Maharaja Shree
UMAID MILLS LIMITED

LNB GROUP
Securing a brighter tomorrow™

83rd Annual Report 2022-23

Regd. Offce : 7, Munshi Premchand Sarani, Hastings, Kolkata-700022
Phone : +91-33-22230016, Fax : +91-33-22231569,
E-mail : kolkata.msum@lnbgroup.com
Website : www.msumindia.com, CIN : U17124WB1939PLC128650
Head Offce and Works: Jodhpur Road, Pali - 306 401 (Rajasthan)
Phone : +91-2932-220286/288, Fax: +91-2932-221333,
Email : ho.msum@lnbgroup.com

Board of Directors :

Mr. LN BANGUR, *Chairman & Managing Director*

Mrs. ALKA DEVI BANGUR, *Director*

Mr. YOGESH BANGUR, *Deputy Managing Director*

Mr. AMITAV KOTHARI, *Independent Director*

Mr. RAJIV KAPASI, *Independent Director*

Chief Financial Officer :

Mr. HANSMUKH PATEL

Company Secretary :

Mr. ATUL KRISHNA TIWARI

Statutory Auditors :

M/s SINGHI & CO.

Unit No.1704, 17th Floor, Tower B, World Trade Tower, DND Flyway,
C-01, Sector-16, Noida-201301, Gautambudh Nagar, U.P.

Internal Auditors :

S. S. Kothari Mehta & Co.

Plot No. 68, Phase-3 Okhla Ind. Area, New Delhi - 110020

Bankers :

STATE BANK OF INDIA

IDBI BANK LTD.

HDFC BANK LTD.

BANK OF BARODA

BANDHAN BANK LTD.

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7 Munshi Premchand Sarani, Hastings, Kolkata – 700022

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CHAIRMAN'S MESSAGE

Dear Fellow Shareholders

It is my pleasure to share the financial statements of your Company. During the financial year under review, the Indian textile sector, particularly cotton textiles, faced lot of challenges, such as extreme price volatility, very high raw material prices, and poor demand of textile products from foreign markets. However, the Indian textile sector has tried its best to meet these challenges head on. These adverse conditions also had a large impact on our performance.

Your Company has registered a decline of 9.1% in its total annual revenue. The decline was mainly due to the forced curtailment of its production to minimize heavy losses in difficult market conditions. Overall, our profit margin also declined significantly due to higher volatility in cotton prices and the weakness in global sentiments amidst the Russia-Ukraine conflict and trade disruption between the US and China. Despite all these challenges, I am happy to share that we have been able to achieve total revenue of Rs 46,800 lakhs.

We have been continuously focusing on full utilization of the plant at its rated capacity and increasing the production of processed fabrics. During the fiscal, the Company has taken several steps to increase the production of wider width processed fabrics. Continuous efforts are being made towards improving the financial performance of the Company by focusing on productivity enhancement, cost optimization, product quality improvement, addition of value-added products to its product portfolio.

We are fully committed to Corporate Social Responsibility (CSR) and Environment, Social and Governance initiatives. We are ensuring sustainability of operations by taking lot of initiatives viz. energy and water conservation with recycling, use of sustainable raw material, generation and use of renewable energy in the form of solar and wind energy, making machines and equipment more energy efficient.

I sincerely thank all our team members for their efforts and dedication. I also express my gratitude to all our customers, lenders and each of the stakeholders for their continued support and faith.

Thanking you,

L. N. Bangur
Chairman & Managing Director
(DIN – 00012617)

NOTICE TO SHAREHOLDERS

Notice is hereby given that the 83rd Annual General Meeting (AGM) of the Members of Maharaja Shree Umaid Mills Limited will be held on Tuesday, 26th September, 2023 at 2.30 p.m, Indian Standard Time ("IST"), through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt :

a. the Annual Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023 including the Audited Balance Sheet as at 31st March, 2023 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon; and

b. the Annual Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 including the Audited Balance Sheet as at 31st March, 2023 and Statement of Profit & Loss for the year ended on that date and the Report of the Auditors thereon.

2. To appoint a Director in place of Mrs. Alka Devi Bangur (DIN: 00012894), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

3. Re-appointment of Mr. Yogesh Bangur as Deputy Managing 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 152,196,197,198, 203 read with Schedule V, and other applicable provisions , if any, of the Companies Act, 2013 (hereinafter referred to as the "Act") and allied rules framed thereunder (including any statutory modifications or re-enactments thereof for the time being in force), and in terms of the applicable clauses of the Articles of Association of the Company and other applicable provisions, if any, and as recommended by the Nomination & Remuneration Committee, the Audit Committee and Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to the re-appointment of Mr. Yogesh Bangur (DIN: 02018075) as Deputy Managing Director of the Company for a period of 3 years with effect from 17th May, 2023 and whose period of office be liable to retire by rotation on such terms and conditions as detailed out in the Explanatory Statement annexed thereto, including remuneration payable from time to time, which at all times shall be within the limits of the Act or any statutory amendment(s) and/or modification(s) thereof.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the term of office of Mr. Yogesh Bangur (DIN: 02018075) as Deputy Managing Director of the Company, he shall be paid the remuneration, as detailed in the Explanatory Statement, as minimum remuneration, in respect of such financial year(s) in which such inadequacy or loss arises during his tenure, in accordance with the provisions of Section 196, 197 and Schedule V to the Companies Act, 2013 (as amended).

RESOLVED FURTHER THAT the Board of Directors of the Company on recommendation of the Nomination and Remuneration Committee, be and are hereby authorized to alter and vary the terms and conditions of the appointment and/or agreement, in such manner as may be mutually decided between the Board of Directors and Mr. Yogesh Bangur, within the limits prescribed under Schedule V read with other applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT any one of the Board of Directors and/or Company Secretary be and is hereby severally authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. Re-appointment of Mr. Lakshmi Niwas Bangur as Chairman & Managing 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 152,196,197,198, 203 read with Schedule V, and other applicable provisions , if any, of the Companies Act, 2013 (hereinafter referred to as the "Act") and allied rules framed thereunder (including any statutory modifications or re-enactments thereof), and in terms of the applicable clauses of the Articles of Association of the Company and other applicable provisions, if any, and as recommended by the Nomination & Remuneration Committee, the Audit Committee and Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to the re-appointment of Mr. Lakshmi Niwas Bangur (DIN: 00012617) who has already attained the age of 70 years as Chairman & Managing Director of the Company for a further period of 3 years with effect from 11th August, 2023 on such terms and conditions as detailed out in the Explanatory Statement annexed thereto, including remuneration payable from time to time, which at all times shall be within the limits of the Act or any statutory amendment(s) and/or modification(s) thereof.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the term of office of Mr. Lakshmi Niwas Bangur (DIN: 00012617) as Chairman & Managing Director of the Company, he shall be paid the remuneration, as detailed in the Explanatory Statement, as minimum remuneration, in respect of such financial year(s) in which such inadequacy or loss arises during his tenure, in accordance with the provisions of Section 196, 197 and Schedule V to the Companies Act, 2013 (as amended).

RESOLVED FURTHER THAT the Board of Directors of the Company on recommendation of the Nomination and Remuneration Committee, be and are hereby authorized to alter and vary the terms and conditions of the appointment and/or agreement, in such manner as may be mutually decided between the Board of Directors and Mr. Lakshmi Niwas Bangur, within the limits prescribed under Schedule V read with other applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT any one of the Board of Directors and/or Company Secretary be and is hereby severally authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. **Ratification of Remuneration of Cost Auditor**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Remuneration of Rs. 50,000/- (Rupees Fifty Thousand only) plus GST as applicable and, reimbursement of travelling and other incidental expenses to be incurred by them in the course of cost audit payable to M/s K. G. Goyal & Associates, Cost Accountants],[Firm Registration No.000024], appointed as Cost Auditor by the Board of Directors of the Company on recommendation of Audit Committee, to conduct the audit of the Cost Accounting Records of the Textile Unit of the Company for the financial year ending March 31, 2024, be and is hereby ratified.

RESOLVED FURTHER THAT any one of the Board of Directors and/or Company Secretary be and is hereby severally authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board

For Maharaja Shree Umaid Mills Limited

Kolkata
July 27, 2023

Atul Krishna Tiwari
Company Secretary

NOTES:

1. In line of Ministry of Corporate Affairs ("MCA") General Circular No. 14/2020 dated 8th April, 2020, read with General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 19/2021 dated 8th December, 2021, General Circular No. 21/2021 dated 14th December, 2021, General Circular No. 02/2022 dated 5th May, 2022 and General circular No. 10/2022 dated 28th December, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as "said Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Shareholders at a common venue.

   Accordingly, in compliance with the applicable provisions of the Companies Act, 2013 ("Act") read with the said Circulars, the Company has decided to convene its ensuing 83rd AGM through VC/OAVM and the Shareholders can attend and participate in the ensuing AGM through VC/OAVM. However, for the purpose of technical compliance of the provisions of section 96(2) of the Companies Act, 2013, the venue of the AGM shall be deemed to be the Registered Office of the Company at 7, Munshi Premchand Sarani, Hastings, Kolkata-700022.

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. However, since this AGM is being held through VC/OAVM, whereby physical attendance of Shareholders has been dispensed with and in line with the said Circulars the facility to appoint a proxy to attend and cast vote for the shareholder is not made available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

3. Institutional / Corporate Shareholders (i.e. other than Individuals / HUF, NRI, etc.) are requested to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution / Authorization etc., authorizing its representative to attend the AGM through VC /OAVM on its behalf and to cast vote through remote e-voting as well as vote at the AGM. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to voting@vinodkothari.com.

4. The facility for Shareholders to join the AGM in the VC/OAVM mode will be kept open to join 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting. The Shareholders can join the AGM by following the procedure mentioned herein below in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 Shareholders on 'first come first serve' basis. This will not include large Shareholders (i.e. Shareholders holding 2% or more), Promoters, Directors, Key Managerial Personnel, the Chairperson(s) 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 serve' basis.

5. The attendance of the Shareholders attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act,

2013 will be available electronically for inspection by the members during the Annual General Meeting.

7. In line with the said Circulars issued by the MCA, the Annual Report for the financial year ended 31st March, 2023 consisting of financial statements including Board's Report, Auditors' Report and other documents required to be attached therewith including Notice of the 83rd AGM of the Company inter alia indicating the process and manner of e-voting is being sent only by Email, to all the Shareholders whose Email IDs are registered with the Company/Depository Participant(s) for communication purposes to the Shareholders and to all other persons so entitled.

   Members may also note that the Notice of the 83rd AGM and the Annual Report 2022-2023 will also be available on the Company's website www.msumindia.com. The Notice of the AGM shall also be available on the website of CDSL at www.evotingindia.com.

8. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts concerning each Item of Special Business to be transacted at the Meeting is annexed hereto and forms part of the Notice.

9. In case of joint holders attending the meeting, 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.

10. Recorded transcript of the Meeting shall be uploaded on the Website of the Company and same shall also be maintained in safe custody of the Company. The registered office of the Company shall be deemed to be place of the Meeting for the purpose of recording of the minutes of the proceeding of this AGM.

11. Information to Members as prescribed in Secretarial Standard - 2 in respect of re-appointment, is given at **Annexure –A** to this notice.

12. The Register of Members and Share Transfer Books of the Company will remain closed from 20th September, 2023 to 26th September, 2023 (both days inclusive) for the purpose of Annual General Meeting.

13. Members holding shares in physical form are requested to intimate change in their registered address mentioning full address in block letters with Pin code of the Post Office, mandate, bank particulars and Permanent Account Number (PAN) to the Company's Registrar and Share Transfer Agent at email id at mdpldc@yahoo.com Or click on the following link: mdpl.in/form and in case of members holding their shares in electronic form, this information should be given to their Depository Participants immediately.

14. Pursuant to Section 72 of the Companies Act, 2013 and Rules made thereunder, Members holding shares in physical form and desirous of making/changing nomination in respect of their shareholding in the Company, are requested to submit the prescribed form SH -13 (Nomination Form) or SH-14 (Cancellation or Variation of Nomination), as applicable and deposit the same with the Company or its RTA at mdpldc@yahoo.com. Members holding shares in demat form may contact their respective DP for recording Nomination in respect of their shares.

15. The Company has entered into necessary arrangement with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to enable the Members to dematerialize their shareholding in the Company for which they may contact the Depository Participant of either of the above Depositories. In terms of Provisions of Rule 9A of Companies (Prospectus and Allotment of Securities) Rules, 2014 Unlisted Public Companies are not allowed to process a request of transfer of shares held in physical form.

Accordingly, Members, who have not dematerialised their shares as yet, are advised to have their shares dematerialised.

16. The Ministry of Corporate Affairs vide its Circular Nos.17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively, has undertaken a 'Green Initiative' and allowed Companies to share documents with its shareholders through electronic mode. Members are requested to support this Green Initiative by registering/updating their e-mail addresses, in respect of shares held in dematerialized form with Depository Participants and in respect of shares held in physical form with the Company's Registrar and Share Transfer Agent, i.e. M/s. Maheshwari Datamatics Private Limited, 23, R N Mukherjee Road, Kolkata – 700 001 at mdpldc@yahoo.com.
17. Members desirous of obtaining any relevant information with regard to the accounts of the Company at the Meeting are requested to send their requests to the Company at least 7 (seven) days before the date of the Meeting, so as to enable the Company to keep the information ready.
18. Pursuant to Section 124 and 125 of the Companies Act, 2013, the Company has transferred on due dates the Unclaimed/unpaid dividends upto financial year 2013-14 to the Investor Education and Protection Fund (IEPF) established by the Central Government. Further no dividend has been declared by the Board of Directors from the financial year 2014-15 onwards till date, therefore Company is not required to transfer any dividend into IEPF Account.
19. As per the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (hereinafter referred to as the IEPF Rules, 2016) read with Section 124 of the Companies Act, 2013, in addition to the transfer of the unpaid or unclaimed dividend to Investor Education and Protection Fund (hereinafter referred to as “IEPF”), the Company shall be required to transfer the underlying shares on which dividends have remained unpaid or unclaimed for a period of seven consecutive years to IEPF Demat Account. The Company has transferred on due dates the shares on which dividend have remain unpaid or unclaimed of up to financial year 2013-14. Further no dividend has been declared by the Board of Directors from the financial year 2014-15 onwards till date, therefore Company is not required to transfer any shares into IEPF Demat Account.
20. Shareholders are informed that once the unpaid/unclaimed dividend or the shares are transferred to IEPF, the same may be claimed by the Members from the IEPF Authority by making an application in prescribed Form IEPF-5 online and sending the physical copy of the same duly signed (as per the specimen signature recorded with the Company) along with requisite documents as specified in Form IEPF-5 which is available on the website of IEPF at www.iepf.gov.in
21. Members who have not registered their e-mail address so far, are requested to register their e-mail address for receiving all communications from the Company electronically with RTA at mdpldc@yahoo.com Or click on the following link: mdpl.in/form.
22. Members holding Shares of the Company in physical form through multiple folios in identical names or joint accounts in the same order of names are requested to consolidate their shareholding into single folio, by sending their original share certificates along with a request letter to consolidate their shareholding into one single folio, to the Registrar & Share Transfer Agent of the Company.
23. Since the AGM will be held through VC/OAVM facility, the Route Map is not annexed to this Notice.

24. The resolutions will be deemed to be passed on the AGM date subject to the receipt of the requisite number of votes in favour of the resolutions.

25. **E-voting:**

(a) In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (as amended from time to time), and MCA Circulars dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 13th January, 2021, 23rd June, 2021, 8th December, 2021, 14th December, 2021, 5th May, 2022 and 28th December, 2022 and any other applicable notification/circular, if any, the Company is pleased to provide the Members (whether holding shares in physical or dematerialized form) with the facility to exercise their right to vote on the matter set out in the notice by electronic means i.e. through e-voting services provided by Central Depository Services (India) Limited (CDSL). For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-voting agency.

(b) The instructions of shareholders for E-voting and joining virtual meetings are as under:

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

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

(I) The remote e-voting period begins on Saturday, the 23rd September, 2023 at 9:00 A.M. and ends on Monday, the 25th September, 2023 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 19th September, 2023, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their exist8ing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & new system myeasiTab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in Demat mode with **NSDL Depository**	**1)** If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. **2)** If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 3) You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30.

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

(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

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

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant "MAHARAJA SHREE UMAID MILLS LIMITED" on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address viz. voting@vinodkothari.com and to the Company at the email address viz; kolkata.msum@lnbgroup.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request from between 19th September, 2023 to 23rd September, 2023 mentioning their name, demat account number/folio number, email id, mobile number at kolkata.msum@lnbgroup.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at kolkata.msum@lnbgroup.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are 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 available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to RTA at mdpldc@yahoo.in
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

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

(c) Any person who acquire shares and become the member after despatch of Notice and hold shares as of the cut-off dates may obtain the sequence number for remote e-voting by sending a request to the Company's RTA.

(d) The Voting shall be reckoned in proportion to a Member's share of voting rights on the paid up equity share capital of the Company as on the cut-off date of 19th September, 2023. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

(e) The Board of Directors of the Company at their meeting held on 17th May, 2023 has appointed, M/s Vinod Kothari & Co., Practising Company Secretaries as the Scrutinizer to scrutinize the remote e-voting process and e-voting at the Annual General Meeting, in fair and transparent manner.

(f) During the AGM, the Chairman shall formally propose to the Members participating through VC/ OAVM Facility to vote on the resolutions as set out in the Notice of the AGM, if already not voted through remote e-voting. Voting at the AGM shall be kept open for a period of 30 minutes from the conclusion of the Meeting.

(g) Scrutinizer, after the 30 minutes of conclusion of the Meeting, will unblock the votes cast during the meeting and through remote e-voting in the presence of at least two witnesses not in the employment of the Company and within a period not later than three days of the conclusion of the Meeting make a consolidated scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or any other person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

(h) The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.msumindia.com and on the website of CDSL at www.evotingindia.com and shall also be displayed on the Notice Board of the Company at its Registered Office immediately after the declaration of result by the Chairman or a person authorized by him.

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

Pursuant to Section 102 of the Companies Act, 2013 ('the Act'), the following Explanatory Statement sets out all material facts relating to the businesses as mentioned under Item No. 3, 4 and 5 of the accompanying Notice.

Item No. 3

The Board was appraised by Chairman that Mr. Yogesh Bangur was reappointed as Deputy Managing Director with effect from 12th April, 2020 for a period of 3 years, which was confirmed by passing Special Resolution by the shareholders at the 80th Annual General Meeting held on 28th September, 2020.

Members of the Company are aware that Mr. Bangur is a Young and energetic leader with academic background of Master in Programme and Project Management and Bachelors with Specialisation in finance from The University of Warwick, he has handled multiple market / financial researches for diverse industries. Capability to build team and handle the timelines using latest technological developments for value creation through a collaborative, environment friendly approach are his instincts to build the organization.

The Board of Directors at the meeting held on 17th May, 2023, took a view that in order to facilitate proper management deliberations and also keeping in view to the potential size of business operations and in the best interests of the Company it is desirable that Mr. Yogesh Bangur should be re-appointed as Deputy Managing Director for a further period of 3 years.

The Board of Directors of the Company other than Mr. Lakshmi Niwas Bangur, Mrs Alka Devi Bangur and Mr. Yogesh Bangur, in the said meeting held on 17th May, 2023 unanimously decided to re-appoint Mr. Yogesh Bangur as Deputy Managing Director with effect from 17th May, 2023 for a period of 3 (Three) years, subject to approval of the members in the ensuing Annual General Meeting.

