.99)</u>	<u>(771.69)</u>
C. CASH FLOW FROM FINANCIAL ACTIVITIES :		
Proceeds from issue of Share Capital	--	--
Proceeds from Share Premium	--	--
Proceeds from Long Term Borrowings	1,354.09	--
Repayment of Long Term Borrowings	(605.86)	(572.95)
Borrowings / (Repayment) for working capital purpose	(268.55)	(254.29)
Finance / Lease Liabilities - Increase / (Decrease)	--	--
Investment in Subsidiaries / Associates	--	--
Interest Expenses	(408.74)	(331.51)
Dividend Paid (Including Tax on Dividend)	(4.64)	(56.64)
Net Cash used In Financial Activities (C)	<u>66.30</u>	<u>(1,215.39)</u>
D. Net Increase / (Decrease) in Cash and Cash Equivalents (A) + (B) + (C)	<u>(7.83)</u>	<u>(873.14)</u>
Cash and Cash equivalents at the beginning of the period	27.84	900.98
Cash and Cash equivalents at the end of the period	20.01	27.84

As per our report of even date
For KRISHNAN AND RAMAN
 CHARTERED ACCOUNTANTS
 Firm's Registration No. 001515S

V. SRIKRISHNAN
 Partner
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 UDIN: 24206115BKCPJ4877
 Place : Rajapalayam
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 Company Secretary

POLYSPIN EXPORTS LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2024 (Rs.in Lakhs)

A. EQUITY SHARE CAPITAL

1) Current reporting period

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
500.00	--	--	--	500.00

2) Previous reporting period

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
500.00	--	--	--	500.00

B. OTHER EQUITY

1) Current reporting period

(Rs.in Lakhs)

Particulars	Reserves and Surplus			
	General Reserve	Retained Earnings	Other Comprehensive Income / (Loss)	Total
Balance as at 01.04.2023	4,750.00	849.62	(116.28)	5,483.34
Loss for the year from Continuing Operations	--	(246.06)	--	(246.06)
Loss for the year from Discontinued operations	--	(85.45)	--	(85.45)
Adjustment	--	83.23	--	83.23
Dividend Received form Associate Company	--	(30.15)	--	(30.15)
Reclassified to Profit and Loss Account	--	--	115.52	115.52
Re-measurement Gain/(Loss) on Actuarial Valuations	--	--	42.74	42.74
Dividend paid	--	(4.64)	--	(4.64)
Any other Changes - Provision for Taxation Previous year	--	(0.61)	--	(0.61)
The effective portion of gains and loss on hedging instruments in a cash flow hedge	--	--	(4.24)	(4.24)
Balance as at 31.03.2024	4,750.00	681.46	(37.74)	5,353.68

2) Previous Reporting Period

(Rs.in Lakhs)

Particulars	Reserves and Surplus			
	General Reserve	Retained Earnings	Other Comprehensive Income / (Loss)	Total
Balance as at 01.04.2022	4,750.00	360.10	32.28	5,142.38
Profit for the Year	--	90.88	--	90.88
Adjustment	--	451.64	--	451.64
Dividend Received form Associate Company	--	(5.06)	--	(5.06)
Re-measurement Gain / (Loss) on Actuarial Valuations	--	--	11.31	11.31
Dividend paid	--	(56.63)	--	(56.63)
Any other Changes - Provision for Taxation Excess withdrawn	--	8.69	--	8.69
The effective portion of gains and loss on hedging instruments in a cash flow hedge	--	--	(159.87)	(159.87)
Balance as at 31.03.2023	4,750.00	849.62	(116.28)	5,483.34

As per our report of even date
For KRISHNAN AND RAMAN
 CHARTERED ACCOUNTANTS
 Firm's Registration No. 001515S

V. SRIKRISHNAN
 Partner
 Membership No. 206115
 UDIN: 24206115BKCPJ4877

Place : Rajapalayam
 Date : May 27, 2024

R. RAMJI
 Managing Director & CEO
 DIN : 00109393

S.V. RAVI
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S. SEENIVASA VARATHAN
 Chief Financial Officer

A. EMARAJAN
 Company Secretary

CONSOLIDATED - NOTES FORMING PARTS OF ACCOUNTS

1. Principles of Consolidation

The consolidated financial statements (CFS) relate to Polyspin Exports Limited (the Company) and its associate companies (the Company and its associate collectively referred to as the Group). The consolidated financial statements have been prepared on the following basis:-

1. In case of foreign associate companies, revenue items are consolidated at the average currency rate prevailing during the year. All assets and liabilities are converted at the rates prevailing at the end of the year. Exchange differences in translating the financial statements of foreign associate companies are recognized in other comprehensive income.
2. In the case of investment in associate companies, where the Company's shareholding is less than 50%, Non controlling interest in the net assets of consolidated Associate Companies is identified and presented in the consolidated balance sheet separately from liabilities and equity of the Company shareholders.
3. Under equity method of accounting, the investments are initially recognized at the fair value of net asset of associate Company from the date on which it becomes as associate and any difference between the cost of the investment and the entity's share of the net fair value of the investee's identifiable assets and liabilities is accounted for as follows;
 - a. Goodwill relating to an associate is included in the carrying amount of the investment and the same is not amortized.
 - b. Any excess the entity's share of the net fair value of the investee's identifiable assets and liabilities over the cost of the investment is recognized directly in equity as capital reserve in the period in which the investment is acquired.
 - c. Subsequently, the carrying amount of investment is adjusted to recognize the Company's share of post-acquisition profit or loss of the Associates in the Profit & Loss and also its share of Other Comprehensive Income (OCI) of the Associate Company separately under Other Comprehensive Income.
4. Dividend received or receivable from Associate are recognized as a reduction in the carrying amount of the Investment.
5. At each reporting date, the Company determines whether there is any objective evidence that the investment in the associates is impaired, if there is such evidence, the Company provides for impairment as the difference between the recoverable amount of the associate and its carrying value and then recognized the loss as "Share of Profit of an Associate" in the statement of the profit or loss.
6. The financial statement of the Associate Companies used in the consolidation are drawn up to the same

reporting date as that of the Company (i.e.) 31st March, 2024.

The list of associate Company which is included in the Consolidation and the Company's holding therein are as under:

Name of the Company	Ownership / Voting Power in % at as		Principal Places of Business / Country of Incorporation
	31.03.2024	31.03.2023	
Lankaspin Private Limited	38.48	38.48	Sri Lanka

These Consolidated Financial Statement were approved for issue by the Board of Directors of the Company on May 27, 2024.

2. Significant Accounting Policies

These are set out under Significant Accounting Polices as given in the Company's Separate (Consolidated) IND AS Financial Statements.

The management has applied the following estimates assumptions / judgements in preparation and presentation of financial statements.

Functional and presentational currency

These financial statements are presented in Indian Rupee (INR) which is also the functional Currency.

Rounding off amounts :

All amounts disclosed in the financial statements have been rounded off to the nearest rupees in lakhs as per the requirements of schedule III of the Act, unless otherwise stated.

Use of Estimates and Judgements

The preparation of Financial Statements in conformity with IND AS 101 requires the management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognized in the period in which the estimates are revised and in any future period affected. Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the accounting policies and / or the notes to the financial statements.

The mandatory exceptions to the retrospective application under IND AS 101 that are applicable to the Company are as below:

2.1 Current Versus Non-Current Classification

The Company presents assets and liabilities in the Balance Sheet based on Current/ Non-Current classification. An asset is treated as current when it is:-

CONSOLIDATED - NOTES FORMING PARTS OF ACCOUNTS

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

All other assets are classified as Non-Current

A Liability is current when:

- It is expected to be settled in the 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 atleast twelve months after the reporting period.

All other liabilities are classified as Non-Current

The Company has deemed its operating cycle as twelve months for the purpose of Current / Non-Current classification.

2.2 Property, Plant and Equipment:

Property, Plant and Equipment are stated at cost less accumulated depreciation / amortization and impairment losses if any, except freehold land which is carried at cost. Cost comprises of purchase price, import duties, levies and any attributable cost of bringing the assets on its working condition for the intended use.

For transition to IND AS, the Company has elected to continue the carrying value of all of its property, plant and equipment recognized as at 1st April, 2016 (IND AS transition date) measured as per the previously applicable Indian GAPP and use that carrying value as its deemed cost as at transition date.

When each major expenses on fixed assets, day to day repair and maintenance expenditure and cost of replacing parts that does not meet the capitalization criteria in accordance with IND AS 16 are charged to statement of Profit and Loss for the period during which such expenses are incurred.

The Company identifies the significant parts of plant and equipment separately (which are required to be replaced at intervals) based on their specific useful lives. The cost of replacement of significant parts are capitalized and the carrying amount of replaced parts are derecognized.

PPEs eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal. Gains or losses arising from disposal, measured as the difference between the net disposal proceeds and the carrying amount of such assets, are recognized in the statement of Profit and Loss. Amount received towards PPE that are impaired and derecognized in the financial statements, are recognized in statement of Profit and Loss, when the recognition criteria are met.

Depreciation is recognized so as to write off the cost of assets (other than freehold land and property under construction) less their residual value, over their useful lives. The estimated useful lives, residual value and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Depreciation for PPE on additions is calculated on pro rata basis from the date of such additions. For deletion / disposals, the depreciation is calculated on pro rata basis up to the date on which such assets have been discarded / sold.

Capital work in progress includes cost of property, plant and equipment under installation, under development including related expenses and attributable interest as at the reporting date.

2.3 Investment Property

The Company does not have any investment property as on the Balance Sheet date. Hence there is no disclosure as per the requirements of INDAS 16.