The terms and conditions as to the remuneration of Mr. Yogesh Bangur for his reappointment as Deputy Managing Director, as recommended by the Nomination and Remuneration Committee are as follows;

Terms and Conditions:

1. Mr. Yogesh Bangur shall be responsible for advising and assisting the Board of Directors of the Company in formulation of long terms business plans and strategic thrust of the Company, for coordinating of key affairs of business of the Company externally and where needed internally too, for formulation of and decision on developmental, diversification and growth plans of the Company including plans for major capital expenditure; for reviewing and monitoring the execution of plans and conduct of overall affairs of the Company; and for all matters of strategic importance.
2. Mr. Yogesh Bangur may enter into any business, profession or vocation etc. or join any other service or take any consultative, advisory or part time job/ jobs anywhere else other than companies which are in the same line of business.
3. Mr. Yogesh Bangur shall exercise and perform the above and such other powers and duties as the Board of Directors of the Company authorise him and may, from time to time, subject to the provisions of law and the Articles of Association of the Company, further determine.
4. The term of re-appointment of Mr. Yogesh Bangur as Deputy Managing Director is for a period of 3 years with effect from 17th May, 2023.
5. Mr. Yogesh Bangur, while he continues to hold the office as Deputy Managing Director, in his capacity as Director of the Company shall be liable to retirement by rotation, as required under Section 152 of the Companies Act, 2013.
6. Mr. Yogesh Bangur will ipso facto and immediately, cease to be the Deputy Managing Director of the Company, if for any reasons he ceases to be a Director and is not forthwith appointed as Director.
7. Any actual expenses on travel, staying in hotel etc. and any other expenses incurred by Mr. Yogesh Bangur for the purpose of carrying out his duties as above will be reimbursable to him or payable to the party concerned by the Company.
8. Since prior to his re-appointment as Deputy Managing Director with effect from 17th May, 2023, Mr. Yogesh Bangur has been in the services of the Company, he shall be deemed to be in continuous service of the Company for the purpose of the benefit of gratuity.
9. The terms and conditions as to remuneration of Mr. Yogesh Bangur for his re-appointment as Deputy Managing Director as recommended by the Nomination & Remuneration Committee are as follows:

I. Salary :

Mr. Yogesh Bangur would be eligible to get an annual salary not exceeding Rs 12 Lacs (Rupees Twelve Lacs only) including all allowances and perquisites as may be applicable to the senior management team members of the Company. His salary would be subject to periodic revision within the overall ceiling defined hereinabove.

II. Perquisites :

a) Housing : Mr. Yogesh Bangur may be provided by Company the facility of residential accommodation as per Company's own convenience and availability.

b) Leave : Leave in accordance with the rules applicable to the managerial staff of the Company.

c) Such other benefits, amenities, facilities and perquisites as may be permitted by the Board of Directors to the post of Deputy Managing Director.

Such other benefits, amenities, facilities and perquisites as may be permitted by the Board of Directors to the post of Deputy Managing Director.

III. Use of Company's car for official purposes, cell phones, encashment of leave at the end of tenure and benefits applicable under the group insurance benefit's scheme for employees and gratuity fund will not be considered as perquisites.

IV. Mr. Yogesh Bangur shall also be entitled to get reimbursement/ direct payment of club membership fees for two clubs in India including admission, Annual/Life membership fee for the purpose of furtherance of the Company, in addition to the Remuneration as mentioned above, which shall not form part of the remuneration.

V. In the event of loss or inadequacy of profits in any financial year during the term of office of Mr. Yogesh Bangur (DIN: 02018075) as Deputy Managing Director, he shall be paid the remuneration, by way of salary, allowances and perquisites as specified in Point I and II above, as minimum remuneration, in respect of such financial year(s) in which such inadequacy or loss arises during his tenure, in accordance with the provisions of Section 196, 197 and / or Schedule V to the Companies Act, 2013 (as amended).

VI. The appointment of 3 years may be terminated by either party giving three months' notice in writing to other party.

VII. The Deputy Managing Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

It is possible that there could be a situation of inadequacy of profit computed in the manner prescribed under Section 198 read with 197 of the Act and the managerial remuneration paid/payable during the term of Mr. Yogesh Bangur may exceed the limits prescribed under Sections 196 to 198 of the Act.

Accordingly, in terms of the provisions of Section 197 (as amended by the Companies (Amendment) Act, 2017), read with Schedule V of the Act, the Company is required to obtain the approval of the members for payment of remuneration to Managerial Personnel in case of no profits/ inadequacy of profits based on the effective capital of the Company.

Since, the re-appointment of Mr. Yogesh Bangur has been made w.e.f 17th May, 2023, based on the effective capital of the Company as on 31st March, 2023, the proposed remuneration shall require approval of the shareholders.

A brief resume of Mr. Yogesh Bangur, nature of his expertise in specific functional areas and names of Companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between Directors inter-se, etc., as required under Secretarial Standard-2 are given in a annexure, annexed hereto and marked as **"Annexure-A"** to this Notice. Further, Disclosure as required under Clause (iv) of Part B of Section II of Schedule V of the Companies Act, 2013 is given hereunder and annexed hereto and marked as **"Annexure-B"** to this Notice.

Mr. Yogesh Bangur, Mr. Lakshmi Niwas Bangur and Mrs. Alka Devi Bangur and their relatives are interested in the proposed resolution.

Other than the aforesaid, none of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution as set out in item no. 3 of the accompanying Notice.

The Board recommends the resolution set forth in item no. 3 for the approval of members as a Special Resolution.

Item No. 4

Mr. Lakshmi Niwas Bangur [DIN: 00012617] aged 73 years was re appointed as the Chairman & Managing Director of the Company in the meeting of the Board held on 8th February, 2020, for a term of three years with effect from 11th August, 2020, which was approved by the shareholders in the 80th Annual General Meeting held on 28th September, 2020. The said term will be expiring on 10th August, 2023.

Members of the Company are aware that Mr. Lakshmi Niwas Bangur as industrialist has vast experience in Textile as well as other businesses. Under his leaderdship, the Company has been registering steady progress and growing from strength to strength.

The Board of Directors at the meeting held on 17th May, 2023, took a view that in the context of the ever increasing competitive climate for the industry and in the best interests of the Company, it is desirable that Mr. Lakshmi Niwas Bangur should continue to lead the Company as its Chairman & Managing Director for a further period of 3 years. Accordingly, at the said Meeting the Board of Directors of the Company other than Mr. Lakshmi Niwas Bangur, Mrs Alka Devi Bangur and Mr. Yogesh Bangur unanimously decided to re-appoint Mr. L. N. Bangur as Chairman & Managing Director with effect from 11th August, 2023, for a period of 3 years, subject to approval of the members in the ensuing Annual General Meeting.

The terms and conditions as to the remuneration of Mr. Lakshmi Niwas Bangur for his reappointment as Chairman & Managing Director, as recommended by the Nomination and Remuneration Committee are as follows;

Terms and Conditions:

1. Mr. Lakshmi Niwas Bangur shall be responsible for advising and assisting the Board of Directors of the Company in formulation of long terms business plans and strategic thrust of the Company, for coordinating of key affairs of business of the Company externally and where needed internally too, for formulation of and decision on developmental, diversification and growth plans of the Company including plans for major capital expenditure; for reviewing and monitoring the execution of plans and conduct of overall affairs of the Company; and for all matters of strategic importance.
2. Mr. Lakshmi Niwas Bangur shall have adequate communication facilities and necessar office establishment, appropriate setup and systems built-up, provided to him by the Company, for the purpose of carrying out his above duties. Mr. Lakshmi Niwas Bangur shall have power to

visit the Works of the Company, its Registered Office and other offices at various places, to have meetings, deliberations and negotiations with Banks / Institutions, Government Authorities. Trade Associations, Business Dealers and others concerned as and when needed for the purpose of discharging his duties as above.

3. Mr. Lakshmi Niwas Bangur shall generally have all powers in the normal course of business of the Company to deliberate, deal, negotiate, interact and enter into agreements on behalf of the Company with whomsoever concerned, in respect of the business of the Company from time to time, and shall exercise and perform the above and such other powers and duties as the Board of Directors of the Company may, from time to time, subject to the provisions of law and the Articles of Association of the Company, further determine.
4. Mr. Lakshmi Niwas Bangur shall have the necessary powers as the Chairman of the Board of Directors.
5. Mr. Lakshmi Niwas Bangur while being away from his normal place of establishment at Kolkata, shall be responsible to keep appropriate arrangements to keep communication with the Works, Registered Office, other offices of the Company and other business associates, as be necessary from time to time, for the purpose of discharging his duties.
6. Any actual expenses on travel, staying in hotel etc. and any other expenses incurred by Mr. Lakshmi Niwas Bangur for the purpose of carrying out his duties as above, will be reimbursable to him or payable to the party concerned by the Company.
7. Mr. Lakshmi Niwas Bangur, while he continues to hold the office as Chairman & Managing Director, in his capacity as Director of the Company, shall not be subject to retirement by rotation under section 152 of the Companies Act, 2013 and he shall not be reckoned as a Director for the purpose of determining the rotation of retirement of directors or in fixing the number of directors to retire, but he shall ipsofacto and immediately, be liable to cease to be the Chairman & Managing Director, if for any reasons he ceases to hold office as Director of the Company.
8. Since prior to re-appointment of Mr. Lakshmi Niwas Bangur in capacity of the Chairman & Managing Director with effect from 11th August, 2023, he has remained in the services of the Company, he shall be deemed to be in continuous service of the Company for the purpose of the benefit of Gratuity.
9. The terms and conditions as to the remuneration of Mr. Lakshmi Niwas Bangur for his reappointment as Chairman & Managing Director, as recommended by the Nomination and Remuneration Committee are as follows:

I. **Salary :** Mr. Lakshmi Niwas Bangur would be eligible to get an annual salary not exceeding Rupees 1 Crore (Rupees One Crore Only) including all allowances and perquisites excluding commission as may be applicable to the senior management team members of the Company. His salary would be subject to periodic revision within the overall ceiling defined hereinabove by the Board of Directors from time to time.

II. **Commission :** Commission on net profits of the company in each year computed in accordance with Section 197 and 198 of the Companies Act, 2013 and other provisions of the Companies Act, 2013 applicable if any, subject to such limit as may be determined by the Board in accordance with such performance parameters but shall not exceed an amount equal to the annual salary for the relevant year.

III. Use of Company's car for official purposes, cell phone, telephone / internet facility at residence, encashment of leave at the end of tenure and benefits applicable under the group insurance benefit's scheme for employees, Contribution to Provident Fund and gratuity fund will not be considered as perquisites.

IV. Mr. Lakshmi Niwas Bangur shall also be entitled to get reimbursement/ direct payment of club membership fees for two clubs in India including admission, Annual/Life membership fee for the purpose of furtherance of the Company, in addition to the Remuneration as mentioned above, which shall not form part of the remuneration.

V. In the event of loss or inadequacy of profits in any financial year during the term of office of Mr. Lakshmi Niwas Bangur (DIN: 00012617) as Chairman & Managing Director, he shall be paid the remuneration, by way of salary, allowances and perquisites as specified in Point I and II above, as minimum remuneration, in respect of such financial year(s) in which such inadequacy or loss arises during his tenure, in accordance with the provisions of Section 196, 197 and / or Schedule V to the Companies Act, 2013 (as amended).

VI. The Chairman & Managing Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

VII. The Chairman and Managing Director shall not be liable to retire by rotation.

VIII. The re-appointment of three years may be determined by either party by giving three months' notice in writing to the other party.

It is possible that there could be a situation of inadequacy of profit computed in the manner prescribed under Section 198 read with 197 of the Act and the managerial remuneration paid/payable during the term of Mr. Lakshmi Niwas Bangur may exceed the limits prescribed under Sections 196 to 198 of the Act.

Accordingly, in terms of the provisions of Section 197 (as amended by the Companies (Amendment) Act, 2017), read with Schedule V of the Act, the Company is required to obtain the approval of the members for payment of remuneration to Managerial Personnel in case of no profits/ inadequacy of profits based on the effective capital of the Company.

Since, the re-appointment of Mr. Lakshmi Niwas Bangur has been made w.e.f 11th August, 2023, based on the effective capital of the Company as on 31st March, 2023, the proposed remuneration shall require approval of the shareholders.

A brief resume of Mr. Lakshmi Niwas Bangur, nature of his expertise in specific functional areas and names of Companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between Directors inter-se, etc., as required under Secretarial Standard-2 are given in a annexure, annexed hereto and marked as **"Annexure-A"** to this Notice. Further, Disclosure as required under Clause (iv) of Part B of Section II of Schedule V of the Companies Act, 2013 is given hereunder and annexed hereto and marked as **"Annexure-B"** to this Notice.

Mr. Lakshmi Niwas Bangur, Mrs. Alka Devi Bangur and Mr. Yogesh Bangur and their relatives are interested in the proposed resolution.

Other than the aforesaid, none of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution as set out in Item No. 4 of the accompanying Notice.

The Board recommends the resolution set forth in Item No. 4 for the approval of members as a Special Resolution.

Item No. 5

The Board at their meeting held on 17th May, 2023, on recommendation of Audit Committee, has considered and approved appointment of M/s K. G. Goyal & Associates, Cost Accountants, Jaipur, [Firm Registration No. 000024], who are eligible for appointment as Cost Auditor in terms of section 141 read with section 148 of the Companies Act, 2013, as Cost Auditors to conduct audit of Cost Accounting Records of Textile Unit of the Company for the financial year ending on 31st March, 2024 on a remuneration of Rs. 50,000/- (Rupees Fifty Thousand only) plus taxes and reimbursement of travelling and other incidental expenses to be incurred by them in the course of cost audit.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified subsequently by the shareholders of the Company.

Accordingly, consent of the members is sought by way of an Ordinary Resolution as set out in Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2024.

None of the Directors or Key Managerial Personnel of the Company, and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the resolution set forth in Item No. 5, for the approval of members as an Ordinary Resolution.

By Order of the Board

For Maharaja Shree Umaid Mills Limited

Atul Krishna Tiwari
Company Secretary

Kolkata
July 27, 2023

Annexure A

Details of Directors seeking appointment/ re- appointment at the ensuing Annual General Meeting (Pursuant to Secretarial Standards 2 (SS- 2 on General Meetings)

Name of Director	Mrs. Alka Devi Bangur	Mr. Yogesh Bangur	Mr. Lakshmi Niwas Bangur
Age / Date of Birth	68 Years / 28.11.1954	39 Years / 08.11.1983	73 Years / 26.08.1949
DIN	00012894	02018075	00012617
Date of First Appointment on the Board	30.11.1996	12.04.2011	11.08.2011
Expertise in Specific functional areas	Industrialist	Industrialist	Industrialist
Qualifications	MBA	MSC in Programme and Project	B.Com
Terms and condition of appointment/ re-appointment	Director liable to retire by rotation and eligible for reappointment	As per Item No. 3 of the explanatory Statement to the Notice.	As per Item No. 4 of the explanatory Statement to the Notice.
Remuneration last drawn by such person, if applicable	NA	Nil (Mr. Yogesh Bangur, Deputy Managing Director has waived his remuneration w.e.f 12th April, 2020)	Nil (Mr. Lakshmi Niwas Bangur, Chairman & Managing Director has waived his remuneration w.e.f 11th August, 2020)
List of Outside directorship held excluding alternate directorship	1. The Peria Karamalai Tea and Produce Company Limited. 2. Rupa & Company Ltd 3. Apurva Export Pvt. Ltd 4. The Marwar Textiles (Agency) Private Limited 5. Mugneeram Ramcoowar Bangur Charitable & Religious Company	1. Placid Ltd. 2. Iota Mtech Ltd. 3. Eminence Harvest Pvt. Ltd. 4. LNB Renewable Energy Ltd. 5. Anantay Greenview Pvt. Ltd. 6. Janardan Wind Energy Pvt. Ltd. 7. Pali-Marwar Solar Project Pvt. Ltd. 8. Mahate Greenview Pvt. Ltd. 9. Basbey Greenview Pvt. Ltd. 10. Pratapnay Greenfield Pvt. Ltd. 11. Mantray Greenpark Pvt. Ltd. 12. Mugneeram Ram-coowar Bangur and Charitable & Religious Company	1. The Swadeshi Commercial Company Limited 2. The Peria Karamalai Tea & Produce Company Limited 3. Shree Krishna Agency Limited 4. The Marwar Textiles (Agency) Private Ltd. 5. Kiran Vyapar Limited 6. The Kishore Trading Company Limited 7. The General Investment Company Limited 8. Placid Limited 9. Mugneeram Ramcoowar Bangur Charitable & Religious Company 10. Apurva Export Pvt Ltd. 11. Amalgamated Development Ltd 12. LNB Real Estates Private Limited 13. Purnay Greenfield Private Limited

Annexure A

Chairman / Member of the Committees of the Board of Directors of the Company	Chairman of Stakeholders Relationship Committee and Member of Audit Committee	Member of Stakeholders Relationship Committee	Member of Nomination & Remuneration Committee
Chairman / Member of the Committees of the Board of Directors of other companies in which he/she is a director	NIL	1. Member of Audit committee and Nomination & Remuneration Committee in LNB Renewable Energy Ltd.	1. Chairman of Audit Committee and Member of Nomination & Remuneration Committee in Placid Ltd. 2. Member of audit committee and Nomination and Remuneration committee in The General Investment Company Limited. 3. Member of Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship Committee in Kiran Vyapar Limited. 4. Chairman of Stakeholders Relationship Committee and Member of Audit Committee and Nomination & remuneration Committee in The Peria Karamalai Tea & Produce Co Ltd.
No. of Equity shares held in the Company	1940873	310552	14067
Number of Boar Meetings attended during FY 2022-23	7 (Seven)	4 (Four)	7 (Seven)
Relationship with other Directors, Manager and other Key Managerial Persons of the Company	Spouse of Mr.Lakshmi Niwas Bangur Chairman & Managing Director and Mother of Mr. Yogesh Bangur, Deputy Managing Director.	Son of Mr. Lakshmi Niwas Bangur, Chairman and Managing Director and Mrs. Alka Devi Bangur, Non-Executive Director	Spouse of Mrs. Alka Devi Bangur, Director and Father of Mr. Yogesh Bangur Deputy Managing Director

Annexure B

Disclosure as required under Clause (iv) of Part B of Section II of Schedule V of the Companies Act, 2013 is given hereunder:

I. General Information

Ii. Nature of industry	The Company is engaged in business of manufacture of Yarns and Fabrics. It is a Spinning cum Composite Textile Mill.
ii. Date or expected date of commencement of commercial production:	The Company has commenced its commercial production in year 1941.
iii. In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:	N. A.

iv. Financial performance based on given indicators : As per Audited Financial Results for the year ended 31st March, 2023 :

(Amount in Lakhs)

Particulars	2022-23	2021-22
Total Revenue	46801	51482
Profit / (Loss) before interest, depreciation and tax	4159	9369
Profit/(Loss) before Tax	132	4504
Profit/(Loss) after tax	8	3276
Other Comprehensive Income	(33)	(7)
Total Comprehensive Income	(25)	3269
Earning per equity share :		
Basic	0.01	5.51
Diluted	0.01	5.51

v. **Foreign Investment or collaborators, If any :** The Company does not have any Foreign Collaboration.