2.4 Intangible Assets

Intangible Assets are recognized when the asset is identifiable, is within the control of the Company, it is probable that the future economic benefits that are attributable to the asset will flow to the Company and cost of the asset can be reliably measured.

Intangible assets are amortized over their estimated useful life on straight line method. The estimated useful lives of intangible assets are assessed by the internal technical team. It's accounting classification is given below:-

1. Nature of intangible Assets - Computer Software
2. Estimated useful life - 3 Years
3. Amortization of intangible Assets - Computer Software
4. Accounting Classification - Depreciation & Amortization

For transition to IND AS, the Company has elected to continue with the carrying value of all its intangible assets recognized as at 1st April, 2016 (Transition date) measured as per the

CONSOLIDATED - NOTES FORMING PARTS OF ACCOUNTS

previously applicable Indian GAPP and use that carrying value as its deemed cost as at transition date.

2.5. Inventories

Inventories are valued at the lower of cost and net realizable value.

Cost of Rawmaterials, Stores and Spares, Fuel, Packing materials, etc., are valued at cost, computed on moving weighted average basis including the cost incurred in bringing the inventories to their present location or net realizable value whichever is lower.

Process Stock and Finished Goods are valued at moving weighted average cost including the cost of conversion and other costs incurred in bringing the inventories to the present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

2.6. Cash Flow Statement

Cash Flows are presented using indirect method, whereby profit / (Loss) before tax is adjusted for the effects of transaction of Non cash nature and accruals of post or future cash transaction. Cash comprise cash on hand and demand deposits with banks. Cash equivalents are short term balance with original maturity of less than 3 months, highly liquid investments that are readily convertible into cash.

2.7. Borrowing Costs

Borrowing Costs include interest expense calculated using the effective interest rate method (EIR), other costs incurred in connection with borrowing of funds and exchange differences to the extent regarded as an adjustment to the interest costs.

Borrowing Costs that are directly attributable to the acquisition, construction or production of a qualifying assets (net of income earned on temporary deployment of funds) are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognized as an expense in the period in which they are incurred.

A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale.

2.8 Financial Assets

Financial Assets comprises of Investments in Equity, Trade Receivables, Cash and Cash equivalents and Other Financial Assets.

Classification

The Company classifies Financial Assets as subsequently measured at Amortized Cost, Fair Value Through Other Comprehensive Income (FVTOCI) or Fair Value Through Profit or Loss (FVTPL) on the basis of its business model for managing the Financial Assets and the contractual cash flows characteristics of the financial assets.

Initial Recognition and Measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recognized at the fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurements of financial assets are dependent on initial categorization. For impairment purposes, significant financial assets are tested on an individual basis and other financial assets are assessed collectively in groups that share similar credit risk characteristics.

Financial Assets are measured at amortized cost when asset is held within a business model, whose adjective is to hold assets for collecting contractual cash flows and contractual terms of the assets give rise, on specified dates, to cash flows that are solely payments of principal and interest. Such financial assets are subsequently measured at amortized cost using the effective interest rate method. The losses arising from impairment are recognized in the statement of Profit and Loss. This category generally applies to trade and other receivables.

a. Financial assets measured at fair value through other comprehensive income (FVTOCI)

Financial assets under this category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income.

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

Financial assets under this category are measured initially as well as at each reporting date at fair value with all changes recognised in profit or loss. Company's Current Investments in equity shares are measured at FVTPL.

c. Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value with a maturity within three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

CONSOLIDATED - NOTES FORMING PARTS OF ACCOUNTS

De-recognition of Financial Assets

A Financial Asset is primarily derecognized when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

2.9 Financial Liabilities

Financial Liabilities comprises of Borrowings from banks, Trade Payables, Derivative Financial Instruments, Financial Guarantee Obligation and Other Financial Liabilities.

Classification

The Company classifies all financial liabilities as subsequently measured at amortized cost, except for financial liabilities at fair value through profit or loss. Such financial liabilities including derivatives that are liabilities, shall be subsequently measured at fair value.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading, if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments that are not designated as hedging instruments in hedge relationships as defined by IND AS 109 - "Financial Instruments". Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Financial liabilities measured at amortised cost

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method except for those designated in an effective hedging relationship.

Amortized Cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in the statement of profit and loss. Any difference between the proceeds (Net of transactions costs) and the redemption amount is recognized in Profit or Loss over the period of the borrowings using the EIR method.

Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that same or all of the facility will be drawn down.

Trade and Other Payables

A payable is classified as 'Trade Payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the

Company prior to the end of financial year, which are unpaid. They are recognized initially at their fair value and subsequently measured at amortized cost using the EIR method.

De-recognition of Financial Liabilities

A Financial Liability is derecognized when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed is recognized in profit or loss as other income or finance costs.

2.10. Impairment**i. Financial Assets:-**

The Company recognizes loss allowances if only, using the expected credit loss (ECL) model for the financial assets which are not fair valued. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, ECL is measured at an amount equal to the 12 month ECL. Unless there has been a significant increase in credit risk from initial recognition, in which case, those are measured at life time ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized, is recognized as an impairment gain or loss in the statement of profit and loss.

ii. Non-financial Assets:-

The carrying values of assets include property, plant and equipment, cash generating units and intangible assets are reviewed for impairment at each Balance Sheet date, if there is any indication of impairment based on internal and external factors.

Non financial assets are treated as impaired when the carrying amount of such asset exceeds its recoverable value. After recognition of impairment loss, the depreciation for the said assets is provided for remaining useful life based on the revised carrying amount, less its residual value if any, on straight line basis.

An impairment loss is charged to the statement of Profit and Loss in the year in which an asset is identified as impaired.

An impairment loss is reversed when there is an indication that the impairment loss may no longer exist or may have decreased.

CONSOLIDATED - NOTES FORMING PARTS OF ACCOUNTS

2.11. Foreign Currency Transaction and Translation:

Transactions in foreign currencies are translated to the functional currency of the company (i.e. INR,) at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date, except for those derivative balances that are within the scope of IND AS – 109 “Financial Instruments” are translated to the functional currency at the exchange rate at that date and the related foreign currency gain or loss are reported in the statement of Profit and Loss.

2.12. Employee Benefits:-

Employee benefits in the form of Provident Fund & Employee State Insurance are defined contribution plans. The company recognizes contribution payable to a defined contribution plan as an expense, when an employee renders the related services.

The company contributes monthly at 12% of employee's basic salary to Employee's Provident Fund & Employees Pension Fund administered by the Employees provident fund organization, Government of India. The company has no further obligations.

Gratuity liability and leave encashment liability are defined benefit plans. The cost of providing benefit under the defined benefit plans is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. The company has its own approved Gratuity fund with LIC Group Gratuity cash accumulations scheme and the contribution to that fund are being made to LIC.

The leave encashment entitlement is computed on calendar year basis and payment made to the Employees accordingly in the succeeding January of every year. Hence, there is no outstanding liability towards leave encashment.

Re-measurements of the net defined benefit liability / asset comprise:-

1. actuarial Gains and Losses;
2. the return on plan assets, excluding amounts included in net interest on the net defined benefit liability / asset;
3. any change in the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability / asset; and
4. Reimbursements of net defined benefit liability / asset are charged or credited to other Comprehensive Income.

2.13. Provision, Contingent Liabilities and Contingent Assets:-

Provisions involving substantial degree of estimation in measurement are recognized when there is a present

obligation as a result of past events and it is probable that there will be an outflow of resources, embodying economic benefits in respect of which a reliable estimate can be made.

Contingent liability is a possible obligation that may arise from past events and its existence will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the same are not recognized but disclosed in the financial statements.

Insurance claims are accounted on the basis of claims admitted or expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection. Contingent Assets are not recognized.

2.14. Taxes on Income:-

Income tax expenses comprises of current tax and deferred tax. It is recognized in the statement of Profit and Loss, except to the extent that it relates to items recognized directly in Equity or Other comprehensive income. In such cases, the tax is also recognized directly in Equity or in other comprehensive income.

Current Tax:-

Current tax is the amount of tax payable on the taxable income for the year, determined in accordance with the provisions of the Income Tax Act, 1961

Deferred Tax:-

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the balance sheet and their corresponding tax bases. Deferred tax liabilities are generally recognized for all taxable temporary differences.

Deferred tax assets are generally recognized for all deductible temporary differences and unused tax losses being carried forward, to the extent that it is probable that taxable profits will be available in future against which those deductible temporary differences and tax losses can be utilized. 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 profit will be available to allow all or part of the assets to be recovered.

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 assets realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

CONSOLIDATED - NOTES FORMING PARTS OF ACCOUNTS

Minimum Alternate Tax (MAT)

MAT credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period (i.e.) the period for which MAT credit is allowed to be carried forward, in the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in the Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the statement of Profit and Loss and shown as MAT credit entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the company will pay normal income tax during the specified period.

2.15. Non-current assets (or disposal groups) classified as held for sale:

Non-current assets or disposal groups comprising of assets and liabilities are classified as 'held for sale' when all the following criteria are met: (i) decision has been made to sell, (ii) the assets are available for immediate sale in its present condition, (iii) the assets are being actively marketed and (iv) sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date.

Subsequently, such non-current assets and disposal groups classified as 'held for sale' are measured at the lower of its carrying value and fair value less costs of disposal. Non-current assets held for sale are not depreciated or amortised.

2.16. Earning Per Share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The Weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, buy

back of shares, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares)

2.17. Significant Estimates and Judgements

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosures and the disclosure of contingent liabilities. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision effects only that period or in the period of the revision or future periods, if the revision affects both current and future years.

Accordingly, the management has applied the following estimates / assumptions / judgements in preparation and presentation of financial statements.

Property, Plant and Equipment, Intangible Assets:-

The residual values estimated useful life of PPEs & Intangible Assets are assessed by technical team duly reviewed by the management at each reporting date. Wherever the management believes that the assigned useful life and residual value are appropriate, such recommendations are accepted and adopted for computation of depreciation/amortization.

Current Taxes:-

Calculations of Income Taxes for the current period are done based on applicable tax laws and managements judgement by evaluating positions taken in tax returns and interpretation of relevant provisions of law.

Deferred Tax Rate (Including MAT Credit Entitlement)

Significant Management judgement is exercised by reviewing the deferred tax assets at each reporting date to determine the amount of deferred tax assets that can be retained /recognized, based upon the likely with future tax planning strategies.

Contingent Liabilities:-

Management's judgement is exercised for estimating the possible outflow of resources, if any, in respect of Contingencies / Claims / Litigation against the Company as it is not possible to predict the outcome of pending matters with accuracy.

Impairment of Trade Receivables:-

The impairment for financial assets are done based on assumption about risk of default and expected loss rates. The assumptions, selection of inputs for calculation of impairment are based on management judgement considering the past history, market condition and forward booking estimates at the end of each reporting date.

Impairment of Non-Financial Asset (PPE / Intangible Assets)

The impairment of Non-Financial Assets is determined based on estimate of recoverable amount of such assets. The assumptions used in computing the recoverable amount are based on management judgement considering the timing of future cash flow, discount rates and risks specific to the asset.

Defined Benefit Plan and Other Long Term Benefits:-

The cost of the defined benefit plan and other long term benefits and the present value of such obligation are determined by the independent actuarial values. Management believes that the assumptions used by the actuary in determination of discount rate, future salary increases, mortality rates and attrition rates are reasonable. Due to the complexities involved in the valuation and its long term nature, this obligation is highly sensitive to changes in these assumptions.

2.18. Recent Accounting Pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31st March, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

CONSOLIDATED - NOTES FORMING PART OF ACCOUNTS

3. PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK IN PROGRESS

(Rs. in Lakhs)

Particulars	Tangible Assets								Total - Tangible Assets	Capital Work in Progress	Intangible Assets	Transfer to Property & Asset Held for Sale
	Land	Building	Plant and Equipment	Power Generation Equipment	Furniture & Fittings	Vehicles	Office Equipment	Livestock				
Gross Carrying Amount												
As at 01.04.2023	49.00	2,317.34	5,087.83	57.87	12.31	126.58	86.81	0.63	7,738.37	689.35	9.11	--
Add : Additions	--	93.77	296.32	--	1.58	22.33	14.53	--	428.53	879.07	0.84	--
Less : Deductions	--	--	193.27	--	--	0.48	7.53	--	201.28	6.88	--	--
Less : Classified as Held for Sales	--	--	1,253.91	--	--	--	--	--	1,253.91	--	--	1,253.91
As at 31.03.2024	49.00	2,411.11	3,936.97	57.87	13.89	148.43	93.81	0.63	6,711.71	1,561.54	9.95	1,253.91
Accumulated Depreciation and Impairment												
As at 01.04.2023	--	539.04	2,701.64	53.45	7.24	91.83	64.14	--	3,457.34	--	7.22	--
Add : Depreciation												
- Continuing Operations	--	82.78	212.75	0.33	1.05	8.73	10.40	--	316.04	--	0.68	--
- Discontinued Opeartions	--	2.75	24.89	--	--	0.02	--	--	27.66	--	0.06	--
Less : Disposal	--	--	139.98	--	--	0.48	7.53	--	147.99	--	--	--
Less : Classified as Held for Sales	--	--	669.09	--	--	--	--	--	669.09	--	--	669.09
As at 31.03.2024	--	624.57	2,130.21	53.78	8.29	100.10	67.01	--	2,983.96	--	7.96	669.09
Carrying Amount 31.03.2024	49.00	1,786.54	1,806.76	4.09	5.60	48.33	26.80	0.63	3,727.75	1,561.54	1.99	584.82
Carrying Amount 01.04.2023	49.00	1,778.30	2,386.19	4.42	5.07	34.75	22.67	0.63	4,281.03	689.35	1.89	--

Aging for Capital Work in Progress

Particulars	As at 31.03.2024					As at 31.03.2023				
	<1 Year	1-2 Year	2-3 Year	More than 3 Years	Total	<1 Year	1-2 Year	2-3 Year	More than 3 Years	Total
Projects in progress	879.07	682.47	-	--	1,561.54	689.35	-	-	-	689.35
Projects temporarily suspended	--	--	-	--	--	--	-	-	-	--
Total	879.07	682.47	-	--	1,561.54	689.35	-	-	-	689.35

Note : We have no Projects for which completion is overdue or has exceeded its cost compared to its original Plan.

POLYSPIN EXPORTS LIMITED

CONSOLIDATED - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
FINANCIAL ASSETS		
4. OTHER INVESTMENTS		
Investments In Equity Instruments (Unquoted)		
Number (Equity Shares)	Face Value Per Unit	Trade Investment (Long term)
13,01,119	SLR.10/-	M/s. Lankaspin Private Limited, Sri Lanka
		770.47
33,000	INR. 10/-	M/s. OPG Power Generation Private Limited, India.
		--
2,000	INR.100/-	M/s. Strio Kaizen Hitech Research Labs Private Limited
		0.20
12	INR. 2/-	M/s. Axis Bank Limited
		0.10
11,958	INR. 100/-	M/s. Padmasri Paper Boards Private Limited
		11.96
21,000	INR. 10/-	M/s. Venus Wind Power Private Limited
		2.10
200	INR. 100/-	M/s. Sukan Eco Private Limited
		0.20
		Investments
		785.03
		721.17
5. FINANCIAL ASSETS (NON CURRENT)		
Security Deposits with Electricity Board		219.61
Security Deposit - Other		0.49
		220.10
		180.83
Less : Assets Classified as Held for Sales		73.63
		146.47
		180.83
6. OTHER NON CURRENT ASSETS		
Unsecured, Considered good		
Advance to Suppliers / Others		--
Net Defind Benefits (Assets)		17.58
		17.58
		37.85
		49.05
		86.90
7. INVENTORIES		
Raw Material		410.94
Stores and Spares		315.24
Work In Process		2,525.49
Finished Goods		440.59
Process Waste		4.53
		3,696.79
		4,624.31
Less : Assets Classified as Held for Sales		15.98
		3,680.81
		4,624.31
8. TRADE RECEIVABLES		
Unsecured considered good		2,991.05
Less : Assets Classified as Held for Sales		42.48
		2,948.57
		3,223.62

POLYSPIN EXPORTS LIMITED

CONSOLIDATED - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
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Ageing of trade receivables as at 31.03.2024

Particulars	Less than 6 months	6 months 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade receivables – considered good	2,948.57	--	--	--	--	2,948.57
ii) Undisputed Trade Receivables – considered doubtful	--	--	--	--	--	--
iii) Disputed Trade Receivables considered good	--	--	--	--	--	--
(iv) Disputed Trade Receivables considered doubtful	--	--	--	--	--	--
Total	2,948.57	--	--	--	--	2,948.57

Ageing of trade receivables as at 31.03.2023

Particulars	Less than 6 months	6 months 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade receivables – considered good	3,198.42	25.14	0.06	--	--	3,223.62
ii) Undisputed Trade Receivables – considered doubtful	--	--	--	--	--	--
iii) Disputed Trade Receivables considered good	--	--	--	--	--	--
(iv) Disputed Trade Receivables considered doubtful	--	--	--	--	--	--
Total	3,198.42	25.14	0.06	--	--	3,223.62

9. CASH AND CASH EQUIVALENTS

Cash on Hand	1.57	0.49
Balance with Banks		
- In Current Accounts	--	4.28
- In Unclaimed Dividend Accounts	18.44	23.07
	20.01	27.84

10. BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENTS

Fixed Deposits with banks having balance maturity of twelve months or less		
- Under Lien	815.64	172.55
- Not Under Lien	26.62	955.63
	842.26	1,128.18

11. OTHER CURRENT ASSETS

Advance to Suppliers / Others - Unsecured, Considered Good	41.66	14.23
Accrued Income	0.06	0.05
Prepaid Expenses	119.27	188.64
Others	1,238.85	876.61
	1,399.84	1,079.52
	2.28	--
Less : Assets Classified as Held for Sales	1,397.56	1,079.52

EQUITY AND LIABILITIES

12. EQUITY SHARE CAPITAL

-Authorised		
1,00,00,000 Equity Shares of Rs.5/- each		
[Previous Year : 1,00,00,000 Equity Shares of Rs. 5/- each]	500.00	500.00
-Issued, Subscribed and Paid up		
1,00,00,000 Equity Shares of Rs.5/- each fully paid-up		
[Previous Year : 1,00,00,000 Equity Shares of Rs. 5/- each]	500.00	500.00

POLYSPIN EXPORTS LIMITED

CONSOLIDATED - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
12.1 Reconciliation of the Number of Shares Outstanding	No. of Shares	No. of Shares
Number of Shares at the beginning	1,00,00,000	1,00,00,000
Number of Shares at the end	1,00,00,000	1,00,00,000

12.2 The details of Shareholders holding more than 5% shows :

Particulars	As at 31.03.2024		As at 31.03.2023	
	No. of Shares	%	No. of Shares	%
i. Shri R. Ramji	18,65,682	18.66	18,65,682	18.66
ii. Smt. Durga Ramji	9,19,096	9.19	9,19,096	9.19
iii. M/s. Polyspin Private Limited	6,50,625	6.51	6,50,625	6.51

Clause (f) - Shares held by holding Company or its ultimate holding Company including their subsidiaries - Nil

Clause (h) - Shares reserved for issued under options and contracts / commitments for the sale of shares - Nil

Clause (i) - Shares allotted in the proceeding five years without payment being received in cash / by way of bonus shares / Shares bought back.