II. Information about the appointees:

Particulars	Mr. Yogesh Bangur	Mr. Lakshmi Niwas Bangur
Background details Job profile and his suitability and Recognition or awards	Mr. Yogesh Bangur is a Young and energetic leader with academic background of Master in Programme and Project Management and Bachelors with Specialisation in finance from The University of Warwick, he has handled multiple market / financial researches for diverse	Mr. Lakshmi Niwas Bangur as industrialist has vast experience in Textile as well as other businesses. Under his leaderdship, the Company has been registering steady progress and growing from strength to strength.

	industries. Capability to build team and handle the timelines using latest technological developments for value creation through a collaborative, environment friendly approach are his instincts to build the organization.	
Past remuneration	NIL (Mr. Yogesh Bangur, Deputy Managing Director has waived his remuneration w.e.f 12th April, 2020)	NIL (Mr. Lakshmi Niwas Bangur, Chairman & Managing Director has waived his remuneration w.e.f 11th August, 2020)
Remuneration proposed	As per Note No. 3 of Explanatory Statement given in the Notice.	As per Note No. 4 of Explanatory Statement given in the Notice.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into consideration the size of the Company, scale of operations of the Company, the profile, knowledge, skills and responsibilities of Mr. Yogesh Bangur, the Board of Directors considers that the remuneration proposed to him is commensurate with the remuneration packages paid to similar professionals in similar industries.	Taking into consideration the size of the Company, scale of operations of the Company, the profile, knowledge, skills and responsibilities of Mr. Lakshmi Niwas Bangur, the Board of Directors considers that the remuneration proposed to him is commensurate with the remuneration packages paid to similar professionals in similar industries.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Besides the remuneration proposed to be paid to Mr. Yogesh Bangur and holding of 310552 equity shares in promoter category he does not have any other pecuniary relationship with the Company. He is Son of Mr. Lakshmi Niwas Bangur, Director and Mrs. Alka Devi Bangur, Managing Director. Except as above he does not have any relationships with anyother managerial personnel.	Besides the remuneratio proposed to be paid to Mr. Lakshmi Niwas Bangur and holding of 14067 equity shares he does not have any other pecuniary relationship with the Company. He is Spouse of Mrs. Alka Devi Bangur, Managing Director and Father of Mr. Yogesh Bangur, Deputy Managing Director. Except as above he does not have any relationships with any othermanagerial personnel.

iii. Other Information

a. Reasons of loss or inadequate profits	The Company has earned profit during the past two financial year. Further the arrangement is for a term of 3 years and the future trend in the profitability will largely depend on the factor like cost of input, economy and business environment of domestic & global market. Hence, the limit specified under section 197(1) and schedule V of the Companies Act, 2013 if any, may be exceeded.
b. Steps taken or proposed to be taken for improvement	The Company has taken several steps to improve its financial performance such as supply of quality value added products by improving operational efficiency, adopting stringent cost control & reduction measures and expansion of its product market by appointing agents in new markets. Company has also made investments on solar power plant to reduce its power cost and also installed machines to produce value added products.
c. Expected increase in productivity and profits in measurable terms	The aforesaid steps taken by the Company are expected to improve the Company's productivity and performance in the coming period.

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure to present the 83rd Annual Report together with the Audited Financial Statements of the Company for the year ended on 31st March 2023.

1. FINANCIAL RESULTS

The Financial Results are given hereunder:

(INR in Lakhs)

Particulars	Year ended on 31.03.2023	Year ended on 31.03.2022
Total Revenue	**46801**	51482
Gross Profit/(Loss) before depreciation & amortisation expense and finance cost	**4159**	9369
Finance Cost	**1933**	2787
Cash Profit/(Loss) before depreciation & amortisation expense and taxes	**2227**	6582
Depreciation & Amortisation Expense	**2094**	2078
Profit/(Loss) before Extraordinary Items	**132**	4504
Extraordinary & Exceptional Items	**-**	-
Profit/(Loss) before taxes	**132**	4504
Provision for taxes	**124**	1228
Profit/(Loss) after tax for the year	**8**	3276
Other Comprehensive Income	**(33)**	(7)
Total Comprehensive Income	**(25)**	3269
Profit/(Loss) after tax for the year	**8**	3276
Balance of Other Comprehensive Income	**(33)**	(7)
Balance brought forward from previous year	**36483**	33214
Profit available for appropriation	**36458**	36483
Appropriations:		
Proposed Dividend	**-**	-
Tax on Proposed Dividend	**-**	-
Transferred to General Reserve	**-**	-
Balance carried to Balance Sheet	**36458**	36483
Earning per equity share:		
Basic	**0.01**	5.51
Diluted	**0.01**	5.51

Basis of preparation of financial statements :

The standalone financial statements of the Company comply in all material aspects with Indian Accounting Standards ("Ind AS") as prescribed under section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India.

1. BRIEF DESCRIPTION OF THE COMPANY'S OPERATIONS DURING THE YEAR AND FUTURE OUTLOOK

In year 2022, the global economic growth declined from 6% to 3.2%. Indian economic growth slows down from 8.7% in FY 2021-22 to 7.0% in FY 2022-23, which is still a creditable performance considering last year's growth which was on account of lower base of FY 2020-21, a year badly hit by the pandemic. In addition, India's growth was possibly the fastest among the G20 economies and the country retained its position as the fifth largest global economy. The weakness in global sentiment was mainly due to Russia-Ukraine conflict and trade disruption between the US and China. These two events impacted product movements across continents.

During the financial year under review, the Company reported Total Revenue of Rs. 46801 Lakhs, EBITDA (Earnings before Interest, Depreciation, Tax & Amortisation) of Rs. 4159 Lakhs and a Net Profit before tax of Rs. 132 Lakhs. The Company reported decrease in Total Revenue by 9% in this financial year. Similarly, EBITDA margin and Net Profit before Tax decreased by 56% & 97% respectively in the financial year under review as compared to previous financial year. Primarily owing to low demand of textile products and disparity in price movement of raw material and finished goods.

During the financial year under review, relatively reliable performance of the company, when compared with the wider textile sector, this was an indication of its long-term competitiveness. This shows the company's ability to resist industry downturns and rebound during recovery periods. The company has been continuously undertaking several initiatives to strengthen the effectiveness of its manufacturing operations; It has improved inventory turnaround time, enhanced its product basket and expanded its marketing cum distribution network.

The Company's revenue from domestic and export market is expected to remain challenged in the first half of FY 2023-24. However, the Company is optimistic of improved sales and realizations in the second half of the year. The company continues to closely monitor issues arising due to factors such as inflation and geopolitical risks, which may affect the business. The Company is optimistic for revenue and margins growth in the medium term, strengthening business sustain ability.

3. DIVIDEND

To strengthen the Financial Position of the Company and to conserve the available resources of the Company for future prospects your directors do not recommend any dividend for the financial year ended 31st March, 2023.

4. TRANSFER TO RESERVES

The Board of the Company do not propose to carry any amount to general reserves for the year under review.

5. SHARE CAPITAL

During the year under review, the Authorised Share Capital of the Company has been increased from Rs. 70,00,00,000 (Rupees Seventy Crores Only) divided into 7,00,00,000/- (Seven Crores) Equity Shares of Rs. 10/- each to Rs. 90,00,00,000 (Rupees Ninety Crores Only) divided into 9,00,00,000/- (Nine Crores) Equity Shares of Rs. 10/- each w.e.f. 16th July, 2022 by creation of additional 2,00,00,000 (Two Crores) Equity Shares of Rs. 10/- (Rupees Ten Only) each ranking pari-passu in all respect with the existing Equity Shares of the Company.

The Paid up Equity Share Capital of the Company has been increased from Rs. 60,85,83,090/-(Rupees Sixty Crores Eighty Five Lakhs Eighty Three Thousand and Ninety Only) divided into 6,08,58,309 (Six Crores Eight Lakhs Fifty Eight Thousand Three Hundred Nine) Equity Shares of Rs. 10/- each to Rs. 88,24,45,490/- (Rupees Eighty Eight Crores Twenty Four Lakhs Forty Five Thousand Four Hundred Ninety Only) divided into 8,82,44,490 (Eight Crores Eighty Two Lakhs Forty Four Thousand Four Hundred Ninety Only) Equity Shares of Rs. 10/- each by issue of 2,73,86,240 equity shares of Rs. 10/- each by way of Right Issue to the existing shareholders.

During the year under review, the Company neither issued shares with differential voting rights nor granted any stock options or sweat equity as on 31st March, 2023.

6. CHANGE IN THE NATURE OF BUSINESS

During the year under review, there were no changes in the nature of the business of the Company.

7. MATERIAL CHANGES AND COMMITMENTS

There are no material changes affecting the financial position of the Company which have occurred in between the end of the financial year 2023 and the date of this report.

8. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

During the year under review, no significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

Kota Establishment has been under closure since 1985 & Honourable Supreme Court of India had upheld the closure during 2011. Subsequently, Government initiated steps for taking over part of the land & not strictly as per the laws of the Land. Company has challenged the decisions of the Government for taking over part of the land. Presently the Company's petition is pending before the Honourable High Court of Rajasthan.

9. PUBLIC DEPOSITS

The Company has not accepted any deposits from the public/ members under section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

10. HOLDING AND SUBSIDIARIES

The Company continued to be a subsidiary of Placid Limited during the year under review.

During the year under review, the Company had only one Subsidiary i.e. Msum Texfab Limited. However, the said subsidiary has not started its operations till date.

There has been no change in the number of subsidiaries or in the nature of business of the subsidiaries, during the year under review. In accordance with Section 129(3) of the Companies Act, 2013, the Company has prepared a Consolidated Financial Statement of the Company consolidating financial statements of its subsidiary company, which is forming part of the Annual Report. A statement containing salient features of the financial statements of the subsidiary company as required in Form AOC-1 is also provided in note 51 to the Consolidated Financial Statement and forms part of the Annual Report.

In accordance with third proviso of Section 136(1) of the Companies Act, 2013, the Annual Report of the Company, containing therein its Standalone and Consolidated Financial Statements has been placed on the website of the Company at https://msumindia.com/financials/. Shareholders interested in obtaining a copy of the audited annual accounts of the subsidiary company may write to the Company Secretary at the Company's registered office.

11. TRANSFER OF SHARES AND UNCLAIMED DIVIDEND TO INVESTOR EDUCATIONAND PROTECTION FUND

Pursuant to the applicable provisions of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the Rules'), all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF established by the Government of India, after the completion of seven years. Further according to the Rules, the shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the Demat account of the IEPF Authority. During the year under review neither any dividend nor any shares were transferred to IEPF Authority.

12. ENERGY CONSERVATION, TECHNO-LOGY ABSORPTION AND FOREIGN EARNING/OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo required under the provision of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is set out in the **Annexure 'A'** to this Report.

13. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has constituted a Corporate Social Responsibility (CSR) Committee in accordance with Section 135 of the Companies Act, 2013. The CSR Committee was constituted by the Board of Directors of the Company at its meeting held on May 29, 2014. The Annual Report on Corporate Social Responsibility (CSR) activities pursuant to clause (o) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility) Rules, 2014 are given in the **Annexure 'B'** to this Report. The Corporate Social Responsibility Policy is placed on the website of the Company at https://msumindia.com/financials/.

The Company, along with other Group Companies, has set up a Registered Public Charitable Trust named as LNB Group Foundation as implementing agency of the Company to carry out CSR activities fall within the purview of Schedule VII of the Act read with the Companies (Corporate Social Responsibility Policy) Rules 2014.

14. DIRECTORS

A) CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL

There has not been any change in Board of Directors and Key Managerial Personnel during the year under review.

Mrs. Alka Devi Bangur (DIN: 00012894), Non-Executive Director of the Company, who is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment as director liable to retire by rotation. The Board recommends her re-appointment at the ensuing Annual General Meeting.

Mr. Yogesh Bangur (DIN: 02018075) Deputy Managing Director of the Company whose term expired on 11th April, 2023 has been recommended by the Nomination and Remuneration Committee, Audit Committee and Board of Directors for re-appointment, for the further period of 3 years w.e.f 17th May, 2023 subject to approval by the shareholders at the ensuing Annual General Meeting. Brief profile of Mr. Yogesh Bangur, is furnished in the Notice of the ensuing Annual General Meeting as per Secretarial Standards 2.

Mr. Lakshmi Niwas Bangur (DIN: 00012617) Chairman & Managing Director of the Company whose term expires on 10th August, 2023 has been recommended by the Nomination and Remuneration Committee, Audit Committee and Board of Directors for re-appointment, for the further period of 3 years w.e.f 11th August, 2023 subject to approval by the shareholders at the ensuing Annual General Meeting. Brief profile of Mr. Lakshmi Niwas Bangur, is furnished in the Notice of the ensuing Annual General Meeting as per Secretarial Standards -2.

B) DECLARATION BY INDEPENDENT DIRECTORS

The Company has received declaration from the Independent Director(s) of the Company declaring that they meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

In the opinion of the Board, all the Independent Directors fulfils the conditions specified in the Act with regard to integrity, expertise and experience (including the proficiency) of the Independent Director and are independent of the management.

C) PERFORMANCE EVALUATION

Pursuant to the provisions of Companies Act, 2013, the Company has adopted the Remuneration Policy with comprehensive procedure on performance evaluation.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations, ethics and compliances, financial reporting process and monitoring activities.

Performance parameters for the Board as a collective body, included parameters like qualification and diversity of Board members, method and criteria for selection of independent directors to ensure independence, availability, appropriateness, clarity of understanding on risk scenarios faced by the Company, existence, sufficiency and appropriateness of policy on dealing with potential conflicts of interest, involvement of Board members in long–term strategic planning etc. Based on these criteria, the performance of the Board, various Board Committees, Chairman and Individual Directors (including Independent Directors) was found to be satisfactory.

Independent Directors have reviewed the performance of Board, its Committee, Chairman and individual Directors, in their separate meeting held without the participation of other Non-Independent Directors and members of management. Based on their review, the Independent Directors, hold a unanimous opinion that the Non-Independent Directors, including the Chairman to the Board are experts with sufficient knowledge in their respective field of activities.

15. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board meets at regular intervals to discuss and decide on Company business policy and strategy apart from other Board businesses. However, in case of a special and urgent business need, the Board's approval is taken by passing resolutions through circulation, as permitted by law, which are confirmed in the subsequent Board meeting.

The notice of Board/Committee meeting is given well in advance to all the Directors. Usually, meetings of the Board are held in Kolkata except one meeting which was held in Hyderabad. The Agenda of the Board / Committee meetings is circulated at least a week prior to the date of the meeting. The Agenda for the Board and Committee meetings includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

During the year under review, the Board met 7 (Seven) times viz., on 28th May, 2022, 19th July, 2022, 5th August, 2022, 22nd August, 2022, 29th October, 2022, 27th December, 2022 and 4th February, 2023. The maximum interval between any two meetings did not exceed the maximum gap provided under the provisions of the Companies Act, 2013.

A separate meeting of Independent Directors of the Company has been also conducted on 4th February, 2023.

16. COMMITTEES OF THE BOARD

There are currently 4 (Four) Committees of the Board, as follows:

A) Audit Committee

B) Stakeholders' Relationship Committee

C) Nomination and Remuneration Committee

D) Corporate Social Responsibility Committee

A) AUDIT COMMITTEE

The Audit Committee of the Company comprises of two Independent Directors and one Non-Executive Director. The details are shown below:

1. Mr. Rajiv Kapasi, Independent Director – Chairman of the Committee
2. Mr. Amitav Kothari, Independent Director –Member
3. Mrs. Alka Devi Bangur, Non-Executive Director - Member

   The Company Secretary acts as the Secretary of the Committee.

During the year under review, the Committee met 4 (Four) times viz., on 28th May, 2022, 5th August, 2022, 29th October, 2022, and 4th February, 2023. The maximum interval between any two meetings did not exceed the maximum gap provided under the provisions of the Companies Act, 2013.

All the recommendations made by the Audit Committee during the year under review were accepted by the Board.

B) STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee of the Company comprises of one Non-Executive Director, one Executive Director and one Independent Director. The details are shown below:

1. Mrs. Alka Devi Bangur, Non- Executive Director - Chairman
2. Mr. Yogesh Bangur, Executive Director –Member
3. Mr. Rajiv Kapasi, Independent Director - Member

During the year under review, the Committee met 4 (Four) times viz., on 28th May, 2022, 5th August, 2022, 29th October, 2022, and 4th February, 2023. The maximum interval between any two meetings did not exceed the maximum gap provided under the provisions of the Companies Act, 2013.

C) NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company comprises of two Independent Directors and one Executive Director. The details are shown below:

1. Mr. L.N. Bangur, Executive Director –Member
2. Mr. Amitav Kothari, Independent Director –Member
3. Mr. Rajiv Kapasi, Independent Director - Member

During the year under review, the Committee met on 28th May, 2022.

The Nomination and Remuneration Policy of the Company, is appended as **Annexure 'C'** to this Report.

D) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee of the Company comprises of two Executive Directors and one Independent Director. The details are shown below:

1. Mr. L.N. Bangur, Executive Director – Chairman
2. Mr. Yogesh Bangur, Executive Director – Member
3. Mr. Amitav Kothari, Independent Director –Member

During the year under review, the Committee met 4 (Four) times viz., on 28th May, 2022, 5th August, 2022, 29th October, 2022, and 4th February, 2023.

17. ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3) of the Act, the draft Annual Return for the year ended 31st March, 2023 is available on the website of the Company at theweblink:https://www.msumindia.com /Financials/.

The final Annual Return shall be uploaded at the same web link after the same is filed with the Registrar of Companies/Ministry of Corporate Affairs (MCA).

18. RISK MANAGEMENT

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks that may impact key business objectives of the Company.

Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and the Board of Directors of the Company. As on the date of this Report, the Board has not identified any risks which may threaten the existence of the Company.

19. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has laid adequate internal financial controls, commensurate with the nature, scale and complexity of its operations, in view of the following:

I. Systems have been laid to ensure that all transactions are executed in accordance with management's general and specific authorization. There are well-laid manuals for such general or specific authorisation.

ii. Systems and procedures exist to ensure that all transactions are recorded as necessary to permit preparation of financial statements in conformity with generally accepted accounting principles or any other criteria applicable to such statements, and to maintain accountability for aspects and the timely preparation of reliable financial information.

iii. Access to assets is permitted only in accordance with management's general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.

iv. The existing assets of the Company are verified/checked at reasonable intervals and appropriate action is taken with respect to any differences, if any.

v. Proper Systems are in place for prevention and detection of frauds and errors and for ensuring adherence to the Company's policies.

The internal auditor monitors and evaluates the efficacy and adequacy of the internal control systems in the Company. Based on the report of the internal auditor, respective departments undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee.

20. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The Board of Directors of the Company has established a Vigil Mechanism for directors and employees and adopted the Whistle Blower Policy in terms of Section 177 of the Companies Act, 2013 to report concerns about unethical behaviour, wrongful conduct and violation of Company's Code of conduct or ethics policy. The Whistle Blower Policy has also been posted on the website of the Company at https://msumindia.com/financials/.

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The loan given, guarantee given and investment made by the Company during the financial year ended March 31, 2023 are within the limits prescribed under Section 186 of the Act. Further, the details of loans, guarantees and investments covered under section 186 of the Companies Act, 2013 are given in the notes to financial Statements.

22. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts or arrangements or transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis and are reviewed by the Audit Committee of the Board.

During the year under review, the Company has not entered into contracts or arrangements or transactions with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. Accordingly, no transactions are reported in Form no. AOC – 2 in terms of Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts), Rules, 2014.

The Policy on Related Party transactions as approved by the Board has been posted on the website of the Company at https://msumindia.com/financials/. Further, suitable disclosure as required by the Accounting Standards has been made in the Notes to the Financial Statements.

23. STATUTORY AUDITORS

M/s. Singhi & Co., Chartered Accountants (Firm Regn. No.: 302049E), Statutory Auditors of the Company have been appointed as the Statutory Auditors of the Company in the 80th Annual General Meeting for a period of 5 years i.e, from 80th Annual General Meeting till conclusion of 85th Annual General Meeting.

24. AUDITORS' REPORT

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and, therefore, do not call for further clarification.

The Auditors Report does not contain any qualification, reservation or adverse remark.