During the year 2020-2021 the company has issued Bonus shares 20,00,000 Equity Shares of Rs.5/- each in the ratio of one Equity Share for every 4 (Four) Equity Shares held by shareholders.

Clause (j) - Terms of any securities convertible into issued along with the earliest date of conversion - Not Applicable.

Clause (k) - Calls Unpaid - Not Applicable.

Clause (l) - Forfeited Shares - Not Applicable.

12.3 The details of Shareholders holding of Promoters as below :

Shares held by promoters at the end of the year	As at 31.03.2024		As at 31.03.2023	
Promoter Name	No. of Shares	% of total Shares	No. of Shares	% of total Shares
1. Shri R. Ramji	18,65,682	18.66	18,65,682	18.66
2. Smt. Durga Ramji	9,19,096	9.19	9,19,096	9.19
3. M/s. Polyspin Private Limited	6,50,625	6.51	6,50,625	6.51
4. Smt. R. Sunethra	3,18,750	3.19	3,18,750	3.19
5. Shri. S.R. Subramanian	2,27,750	2.28	2,27,750	2.28
6. M/s. Cholapackaging Private Limited	2,21,190	2.21	2,21,190	2.21
7. Smt. R. Subbulakshmi	1,43,152	1.43	1,43,152	1.43
8. Smt. R. Vijayalakshmi	1,25,295	1.25	1,25,295	1.25
9. Shri. R. Varun	1,02,524	1.03	1,02,524	1.03
10. M/s. Ganesh Agro Pack Private Limited	75,000	0.75	75,000	0.75
11. Shri. R. Sakthikumar	4,143	0.04	58,100	0.58
12. Shri. V.S. Baskar Raja	47,000	0.47	50,000	0.50
13. Smt. S.Sowmiya	40,997	0.41	40,997	0.41
14. Smt. R. Lakshmi	14,261	0.14	24,261	0.24
15. Shri. S.V. Ravi	17,000	0.17	17,000	0.17
16. Ms. Bhavna Shirish Lilladhar	6,875	0.07	6,875	0.07

POLYSPIN EXPORTS LIMITED

CONSOLIDATED - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
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13. Movement in Other Equity

Particulars	Reserves and Surplus		
	General Reserve	Retained Earnings	Total
Other Equity as at 01.04.2022	4,750.00	392.38	5,142.38
Profit for the Year	--	90.88	90.88
Adjustments	--	461.64	451.64
Dividend Received from Associate Company	--	(5.06)	(5.06)
Re-measurement Gain/(Loss) on Actuarial Valuations	--	11.31	11.31
Dividend Paid	--	(56.63)	(56.63)
Provision for Taxation Excess withdrawn	--	8.69	8.69
The effective portion of Gains / (Loss) on hedging instruments in a cash flow hedge	--	(159.87)	(159.87)
Other Equity as at 31.03.2023	4,750.00	733.34	5,483.34
Loss for the year from Continuing operations	--	(246.06)	(246.06)
Loss for the year from Discontinued operations	--	(85.45)	(85.45)
Adjustments	--	83.23	83.23
Dividend Received	--	(30.15)	(30.15)
Reclassified to Profit & Loss Account	--	115.52	155.52
Re-measurement Gain/(Loss) on Actuarial Valuations	--	42.74	42.74
Provision for Taxation Previous Year	--	(0.61)	(0.61)
Dividend Paid	--	(4.64)	(4.64)
The effective portion of Gains / (Loss) on hedging instruments in a cash flow hedge	--	(4.24)	(4.24)
Other Equity as at 31.03.2024	4,750.00	603.68	5,353.68

General Reserve:

General reserve is created by the Company by appropriating the balance of Retained Earnings. It is a free reserve which can be used for meeting future contingencies, creating working capital for business operations, strengthening the financial position of the company.

Capital Reserve

Capital Reserve on consolidation represents excess of the Parent's share of the net fair value of the Investments in Associates over the cost of the Investment is recognised directly in other equity as capital Reserve upon transition.

Retained earnings:

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. (Refer statement of changes in equity.)

14. BORROWINGS (NON CURRENT)

-Secured

From Axis Bank Limited

- ECLGS Term Loan	851.05	1,329.39
- Rupee Term Loan	440.84	--
- Advance Against Term Deposits	530.15	--

From Others

- Hire Purchase Loan	40.22	--
- Loan from Director	190.00	--
	2,052.26	1,329.39

POLYSPIN EXPORTS LIMITED

CONSOLIDATED - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
14.1 Rupee Term Loan and Working Capital Finance from Bank is secured by a First Charge, by way of Equitable Mortgage of specified assets under this loan.		
14.2 Hire Purchase Loan is secured by hypothecation of Specified Vehicle purchased under the Scheme.		
14.3 The Loans are additionally secured by Personal Guarantee of Promoter Director of the Company.		
14.4 The Term Loan from Bank are repayable in equated monthly installments.		
14.5 Repayment of Term Loan :		
Facility 1 - Rs. 216.55 Lakhs - Balance amount is repayable in 13 equated monthly installments starting from April, 2025.		
Facility 2 - Rs. 634.50 Lakhs - Balance amount is repayable in 36 equated monthly installments starting from April, 2025.		
Facility 3 - Rs. 315.87 Lakhs - Balance amount is repayable in 46 equated monthly installments starting from April, 2025.		
Facility 4 - Rs. 73.60 Lakhs - Balance amount is repayable in 46 equated monthly installments starting from April, 2025.		
Facility 5 - Rs. 51.37 Lakhs - Balance amount is repayable in 46 equated monthly installments starting from April, 2025.		
14.6 Repayment of Hire Purchase Loan :		
Facility 1 - Rs. 11.87 Lakhs - Balance amount is repayable in 29 equated monthly installments starting from April, 2025.		
Facility 2 - Rs. 8.07 Lakhs - Balance amount is repayable in 30 equated monthly installments starting from April, 2025.		
Facility 3 - Rs. 20.28 Lakhs - Balance amount is repayable in 30 equated monthly installments starting from April, 2025.		
14.7 The Company has received a sum of Rs.190 Lakhs from Directors as deposit / loan during the financial year 2023-2024. The loans from Directors are not treated a deposits under Chapter V of the Companies Act, 2013.		
15. DEFERRED TAX LIABILITIES		
Deferred Tax Liabilities	286.91	453.00
16. Other Non-Current Liabilities		
Deferred Tax Liabilities	4.24	159.87
17. BORROWINGS (CURRENT)		
Secured		
From Axis Bank Limited		
- Export Credit Facilities (FBP/FBD/EBRD/PSCFC, etc.,)	811.33	1,991.87
- Export Credit Facilities (RPC/RPCFC)	1,098.06	2,564.36
- Open Cash Credit	342.34	585.84
- Other	1.38	0.10
From State Bank of India		
- Packing Credit	1,312.15	--
- FDBP	1,356.43	--
- Others	12.06	--
Current Liability for Long Term Debt.	547.64	522.27
	5,481.39	5,664.44
Less : Liability Classified as Held for Sale	60.13	--
	5,421.26	5,664.44

17.1 Working Capital Finance from Bank is further secured by hypothecation of all Current Assets of the Company.

17.2 The Loans are additionally secured by a Personal Guarantee of Promoter Director of the Company.

POLYSPIN EXPORTS LIMITED

CONSOLIDATED - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
18. TRADE PAYABLES		
Micro and Small Enterprises	307.65	281.58
Other than Micro and Small Enterprises	1,376.89	1,741.26
	1,684.54	2,022.84
Less : Liability Classified as Held for Sales	0.31	--
	1,684.23	2,022.84

Ageing of trade payables as at 31.03.2024

Particulars	Less than 6 Months	6 Months - 1 Year	1-2 years	2-3 years	More than 3 years	Total (Rs.)
i) MSME	307.65	--	--	--	--	307.65
ii) Others	1,375.94	0.64	--	--	--	1,376.58
iii) Disputed dues - MSME	--	--	--	--	--	--
iv) Disputed dues - Others	--	--	-	-	-	--
Total	1,683.59	0.64	--	--	--	1,684.23

Ageing of trade payables as at 31.03.2023

Particulars	Less than 6 Months	6 Months - 1 Year	1-2 years	2-3 years	More than 3 years	Total (Rs.)
i) MSME	281.58	--	--	--	--	281.58
ii) Others	1,741.26	--	--	--	--	1,741.26
iii) Disputed dues - MSME	--	--	--	--	--	--
iv) Disputed dues - Others	--	--	-	-	-	--
Total	2,022.84	--	--	--	--	2,022.84

19. OTHER CURRENT LIABILITIES

Liability for Operating and Other Expenses	487.10	444.68
Advance from Customers	83.41	60.57
	570.51	505.25
Less : Liability Classified as Held for Sale	27.64	--
	542.87	505.25

20. PROVISIONS

Provision for Taxation	--	46.50
	--	46.50

POLYSPIN EXPORTS LIMITED

CONSOLIDATED - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	For the Year Ended 31.03.2024	For the Year Ended 31.03.2023
21. SALES / REVENUE FROM OPERATIONS		
<u>Export Sales</u>		
- FIBC Bags / Fabric / Yarn / Multifilament Yarn	19,844.08	20,539.41
<u>Domestic Sales</u>		
- FIBC Bags / Fabric / Yarn / Multifilament Yarn	18.06	0.70
	<u>19,862.14</u>	<u>20,540.11</u>
Less : Sales Return	--	23.49
	<u>19,862.14</u>	<u>20,516.62</u>
OTHER OPERATING INCOME		
Sale of Plastic Scrap	359.18	306.03
	<u>20,221.32</u>	<u>20,822.65</u>
22. OTHER INCOME		
Interest Receipts	64.36	66.60
Foreign Exchange Fluctuations	294.70	365.84
Profit on Sale of Machine	0.47	0.12
Profit on Sale of Equity Shares	0.01	0.04
	<u>359.54</u>	<u>432.60</u>
23. COST OF RAW MATERIAL CONSUMED		
Polypropylene Granules and Master Batch	9,874.23	12,319.56
Printing Materials	92.64	79.84
Yarn	780.77	670.38
BOPP Film Purchases	3.32	2.74
LLDPE Liner Purchases	23.31	3.59
Fabric Purchases	43.63	24.79
	<u>10,817.90</u>	<u>13,100.90</u>
24. CHANGES IN / INVENTORIES OF FINISHED GOODS, STOCK-IN-PROCESS & STOCK-IN-TRADE		
Opening Stock	3,665.94	2,013.21
Closing Stock	2,969.50	3,665.94
	<u>696.44</u>	<u>(1,652.73)</u>
25. EMPLOYEE BENEFITS EXPENSES		
Remuneration to Managing Director	208.83	209.39
Salaries & Wages, Bonus and other allowance	2,782.11	2,398.56
Contribution to Provident Fund and Other Funds	337.97	299.72
Labour Welfare Expenses	284.32	240.01
LIC Group Gratuity	83.07	73.06
	<u>3,696.30</u>	<u>3,220.74</u>
26. FINANCE COSTS		
Interest on		
- Fixed Loans	99.59	95.05
- Working Capital Facilities	283.30	214.65
- Others	5.68	0.02
H.P. Finance Charges	2.93	0.38
	<u>391.50</u>	<u>310.10</u>

POLYSPIN EXPORTS LIMITED

CONSOLIDATED - NOTES FORMING PART OF ACCOUNTS

(Rs.in Lakhs)

Particulars	For the Year Ended 31.03.2024	For the Year Ended 31.03.2023
27. OTHER EXPENSES		
Manufacturing Expenses		
Repairs & Maintenance		
- Building	30.31	41.01
- Machinery	47.19	41.31
- General	18.56	17.38
Processing Charges Paid	1,506.36	1,379.24
Stores & Spares Consumed	1,232.26	1,198.65
Power & Fuel	897.45	826.89
	3,732.13	3,504.48
Postage & Telephone	55.13	48.89
Printing & Stationery	19.45	26.82
Travelling Expenses	96.93	80.35
Director's Sitting Fees	4.70	3.75
Bank Charges	57.36	46.23
Corporate Social Responsibility Expenses	--	18.31
Professional Charges	37.57	35.70
Licence, Taxes & Fees	14.66	15.14
Insurance Charges	59.87	60.18
Subscription & Periodicals	9.86	4.72
Filing Fees	0.35	0.17
Audit Fees	3.25	3.20
Vehicle Maintenance	75.58	58.75
Miscellaneous Expenses	9.89	7.42
Ineligible ITC	27.47	30.54
Donation	5.20	4.28
Rent	27.00	26.30
Commission Paid	17.79	110.60
Testing Charges	13.77	13.45
Sales Promotion Expenses	35.94	36.88
Ocean Freight	578.70	1,345.26
Loss on Sale of Machinery	0.03	0.95
Loss on Forex Fluctuation	136.98	243.04
Lorry Freight	24.43	18.75
Quality Claim Charges	53.13	--
Bad Debts Written Off	7.12	7.15
	5,104.29	5,751.31

CONSOLIDATED - NOTES FORMING PARTS OF ACCOUNTS

28.1. The Company has fulfilled export obligations (FIBC Bags Division) net foreign exchange earnings and other conditions, as applicable till date, in terms of schemes of Government of India, for 100% EOU.

28.2. EARNINGS PER SHARE :	Rs. in Lakhs	
	Year Ended 31.03.2024	Year Ended 31.03.2023

a) Profit/(Loss) After Tax	(278.42)	537.46
b) Number of Equity Shares	1,00,00,000	1,00,00,000
c) Basic and Diluted Earnings per share (Face Value of Rs.5/- per Equity Share) (in Rs.)	(2.78)	5.37

As per requirements of IND AS 33, the Basic and Diluted earnings per share for all the periods presented have been computed on 1,00,00,000 Equity Shares of Rs. 5/- each.

29. Financial Risk Management :-

The Company's principle financial liabilities comprise of borrowings, trade and other payables. The main purpose of these financial liabilities is to manage finances for the Company's operations. The Company's principle financial assets include loans and advances, trade receivables and cash and bank balances that arise directly from its operations.

The Company also enters into derivative transaction to hedge foreign currency and not for speculative purposes. The Company is exposed to Market Risk, Credit Risk and Liquidity Risk and the Company's Senior Management oversees the management of these risks.

29.1. Market Risk

Market Risk is the risk that the fair value of future cash flows of a financial asset will fluctuate because of changes in market prices. The Company's activities expose it to a variety of financial risks, including the effect of changes in foreign currency exchange rates and interest rates.

29.1. (a). Currency Risk

Foreign Currency risk is the risk that fair value of future cash flow of an exposure will fluctuate because of changes in foreign exchange rates.

The Company's exposure in USD and other foreign currency denominated transactions in connection with export of finished goods, besides import of raw materials, capital goods and spares, etc., purchased in foreign currency, gives rise to exchange rate fluctuation risk. The Company has following policies to mitigate this risk:

The Company has entered into foreign currency forward contracts both for export and import, after taking into consideration of the anticipated foreign exchange inflows / outflows, timing of cash flows, tenure of the forward contract and prevailing foreign exchange market conditions.

Details of Derivative Instruments Outstanding (hedged):-

Forward Contract	As at 31.03.2024		As at 31.03.2023	
	USD (In Million)	Rs. (In Lakhs)	USD (In Million)	Rs. (In Lakhs)
SOLD :				
USD / INR	3.63	3,068.62	8.72	7,038.81
BOUGHT :				
USD / INR	0.27	220.73		

Note: Mark to market loss of Rs. 4.24 Lakhs on outstanding as at 31.03.2024, forward contract has been recognized in other comprehensive income as per IND AS 109 on accounting of cash flow hedge.

The Company's exposure to foreign currency risk (un-hedged) as detailed below :-

Particulars	As at 31.03.2024	As at 31.03.2023
Currency (USD in Millions)	1.22	1.42
Rs. in Lakhs	1,023.91	1,182.28

Risk sensitivity on Foreign Currency Fluctuations:-

The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments in accordance with its risk management policies.

The foreign exchange rate sensitivity is calculated for each currency by aggregation of the net foreign exchange rate exposure of a currency and a simultaneous parallel foreign exchange rates shift in the foreign exchange rates by 3%.

The following analysis is based on the gross exposure as of the relevant balance sheet date, which could affect the income statement.

The following table sets forth the information relating to foreign currency exposure as at 31.03.2024 and 31.03.2023.

(Rs. in Lakhs)

Particulars	As at 31.03.2024		As at 31.03.2023	
	3% Increase	3% Decrease	3% Increase	3% Decrease
INR	98.68	98.68	211.16	211.16

29.1.(b) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of an exposure will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market in interest rates related primarily to the Company's both long term and short term debt obligation with floating interest rates. Any changes in the interest rates environment may impact future cost of borrowings.

The following table shows the fixed and floating rate borrowings of the Company :-

(Rs. in Lakhs)

	As at 31.03.2024	As at 31.03.2023
Fixed Rate Borrowings	2,599.90	1,851.66
Floating Rate Borrowings	4,873.62	5,142.17

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29.2. Credit Risk

Credit Risk is the risk that a counter party will not meet its obligation 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 financing activities, including deposits with banks and other financial instruments.

a) Trade Receivables

The Company extends credit to customers in the normal course of business. Outstanding customer receivables are regularly monitored. The Company has also taken advances from its customers, which mitigate the credit risks to an extent. An impairment analysis is performed at each reporting date on an individual basis for major customers.

Details of trade receivables is given below:- (Rs. in Lakhs)

Trade Receivables	Outstanding	
	As at 31.03.2024	As at 31.03.2023
Unsecured - Considered Good	2,948.57	3,223.62
Doubtful	7.12	7.22
Less : Provision for Bad Debts	(7.12)	(7.22)
Total	2,948.57	3,223.62

29.3. Liquidity Risk

Liquidity Risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to maintain a balance between continuity or funding and flexibility through the use of Packing Credit and Working Capital Limits. The Company ensures it has sufficient cash to meet its operational needs while maintaining sufficient margin on its undrawn borrowing facilities at all times.

The Company has access to the following undrawn borrowing facilities at the end of the reporting period:-

(Rs. in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
Floating Rate - Expiring within one year- working capital limits.	1,505.44	1,379.79

29.4. 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 safeguard continuity, maintain healthy capital ratios in order to support its business and maximize Shareholders value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial

covenants. The funding requirement is met through capital, internal accruals, long term borrowings and short term borrowings.

In order to achieve this overall objective, the Company's capital management, amongst other in order to achieve this overall objective, the company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest bearing loans and borrowings that define capital structure requirements.

The following monitors capital using a gearing ratio, which is net debt divided by total capital plus debt.

There have been no breaches in the financial covenants of any interest bearing loans / borrowing. The Company has been consistently focusing on reduction in long term borrowings.