25. COST AUDIT

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, the cost accounting records maintained by the Company in respect of Textile Unit are required to be audited. Your Directors had, on the recommendation of the Audit Committee, appointed K G Goyal & Associates, Cost Accountants [Firm Registration No. 000024], to audit the cost accounting records of Textile Unit for the Financial Year 2023-2024 on a consolidated remuneration of Rs. 50,000/- (excluding applicable taxes).

As required under the Companies Act, 2013, the remuneration payable to the Cost Auditor is required to be placed before members in the ensuing Annual General Meeting for their ratification. Accordingly a resolution seeking member's ratification for the remuneration payable to K G Goyal & Associates, Cost Auditors, is included in the notice convening Annual General Meeting of the Company.

26. SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed M/s Vinod Kothari & Company, Practising Company Secretaries, (UDIN No. A048152E000320358) to conduct the Secretarial Audit and their Report on the Secretarial Audit for the Financial Year 2022-23 in Form MR-3, is appended to this Report as **Annexure 'D'.**

There is no qualification, reservation or adverse remark or disclaimer made by the Secretarial Auditor in the enclosed Secretarial Audit Report for the year under review.

27. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

During the year under review, there were no applications has been made and no proceeding is pending under Insolvency and Bankruptcy Code, 2016.

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

During the year under review, there were no one-time settlement with the Banks or Financial Institutions, therefore there is no instance of different between amount of valuation done at the one-time settlement and the valuation done while taking loan.

29. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanation obtained by them, your Directors make the following statements in terms of Section 134(3)(c)and Section 134(5) of the Companies Act, 2013:

(a) that in the preparation of the Annual Accounts for the year ended 31st March, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

(b) that such accounting policies have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2023 and of the profit of the Company for the year ended on that date;

(c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) that the annual accounts have been prepared on a going concern basis;

(e) that proper internal financial controls are in place to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

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

30. FRAUD REPORTING

There have been no frauds reported by the auditors of the Company under sub-section (12) of section 143 of the Companies Act, 2013 (amended from time to time) to Central Government.

31. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has in place policy on Sexual Harassment of Women at workplace in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaint Committee has been set up to redress complaints received. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Committee has not received any compliant from any employee during the financial year 2022-23.

32. SECRETARIAL STANDARDS

The Company complies with all applicable secretarial standards issued by the Institute of Company Secretaries of India.

33. ACKNOWLEDGEMENT

The Directors express their gratitude to Financial Institutions, Banks and various other agencies for the co-operation extended to the Company. The Directors also take this opportunity to thank all business associates and all stakeholders for the confidence reposed by them in the Company. The Directors place on records their sincere appreciation to employees of the Company for their unstinted commitment and continued contribution to the Company and hope that they will maintain their commitment to excel in the time to come.

For and on behalf of the Board
Maharaja Shree Umaid Mills Ltd.

L. N. Bangur
Chairman & Managing Director
DIN : 00012617

Kolkata
May 17, 2023

Annexure A

Particulars of Conservation of energy, Technology absorption and Foreign exchange earnings and outgo in terms of Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, forming part of the Directors' Report for the year ended March 31, 2023.

A. CONSERVATION OF ENERGY

Conservation of energy is a vital steps towards overwhelming energy crisis, environmental deprivation and worldwide competitiveness. The Company has always been conscious of the need for conservation of energy and has been sensitive in making progress towards this end. Company makes continuous efforts for energy conservation in plant and offices of the Company.

(I) The steps taken for impact on conservation of energy:

In addition to the continuous efforts taken in earlier years, special efforts were taken during the year 2022-23 with a view to conserve the energy and consequently, reduce the cost of energy:

- Installation of 3 nos. VFD in Blowroom & Carding section of Spinning division with a saving of power by 1.9 lac units per annum.
- Installation of VFD in compressor GA75 of 75 KWH for saving of power by 0.86 Lacs units per annum.
- Installed of 20 nos. VFD in K-6 section of Spinning division which will give power saving of 1.82 Lacs units per annum.
- Replaced 26 nos. old and low efficiency motor with highly efficient IE3 Motors in different sections for power saving of units 0.86 Lacs units per annum.
- Replaced 11 nos. old & low efficiency Pumps with high efficiency pump set with IE4 Motors with a saving of power consumption by 1.7 Lacs units per annum.

(ii) The steps taken by the Company for utilizing alternate sources of energy:

The Company is utilizing power generated by its 5.18 MW Solar Power Plant for captive power requirement of its manufacturing plant situated at Pali. During the year 2022-23, the company has utilized 77.76 lakhs units generated from solar power plant.

Company also owns captive wind mill plant of 2.1 MW for utilization of power for its manufacturing plant. During the year 2022-23 company has utilized 28.61 lakhs units generated from captive wind mill.

(iii) The capital investment on energy conservation equipment:

Rs. 102.80 Lakhs

B. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

(I) Efforts, in brief, made towards technology absorption, adaptation and innovation:

The company is constantly seeking and innovating technologies that support sustainability and better service. During the year, the company has updated the technology by installing various equipment as a continuous technology absorption process.

(ii) Benefits derived as a result of the above efforts:

Improvement in quality and productivity, energy conservation, cost reduction, automation, efficiency improvement etc. are the benefits derived as a result of the above efforts.

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

(a) the details of technology imported;
(b) the year of import;
(c) whether the technology been fully absorbed;
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof

Nil

(iv) The expenditure incurred on Research and Development:

This is an ongoing process for product development and cost reduction, although the expense incurred is not recognized separately.

C. FOREIGN EARNINGS AND OUTGO

(I) Activities relating to export, initiatives to increase exports, developments of new export markets for products and services and export plan:

The Company has endeavor to maintain focus and availing export opportunity based on economic considerations. During the year, the Company has exports (FOB value) worth Rs.3188.75 lakhs to 4 countries across the globe.

(ii) Total foreign exchange Earned and Used:

(a)	A foreign exchange earnings (FOB) :	Rs. 3188.75 Lakhs
(b)	Foreign exchange outgo :	Rs. 165.49 Lakhs

Annexure- B

Report on Corporate Social Responsibility (CSR) activities

[Pursuant to clause (o) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. **A brief outline on the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs:**

   In accordance with the provisions of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, and Notification issued by the Ministry of Corporate Affairs dated the 22nd of January, 2021, the Company has framed its CSR Policy to carry out its CSR activities in accordance with Schedule VII of the Act. Through the values and principles inherent within the Group, the Company strives to positively impact the community by promoting inclusive growth in the areas of education, art, healthcare, sports, environmental sustainability and conservation etc. Along with sustained economic performance, environmental and social stewardship is also a key factor for holistic business growth. Over the period of its long existence, the Company has upheld its tradition of community service and tried to reach out to the underprivileged in order to empower their lives and provide holistic development. The Company's focus areas are concentrated on increasing access to health, education, environment sustainability, community development and holistic development with a focus on underprivileged people living around its manufacturing units and other establishments. The Company's CSR Policy also focuses on leveraging the full range of the Company's resources to broaden access to the basic facilities for the underserved population. The Company wishes to formalize and institutionalize its efforts made in the domain of Corporate Social Responsibility and this Policy shall serve as a guiding document to help identify, execute and monitor CSR projects in keeping with the spirit of the Policy. The Company's revised CSR policy is placed on its website and the web-link for the same is http://www.msumindia.com/Financials/.

2. **The Composition of the CSR Committee :**

Sl. No.	Names of the Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Lakshmi Niwas Bangur	Executive Director - Chairman	4	4
2.	Mr. Amitav Kothari	Independent Director - Member	4	4
3.	Mr. Yogesh Bangur	Executive Director - Member	4	4

The CSR Committee of the Board of Directors of the Company met 4 times during the financial year ended 31st March, 2023, on 28.05.2022; 05.08.2022; 29.10.2022 and 04.02.2023.

3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: http://www.msumindia.com/Financials/.

4. Details of Executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014 –

Not applicable to the Company, since the Company did not meet the criteria specified under Section 135(5) of the Companies Act, 2013.

5. (a) Average Net Profit of the Company as per Section 135(5): 1066.64 Lakh

(b) Two percent of average net profit of the company as per section 135(5): 21.33 Lakhs

(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Not applicable

(d) Amount required to be set off for the financial year, if any: 2.09 Lakhs

(e) Total CSR obligation for the financial year [(b)+(c)-(d)]: 19.24 Lakhs

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) : 19.68 Lakhs

(b) Amount spent in Administrative Overheads: Nil

(c) Amount spent on Impact Assessment, if applicable: Not applicable

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: 19.68 Lakh

(e) CSR amount spent or unspent for the Financial Year:

Total	**Amount Unspent (in 'Lakh')**				
Amount spent for the financial year	**Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135**		**Amount transferred to any fund specified under Schedule VII as per second proviso to sub- section (5) of section 135.**		
	Amount	**Date of Transfer**	**Name of the fund**	**Amount**	**Date of Transfer**
19.68 Lakh	-	-	-	-	-

(f) Excess Amount Set off, if any:

Sl. No.	Particular	Amount (in Rs.)
(1)	**(2)**	**(3)**
(i)	Two percent of average net profit of the company as per section 135(5)	21.33 Lakhs
(ii)	Net CSR obligation for the financial year 2022-23	19.24*
(iii)	Total amount spent for the Financial Year	19.68 Lakhs
(i v)	Excess amount spent for the Financial Year [(iii) - (ii)]	0.44 Lakhs
(v)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(vi)	Amount available for set off in succeeding financial years [(iv) - (v)]	0.44 Lakhs

*Net CSR obligation has been calculated after set-off of an aggregate amount of Rs. 2.09 Lakhs being the excess CSR spent of FY 2020-21 and 2021-22 from the Total CSR obligation of Rs. 21.33 Lakhs for the FY 2022-23.

7. (a) Details of Unspent CSR amount for the preceding three Financial Years:

1	2	3	4	5	6	7	8
Sl. No.	**Preceding Financial Year**	**Amount transferred to Unspent CSR Account under section 135 (6) (Rs. in lakhs)**	**Balance amount in unspent CSR Account under sub section (6) of section 135 (in 'Lakh')**	**Amount spent in the Financial year (in 'Lakh')**	**Amount transferred to fund specified Under Schedule VII as per second proviso to sub-section (5) of section 135, if any**	**Amount remaining to be spent in succeeding financial years (Rs.in lakhs)**	**Deficiency, if any**
Not Applicable							

8. Whether any capital assets have been created or acquired through CSR amount spent in the Financial Years

No.

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):

Not Applicable

For Maharaja Shree Umaid Mills Ltd .

	Yogesh Bangur	**L . N . Bangur**
Kolkata	**Dy. Managing Director**	**Chairman of CSR Committee**
May 17, 2023	**(DIN 02018075)**	**(DIN 00012617)**

Annexure C

NOMINATION AND REMUNERATION POLICY

1. Preamble

1.1 Sub-section (3) of Section 178 of the Companies Act, 2013 states that the Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

1.2 Section 178 of the Companies Act, 2013 has been made effective from April 1, 2014 by the Central Government by notification no. S.O. 902(E) issued on March 26, 2014. Therefore this Nomination and Remuneration Policy ("the Policy") has been framed in compliance with the provisions of the Act and Rules made under the Act.

1.3 The Policy provides a framework for remuneration to the members of the Board of Directors ("Board"), Key Managerial Personnel ("KMP") and the Senior Management Personnel ("SMP") of the Company (collectively referred to as "Executives").

The expression ''senior management'' means employees of Company who are members of its core management team excluding directors comprising all members of management one level below the executive directors, including the functional heads.

1.4 The Members of the Nomination and Remuneration Committee ("the Committee or NRC") shall be appointed by the Board and shall comprise three or more non-executive directors out of which not less than one-half shall be independent directors. Any fraction in the one-half shall be rounded off to one.

1.5 This Policy will be called "MSUML's Nomination & Remuneration Policy" and referred to as "the Policy".

1.6 The Policy will be reviewed at such intervals as the Nomination and Remuneration Committee will deem fit.

2. Objectives

2.1 The objectives of the Policy are as follows:

2.1.1 To set criteria for determining qualifications, positive attributes and independence of a director, and remuneration of the Executives.

2.1.2 To enable the Company to attract, retain and motivate highly qualified members for the Board and other executive level to run the Company successfully.

2.1.3 To enable the Company to provide a well-balanced and performance-related compensation package, taking into account shareholder interests, industry standards and relevant Indian corporate regulations.

2.1.4 To ensure that the interests of Board members & senior executives are aligned with the business strategy and risk tolerance, objectives, values and long-term interests of the company and will be consistent with the "pay-for-performance" principle.

2.1.5 To ensure that remuneration to directors, KMP and senior management employees of the Company involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

3. Principles of remuneration

3.1 Support for Strategic Objectives: Remuneration and reward frameworks and decisions shall be developed in a manner that is consistent with, and supports and reinforces the achievement of the Company's vision and strategy.

3.2 Transparency: The process of remuneration management shall be transparent, conducted in good faith and in accordance with appropriate levels of confidentiality.

3.3 Internal equity: The Company shall remunerate the Executives in terms of their roles within the organisation. Positions shall be formally evaluated to determine their relative weight in relation to other positions within the Company.

3.4 External equity: The Company strives to pay an equitable remuneration, capable of attracting and retaining high quality personnel. Therefore the Company will remain logically mindful of the ongoing need to attract and retain high quality people, and the influence of external remuneration pressures. Reference to external market norms will be made using appropriate market sources, including relevant and comparative survey data, as determined to have meaning to the Company's remuneration practices at that time.

3.5 Flexibility: Remuneration and reward shall be sufficiently flexible to meet both the needs of individuals and those of the Company whilst complying with relevant tax and other laws.

3.6 Performance-Driven Remuneration: The Company shall establish a culture of performance-driven remuneration through the implementation of the Performance Incentive System.

3.7 Affordability and Sustainability: The Company shall ensure that remuneration is affordable on a sustainable basis.

4. Terms of Reference and Role of the Committee

4.1 The Terms of Reference and Role of the Committee as set by the Board of Directors are as under:

4.1.1 Evaluate the current composition and organization of the Board and its committees in light of requirements established by any Regulatory Body or any other applicable statute, rule or regulation which the Committee deems relevant and to make recommendations to the Board with respect to the appointment, re-appointment and resignation of Independent, Executive and Non-Executive Directors of the Company;

4.1.2 Review the composition and size of the Board in order to ensure that the Board is comprised of members reflecting the proper expertise, skills, attributes and personal and professional backgrounds for service as a Director of the Company, as determined by the Committee;

4.1.3 Review and recommend to the Board an appropriate course of action upon the resignation of current Board members, or any planned expansion of the Board, and review the qualifications, experience and fitness for service on the Board of any potential new members of the Board;

4.1.4 Review all stockholder proposals submitted to the Company (including any proposal relating to the nomination of a member of the Board) and the timeliness of the submission thereof and recommend to the Board appropriate action on each such proposal;

4.1.5 Ensure "fit and proper" status of existing/proposed Directors of the Company in accordance with RBI Circular on Corporate Governance, issued from time to time;

4.1.6 Formulate, administer and supervise the Company's Stock Option schemes, if any, in accordance with relevant laws;

4.1.7 Ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;

4.1.8 Ensure that relationship of remuneration to performance is clear and meets appropriate performance benchmarks;

4.1.9 Ensure that remuneration to Directors, Key Managerial Personnel (KMPs) and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals;

4.1.10 Formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel (KMPs) and other employees of the Company;

4.1.11 Formulate the criteria for evaluation of Independent Directors and the Board;

4.1.12 Devise a policy on Board diversity;

4.1.13 Identify the persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal;

4.1.14 Deal with such matters as may be referred to by the Board of Directors from time to time;

4.2 The Committee shall:

4.2.1 review the ongoing appropriateness and relevance of the Policy;

4.2.2 ensure that all provisions regarding disclosure of remuneration, including pensions, leave encashment, gratuity, etc. are fulfilled;

4.2.3 obtain reliable, up-to-date information about remuneration in other companies;

4.2.4 ensure that no director or executive is involved in any decisions as to their own remuneration.

4.3 Without prejudice to the generality of the terms of reference as set out above, the Committee shall:

4.3.1 operate the Company's share option schemes (if any) or other incentives schemes (if any) as they apply to. It shall recommend to the Board the total aggregate amount of any grants to the Executives including individual limit and make amendments to the terms of such schemes, as the case may be;

4.3.2 liaise with the trustee / custodian of any employee share scheme which is created by the Company for the benefit of employees or Directors.

4.3.3 review the terms of Executives service contracts from time to time.

5. Procedure for selection and appointment of the Board Members

5.1 Board membership criteria:

5.1.1 The Committee, along with the Board, shall review on an annual basis, appropriate skills, characteristics and experience required of a Board Member. The objective is to have a Board with diverse background and experience in business, government, academics, technology and in areas that are relevant for the Company's global operations.

5.1.2 In evaluating the suitability of individual Board members, the Committee shall take into account many factors, including general understanding of the Company's business dynamics, global business and social perspective, educational and professional background and personal achievements. Directors must possess experience at policy-making and operational levels in large organizations with significant international activities that will indicate their ability to make meaningful contributions to the Board's discussion and decision-making in the array of complex issues facing the Company.

5.1.3 Director should possess the highest personal and professional ethics, integrity and values. They should be able to balance the legitimate interest and concerns of all the Company's stakeholders in arriving at decisions, rather than advancing the interests of a particular constituency.

5.1.4 In addition, Directors must be willing to devote sufficient time and energy in carrying out their duties and responsibilities effectively. They must have the aptitude to critically evaluate management's working as part of a team in an environment of collegiality and trust.

5.1.5 The Committee shall evaluate each Director with the objective of having a group that best enables the success of the Company's business.

5.2 **Selection of Board Members/ extending invitation to a potential director to join the Board:**

5.2.1 One of the roles of the Committee is to periodically identify competency gaps in the Board, evaluate potential candidates as per the criteria laid above, ascertain their availability and make suitable recommendations to the Board. The objective is to ensure that the Company's Board is appropriate at all points of time to be able to take decisions commensurate with the size and scale of operations of the Company. The Committee also identifies suitable candidates in the event of a vacancy being created on the Board on account of retirement, resignation or demise of an existing Board member. Based on the recommendations of the Committee, the Board evaluates the candidate(s) and decides on the selection of the appropriate member.

5.2.2 The Board then shall make an invitation (verbal / written) to the new member to join the Board as a Director. On acceptance of the same, the new Director may be appointed by the Board.

6. Procedure for selection and nomination of KMP and SMPs

The Chairman and the Managing Director (MD) along with the Head of Human Resource (HR)

Department, identify and appoint suitable candidates for appointing them as KMPs (excluding Executive Directors) or SMPs of the Company on the basis of their academic, professional qualifications, relevant work experience, skill and other capabilities suitable to the position of concerning KMP or SMP.

Further, in case of KMP (excluding Executive Director) appointment, approval of the Board of Directors / concerned Committee shall be taken in accordance with provisions of relevant Act, statutes, regulations etc. existing as on that date. The appointment and/or removal of KMPs shall be placed before the NRC and / or Board of Directors at regular intervals.

Further, in case of appointment of SMPs (excluding KMPs), the appointment as approved by the MD and Head of the HR Department shall be placed before the NRC at regular intervals.

7. Compensation Structure

7.1 **Remuneration to Non-Executive Directors:**

The Non-executive Directors of the Company will be paid remuneration by way of fees only for attending the meetings of the Board of Directors and its Committees. The fees paid to the Non-executive Directors for attending meetings of Board of Directors shall be such as may be determined by the Board within the limit prescribed under the Companies Act, 2013 which is currently Rs. 100,000/- per meeting i.e. Board or Committee. Beside the sitting fees, they are also entitled to reimbursement of expenses and payment of commission on net profits.

The fees of the Non-executive Directors for attending meetings of Board of Directors and the Committees thereof may be modified from time to time only with the approval of the Board in due compliance of the provisions of Companies Act, 2013 and amended from time to time.

An Independent Director shall not be entitled to any stock option and may receive remuneration only by way of fees and reimbursement of expenses for participation in meetings of the Board or Committee thereof and profit related commission, as may be permissible by the Applicable law.

If any such director draws or receives, directly or indirectly, by way of fee/remuneration any such sums in excess of the limit as prescribed or without the prior sanction, where it is required, under the Applicable law such remuneration shall be refunded to the Company and until such sum is refunded, hold it in trust for the Company.

7.2 **Remuneration to Executive Directors, Key Managerial Personnel(s) (KMPs) & Senior Management Personnel(s) (SMPs)**

The Company has a credible and transparent framework in determining and accounting for the remuneration of the Managing Director / Whole Time Directors (MD/WTDs), Key Managerial Personnel(s) (KMPs) and Senior Management Personnel(s) (SMPs). Their remuneration shall be governed by the external competitive environment, track record, potential, individual performance and performance of the company as well as industry standards. The remuneration determined for MD/WTDs shall be approved by the Board of Directors at a meeting which shall be subject to the approval of members at the next general meeting of the Company and by the Central Government in case such appointment is at variance to the conditions specified in

Schedule V of the Companies Act, 2013. As a policy, the Executive Directors are not paid any fees for attending the Board and/or Committee meetings.

If any Director draws or receives, directly or indirectly, by way of remuneration any such sums in excess of the limit as prescribed or without the prior sanction, where it is required, under the Applicable law, such remuneration shall be refunded to the Company and until such sum is refunded, hold it in trust for the Company.

A Director who is in receipt of any commission from the Company and who is a managing or whole-time director of the Company may receive any remuneration or commission from any holding or subsidiary company of the Company, subject to its disclosure by the Company in the Board's report.

The remuneration (including revision) of KMPs (excluding Executive Directors) and SMPs shall be determined by Chairman along with the MD and Head of Human Resource (HR) Department after taking into consideration the academic, professional qualifications, work experience, skill, other capabilities and industry standards.

Further, the remuneration (including revision) of KMPs (excluding Executive Directors) shall also be subject to approval of the Board of Directors/concerned Committees, if stipulated by any Act, statute, regulations etc.

8. Powers of the Committee and Meetings of the Committee

The Committee shall have inter-alia the following powers:

8.1 Conduct studies or authorise studies of issues within the scope of the Committee with full access to all books, records, facilities and personnel of the Company;

8.2 Retain or seek advice of consultants and experts for performance of their role under this Policy and the costs relating thereto shall be borne by the Company;

8.3 Delegate its powers to any Member of the Committee or any KMP of the Company or form sub-committees to perform any of its functions or role under this Policy.

The Committee shall meet as per the requirements of law or at such larger frequency as may be required. .

9. Approval and publication

9.1 This Policy as framed by the Committee shall be recommended to the Board of Directors for its approval.

9.2 The Policy shall form part of Director's Report as required under Section 178(4) of the Companies Act, 2013.

10. Supplementary provisions

10.1 This Policy shall formally be implemented from the date on which it is adopted by the Board of Directors.

10.2 Any matters not provided for in this Policy shall be handled in accordance with relevant laws and regulations, the Company's Articles of Association.

10.3 The right to interpret this Policy vests in the Board of Directors of the Company.

Annexure- D

Form No. MR-3

Secretarial Audit Report

FOR THE YEAR ENDED MARCH 31, 2023

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

To,

The Members,

Maharaja Shree Umaid Mills Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Maharaja Shree Umaid Mills Limited** [hereinafter called '**the Company**'] for the year ended March 31, 2023 [**"Period under Review"**]. The secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of the secretarial audit, we hereby report that in our opinion, the Company has, during the Period under Review, has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Period under Review, according to the provisions of applicable law provided hereunder:

1. The Companies Act, 2013 ('the Act') and the rules made thereunder including any reenactment thereof ;
2. The Depositories Act, 1996 and the regulations and bye-laws framed thereunder;
3. **Laws specifically applicable to the industry to which the Company belongs, as identified by the management, that is to say:**
   a. Textile Committee Act, 1963;
   b. Textile (Development and Regulation) Order, 2001
   c. Electricity Act, 2003 read with the rules made thereunder.

   We have also examined compliance with the applicable clauses of the Secretarial Standards 1 & 2 issued by the Institute of Company Secretaries of India.

Management Responsibility :

Kindly refer to our letter of even date which is annexed as **Annexure 'I'** which is to be read along with and forms an integral part of this report.

We report that during the Audit Period, the Company has complied with the provisions of the Act, rules, standards etc. mentioned above.

Recommendations as a matter of best practice :

In the course of our audit, we have made certain recommendations for good corporate practices to the compliance team, for its necessary consideration and implementation by the Company.

We further report that :

The Board of Directors of the Company is duly constituted with a proper balance of Executive

Directors, Non-Executive Directors, and Independent Directors.

Adequate notice is given to all directors to schedule the Board Meetings and Committee meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Resolutions have been approved by majority while the dissenting members' views, if any, are captured and recorded as part of the minutes.

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

We further report that during the Period under Review, the Company has not undertaken any specific events/ actions that can have a major bearing on the Company's compliance responsibility in pursuance of the above-referred laws, rules, regulations, guidelines, and standards, etc. except the following:

- **Increase in Authorised Share Capital of the Company :**

  The Board of Directors recommended the increase of the authorised share capital of the Company which was approved by the members through postal ballot held during 17th June, 2022 to 16th July, 2022. The authorised share capital of the Company stands increased from the existing Rs.70,00,00,000 (Seventy Crore) divided into 7,00,00,000 (Seven Crore) Equity Shares of Rs. 10 each to Rs. 90,00,00,000 (Ninety Crore) divided into 9,00,00,000 (Nine Crore) Equity Shares of Rs. 10 each ranking pari-passu in all respect with the existing Equity Shares of the Company. The related compliances with respect to the said increase in Authorised Share Capital has been made by the Company.

  Due to increase in the Authorised Share Capital of the Company, the Capital Clause in the Memorandum of Association was also amended to give effect to such change. The said amendment was also approved by the members.

- **Postal Ballot**

  For taking consent of the members for the aforesaid matters, the Company conducted postal ballot for which the notice was sent to all shareholders by 16th June, 2022. The result of the votes cast through postal ballot as well as remote e-voting was declared on 18th July, 2022

- **Rights issue of equity shares**

  During the period under review, the Company had made a rights issue and allotment of 2,73,86,240 Equity Shares with a face value of Rs. 10 each for cash at a price of Rs. 10 per rights share for an amount aggregating to Rs. 27,38,62,400 on rights basis in the ration o f 9:20 i.e., 9 Rights Equity Shares for every 20 fully paid-up Equity Shares held by the existing shareholders of the Company as on the Record Date i.e.,15th July, 2022.

For M/s Vinod Kothari & Company
Practicing Company Secretaries
Unique Code:P1996WB042300

Barsha Dikshit
Partner
Membership No. : A48152
CP No. : 18060
UDIN : A048152E000320358
Peer Review Certificate No.: 781/2020

Place : Kolkata
Date : 17.05.2023

Annexure I

ANNEXURE TO SECRETARIAL AUDIT REPORT (UN-QUALIFIED)

To,

The Members,

Maharaja Shree Umaid Mills Limited

Our Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit. The list of documents for the purpose, as seen by us, is listed in **Annexure II;**
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion;
3. Our Audit examination is restricted only upto legal compliances of the applicable laws to be done by the Company, we have not checked the practical aspects relating to the same.
4. Wherever our Audit has required our examination of books and records maintained by the Company, we have relied upon electronic versions of such books and records, as provided to us through online communication. We have conducted online verification & examination of records, as facilitated by the Company;
5. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as well as correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns.
6. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulation and happening of events etc.
7. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis and sample basis.
8. Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices.
9. The contents of this Report have to be read in conjunction with and not in isolation of the observations, if any, in the report(s) furnished/to be furnished by any other auditor(s)/agencies/authorities with respect to the Company.
10. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Annexure II

List of Documents

1. Draft of the final minutes shared through electronic mode, of the following:
   a. Board Meeting;
   b. Audit Committee;
   c. Nomination and Remuneration Committee;
   d. Stakeholders Relationship Committee;
   e. Corporate Social Responsibility Committee;

2. Board Report 2021-22;
3. Notice and Agenda for Board and Committee Meetings on sample basis;
4. Memorandum and Articles of Association;
5. Disclosures under Act, 2013 on sample basis;
6. Forms and Returns files with the ROC;
7. Policies framed under Act, 2013;
8. Report of the Internal Auditor.

INDEPENDENT AUDITOR'S REPORT

To The Members of Maharaja Shree Umaid Mills Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of Maharaja Shree Umaid Mills Limited ("the Company"), which comprise the Balance Sheet as at March 31 2023, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the '*Auditor's Responsibilities for the Audit of the Standalone 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 Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

Key audit matters

Reporting of Key audit matters are not applicable being unlisted entity.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's Annual Report, but does not include the Standalone Financial Statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the Standalone 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. When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the applicable laws and regulations.

Responsibilities of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report that :

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

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

   (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act;

   (f) With respect to the adequacy of the internal financial controls with reference to these Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report;

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 Financial Statements – Refer Note 40 to the Standalone Financial Statements;

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

      iii. There was 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 it's knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediaries 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 o behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of it's knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

v. The Company has not declared and paid any dividend during the year. Therefore, reporting in this regard is not applicable to the Company.

(h) As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable to the Company w.e.f. April 1, 2023. Therefore, reporting in this regard is not applicable.

3. In our opinion and according to the information and explanations given to us, the managerial remuneration paid/ provided by the Company for the year ended March 31, 2023 is in accordance with the provisions of section 197 read with Schedule V to the Act;

For : Singhi & Co.
Chartered Accountants
Firm Reg. No. : 302049E

Chanderkant Choraria
Partner
Membership No. : 521263
UDIN : 23521263BGXKHH9321

Date : May 17, 2023
Place : Noida (Delhi-NCR)

Annexure A to Independent Auditor's Report of even date to the members of Maharaja Shree Umaid Mills Limited on the Standalone Financial Statements as of and for the year ended March 31, 2023 (Referred to in paragraph 1 of our report on the other legal and regulatory requirements)

(I) a. (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of property, plant & equipment.

(B) The Company is maintaining proper records showing full particulars of intangible assets.

b. The Company has a regular programme of physical verification of its property, plant and equipment by which property, plant and equipment are verified in a phased manner over a period of three years, which in our opinion, is at reasonable intervals having regard to the size of the Company and nature its property, plant and equipment. In accordance with this programme, property, plant & equipment were not verified during the year.

c. Based on the records examined by us, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee) and included in Property, Plant & Equipment [note no. 3 to the Standalone Financial Statements] are held in the name of the Company.

d. On the basis of our examination of records of the Company, the Company has not revalued its property, plant and equipment (including right of use assets) and intangible assets during the year. Therefore, the provisions of clause 3(i)(d) of the Order are not applicable to the Company.

e. According to information and explanations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder. Therefore, provisions of clause 3(i)(e) of the Order are not applicable to the Company.

(ii) a. According to the information and explanations given to us and records examined by us, the management has conducted physical verification of inventories during the year at reasonable interval and in our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such physical verification.

b. As per the information and explanations given to us, the company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Based on the records examined by us in the normal course of audit of the book of accounts, following difference in the quarterly returns or statements filed by the Company with such banks and the books of account of the Company were found.

Quarter ending	Balance as per Statements (Rs. In Lakhs)		Balance as per books of accounts (Rs. In Lakhs)		Difference (Rs. In Lakhs)	
	Inventory	Trade Receivables	Inventory	Trade Receivables	Inventory	Trade Receivables
Jun-22	10,234.85	5,420.25	10,228.75	5,224.48	6.10	195.77
Sep-22	5,006.02	5,142.25	5,040.28	5,231.74	(34.26)	(89.49)
Dec-22	6,381.63	3,931.78	6,352.63	4,026.18	29.00	(94.40)
Mar-23	10,497.65	4,975.50	10,383.97	5346.37	113.68	(370.87)

(iii) a. Based on the books of account examined by us and according to information and explanation given to us, the Company has not provided any loans, advance in the nature of loans, or stood guarantee, or provided security during the year.

b. In our opinion, the investments made and the terms and conditions of the loan granted during the year are, prima facie, not prejudicial to the Company's interest.

c. Loan granted to a subsidiary company in earlier year has been repaid by the subsidiary company including interest thereon during the year.

d. There is no overdue amount remaining outstanding as at the balance sheet date.

e. No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

f. According to information and explanations given to us and based on the audit procedures performed, the Company has not granted loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Therefore, rovisions of the clause 3(iii)(f) of the Order is not applicable to the Company.

(iv) According to information and explanations given by the management and based on audit procedure performed by us, the Company has complied with provisions of section 186 of the Companies Act, 2013 with respect of loan granted and investment made during the year. According to information and explains given to us, no loan or guarantee or security under section 185 and no guarantee and security under section 186 of the Companies Act, 2013 have been given during the year.

(v) The Company has not accepted any deposit or amount which are deemed to be deposits covered under sections 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 (as amended) during the year. Therefore, provisions of clause 3(v) of the Order are not applicable to the Company.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the Company's products to which the said rules are applicable and are of the opinion that prima facie, the prescribed records have been made and maintained. We have not, however, made a detailed examination of the said records with a view to determine whether they are accurate or complete.

(vii) a. According to the records of the Company examined by us, the Company is regular in depositing undisputed statutory dues including Goods and Service Tax,Provident Fund, Employees State Insurance, Income-tax, Sales tax, Service tax, Duty of customs, Duty of excise, Value Added tax, Cess and other statutory dues as applicable, with the appropriate authorities. There were no undisputed outstanding statutory dues as at the yearend for a period of more than six months from the date they became payable.

b. According to the information and explanation given to us and the records of the Company examined by us, there are no statutory dues referred to in sub-clause (a) on account of any dispute except followings:

Name of Statute	Nature of disputed dues	Amount (net of paid) (Rs. in lakhs)	Forum where dispute is pending	Related Period
The Income Tax Act, 1961	Disallowances of expenses	161.32	Rajasthan High Court, Jaipur	Assessment Year 1994-95
The Income Tax Act, 1961	Disallowances of expenses and calculation of long -term capital gain	287.43	Commissioner of Income tax (Appeal), Jaipur	Assessment Year 2011 -12, 2013-14 and 2014-15
The Rajasthan Value Added Tax Act, 2003	Disallowance of input VAT credit and interest, penalty thereon	1524.48	Rajasthan Tax Board, Ajmer	2009-10 to 2017-18
Employee State Insurance Act	Employee State Insurance	1.29	Hon'ble High Court, Jodhpur	2015-16 to 2017-18
The Rajasthan Electricity Duty Act, 1962	Electricity Duty, Water Conservation Cess, Urban Cess and Cross Subsidy Surcharge on power supplied by a vendor	1249.37	Hon'ble High Court, Jodhpur	04.07.2010 to 31.03.2015

*Net of amount paid under protest.

(viii) According to the information and explanation given to us, there were no transactions which have not recorded in the books of account, have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Therefore, provisions of clause 3(viii) of the Order are not applicable to the Company.

(ix) a. The Company has not defaulted in repayment of loan and in the payment of interest thereon during the year.

b. According to information and explanations given to us, the Company is not declared willful defaulter by any bank or financial institution or other lender.

c. Based on the books of account examined by us, term loans were applied for the purpose for which the loans were obtained during the year.

d. According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis during the year have been used for long-term purposes by the Company.

e. According to the information and explanations given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary. The Company has no associate or joint venture. Therefore, the provisions of clause 3(ix)(e) of the Order are not applicable to the Company.

g. According to the information and explanations given to us, the Company has not raised loan during the year on the pledge of securities held in its subsidiary. The Company has no joint venture or associate.

(x) a. During the year, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments). Therefore, the provisions of clause 3(x)(a) of the Order are not applicable to the Company.

b. The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Therefore, the provisions of clause 3(x)(b) of the Order are not applicable to the Company.

(xi) a. Based upon the audit procedures performed and considering the principles of materiality outlined in Standards on Auditing for the purpose of reporting the true and fair view of the Standalone Financial Statements and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or on the Company noticed or reported during the year nor have we been informed of any such case by the management during the course of audit.

b. According to the information and explanation given to us, no report under subsection (12) of section 143 of the 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.

c. According to the information and explanations given to us, no whistle blower complaints were received by the Company during the year.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and therefore, the provisions of Clause 3(xii) of the Order are not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 where applicable and details for the same have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.

(xiv) a. Based on information and explanations given to us and our audit procedure, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

b. We have considered internal audit reports of the Company issued till date for the period under audit.

(xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with its directors or persons connected with them, hence provision of section 192 of the Companies Act, 2013 are not applicable to the Company. Therefore, the provisions of clause 3(xv) of the Order are not applicable to the Company.

(xvi) a. According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Therefore, the provisions of clause 3(xvi)(a) of the Order are not applicable to the Company.

b. In our opinion, the Company has not conducted any Non-Banking Financial or Housing Finance activities during the year. Therefore, the provisions of clause 3(xvi)(b) of the Order are not applicable to the Company.

c. In our opinion, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Therefore, the provisions of clause 3(xvi)(c) of the Order are not applicable to the Company.

d. According to the representations given by the management, there is no CIC as part of the Group.

(xvii) The Company has not incurred cash losses in current year and in the immediately preceding financial year. Therefore, the provisions of clause 3(xvii) of the Order are not applicable to the Company.

(xviii) There has been no resignation of statutory auditors during the year. Therefore, the provisions of clause 3(xviii) of the Order are not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company has no unspent amount relating to CSR activity, which is required to be transferred to a fund specified in Schedule VII to the Companies Act 2013. Therefore, the provisions of clause 3(xx) of the Order are not applicable to the Company.