(Rs in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
Long Term Borrowings	2,052.26	1,329.39
Current Liability for Long Term Debt	547.64	522.27
Short Term Borrowings	4,873.62	5,142.17
Less: Cash and Cash Equivalents and other Bank Balance	862.27	1,156.02
Net Debt (A)	6,611.25	5,837.81
Equity Share Capital	500.00	500.00
Other Equity	5,353.68	5,483.34
Total Equity (B)	5,853.68	5,983.34
Total Capital Employed (C) = (A) + (B)	12,464.93	11,821.15
Capital Gearing Ratio (A) / (C)	53.04%	49.38%

There have been no breaches in the financial covenants of any interest bearing loans / borrowing. The Company has been consistently focusing on reduction in long term borrowings.

29.5. Fair value of Financial Assets and Liabilities:-

Comparison by class of the carrying amounts and fair value of the Company's financial instruments that are recognized in the financial statements:

Financial Instruments by category (Rs. In Lakhs)

Particulars	As at 31.03.2024		As at 31.03.2023	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets :				
Other Investments	785.03	785.03	721.17	721.17
Trade Receivables	2,948.57	2,948.57	3,223.62	3,223.62
Cash and Bank Balances	20.01	20.01	27.84	27.84
Other Bank Balances	842.26	842.26	1,128.18	1,128.18
Other Financial Assets	--	--	--	--
Financial Liabilities :				
Borrowings	5,421.26	5,421.26	5,664.44	5,664.44
Trade Payables	1,684.23	1,684.23	2,022.84	2,022.84
Other Financial Liabilities	--	--	--	--

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During the year ended 31st March, 2024 and 31st March, 2023, there are no transfer between Level1 and Level 2 fair value measurements and no transfer into and out of Level 3 fair value measurements and there is no transaction / balance under Level3.

Fair Valuation Technique:

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following methods and assumptions were used to estimate certain fair values:-

1. Fair value of cash deposits, trade receivables, trade payables and other current financial assets and liabilities approximate their carrying amount largely due to the short term maturities of these instruments.
2. The fair value of derivatives are based on marked to market valuation statements received from banks with whom the Company has entered into the relevant contracts

Fair value hierarchy:

The following table provides the fair value measurement hierarchy of Company's assets and liabilities, grouped into level 1 to level 3 as described below:-

1. Quoted prices / Published NAV (unadjusted) in active markets for identical assets or liabilities (Level 1).
 2. Inputs other than quoted prices included within Level 1 that are observable for the asset or liability (i.e. as prices) or indirectly (i.e. derived from prices) Level 2. It includes fair value of the financial instruments that are not traded in an active market (for example, over the counter derivatives) and are determined by using valuation technique. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on the Company's specific estimates. If all significant inputs required to fair value an instrument are observable, then the instrument is included in Level2.
 3. Inputs for the asset or liability that are not based on observable market date (i.e. unobservable inputs) Level 3. If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.
30. The Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards), (Amendments) Rules 2018, notifying the new standard IND AS 115 on Revenue from contracts with customers and it is applicable from 01.04.2018.
- Replaces IND AS 18 Revenue and IND AS 11 Construction contracts
 - Establishes a new control based revenue recognition model

- Provides new and more detailed guidance on specific topics such as multiple element arrangements, variables consideration, rights of return, warranties, principal versus agent consideration, consignment arrangements, bill and hold arrangements and licensing, to name a few.

Revenue is recognised at an amount that reflects the consideration to which on entity expects to be entitled in exchange for transferring goods at services to a customer.

Adoption of IND AS 115 is not expected to have any impact on the Companies revenue and profit or loss. The Company expects the revenue recognition to occur at a point in time when the materials are delivered to at the customers in case of FIBC Bags, PP Fabric, PP Yarn, Multifilament Yarn & Cotton Yarn.

31. Disclosure of Interests in Associate Companies

Name of the Entity	Place of Business	Principal Activities of Business
M/s. Lankaspin Private Limited	Sri Lanka	Manufacturer of PP Woven Bags

Particulars	As at 31.03.2024	As at 31.03.2023
Ownership held	38.48%	38.48%

31.1 The Summarised Separate financial information of associate Company is given below :

M/s. Lankaspin Private Limited, Srilanka. (Rs. in Lakhs)

Balance Sheet	31.03.2024	31.03.2023
Non-Current assets	727.44	237.84
Current assets	2,094.24	1,901.83
Total Assets	2,821.68	2,139.67
Non-Current liabilities	57.54	49.74
Current liabilities	824.71	460.50
Total Liabilities	882.25	510.24
Total Equity	1,939.43	1,629.43
Profit and Loss		
Revenue	3,757.28	4,821.99
Profit of the year	216.30	1,173.69
Other Comprehensive income	--	--
Total Comprehensive income	216.30	1,173.69
Summarised Cash flow		
Cash flows from operating activities	(325.46)	1,116.99
Cash flows from investing activities	(398.08)	(725.41)
Cash flows from financing activities	149.90	(9.70)
Net Increase /(Decrease) in cash and cash equivalents	(573.64)	381.88

Profit and Loss	31.03.2024	31.03.2023
Total Revenue	3,757.28	4,821.99
Profit before tax	291.46	1,574.14
Tax expenses	(75.16)	(400.45)
Profit after tax	216.30	1,173.69
Share of profit in Associate	83.23	451.64
OCI	--	--
TCI	83.23	451.64

CONSOLIDATED - NOTES FORMING PARTS OF ACCOUNTS

31.2. Reconciliation to the carrying amount of investment in associates as on 31.03.2024

(Rs. in lakhs)

Profit and Loss	31.03.2024	31.03.2023
Entity TCI	216.30	1,173.69
Effective shareholding %	38.48%	38.48%
Associates share of profit / OCI	83.23	451.64
Less : unrealized profit on Intercompany Transaction (net of tax)	--	--
Amount recognized in P & L	83.23	446.58
Reconciliation	--	--
Opening Carrying cost	717.39	270.81
Less: treasury share Adjustment	--	--
Add: Fair value of corporate guarantee obligation given	--	--
Add : Associates share of profit / OCI	83.23	451.64
Less : Sale / Reversal of OCI share	--	--
Less : Dividend Received	30.15	5.06
Net Carrying Amount	770.47	717.39

32. DISCLOSURE PURSUANT TO INDIAN ACCOUNTING STANDARD 19 - EMPLOYEE BENEFITS

Defined Contribution Plan:

Contributions under Defined Contribution Plan as recognised in the Statement of Profit and Loss by the Company are as follows:

(Rs. in Lakhs)

Particulars	2023-2024	2022-2023
Employer's contribution towards:		
- Provident Fund	268.82	248.66
- Employee State Insurance	67.96	58.32

The Company has capitalized provident Fund for Rs.3.53 Lakhs and Employee State Insurance Contribution for Rs.0.64 Lakhs relevant to ongoing projects.

Defined Benefit Plan (Gratuity):

The Company provides gratuity to employees as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement / termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

The Employees Gratuity Fund Scheme, which is a defined benefit plan, is managed by a trust maintained with Life Insurance Corporation of India (LIC).

The present value of the obligation is determined based on actuarial valuation using Projected Units Credit Method, which recognises each period of service as giving rise to additional units of employees benefit entitlement and measures each unit separately to build up the final obligation.

The following table sets out the details of amount recognised in the financial statements in respect of employee benefit schemes:

A. Change in Defined Benefit Obligation

(Rs. in Lakhs)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Defined Benefit Obligation at beginning of the year	579.63	501.39
Current Service Cost	87.08	83.00
Past Service Cost	--	--
Interest Expense	41.31	37.34
Benefit Payments from Plan Assets	(57.57)	(26.62)
Increase/(Decrease) due to effect of any business combination / divestiture / transfer	--	--
Re-measurements - Due to Financial Assumptions	16.50	8.40
Re-measurements - Due to Experience Adjustments	(63.60)	(23.88)
Defined Benefit Obligation at the end of the year	603.35	579.63
Discount Rate	7.22%	7.50%
Salary Escalation Rate	7.00%	7.00%

B. Change in Fair Value of Plan Assets

(Rs. in Lakhs)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Fair value of Plan Assets at beginning of the year	628.68	534.80
Interest Income	45.32	43.02
Employer Contributions	8.86	81.66
Benefit Payments from Plan Assets	(57.57)	(26.63)
Other (Employee Contribution, Taxes, Expenses)	--	--
Increase/(Decrease) due to effect of any business combination / divestiture / transfer	--	--
Remeasurements - Return on Assets (Excluding Interest Income)	(4.36)	(4.17)
Fair Value of Plan Assets at the end of the year	620.93	628.68
Weighted Average Asset Allocations at the year end		
Equities	----	----
Bonds	----	----
Gilts	---	---
Insurance Policies	100%	100%
Total	100%	100%

C. Components of Defined Benefit Cost

(Rs. in Lakhs)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Current Service Cost	87.08	83.00
Past Service Cost	--	--
Total Service Cost	87.08	83.00
Interest Expense on DBO	41.31	37.34
Interest (Income) on Plan Assets	(45.32)	(43.02)
Interest (Income) on Reimbursement Rights	--	--
Total Net Interest Cost	(4.01)	(5.68)
Defined Benefit Cost included in P & L	83.07	77.33
Remeasurements - Due to Financial Assumptions	16.50	8.40
Remeasurements - Due to Experience Adjustments	(63.60)	(23.88)
(Return) on Plan Assets (Excluding Interest Income)	4.36	4.17
Total Re-measurements in OCI	(42.74)	(11.31)
Total Defined Benefit Cost recognized in P&L and OCI	40.33	66.02
Discount Rate	7.22%	7.50%
Salary Escalation Rate	7.00%	7.00%

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D. Amounts recognized in the Statement of Financial Position