For : Singhi & Co.
Chartered Accountants
Firm Reg. No. : 302049E

Chanderkant Choraria
Partner
Membership No. : 521263
UDIN : 23521263BGXKHH9321

Date : May 17, 2023
Place : Noida (Delhi-NCR)

Annexure B to Independent Auditor's Report of even date to the members of Maharaja Shree Umaid Mills Limited on the Standalone Financial Statements for the year ended March 31, 2023 (Referred to in paragraph 2(f) of our report on the other legal and regulatory requirements)

We have audited the internal financial controls with reference to Standalone Financial Statements of Maharaja Shree Umaid Mills Limited ('the Company") as of March 31, 2023 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over the financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by Institute of Chartered Accountants of India and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Standalone Financial Statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

A Company's Internal Financial Controls with reference to Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Standalone Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For : Singhi & Co.
Chartered Accountants
Firm Reg. No. : 302049E

Chanderkant Choraria
Partner
Membership No. : 521263
UDIN : 23521263BGXKHH9321

Date : May 17, 2023
Place : Noida (Delhi-NCR)

(Rs. in Lakhs, unless stated otherwise)

STANDALONE BALANCE SHEET AS AT MARCH 31, 2023

	Notes	**As at March 31, 2023**	As at March 31, 2022
Assets			
Non-current assets			
Property, plant and equipment	3a	**66,783.51**	68,682.60
Capital work-in-progress	3b	**187.01**	0.68
Right-of-use assets	3c	**172.66**	193.82
Investment properties	4	**1,170.90**	1,182.70
Other intangible assets	5	**1.28**	2.79
Intangible assets under development		**-**	-
Biological assets other than bearer plants	6	**4.95**	4.90
Financial assets			
i) Investments	7	**10.00**	683.13
ii) Other non current financial assets	8	**361.30**	263.72
Other non current assets	9	**75.07**	23.36
Total non current assets		**68,766.68**	71,037.70
Current assets			
Inventories	10	**10,383.97**	12,533.27
Financial assets			
i) Investments	11	**767.25**	763.58
ii) Trade receivables	12	**5,009.53**	6,195.34
iii) Cash and cash equivalents	13	**67.44**	83.01
iv) Bank balances other than (iii) above	14	**0.35**	100.24
v) Loans	15	**-**	1.00
vi) Other current financial assets	16	**446.68**	515.41
Current tax assets (net)	17	**1,295.16**	1,255.50
Other current assets	18	**2,560.19**	2,421.60
Total current assets		**20,530.57**	23,868.96
Total Assets		**89,297.25**	94,906.66
Equity and liabilities			
Equity			
Equity share capital	19	**8,824.46**	6,085.84
Other equity	20	**44,632.42**	44,657.36
Total equity		**53,456.88**	50,743.20
Liabilities			
Non-current liabilities			
Financial liabilities			
i) Borrowings	21	**12,546.21**	24,138.21
ii) Lease Liabilities		**3.34**	3.68
iii) Others financial liabilities	22	**197.30**	177.30
Provisions	23	**79.40**	79.72
Deferred tax liabilities (Net)	24	**7,737.79**	7,624.90
Other non current liabilities	25	**181.43**	208.70
Total non current liabilities		**20,745.47**	32,232.51
Current liabilities			
Financial liabilities			
i) Borrowings	26	**10,490.92**	8,289.64
ii) Lease Liabilities		**0.34**	0.49
iii) Trade payables	27		
(A) Total outstanding dues of micro enterprises and small		**65.89**	119.09
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises		**2,970.41**	1,641.62
iv) Other current financial liabilities	28	**640.15**	581.22
Other Current liabilities	29	**461.61**	703.35
Provisions	30	**465.58**	595.54
Total current liabilities		**15,094.90**	11,930.95
Total Liabilities		**35,840.37**	44,163.47
Total Equity and Liabilities		**89,297.25**	94,906.66
Summary of significant accounting policies and other notes on standalone financial statements	1-55		

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of Board of Directors

For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

Lakshmi Niwas Bangur
Chairman & Managing Director
(DIN 00012617)

Yogesh Bangur
Dy. Managing Director
(DIN 02018075)

Chanderkant Choraria
Partner
Membership No. 521263

Place Noida (Delhi - NCR)
Date May 17, 2023

Atul Krishna Tiwari
Company Secretary

Hansmukh Patel
Chief Financial Officer

(Rs. in Lakhs, unless stated otherwise)

STANDALONE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2023

Particulars	Note	For the Year ended March 31, 2023	For the year ended March 31, 2022
Income			
Revenue from operations	31	**45,708.12**	50,289.17
Other income	32	**1,092.84**	1,192.83
I. Total Revenue	**I**	**46,800.96**	51,482.00
Expenses			
Cost of materials consumed	33	**31,470.17**	31,104.14
Purchase of Stock in Trade	34	**264.78**	-
Changes in inventories of finished goods, work-in-progress and traded goods	35	**(314.24)**	(994.77)
Employee benefits expenses	36	**4,028.40**	4,098.98
Finance costs	37	**1,932.87**	2,786.55
Depreciation and amortization expense	38	**2,094.26**	2,078.15
Other expenses	39	**7,192.45**	7,905.04
II. Total expenses	**II**	**46,668.69**	46,978.09
PROFIT/ (LOSS) BEFORE EXCEPTIONAL ITEMS &TAX		**132.27**	4,503.91
Exceptional Items		**-**	-
Profit before tax (I-II)		**132.27**	4,503.91
Tax Expenses :			
Current tax		**-**	-
Deferred tax charge/ (reversal)	24	**124.05**	1,227.89
Total tax expenses	**III**	**124.05**	1,227.89
Net profit for the year (A) (I-II-III)		**8.22**	3,276.02
Other comprehensive income (OCI)			
Items that will not be reclassified to profit or loss			
(i) Remeasurement of defined benefit (liabilities)/assets		**(44.30)**	(8.86)
(ii) Income tax relating to items that will not be reclassified to profit or loss		**11.15**	2.23
B. (i) Items that will be reclassified to profit and loss		**-**	-
(ii) Income tax relating to items that will be reclassified to profit or loss		**-**	-
Total other comprehensive income for year (B)		**(33.15)**	(6.63)
Total comprehensive income (A+B)		**(24.93)**	3,269.38
Earnings per equity share of Rs. 10 each	40		
Basic and Diluted			
Basic and diluted (in Rs)		0.01	5.51
Diluted		0.01	5.51
Summary of significant accounting policies & other notes on standalone financial statements	1-55		

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of Board of Directors

For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

Lakshmi Niwas Bangur
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Yogesh Bangur
Dy. Managing Director
(DIN 02018075)

Chanderkant Choraria
Partner
Membership No. 521263

Place Noida (Delhi - NCR)
Date May 17, 2023

Atul Krishna Tiwari
Company Secretary

Hansmukh Patel
Chief Financial Officer

(Rs. in Lakhs, unless stated otherwise)

STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31,2023

			FOR THE YEAR ENDED MARCH 31,2023		FOR THE YEAR ENDED MARCH 31, 2022
A.	**CASH FLOW FROM OPERATING ACTIVITIES**				
	Net profit before tax		132.27		4,503.91
	Adjustments for :				
	Depreciation and amortisation expense	2,094.26		2,078.15	
	Interest income	(147.70)		(270.25)	
	Finance costs	1,932.87		2,786.55	
	Fee for increase in authorised share capital	15.00		7.50	
	Net Profit on sale/discard of property, plant and equipment	(2.59)		(0.64)	
	Net Profit on sale of investment properties	(320.25)		(509.98)	
	Deferred Government Subsidies	(27.27)		(41.82)	
	Net fair value (gain) / loss on financial assets measured at fair value through profit or loss	(0.05)		0.33	
	Reversal of allowance for expected credit loss	6.03		(37.58)	
			3,550.30		4,012.25
	Operating Profit before working capital Changes		3,682.57		8,516.16
	Movements in working capital :-				
	(Increase)/ Decrease in trade receivables and other receivables	1,018.57		(370.38)	
	(Increase)/ Decrease in inventories	2,149.30		(5,116.23)	
	(Increase)/ Decrease in other financial assets	(25.33)		22.46	
	Increase/ (Decrease) in trade and other payables	1,033.85		(325.43)	
	Increase/ (Decrease) in other financial liabilities	5.69		84.21	
	Increase/ (Decrease) in provisions	(174.57)	4,007.51	383.03	(5,322.34)
	Cash generated from operations		7,690.08		3,193.81
	Income tax paid (net of refunds)		(39.66)		(62.09)
	Net cash flow from (used in) operating activities		7,650.42		3,131.73
B.	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Purchases of property, plant and equipments	(379.55)		(550.37)	
	Proceeds from sales of property, plant & equipments	6.00		46.89	
	Proceeds from sales of investment properties	320.28		510.00	
	Redemption proceed from debentures	669.46		788.20	
	Net (increase) / decrease in term deposits	99.89		99.12	
	Interest income	145.16		41.87	
	Net cash used in investing activities		861.24		935.70
C.	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Proceeds of long term borrowings	14,503.04		52,024.75	
	Repayment of long-term borrowing	(26,095.04)		(52,778.98)	
	Net proceeds/(Repayment) of short term borrowings	2,201.27		(1,056.34)	
	Payment of lease liabilities	(0.81)		(0.45)	
	Finance Costs (net of interest capitalised)	(1,859.32)		(3,190.15)	
	Proceeds from equity share issue	2,738.62		1,000.01	
	Expenses incurred for increase in authorized share capital	(15.00)		(7.50)	
	Net cash flow from (used in) financing activities		(8,527.24)		(4,008.66)
	Net increase in cash and cash equivalents		(15.56)		58.75
	Cash and cash equivalents(Opening Balance)		83.00		24.25
	Cash and cash equivalents (Closing Balance) (Refer Note 13)		67.43		83.00

Notes a) The above standalone Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.
b) The Notes are an integral part of the financial statements

The accompanying notes are an integral part of the financial statements.
As per our report of even date attached

For and on behalf of Board of Directors

For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

Lakshmi Niwas Bangur
Chairman & Managing Director
(DIN 00012617)

Yogesh Bangur
Dy. Managing Director
(DIN 02018075)

Chanderkant Choraria
Partner
Membership No. 521263

Place Noida (Delhi - NCR)
Date May 17, 2023

Atul Krishna Tiwari
Company Secretary

Hansmukh Patel
Chief Financial Officer

(Rs. in Lakhs, unless stated otherwise)

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2023

A) Equity share capital	No. of Shares	Amount
Equity shares of Rs. 10 Each issued, subscribed and paid Up		
Balance as at April 1, 2021	**57,012,155**	**5,701.22**
Change in Equity Share Capital due to prior period errors	-	-
Restated balance at the beginning of the current previous reporting period	**57,012,155**	**5,701.22**
Issue during the year	3,846,154	384.62
Balance as at March 31, 2022	**60,858,309**	**6,085.83**
Change in Equity Share Capital due to prior period errors	-	-
Restated balance at the beginning of the current reporting period	**60,858,309**	**6,085.83**
Issue during the year	27,386,240	2,738.62
Balance as at March 31, 2023	**88,244,549**	**8,824.46**

(B) Other equity

Particulars	Reserve & surplus				
	Securities premium	Capital reserve	General reserve	Retained earnings	Total
Balance as at April 1, 2021	**7,065.69**	**0.69**	**500.00**	**33,213.70**	**40,780.08**
Change in Equity Share Capital due to prior period errors	-	-	-	-	-
Restated balance at the beginning of the previous reporting period	**7,065.69**	**0.69**	**500.00**	**33,213.70**	**40,780.08**
Share premium on issuance of equity share (net of expenses)	**607.89**				**607.89**
Profit / (Loss) for the year	-	-	-	3,276.02	**3,276.02**
Other comprehensive income for the year	-	-	-	(6.63)	**(6.63)**
Balance as at March 31, 2022	**7,673.58**	**0.69**	**500.00**	**36,483.08**	**44,657.35**
Change in Equity Share Capital due to prior period errors	-	-	-	-	**-**
Restated balance at the beginning of the current reporting period	**7,673.58**	**0.69**	**500.00**	**36,483.08**	**44,657.35**
Share premium on issuance of equity share	-	-	-	-	**-**
Profit / (Loss) for the year	-	-	-	8.21	**8.21**
Other comprehensive income for the year	-	-	-	(33.15)	**(33.15)**
Balance as at March 31, 2023	**7,673.58**	**0.69**	**500.00**	**36,458.13**	**44,632.41**

Nature and purpose of other equity

Securities premium

This reserve represents premium received on issue of shares and can be utilized in accordance with the provisions of the Companies Act, 2013.

Capital reserve

The balance in capital reserve has mainly arisen consequent to merger in the previous years and can be utilized in accordance with the provision of the Companies Act, 2013.

General reserve

The Company appropriates a portion to general reserves out of the profits as decided by the board of directors and can be utilized in accordance with the provisions of the Companies Act, 2013.

Retained earnings

Retained earnings includes fair value gain on property, plant & equipment and other adjustments on adoption of IND-AS as on April 1, 2017 and residual profits earned by the Company after transfer to general reserve and payment of dividend to shareholders.

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of Board of Directors

For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

Lakshmi Niwas Bangur
Chairman & Managing Director
(DIN 00012617)

Yogesh Bangur
Dy. Managing Director
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Chanderkant Choraria
Partner
Membership No. 521263

Place Noida (Delhi - NCR)
Date May 17, 2023

Atul Krishna Tiwari
Company Secretary

Hansmukh Patel
Chief Financial Officer

Notes to Standalone Financial Statements for the year ended March 31, 2023

1 Corporate Information

Maharaja Shree Umaid Mills Ltd referred to as "the Company" is domiciled in India. The Company's registered office is at 7, Munshi Premchand Sarani, Hastings, Kolkata, West Bengal - 7000017. The Company has own manufacturing plant in Pali (Rajasthan), India. The Company is a manufacturer of cotton yarn, cotton polyester blended yarn, polyester/viscose yarn, cotton/man made fabrics and also engaged in the generation and sale of wind power with its facilities located in the State of Rajasthan.

Statement of Compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act 2013, read with Companies (Indian Accounting Standard) Rules, 2015 as amended time to time.

Accounting Policies have been consistently applied except where a newly issued Ind AS is initially adopted or a revision to an existing accounting standard required a change in the accounting policy hitherto in use.

The Board of Directors has approved the financial statements for the year ended March 31, 2023 and authorized for issue on May 17,2023. However, shareholders have the power to amend the financial statements after issue.

2 Basis of preparation

The financial statements have been prepared on a historical cost basis except certain items that are measured at fair value as explained in accounting policies.

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 estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability, if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 116 – Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of Assets.

These financial statements are presented in Indian National Rupee ('₹'), which is the Company's functional currency. All amounts have been rounded to the nearest ₹ Lakhs, except when otherwise indicated.

Basis of measurement

The standalone financial statements have been prepared under the historical cost basis except for the following items: -

- Defined benefit liability/(assets): Fair value of plan assets less present value of defined benefit obligation
- Certain financial assets and liabilities (including financial instrument) – measured at Fair value;
- Financial instruments - Measured at fair value;
- Other financial assets and liabilities- measured at amortised cost

Fair value is the price that would be received upon sale of an asset or paid upon transfer of 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 estimating the fair value of an asset or a liability, the Company take into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in the financial statements is determined on such a basis, except measurements that have some similarities to fair value but are not fair value, such as net realizable value in inventories or value in use in impairment of assets. The basis of fair valuation of these items is given as part of their respective accounting policies.

In addition, for financial reporting purposes, fair value measurements are categorised 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 Company can access at the measurement date;
- **Level 2** inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- **Level 3** inputs are unobservable inputs for the asset or liability.

Use of estimates and critical accounting judgements

In the preparation of financial statements, the Company makes judgements in the application of accounting policies; and estimates and assumptions which affects carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Key source of estimation of uncertainty at the date of financial statements, which may cause material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment, useful lives of property, plant and equipment and intangible assets, valuation of deferred tax assets, provisions and contingent liabilities, fair value measurements of financial instruments and retirement benefit obligations as disclosed below:

Useful lives of property, plant and equipment and intangible assets

The Company has estimated the useful life of each class of assets based on the nature of assets, the estimated usage of the asset, the operating condition of the asset, past history of replacement, anticipated technological changes, etc. The Company reviews the useful life of property, plant and equipment and intangible assets at the end of each reporting period. This reassessment may result in change in depreciation and amortisation expense in future periods.

Impairment

An impairment loss is recognised for the amount by which an asset's or cash-generating unit's carrying amount exceeds its recoverable amount to determine the recoverable amount, management estimates expected future cash flows from each asset or cash generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. In the process of measuring the Company estimates the value in use of the cash generating unit (CGU) based on future cash flows after considering current economic conditions and trends, estimated future operating results and growth rates and anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The cash flows are discounted using a suitable discount rate in order to calculate the present value.

Valuation of current tax and deferred tax assets

The tax jurisdictions for the Company is India. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods. The recognition of current and deferred taxes that are subject to certain legal or economic limits or uncertainties is assessed individually by management based on the specific facts and circumstances. The Company reviews the carrying amount of deferred tax assets at the end of each reporting period.

Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as result of a past event and it is probable that the outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent Liability may arise from the ordinary course of business in relation to claims against the Company. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgments and the use of estimates regarding the outcome of future events. Contingent liabilities are not recognised in the financial statements.

Fair value measurements of financial instruments

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including Discounted Cash Flow Model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair value. Judgements include considerations of inputs such as liquidity risks, credit risks and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Retirement benefit obligations

The Company's retirement benefit obligations are subject to number of assumptions including discount rates, inflation and salary growth. Significant assumptions are required when setting these criteria and a change in these assumptions would have a significant impact on the amount recorded in the Company's balance sheet and the statement of profit and loss. The Company sets these assumptions based on previous experience and third party actuarial advice.

2.1 Operating cycle and current versus non-current classification

Based on the nature of goods manufactured and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current/ noncurrent classification of assets and liabilities.

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

All other assets/liabilities are classified as non-current.

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

All other liabilities are classified as non-current.

Deferred tax liabilities are classified as non-current liabilities.

The operating cycle is the time between the acquisition of the assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.2 Property, Plant and Equipment

Recognition and Measurement

Items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment recognised as at 1st April, 2016 measured as per the previous Generally Accepted Accounting Principles (GAAP) except land. Land have been measured at fair value at the date of transition to Ind AS. The cost of an item of property, plant and equipment's comprises its purchase price and directly attributable cost of bringing the assets to working condition for its intended use including borrowing cost and incidental expenditure during construction incurred up to the date when the assets are ready to use. Capital work in progress includes cost of assets at sites, construction expenditure and interest on the funds deployed less any impairment loss, if any.

An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying value of the replaced part is derecognised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

The gain or loss arising on disposal of an item of property, plant and equipment is determined as the difference between sale proceeds and carrying value of such item, and is recognised in the statement of profit and loss.

Intangible assets (other than Goodwill)

Intangible assets (other than goodwill) are stated at cost of acquisition or construction less accumulated amortisation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of intangible assets recognised as at 1st April, 2016 measured as per the previous Generally Accepted Accounting Principles (GAAP). Intangible assets subsequently purchased are measured at cost as at the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

Capital work-in-progress

Capital work-in-progress representing expenditure incurred in respect of assets under development and not ready for their intended use, are carried at cost. Cost includes related acquisition expenses, construction cost, related borrowing cost and other direct expenditure.

Depreciation and amortisation of property, plant and equipment and intangible assets

Depreciation is calculated on Straight Line Method using the rates arrived at based on the estimated useful lives given in Schedule II of the Companies Act, 2013.

Assets value up to ₹5,000 are fully depreciated in the year of acquisition.

Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use.

Depreciation on all assets commences from the dates the assets are available for their intended use and are spread over their estimated useful economic lives or, in the case of leased assets, over the lease period or estimated useful life whichever is less. The estimated useful lives of assets and residual values are reviewed at each reporting date and, when necessary, are revised.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as a separate item (major components) of property, plant and equipment.

Assets	**Useful life as per Technical assessment /management estimate**	**Useful life as per Companies Act**
Non factory buildings	60 years	60 years
Factory Building	30 years	30 years
Plant and equipment	30 years on Single shift basis	15 years/ 3years and 6 years
Office equipment	5 years	5 years
Furniture and fixtures	10 years	10 years
Vehicles	8 years and 10 years	8 years and 10 years

Depreciation methods, useful lives and residual values are reviewed in each financial year end and changes, if any, are accounted for prospectively.

Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

2.3 Investment properties

Investment Property is property (comprising land or building or both) held to earn rental income or for capital appreciation or both, but not for sale in ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Investment properties are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any.

The depreciable investment property i.e., buildings, are depreciated on a straight-line method at a rate determined based on the useful life as provided under Schedule II of the Act. Transfers to, or from, investment properties are made at the carrying amount when and only when there is a change in use. Investment properties are derecognized either when they have been disposed of or when they are permanently withdrawn from the use and no future economic benefit is expected from their disposal. The net difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss in the period of derecognition.

Income received from investment property is recognised in the Statement of Profit and Loss on a straight line basis over the term of the lease.

2.4 Biological Assets

Biological Assets are recognized when the entity controls the asset as a result of past events and it is probable that future economic benefits associated with the asset will flow to the entity and the fair value or cost of the asset can be measured reliably. A biological asset is measured on initial recognition and at the end of each reporting period at its fair value less cost to sell.

2.5 Non-current assets held for sale

Non-current assets are classified as held-for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets, or disposal groups, are generally measured at the lower of their carrying amount and fair value less costs to sell. An impairment loss is recognised for any initial or subsequent write-down of the asset to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset is recognised at the date of de-recognition.

Once classified as held-for-sale, intangible assets and property, plant and equipment are no longer amortised or depreciated.

2.6 Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an assets or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

For assets an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

2.7 Borrowing and Borrowing Costs

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in Statement of profit and loss over the period of the borrowings using the effective interest method. Borrowings are derecognised from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a borrowings that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in Statement of profit and loss as other gains/(losses). Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalised as part of the cost of such assets up to the assets are substantially ready for their intended use or sale.

The loan origination costs directly attributable to the acquisition of borrowings (e.g. loan processing fee, upfront fee) are amortised on the basis of the effective interest rate (EIR) method over the term of the loan.

All other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

2.8 Foreign currency transactions

The Company's financial statements are presented in Indian Rupees, which is also its functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rate of exchange at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in statement of profit or loss are also recognised in OCI or statement of profit or loss, respectively).

2.9 Employee benefits

Short term employee benefits

Short-term employee benefits are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined contribution plans

For defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme . Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets..

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method at each reporting date. In respect of post-retirement benefit re-measurements comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets, are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to statement of profit or loss in subsequent periods.

Past service cost is recognised as an expense when the plan amendment or curtailment occurs or when any related restructuring costs or termination benefits are recognised, whichever is earlier.

Other long-term employee benefits

Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the balance sheet date. Actuarial gains/ losses on the compensated absences are immediately taken to the statement of profit and loss and are not deferred. The obligation is measured on the basis of independent actuarial valuation using project unit credit method at each reporting date.

2.10 Revenue Recognition

The Company recognizes revenue when it satisfies a performance obligation in accordance with the provisions of contract with the customer. This is achieved when;

- effective control of goods along with significant risks and rewards of ownership has been transferred to customer;
- 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 costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue represents net value of goods sold to customers after deducting for certain incentives including, but not limited to discounts, volume rebates, etc. For incentives offered to customers, the Company makes estimates related customer performance and sales volume to determine the total amounts earned and to be recorded as deductions. The estimate is made in such a manner, which ensures that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The actual amounts may differ from these estimates and are accounted for prospectively.

The Company considers shipping and handling activities as costs to fulfil the promise to transfer the related products and the customer payments for shipping and handling costs are recorded as a component of revenue. In certain customer contracts, shipping and handling services are treated as a distinct separate performance obligation and the Company recognizes revenue for such services when the performance obligation is completed.

Revenue are net of Goods and Service Tax. No element of significant financing is present as the sales are made with a credit term, which is consistent with market practice.

Revenue (other than sale) is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Export incentives are recognized when there is reasonable assurance that the Company will comply with the conditions and the incentives will be received.

Interest income from a financial asset other than from customers is recognised 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 basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition. Interest income from customers is accounted for on receipt basis due to uncertainity in measurement and realisation from the customers.

Dividends are recognised at the time the right to receive payment is established.

Income from sale of the scrap is measured at the fair value of the consideration received or receivable. Sales are recognised when the significant risks and rewards of ownership, which coincide with transfer of controls of goods, are transferred to the buyer as per terms of contract.

Claims lodged with insurance companies are accounted for on an accrual basis, to the extent these are measurable, and the ultimate collection is reasonably certain.

2.11 Government grants and subsidies

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants that compensate the Company for expenses incurred are recognised in the statement of profit and loss, as income or deduction from the relevant expense, on a systematic basis in the periods in which the expense is recognised.

2.12 Inventories

Raw materials, Stock in trade, dyes and chemicals, stores and spares and consumables

Lower of cost and net realisable value. Cost is determined on a weighted average basis. Cost includes expenditure incurred in acquiring the inventories and other costs incurred in bringing them to their present location and condition. Materials and other items held for use in the production of inventories are not written down below costs, if finished goods in which they will be incorporated are expected to be sold at or above cost

Work-in progress and finished goods

Lower of cost and net realisable value. Cost includes direct materials, labour, a proportion of manufacturing overheads and an appropriate share of fixed production overheads based on normal operating capacity.

Waste material

At net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and to make the sale. However, materials and other items held for use in the production of finished goods are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

2.13 Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If the receivable is expected to be collected within a period of 12 months or less from the reporting date (or in the normal operating cycle of the business, if longer), they are classified as current assets otherwise as non-current assets.

Trade receivables are measured at their transaction price unless it contains a significant financing component in accordance with Ind AS 115 for pricing adjustments embedded in the contract.

Loss allowance for expected lifetime credit loss is recognised on initial recognition.

2.14 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

Any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision.

All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

In those cases where the outflow of economic resources as a result of present obligations is considered improbable or remote, no liability is recognised.

Contingent liability is a possible obligation arising from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events but is not recognised because it is not possible that an outflow of resources embodying economic benefit will be required to settle the obligations or reliable estimate of the amount of the obligations cannot be made. The Company discloses the existence of contingent liabilities in other notes to financial statements.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent assets are not recognised. However, when inflow of economic benefits is probable, related asset is disclosed.

2.15 Measurement of fair value

Initial recognition and measurement

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the financial instrument. Financial instrument (except trade receivables) are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value. Trade receivables are measured at their transaction price unless it contains a significant financing component in accordance with Ind AS 115 for pricing adjustments embedded in the contract. Subsequent measurement of financial assets and financial liabilities is described below:

Non-derivative financial assets

Subsequent measurement

i. Financial assets carried at amortised cost

A financial asset is measured at the amortised cost, if both the following conditions are met:

• The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

• Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

ii. Investments in equity instruments

Investments in equity instruments, where the Company has opted to classify such instruments at fair value through other comprehensive income (FVOCI) are measured at fair value through other comprehensive income. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Dividends on such investments are recognised in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment.

iii. Financial assets at fair value through Profit & Loss (FVTPL)

Financial assets, which does not meet the criteria for categorization as at amortized cost or as FVOCI, are classified as at FVTPL

Financial assets included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit & Loss.

Compound Financial Instrument

The component parts of compound instruments issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. Conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Company's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recorded as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound instrument as a whole. The conversion option classified as equity will remain in equity until the conversion option is exercised, in which case, the balance recognised in equity will be transferred to other component of equity. When the conversion option remains unexercised at the maturity date of the convertible note, the balance recognised in equity will be transferred to retained earnings. No gain or loss is recognised in profit or loss upon conversion or expiration of the conversion option.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets. ECL is the weighted-average of difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Company is required to consider:

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Trade receivables: In respect of trade receivables, the Company applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

Other financial assets: In respect of its other financial assets, the Company assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Company measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

De-recognition of financial assets: A financial asset is primarily de-recognised when the contractual rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

Derivative financial instruments: In the ordinary course of business, the Company uses derivative financial instruments to reduce business risks which arise from its exposure to foreign exchange. The instruments are confined principally to forward foreign exchange contracts and these contracts do not generally extend beyond six months.

Derivatives are initially accounted for and measured at fair value from the date the derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period.

Non-derivative financial liabilities

Subsequent measurement: Subsequent to initial recognition, all non-derivative financial liabilities are measured at amortised cost using the effective interest method.

De-recognition of financial liabilities: A financial liability is de-recognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

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

2.16 Income tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted in India, at the reporting date.

Current tax relating to items recognised outside statement of profit or loss is recognised outside statement of profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets is offset against current tax liabilities if, and only if, a legally enforceable right exists to set off the recognised amounts and there is an intention either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred tax liabilities are generally recognised for all the taxable temporary differences.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside statement of profit or loss is recognised outside statement of profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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

2.17 Leases

Company as a lessee

The Company assesses if a contract is or contains a lease at inception of the contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period time in exchange for consideration.

The Company recognizes a right-of-use asset and a lease liability at the commencement date, except for short-term leases of twelve months or less and leases for which the underlying asset is of low value, which are expensed in the statement of operations on a straight-line basis over the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease, or, if not readily determinable, the incremental borrowing rate specific to the company, term and currency of the contract. Lease payments can include fixed payments, variable payments that depend on an index or rate known at the commencement date, as well as any extension or purchase options, if the Company is reasonably certain to exercise these options. The lease liability is subsequently measured at amortized cost using the effective interest method and remeasured with a corresponding adjustment to the related right-of-use asset when there is a change in future lease payments in case of renegotiation, changes of an index or rate or in case of reassessments of options.

The right-of-use asset comprises, at inception, the initial lease liability, any initial direct costs and, when applicable, the obligations to refurbish the asset, less any incentives granted by the lessors. The right-of-use asset is subsequently depreciated, on a straight-line basis, over the lease term, if the lease transfers the ownership of the underlying asset to the Company at the end of the lease term or, if the cost of the right-of-use asset reflects that the lessee will exercise a purchase option, over the estimated useful life of the underlying asset. other are also subject to testing for impairment if there is an indicator for impairment. Variable lease payments not included in the measurement of the lease liabilities are expensed to the statement of operations in the period in which the events or conditions which trigger those payments occur. In the statement of financial position right-of-use assets and lease liabilities are classified respectively as part of property, plant and equipment and short-term/long-term debt.

Company as a lesser

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease shall not be straight-lined, if escalation in rentals is in line with expected inflationary cost. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

2.18 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of the Company has been identified as being the chief operating decision maker by the Management of the Company.

2.19 Cash and cash equivalents

Cash and cash equivalent comprise cash at banks and on hand, cheques on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

2.20 Earnings per share

Basic earnings per equity share is computed by dividing net profit or loss for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per share is computed by dividing net profit or loss for the year attributable to the equity shareholders of the Company and 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. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares).

2.21 Standards issued but not yet effective

Ministry of Corporate Affairs (“MCA”) notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

Ind AS 1 – Material accounting policies - The amendments mainly related to shifting of disclosure of erstwhile “significant accounting policies” in the notes to the financial statements to material accounting policy information requiring companies to reframe their accounting policies to make them more “entity specific. This amendment aligns with the “material” concept already required under International Financial Reporting Standards (IFRS). The Company does not expect this amendment to have any significant impact in its financial statement.

Ind AS 8 – Definition of accounting estimates - The amendments specify definition of ‘change in accounting estimate’ replaced with the definition of ‘accounting estimates’. The Company does not expect this amendment to have any significant impact in its financial statement.

Ind AS 12 – Income taxes – Annual Improvements to Ind AS (2021) - The amendment clarifies that in cases of transactions where equal amounts of assets and liabilities are recognised on initial recognition, the initial recognition exemption does not apply. Also, If a company has not yet recognised deferred tax asset and deferred tax liability on right-of-use assets and lease liabilities or has recognised deferred tax asset or deferred tax liability on net basis, that company shall have to recognise deferred tax assets and deferred tax liabilities on gross basis based on the carrying amount of right-of-use assets and lease liabilities existing at the beginning of 1 April 2022. The Company does not expect this amendment to have any significant impact in its financial statement.

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

3a. Property, plant and equipment

Particulars	Gross block					Accumulated depreciation					Net block	
	As at April 1, 2022	Additions	Deletions	Adjustment (Refer Note C below)	As at March 31, 2023	As at April 1, 2022	For the Year	Deletions	Adjustment (Refer Note C below)	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
Freehold land	45,656.03	-	0.01	-	45,656.02	-	-	-	-	-	45,656.02	45,656.03
Building	5,948.98	-	-	-	5,948.98	923.06	174.92	-	-	1,097.99	4,850.99	5,025.92
Plant and equipment	24,424.90	117.07	7.63	90.05	24,624.39	8,004.63	1,768.41	4.34	58.97	9,827.67	14,796.71	16,420.27
Electrical Installation	1,841.66	-	-	-	1,841.66	412.74	84.00	-	-	496.74	1,344.92	1,428.92
Furniture and fixtures	146.36	-	-	-	146.36	86.84	16.92	-	-	103.76	42.60	59.52
Office equipments	87.63	16.05	0.52	-	103.16	47.33	11.07	0.41	-	57.99	45.17	40.30
Vehicles	119.50	-	-	-	119.50	67.90	4.52	-	-	72.42	47.08	51.60
Total	**78,225.06**	**133.12**	**8.16**	**90.05**	**78,440.07**	**9,542.50**	**2,059.84**	**4.75**	**58.97**	**11,656.57**	**66,783.50**	**68,682.56**

Particulars	Gross block					Accumulated depreciation					Net block	
	As at April 1, 2021	Additions	Deletions	Adjustment	As at March 31, 2022	As at April 1, 2021	For the Year	Deletions	Adjustment	As at March 31, 2022	As at March 31, 2022	As at March 31, 2021
Freehold land	45,656.03	-	-	-	45,656.03	-	-	-	-	-	45,656.03	45,656.03
Building	5,948.98	-	-	-	5,948.98	744.12	178.94	-	-	923.06	5,025.92	5,204.86
Plant and equipment	23,082.49	693.22	50.55	699.73	24,424.90	6,000.74	1,746.75	16.10	273.22	8,004.63	16,420.27	17,081.75
Electrical Installation	1,846.92	-	5.26	-	1,841.66	327.41	85.74	0.40	-	412.74	1,428.92	1,519.51
Furniture and fixtures	146.89	-	0.51	-	146.36	68.53	18.57	0.26	-	86.84	59.52	78.36
Office equipments	63.37	26.65	2.39	-	87.63	41.54	7.05	1.27	-	47.33	40.30	21.83
Vehicles	95.76	26.57	2.83	-	119.50	64.21	6.00	2.32	-	67.90	51.60	31.55
Total	**76,840.44**	**746.44**	**61.54**	**699.73**	**78,225.06**	**7,246.55**	**2,043.07**	**20.34**	**273.22**	**9,542.50**	**68,682.56**	**69,593.89**

A. Assets pledged and hypothecated against borrowing Refer Note No 21 & 26

B. Assets held for sale Refer Note No 18.

C. During the year, the Company has transferred machineries having gross block of Rs 90.05 lakhs (Previous year Rs. 699.73 lakhs) which has accumulated depreciation of Rs 58.97 lakhs (Previous year Rs. 273.22 lakhs) from Non Current Assets Held for Sale. Further, the Company has reassessed economic life of these assets to 15 years.

D. There were no revaluation carried out by the Company during the year and previous year reported above.

E. All the title deeds of immovable property are held in the name of the Company

3b. Capital work-in-progress

Particulars	As at March 31, 2023	As at March 31, 2022
Opening balance	**0.67**	**150.59**
Addition during the year	319.45	596.52
Less Capitalised during the year	133.12	746.44
Closing balance	**187.00**	**0.67**

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

A).Ageing of Capital work-in-progress

As at March 31, 2023	Amount in Capital Work- in- Progress for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	187.00	-	-	-	**187.00**
Project temporary suspend	-	-	-	-	-

As at March 31, 2022	Amount in Capital Work- in- Progress for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	0.67	-	-	-	**0.67**
Project temporary suspend	-	-	-	-	-

B.) The Company does not have any material project which is overdue or has exceeded its cost compared to its original plan in current year and previous year.

3c. Right-of-use Assets

Particulars	Gross block			Accumulated amortisation				Net block	
	As at April 1, 2022	Deletions	As at March 31, 2023	As at April 1, 2022	For the Year	Deletions	As at March 31, 2023	As at March 31, 2023	As at April 1, 2022
Leasehold Land	257.30	-	257.30	63.48	21.16	-	84.64	172.66	193.82
Total	**257.30**	**-**	**257.30**	**63.48**	**21.16**	**-**	**84.64**	**172.66**	**193.82**

Particulars	Gross block			Accumulated amortisation				Net block	
	As at April 1, 2021	Deletions	As at March 31, 2022	As at April 1, 2021	For the Year	Deletions	As at March 31, 2022	As at March 31, 2022	As at April 1, 2021
Leasehold Land	257.30	-	257.30	42.32	21.16	-	63.48	193.82	214.98
Total	**257.30**	**-**	**257.30**	**42.32**	**21.16**	**-**	**63.48**	**193.82**	**214.98**

4. Investment property

Particulars	Gross block				Accumulated depreciation				Net block	
	As at April 1, 2022	Additions	Deletions	As at March 31, 2023	As at April 1, 2022	For the Year	Deletions	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
Land (Refer Note 4.1)	877.92	-	0.01	877.91	-	-	-	-	877.91	877.92
Building	364.00	-	0.05	363.95	59.22	11.75	0.01	70.96	292.99	304.78
Total	**1,241.92**	**-**	**0.06**	**1,241.86**	**59.22**	**11.75**	**0.01**	**70.96**	**1,170.90**	**1,182.70**

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

Particulars	Gross block				Accumulated depreciation				Net block	
	As at April 1, 2021	Additions	Deletions	As at March 31, 2022	As at April 1, 2021	For the Year	Deletions	As at March 31, 2022	As at March 31, 2022	As at March 31, 2021
Land (Refer Note 4.1)	877.92	-	-	877.92	-	-	-	-	877.92	877.92
Building	364.03	-	0.03	364.00	46.81	12.42	0.01	59.22	304.78	317.22
Total	**1,241.95**	**-**	**0.03**	**1,241.92**	**46.81**	**12.42**	**0.01**	**59.22**	**1,182.70**	**1,195.14**

4.1 includes land Rs. 0.91 Lakhs (Previous year Rs. 0.91 Lakhs) at Kota for which government has initiated steps for taking over a part of the land. The Company has challenged the acquisition and its petition is pending before the Hon'ble High Court of Rajasthan. During the financial year 2022-23, the Company has received a cheque, under a court directive, towards compensation of Rs 70.29 lakhs (gross of TDS) u/s 30 (2) of Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation and Resettlement Act, 2013 from Karyalaya Nagar Vikas Nyas, Kota against acquisition of Company's land admeasuring 0.12 hectare in khasra number 80 in village Bhadana, district - Kota. The Company has challenged adequacy of the amount payable to it for this acquisition and the matter is still pending before Hon'ble Rajasthan High Court for adjudication. However, the Company has given accounting treatment of the compensation amount already received in the financial statements according to applicable accounting standard and further accounting shall be done as and when any further amount may be received in this sub-judice matter. The Company has removed the said portion of land from its fixed assets schedule.

4.2 The fair value of the investment property at year end is Rs. 18355.51 Lakhs (Previous Year Rs. 17131.98 Lakhs). The fair value has been determined on the basis of valuation carried out at the reporting date by registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017 and the same has been categorised as Level 2 based on the valuation techniques used and inputs applied. The main inputs considered by the valuer are government rates, property location, market research & trends, contracted rentals, terminal yields, discount rates and comparable values, as appropriate as given below :

Investment properties	Fair Value Hierarchy	Valuation technique	Unobservable inputs	Range	
				As at March 31, 2023	As at March 31, 2022
Land	Level 2	Market Approach	Reference Pricing	Rs. 190.00 - Rs. 6500.00 per sq. mtr.	Rs. 400.00 - Rs. 8185.00 per sq. mtr.
Building	Level 2	Market Approach	Reference Pricing	Rs. 6200.00 - Rs. 26500.00 per sq ft	Rs. 6200.00 - Rs. 25000.00 per sq ft

The market approach uses prices and other relevant information generated by market transactions involving identical or compete assets. Valuation techniques consistent with the market approach often use market multiples derived from a set of comparable. Multiples might be in ranges with a different multiple for each comparable. The selection of the appropriate multiple within the range requires judgement, considering qualitative and quantitative factors specific to the measurement.