(Rs. in Lakhs)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Defined Benefit Obligation	603.35	579.63
Fair Value of Plan Assets	620.93	628.68
Funded Status	(17.58)	(49.05)
Effect of Asset Ceiling / Onerous Liability	--	--
Net Defined Benefit Liability / (Asset)	(17.58)	(49.05)

E. Net Defined Benefit Liability / (Asset) Reconciliation

(Rs. in Lakhs)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Net Defined Benefit Liability / (Asset) at beginning of the year	(49.05)	(33.40)
Defined Benefit Cost included in P & L	83.07	77.33
Total Re-measurements included in OCI	(42.73)	(11.31)
Employer Contributions	(8.87)	(81.66)
Net Defined Benefit Liability / (Asset) at end of the year	(17.58)	(49.05)

Additional Disclosure Items

Current and Non-Current Liability and Asset

(Rs. in Lakhs)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Current Liabilities	29.54	40.15
Non - Current Liabilities	573.81	539.48

Expected Cash Flow for following years

(Rs. in Lakhs)

Maturity Profile of Defined Benefit Obligations	
Year 1	30.21
Year 2	36.86
Year 3	38.12
Year 4	44.88
Year 5	46.94
Beyond 5 years	1,289.24

Summary of Financial & Demographic Assumptions

(Rs. in Lakhs)

Particulars	Valuation Date	
	31.03.2024	31.03.2023
Discount Rate	7.50%	7.50%
Salary Escalation - First 5 Years	7.00%	7.00%
Mortality Rate (as % of IALM (2012-14) Ult. Mortality Table)	100%	100%
Disability Rate (as % of above mortality rate)	0.00%	0.00%
Withdrawal Rate	1% to 3%	1% to 3%
Retirement Age	58 Years	58 Years
Average Future Service	16.97	17.27

33. REPORTING ON RELATED PARTIES :

In accordance with the Accounting Standard (IND AS 24) issued by the Institute of Chartered Accountants of India, the Company has identified the following Companies / Persons as Related Parties:

A) Associate Companies :

M/s. Lankaspin Private Limited, Srilanka.

B) Companies over which KMP / Relatives of KMP exercise significant Influence

1. M/s. Polyspin Private Limited
2. M/s. Energyspin Private Limited
3. M/s. Chola Packaging Private Limited
4. M/s. Ganesh Agro Pack Private Limited
5. M/s. Ramji Investments Private Limited

C) Key Management Personnel and Relatives :

(including KMP under Companies Act)

1. Shri R. Ramji, Managing Director and CEO
2. Shri S.R. Subramanian, Director
3. Shri S.R. Venkatanarayana Raja, Director
4. Shri V. S. Jagdish, Director
5. Shri R. Sundaram, Director
6. Shri S.V. Ravi, Director
7. Shri Rajesh Devarajan, Director
8. Smt. Durga Ramji, Director
9. Shri B. Ponram, Chief Operating Officer
10. Smt. Shwetha Ramji, Vice President - Operations
11. Shri S. Seenivasa Varathan, Chief Financial Officer
12. Shri A. Emarajan, Company Secretary
13. Shri C.M. Dharmakrishna Raja

D) Transaction during the year with Related Parties :

(Rs. in Lakhs)

Sl. No.	Particulars	Year Ended 31-03-2024		Year Ended 31-03-2023	
		Associate / Other Companies	Key Management Personnel / his Relatives	Associate / Other Companies	Key Management Personnel / his Relatives
1.	Processing Charges Paid	1,321.54	---	1,228.68	---
2.	Remuneration to Directors & KMP	---	359.27	---	301.75
3.	Office Rent Paid	---	19.20	---	19.20
4.	Sale of PP Strips / Yarn	248.67	---	400.00	---
5.	Sale of Fabric	57.68	---	30.55	---
6.	Sale of Sewing Yarn	63.75	---	49.57	---
7.	Assets Sold during the year	0.75	---	---	---
8.	Sale of Service (Technical Consultancy Services)	---	---	24.58	---
9.	Dividend Received	30.14	---	5.06	---
10.	Interest Paid	---	3.12	---	---
11.	Purchase of Fabric / Knitted Fabric	0.27	---	0.04	---
12.	Purchase of Laminated Woven Fabric	43.48	---	24.79	---
13.	Purchase of Packing Materials	2.10	---	9.74	---
14.	Purchase of Water	---	1.44	---	1.33
15.	Factory Rent Paid	79.80	---	73.10	---
16.	Director's Sitting Fees Paid	---	4.70	---	3.75

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E) Significant Related Parties Transactions : (Rs. in Lakhs)

Particulars	2023-24	2022-23
1. Processing Charges Paid		
M/s. Polyspin Private Limited	1,051.95	1,106.74
M/s. Chola Packaging Private Limited	142.26	5.63
M/s. Energyspin Private Limited	127.33	116.31
2. Remuneration to Directors & KMP		
Shri R. Ramji, Managing Director & CEO	252.03	252.21
Shri B. Ponram, Chief Operating Officer (from 14.11.2022)	47.64	15.34
Smt. Swetha Ramji, Vice President - Operations (from 01.04.2023)	25.54	--
Shri S. Seenivasa Varathan, Chief Financial Officer	18.00	18.34
Shri A. Emarajan, Company Secretary & CO (from 12.02.2022)	16.06	15.86
3. Chennai Office Rent Paid		
Shri R. Ramji	19.20	19.20
4. Sale of PP Strips / Yarn		
M/s. Lankaspin Private Limited, Sri Lanka.	248.67	400.00
5. Sale of PP Fabric		
M/s. Lankaspin Private Limited, Sri Lanka	57.50	30.30
M/s. Chola Packaging Private Limited	0.18	0.25
6. Sale of Sewing Yarn		
M/s. Lankaspin Private Limited, Sri Lanka.	63.75	49.57
7. Assets sold during the year		
M/s. Ganesh Agro Pack Private Limited	0.75	--
8. Sale of Service		
M/s. Lankaspin Private Limited, Sri Lanka.	--	24.58
9. Dividend Received		
M/s. Lankaspin Private Limited, Sri Lanka.	30.14	5.06
10. Interest Paid		
Shri R. Ramji	3.12	--
11. Purchase of Fabric / Knitted Fabric		
M/s. Chola Packaging Private Limited	0.12	0.04
M/s. Energyspin Private Limited	0.15	--
12. Purchase of Laminated Woven Fabric		
M/s. Ganesh Agro Pack Private Limited	43.48	24.79
13. Purchase of Packaging Materials		
M/s. Ganesh Agro Pack Private Ltd.,	2.10	9.74
14. Purchase of Water		
Shri C.M. Dharmakrishna Raja	1.44	1.33
15. Factory Rent Paid		
M/s. Polyspin Private Limited	78.00	71.30
M/s. Ramji Investments Private Ltd.,	1.80	1.80
16. Director's Sitting Fees		
Shri S.R. Subramanian, Director	0.45	0.45
Shri S.R. Venkatanarayana Raja, Director	0.65	0.55
Shri V.S. Jagdish, Director	0.80	0.65
Shri R. Sundaram, Director	0.80	0.65
Shri S.V. Ravi, Director	0.80	0.65
Shri Rajesh Devarajan, Director	0.75	0.35
Smt. Durga Ramji, Director	0.45	0.45

Related Party balance outstanding

(Rs. in Lakhs)

S. No.	Particulars	As at 31 st March, 2024	As at 31 st March, 2023
1.	Trade Receivables M/s. Lankaspin Private Limited, Sri Lanka	--	55.05
2.	Trade Payables M/s. Lankaspin Private Limited, Sri Lanka	52.13	--
	M/s. Polyspin Private Limited	14.62	119.59
	M/s. Ganesh Agropack Private Limited	10.37	9.26
	M/s. Cholahpackaging Private Limited	16.55	2.01
	M/s. Energyspin Private Limited	11.36	14.27
	M/s. Ramji Investments Private Limited	--	--
3.	Key Management Personnel (Entities where Key Management Personnel and their relatives have significant influence) Shri R. Ramji	1.37	1.44

34. SEGMENT WISE REPORTING

As required under Accounting Standard (IND AS 108), the Segment Revenue, Results and Capital Employed are furnished below:-

(Rs. in Lakhs)

Sl. No.	Particulars	Year ended	
		31.03.2024	31.03.2023
1.	Segment Revenue (Net Sales / Income from Operations) a) FIBC Bags, Fabric, Yarn, Multifilament Yarn b) Cotton Yarn (Discontinued Operations) Total	20,221.32 1,026.25 21,247.57	20,822.65 3,320.07 24,142.72
2.	Segment Results (Profit (+) / Loss (-) before tax and interest from each segment) a) FIBC Bags, Fabric, Yarn, Multifilament Yarn b) Cotton Yarn (Discontinued Operations) Total Less : Financial Charges Profit / (Loss) Before Tax	(20.64) (68.21) (88.85) 408.75 (497.60)	565.77 (101.34) 464.43 331.51 132.92
3.	Capital Employed Segment Assets : a) FIBC Bags, Fabric, Yarn, Multifilament Yarn b) Cotton Yarn (Discontinued Operations) Total Segment Liabilities : a) FIBC Bags, Fabric, Yarn, Multifilament Yarn b) Cotton Yarn (Discontinued Operations) Total	15,214.34 719.19 15,933.53 9,991.77 88.08 10,079.85	14,270.32 1,894.31 16,164.63 9,656.11 525.18 10,181.29

Details of Discontinued Operations As per IND AS-105

The continuous operational losses due to price instability of OE Yarn and country wide apparels and textiles market slowdown has led management to permanently shut down the operations of OE Yarn segment with effect from 16.06.2023. The facilities are currently used for phased expansion of FIBC division.

The Assets and Liabilities of the Discontinued Operations of Textile division have met the definition of "Held for Sale" as per the IND AS-105 and the results of the operations are reported as a separate line item as required by the standard. The details of Assets and liabilities classified as "Held for Sale" is as follows:

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Particulars	Amount (Rs.in Lakhs)
Accounts Receivables	42.48
Inventories	15.98
Other Current Assets	2.28
Total Current Assets [A]	60.74
Long-term Financial Assets (TNEB deposits)	73.63
Property, Plant and Equipment	584.82
Total Non-Current Assets [B]	658.45
Total Assets held for Sale [A] + [B]	719.19
Financial Liabilities- Current	
Accounts payable	0.31
Short Term borrowings	60.13
Total Financial Liabilities - Current [A]	60.44
Other current liabilities (Expenses payable)	12.90
Advance Received from Parties for Sale of Assets.	14.74
Total Current Liabilities [B]	27.64
Total Non-Current Liabilities	--
Total Liabilities [A] + [B]	88.08

The management is confident of full recovery of current assets which will be utilized to settle the current liabilities. Building value of Rs. 229 Lakhs and other incidental assets of Rs. 28 Lakhs will be utilized for FIBC division. Hence we have not classified the above assets as "Held for Sale".

Since the management is of the view that the realizable value after all the incidental expenses of the Assets classified as "Held for sale" will be more than the Carrying cost, we have not tested the Assets for Impairment as per IND AS 36.

The Results and the Total Assets and Liabilities of the discontinued segment are reported in the Segment Reporting.

The details of Machineries sold during the quarter are as under:

Total WDV of Machineries sold: Rs. 51.26 lakhs.

Sale Consideration Received including GST : Rs.88.61 lakhs.

Out of Total consideration received, the amount of Rs. 13.51 lakhs has been used for Re-paying the Short term credit facilities and the Balance portion Rs. 75.10 lakhs has been used to liquidate Term Loans.

The Management is expecting that the entire sale process will be completed before September 2024.

The analysis of single Amount disclosed in the Statement of Profit and loss Account for Discontinued operations is as follows:

(Rs. in Lakhs)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Revenue	1,054.44*	3,322.07
Less : Expenses	1,139.89	3,444.83
Loss before tax	(85.45)	(122.76)

*Includes Profit on sale of Machineries of Rs. 23.83 Lakhs.

(Rs. in Lakhs)

36.1. Contingent Liabilities not Provided for : **2023 - 2024** **2022 - 2023**

i) Unexpired Letter of Credit **619.21** 848.32

ii) The Company has challenged the levy of duty of excise and customs aggregating to Rs. 487.72 Lakhs (Previous Year Rs. 487.72 Lakhs) on wrong calculation of SION Norms for the consumption of UV Master Batches (Imported) for production of FIBC Bags meant for export (100% E.O.U) and the same is pending before the appropriate jurisdictional authorities.

36.2. Trade Payables

(Rs. in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
i) Total outstanding due to Micro and Small Enterprises	307.65	281.58
ii) Total outstanding due to Creditors other than Micro and Small Enterprises	1,376.58	1,741.26
Total	1,684.23	2,022.84

As required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006, the Company has outstanding dues of Rs. 307.65 Lakhs as at 31st March, 2024 to Micro, Small and Medium Enterprises. This has been determined to the extent such parties have been identified on the basis of information available with the Company and provide by such parties.

The management is of the view that the payments were made to MSME suppliers on contractual terms and the impact of interest, if any, that may be payable in accordance with the provisions of the Act, is not expected to be material.

Disclosures required under the Micro, Small and Medium Enterprises Development Act, 2006 as follows:-

(Rs. in Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
a. Principal Amount remaining unpaid but not due as at the year end	307.65	281.58
b. Interest due thereon and remaining unpaid as at year end	----	----
c. Interest paid by the Company in terms of Section 16 of Micro, Small & Medium Enterprises Development Act, 2006 along with the amount of payment made to the supplier beyond the appointed day during the year	----	----
d. 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 Micro, Small and Medium Enterprises Development Act, 2006	----	----
e. Interest accrued and remaining unpaid as at year end	----	----

36.3 The Company has generated power out of Wind Mill installed at NH Road, Ambalavanapuram, Avarikulam Post - 627 133 Tirunelveli District and the generated power was captively consumed by the Company by drawing the power from TNEB Grid. The Power and Fuel consumed is net of Rs. 16.87 Lakhs (Previous Year: Rs.16.38 Lakhs) being the credit given by TNEB for the transfer of power to the Grid.

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	For the year ended	
	31.03.2024	31.03.2023
Licensed Capacity	Not Applicable	Not Applicable
Installed Capacity	250 KW	250 KW
Units Generated	2,32,836 KWH	2,30,986 KWH
Units Captively Consumed	2,32,836 KWH	2,30,986 KWH

(included under Power & Fuel)

36.4 Our Company's shares are listed at BSE Limited with stock code of 539354.

36.5 Confirmation of balances of Trade Receivables and Payables:-

The Company requested its debtors and creditors to confirm their outstanding balances as at 31st December, 2023 in respect of trade receivables and trade payables. Most of them have given their confirmation of balance, except few parties to be submitted, awaiting for some with clarification.

36.6 Deferred Tax (AS- 22):

The deferred tax liabilities recognized in the earlier years has been reversed to the extent of Rs. 166.09 Lakhs due to the reclassification of Fixed assets valued Rs. 584.82 Lakhs to "Assets Held for sale" under current Assets classification. These assets pertain to operations of Textile division which has been discontinued. The depreciation of the Assets has been ceased to comply with the standard (IND AS -105). The carrying Amount of the Assets has been reduced to the extent of above re-classification. The Income Tax Act has not mandated such Re-classification except for the reduction of Actual consideration received for the sale of the Assets from the opening WDV. Hence the above Assets held for Sale has been retained in the Assets block for the purpose of computation of Depreciation as per Sec.32. This has resulted in reversal of deferred Tax liabilities created due to lower tax Bases of Assets in the previous years.

36.7 Regrouping of previous year figures

Previous year's figures have been regrouped /reclassified wherever necessary, to conform to current year's classification. The following regroupings have been done in the current financial statement:-

1. TDS and advance tax credits of Rs. 7.70 Lakhs have been reclassified under Current Tax Assets from Other Current Assets.
2. Gratuity Assets of Rs. 49.05 Lakhs have been reclassified under Other Non-Current Assets (Note No.6) from Other Current Assets.
3. Derivative Liability of Rs. 159.87 Lakhs has been reclassified under Other Non-Current Liabilities (Note No.16) from Other Current Liabilities.

4. Intangible Assets of Rs. 1.05 lakhs has been re-classified to Office equipment under Property, Plant and Equipment.

5. Dividend Receipts of Rs. 5.06 Lakhs from Associate Company included in Other Income has been removed for consolidation purpose to comply with IND AS 28. The corresponding adjustments has been made in the Balance Sheet and Cash Flow for the previous year also.

37.1. There are not transaction with struck off of companies under Section 248 or 560 of the Companies Act.

37.2.The Company does not have any investments through more than two layers of investments companies as per section 192 (87) (cd) and section 186 of companies Act, 2013.

37.3.There is no Scheme of Arrangements that has been approved in terms of sections 230 to 237 of the Companies Act.

37.4.i. The company has not given any Loans or Advances in the nature of loans to promoters, directors, KMPs and their related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person.

ii. The title deeds of all the immovable properties are held in the name of the Company.

iii. The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended 31st March, 2024.

iv. No Intangible Assets under development during the year.

v. Quarterly statements of Current Assets filed with banks and financial institutions for fund borrowed from those banks and financial institutions on the basis of security of current assets are in agreement with the books of account.

vi. No proceedings have been initiated during the year or are pending against the Company as at 31st March 2024 for holding any benami property under the benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under.

vii.The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

viii. The company has not advanced / loaned / invested or received 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

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(whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

37.5. There were no transaction relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the income tax Act, 1961 (43 of 1961).

37.6. Dividend

The final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. Income tax consequences of dividends on financial instruments classified as equity will be recognized according to where the entity originally recognized those past transactions or events that generated distributable profits.

The Company declares and pays dividends in Indian rupees. Companies are required to pay/distribute dividend after deducting applicable TDS. The remittance of dividends outside India is governed by Indian law

on foreign exchange and is also subject to withholding tax at applicable rates

The Board of Directors wish to conserve resources for future expansion and growth of the Company. Hence, your Directors have decided not to declare any dividend for the financial year ended 31st March, 2024.

37.7. The obligation with respect to Corporate Social Responsibility is not applicable to the Company for the financial year 2023 – 2024 since, the company has not fulfilled any one of criteria as provided in section 135 of the Companies Act, 2013.

37.8. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

37.9. The Central Government has published, the Code on Social Security, 2020 and Industrial Relations Code, 2020 ("Codes"), relating to employee benefits during employment and post-employment benefits and received presidential assent in September, 2020. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the code when it comes into effect and will record any related impact in the period, the code becomes effective.

Signature to Notes 1 to 37.9

As per our report of even date
For **KRISHNAN AND RAMAN**
CHARTERED ACCOUNTANTS
Firm's Registration No. 001515S

V. SRIKRISHNAN
Partner
Membership No. 206115
UDIN: 24206115BKCPJ4877

Place : Rajapalayam
Date : May 27, 2024

R. RAMJI
Managing Director & CEO
DIN : 00109393

S.V. RAVI
Director
DIN : 00121742

S. SEENIVASA VARATHAN
Chief Financial Officer

A. EMARAJAN
Company Secretary

BOOK-POST

POLYSPIN

If undelivered, please return to :

POLYSPIN EXPORTS LIMITED

351, P.A.C.R. Salai,

Rajapalayam - 626 117.

Tamil Nadu.