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

Reconciliation of fair value

Particulars	As at March 31, 2023	As at March 31, 2022
Opening balance	**17,131.98**	**18,348.41**
Addition during the year	-	-
Deletion during the year	(428.94)	(474.45)
Increase/(Decrease) in fair value of investment properties	1,652.47	(741.98)
Closing balance	**18,355.51**	**17,131.98**

4.3 Information regarding income and expenditure of Investment property

Particulars	As at March 31, 2023	As at March 31, 2022
Rental income derived from investment properties	-	-
Direct operating expenses	-	-
Profit on sale of investment properties	320.25	509.98
Profit arising from investment properties before depreciation and indirect expenses	**320.25**	**509.98**
Less - Municipal tax	4.88	5.65
Less - Depreciation	11.75	12.42
Profit / (Loss) arising from investment properties	**303.62**	**491.91**

5. Intangible assets

Particulars	Gross block					Accumulated depreciation					Net block	
	As at April 1, 2022	Additions	Deletions	Adjustment (Refer Note C below)	As at March 31, 2023	As at April 1, 2022	For the Year	Deletions	Adjustment (Refer Note C below)	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
Computer software	116.96	-	-	-	116.96	114.17	1.51	-	-	115.68	1.28	2.79
Total	116.96	-	-	-	116.96	114.17	1.51	-	-	115.68	1.28	2.79

Particulars	Gross block					Accumulated depreciation					Net block	
	As at April 1, 2021	Additions	Deletions	Adjustment	As at March 31, 2022	As at April 1, 2021	For the Year	Deletions	Adjustment	As at March 31, 2022	As at March 31, 2022	As at March 31, 2021
Computer software	116.96	-	-	-	116.96	112.66	1.51	-	-	114.17	2.79	4.30
Total	116.96	-	-	-	116.96	112.66	1.51	-	-	114.17	2.79	4.30

A. There were no revaluation carried out by the Company during the year and previous year.

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 6: Biological assets other than bearer plants	As at March 31, 2023	As at March 31, 2022
Live Stock		
Opening Value of biological assets	**4.90**	5.23
Cost incurred during the year	**0.05**	(0.33)
Closing Value of biological assets	**4.95**	4.90

The Company owns bearer biological assets i.e., live stock from which milk is produced. Fair valuation of live stocks have been arrived by the internal valuer using market approach as valuation technique and reference pricing for unobservable inputs. The live stock is maintained by the Company at Pali Rajasthan.

NOTE 7 : Non Current Investments		
Investment in equity shares-unquoted		
a. Wholly owned subsidiary at cost		
1,00,000 (Previous Year 1,00,000) MSUM Texfab Ltd. (Face Value of Rs 10 each)#	**10.00**	10.00
(a)	**10.00**	10.00
b. Others- fair value through profit and loss		
5 (Previous Year 5) The Jewel Crown Co-op. Housing Society Ltd.(Face Value of Rs 50 each)	*	*
(b)	-	-
Investment in Debenture - unquoted-at amortised cost		
7,932 (Previous Year 15,863) Secured Transferable Redeemable Non Convertible Debentures of Dalmia DSP Limited (Face Value of Rs. 10,000)	**767.25**	1,436.71
Less: Current Portion of Non-Current Investment (shown under Current Investments)	**767.25**	763.58
(c)	-	673.13
Total investments (a+b+c)	**10.00**	683.13
i. Aggregate amount of investment are given below:		
Aggregate carrying value of non-current quoted investments	-	-
Aggregate market value of non-current quoted investments	-	-
Aggregate value of non-current unquoted investments	**10.00**	683.13
Aggregate amount of impairment in value of investment	-	-
ii. None of the above investment are listed on any stock exchange in India or outside India.		

* The value of the item after rounding off, is below the reportable figures, hence ignored.

\# Book value of investment in Subsidiary Company is lower than acquisition cost, but being strategic investment, impairment has not been provided.

NOTE 8: Other non current financial assets		
(Unsecured, considered good at amortised cost unless otherwise stated)		
Security deposits	**361.30**	263.72

NOTE 9 : Other non-current assets		
Unsecured consider good unless otherwise stated		
Capital advances	**60.17**	-
Prepaid expenses	**14.90**	23.36
Total	**75.07**	23.36

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
NOTE 10 : Inventories		
(Value at lower of cost or net realisable value)		
(As taken, valued and certified by Management)		
Raw materials	**6,056.18**	8,436.25
Work-in-progress	**2,450.74**	2,524.31
Finished goods	**1,317.76**	1,103.37
Stock- in- trade	**0.73**	0.40
Waste	**284.16**	111.07
Stores and spare parts	**274.40**	357.87
Total	**10,383.97**	12,533.27
a. Inventories are hypothecated to secure borrowings. Refer to Note No. 21 & 26.		
b. Write downs of inventories (net of reversal) to net realizable value related to finished goods amounted to Rs 57.26 Lakhs (Previous year Rs. 13.95 Lakhs). These were recognised as expense during the year and included in 'Cost of materials consumed' and "Changes in inventories of finished goods, work-in-progress and stock in trade" in statement of profit and loss.		

NOTE 11 :Current Investments		
Investment in Debenture - unquoted-at amortised cost		
Current portion of Non Current Investments		
7,932 (Previous Year 7,932) Secured Transferable Redeemable Non Convertible Debentures of Dalmia DSP Limited (Face Value of Rs. 10,000)	**767.25**	763.58
Total	**767.25**	763.58

NOTE 12 : Trade receivables		
(Unsecured, considered good unless otherwise stated)		
Considered good #	**5,023.94**	6,200.06
Having significant increase in credit risk	**12.44**	4.78
Credit Impaired	**309.99**	321.31
Less: Allowance for credit loss	**336.84**	330.81
Total	**5,009.53**	6,195.34
Trade Receivables ageing schedule:		

As at March 31, 2023	Not Due	Outstanding for following periods from due date of payments					
		Less than 6 month	6 months-1 years	1 years-2 years	2 years-3 years	More than 3 years	Total
Undisputed							
Considered good	4,478.57	536.87	-	-	-	-	**5,015.44**
Which have significant increase in credit risk	-	-	8.77	3.67	-	-	**12.44**
Credit impaired	-				2.45	255.07	**257.52**
Disputed							
Considered good	-	-	-	-	-	-	**-**
Which have significant increase in credit risk	-	-	-	-	-	-	**-**
Credit impaired	-	-	-	-	-	60.97	**60.97**
Sub Total	4,478.57	536.87	8.77	3.67	2.45	316.04	**5,346.37**
Less: Estimated total gross carrying amount at default	-	45.19	4.70	3.44	2.24	281.27	**336.84**
Total	**4,478.57**	**491.68**	**4.07**	**0.23**	**0.21**	**34.77**	**5,009.53**
Expected credit loss rate	**0%**	**13%**	**1%**	**1%**	**1%**	**84%**	
There are no unbilled receivables.							
Trade Receivables ageing schedule:							

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

As at March 31, 2022	Not Due	Outstanding for following periods from due date of payments					
		Less than 6 month	6 months-1 years	1 years-2 years	2 years-3 years	More than 3 years	Total
Undisputed							
Considered good	5,808.96	391.11	-	-	-	-	**6,200.07**
Which have significant increase in credit risk	-	-	3.06	1.72	-	-	**4.78**
Credit impaired	-	-			12.92	237.52	**250.44**
Disputed							
Considered good	-	-	-	-	-	-	**-**
Which have significant increase in credit risk	-	-	-	-	-	-	**-**
Credit impaired	-	-	-	-	-	70.86	**70.86**
Sub Total	5,808.96	391.11	3.06	1.72	12.92	308.38	**6,526.15**
Less: Estimated total gross carrying amount at default	-	23.88	1.49	1.42	12.22	291.80	**330.81**
Total	**5,808.96**	**367.23**	**1.57**	**0.30**	**0.70**	**16.58**	**6,195.34**
Expected credit loss rate	**0%**	**7%**	**0%**	**0%**	**4%**	**88%**	

There are no unbilled receivables.

Trade receivables are non-interest bearing and are generally on terms of 0 to 90 days. Interest is chargeable at market rate beyond due date.

No trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

Trade Receivables are hypothecated to secure borrowings. Refer to Note 21 & 26.

The Company's exposure to credit and currency risks, and loss allowances are disclosed in note 53.

Trade Receivables include overdue amount Rs. 73.42 Lakhs (Previous year Rs. 64.60 Lakhs), receivable from M/s Rajasthan Urja Vikas Nigam Limited on account of supply of Power. The management is taking necessary efforts and confident of recovery of this amount.

NOTE 13: Cash and cash equivalents		
Cash on hand	**2.11**	1.98
Balance with scheduled banks		
In current accounts	**34.95**	0.50
In Fixed Deposit accounts maturing within 3 months	**30.38**	80.53
Total	**67.44**	83.01

NOTE 14 :Bank balances other than cash and cash equivalents		
Earmarked balances with a bank:		
In deposit accounts $	**0.35**	100.24
Total	**0.35**	100.24

$ Earmarked deposits are given against non-fund based limits as per the terms of sanction by the banks FY 23.

NOTE 15 :Loans (Current)		
(Unsecured, considered good at amortised cost unless otherwise stated)		
Loan to subsidiary	**-**	1.00
Total	**-**	1.00

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 16: Other current financial assets		
(Unsecured, considered good at amortised cost unless otherwise stated)	**As at March 31, 2023**	As at March 31, 2022
Advances recoverable	**32.23**	6.78
Claim recoverable	**70.94**	-
Insurance claim receivable	**-**	93.14
Export benefits / Claims receivables	**55.46**	130.34
Derivative Asset	**0.36**	-
Government subsidies receivables	**274.11**	274.11
Interest accrued on deposits	**13.58**	11.04
Unsecured consider doubtful		
Export benefits / Claims receivables	**-**	14.04
Less : Provision for doubtful balances	**-**	(14.04)
Total	**446.68**	515.41
Other current financial assets are hypothecated to secure borrowings. Refer to Note 21 & 26.		

NOTE 17 :Current tax assets (net)		
Advance income tax (net)	**1,295.16**	1,255.50
Total	**1,295.16**	1,255.50

NOTE 18 : Other current assets		
(Unsecured, considered good unless otherwise stated)		
VAT Credit Receivable #	**1,402.38**	1,402.38
GST Input Credit receivable	**337.98**	280.86
Prepaid expenses	**132.86**	96.69
Payment under protest against input tax credit	**3.55**	2.11
	(0.00)	(0.00)
Non-Current Assets Held For Sale	**577.41**	608.49
(at lower of the book value and net realisable value), Refer Note 18.1 & 18.2.		
Others **	**106.01**	31.07
Total	**2,560.19**	2,421.60

18.1 The Management has proposed to disposed off certain plant and machineries, accordingly same has been classified as Non Current Assets Held for Sales and carried at estimated net realisable value aggregating Rs. 577.41 Lakh (Previous Year Rs 608.49 Lakh).

18.2 Refer Note No 3a

** includes advances to vendors and others.

The Company has reversed input VAT credit based on the prudent-man theory which has been disputed by the sales tax department and therefore, refund of excess VAT Credit was pending. Out of Rs. 2,873.33 lakhs, the Company has received Rs. 1466.49 Lakhs during the previous financial years. This disputed matter is under appeal with Rajasthan Tax Board, Ajmer. Based on legal opinion obtained, management is confident of favorable decision, hence considered this amount good for recovery."

Other current assets are hypothecated to secure borrowings. Refer to Note 21 & 26.

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 19 : Equity share capital	As at March 31,2023	As at March 31, 2022
Authorised		
9,00,00,000 (Previous year 7,00,00,000) Equity shares of Rs. 10/- each.	**9,000.00**	7,000.00
	9,000.00	7,000.00
Issued, subscribed and paid Up		
4,86,72,394 (Previous year 2,12,86,154) Equity shares of Rs. 10/- each	**4,867.24**	2,128.62
2,57,60,000 (Previous year 2,57,60,000) Equity Shares of Rs.10/- each issued as bonus shares out of reserves	**2,576.00**	2,576.00
1,38,12,155 (Previous year 1,38,12,155) Equity shares of Rs. 10/- each issuance other than cash	**1,381.22**	1,381.22
Total	**8,824.46**	6,085.84

Notes:

1.Reconciliation of number of equity shares outstanding at the begaining and end of the year :

Particulars	As at March 31, No. of shares	As at March 31, No. of shares
Number of shares at the beginning	60,858,309	57,012,155
Add: Equity shares issue during the year	27,386,240	3,846,154
Equity shares at the end of the year	**88,244,549**	60,858,309

2. List of Shareholders holding more than 5% of equity shares of the Company :

Name of the shareholder	As at March 31, 2023		As at March 31, 2022	
	%	No. of shares	%	No. of shares
Placid Limited (Holding Company)	**67.67**	**59,717,241**	63.45	38,614,124
Saira Viaan Trading LLP	**-**	**-**	15.23	9,269,231
Shree Krishna Agency Limited	**16.10**	**14,213,907**	5.25	3,197,307

3.Terms/rights attached to equity shares

Each shareholder is entitled to one vote per share. The dividend except interim dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing annual general meeting. In the event of liquidation of the company, the equity shareholders will be entitled to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

4.Shareholdings of Promoters in financial statement as follows:

Shares held by promoters at the end of the yea		As at March 31,2023			As at March 31,2022		
Sl. No	Promoter Name	No. of Shares**	% of total shares	% Change during the year	No. of Shares**	% of total shares	% Change during the year
1	Placid Limited	59,717,241	67.67%	54.65%	38,614,124	63.45%	0.00%
2	Shree Krishna Agency Ltd	14,213,907	16.10%	344.56%	3,197,307	5.25%	533.13%
3	M B Commercial Co Ltd	4,089,065	4.63%	44.99%	2,820,200	4.63%	0.00%
4	The Kishore Trading Company Limited	3,139,300	3.56%	54.34%	2,034,000	3.34%	0.00%
5	Amalgamated Development Limited	2,408,933	2.73%	45.00%	1,661,333	2.73%	0.00%
6	Mrs. Alka Devi Bangur	1,940,873	2.20%	54.65%	1,255,000	2.06%	0.00%
7	Apurva Export Pvt Ltd	835,116	0.95%	54.65%	540,000	0.89%	0.00%
8	The General Investment Co. Ltd.	204,000	0.23%	0.00%	204,000	0.34%	0.00%
9	Mr. Yogesh Bangur	310,552	0.35%	54.65%	200,808	0.33%	2262.45%
10	Mr. Shreeyash Bangur	305,140	0.35%	54.65%	197,308	0.32%	3846.16%
11	Mr. Lakshmi Niwas Bangur	14,067	0.02%	54.67%	9,095	0.01%	0.00%
12	Lakshmi Niwas Bangur (HUF)	11,916	0.01%	54.65%	7,705	0.01%	0.00%

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS **(Rs. in Lakhs, unless stated otherwise)**

Particulars		As at March 31, 2023	As at March 31, 2022
NOTE 20 : Other equity			
Capital Reserve			
Balance as per last financial statements	(a)	**0.69**	0.69
General Reserve			
Balance as per last financial statements	(b)	**500.00**	500.00
Securities Premium			
Balance as per last financial statements		**7,673.58**	7,065.69
Add: Premium received on issue of equity shares		**-**	607.89
Balance at year end	(c)	**7,673.58**	7,673.58
Retained Earnings			
Balance as per last financial statements		**36,483.09**	33,213.70
Add: Other comprehensive income for the year		**(33.15)**	(6.63)
Add: Profit for the year	(d)	**8.22**	3,276.02
Balance at year end		**36,458.16**	36,483.09
Total	**(a+b+c+d)**	**44,632.42**	44,657.36

NOTE 21 : Non Current borrowings		
(i) Secured :		
Term loans- from banks	**14,384.69**	3,008.65
Less: Current maturities (refer note 26)	**1,856.08**	525.54
	12,528.61	2,483.11
(ii) Vehicle loan - from bank	**20.57**	23.07
Less: Current maturities (refer note 26)	**2.97**	2.77
	17.60	20.30
(iii) Unsecured :		
Inter corporate deposits from related parties (d) (refer note 45)	**-**	21,634.80
Total (ii)	**-**	21,634.80
Total	**12,546.21**	24,138.21
Total	**12,546.21**	24,138.21

Securities :

a) Term loans of Rs.1978.93 Lakhs (Previous year Rs. 2229.69 Lakhs) are secured by second charge on Company's immovable assets i.e. factory land and building situated at Jodhpur Road, Pali-306401 in Rajasthan and entire movable fixed assets of the Textile unit of the Company situated at Jodhpur Road, Pali including Wind Mills situated in District Jodhpur and Jaisalmer in Rajasthan; and also second charge on current assets of the Textile & Wind unit of the Company situated at Jodhpur Road, Pali both present and future, ranking pari passu with all participating term and working capital facility sanctioned by respective lenders. Loan is guaranteed by NCGTC Limited. Out of these Term Loans of Rs.1978.93 Lakhs (Previous year Rs. 2229.69 Lakhs), loan amounting to Rs 1478.61 Lakh (Previous year Rs. 1610.01 Lakhs) from HDFC Bank Limited is further secured by Second charge on solar power plant assets.

b) Term loan of Rs.12405.76 Lakhs (Previous year Rs. 778.96 lakhs) are secured by first charge on Company's immovable assets i.e. factory land and building situated at Jodhpur Road, Pali-306401 in Rajasthan and entire movable fixed assets of Textile unit of the Company situated at Jodhpur Road, Pali including Wind Mills situated in District Jodhpur and Jaisalmer in Rajasthan; and second charge on current assets of the Textile & Wind unit of the Company situated at Jodhpur Road, Pali both present and future, ranking pari passu with all participating term and working capital lenders.

c) Term loan of Rs. 20.57 Lakhs (Previous year Rs. 23.07) is secured by hypothecation of vehicle purchased under the vehicle finance scheme.

d) The Company has prepaid these inter corporate deposits during the year.

Repayment Schedule : Non current portion

	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Secured Loan	**Interest Rate**		**Repayment Instalment**		**Amount**	Amount
	8.75% to 9.60% p.a.	7.10 to 8.60% p.a.	**22-57 Monthly installment**	36-69 Monthly installment	**1,681.79**	**1,964.67**
	8.50% to 9.10% p.a.	9.05% p.a.	**16-34 Quarterly & 81 Monthly installment**	24 Monthly installment	**10,846.82**	518.44
Unsecured Loan						
	7.75% p.a.	7.75% p.a.	**Single instalments**	Single instalments	**-**	21,634.80
					12,528.61	24117.91

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS **(Rs. in Lakhs, unless stated otherwise)**

NOTE 22 :Other non current financial liabilities	As at March 31, 2023	As at March 31, 2022
Trade deposits	197.30	177.30
Total	**197.30**	177.30

NOTE 23 :Provisions		
Employee benefits	79.40	79.72
Total	**79.40**	79.72

NOTE 24 : Deferred tax liabilities (net)		
Deferred tax assets on account of :		
Accrued expenses deductible on payment basis	251.06	264.73
Others	84.78	83.26
Unabsorbed depreciations and business losses	4,278.78	4,481.40
Sub-Total (a)	**4,614.62**	4,829.39
Deferred tax liabilities on account of :		
Property, plant and equipments and investment properties	12,311.67	12,408.35
Others	40.74	45.94
Sub-Total (b)	**12,352.41**	12,454.29
Net deferred tax liabilities (b-a)	**7,737.79**	7,624.90

The Company has recognised deferred tax assets on unabsorbed depreciations and carried forward tax losses. The Company has conclude that the deferred tax assets on unabsorbed depreciations and carried forward tax losses will be recoverable using the estimated future taxable income based on business plans and budgets. The Company is expected to generate taxable income in near future. The unabsorbed depreciation and tax losses can be carried forward as per local tax regulations and the Company expects to recover the same in prescribed time limit.

	As at March 31, 2022	Recognized in P&L	Recognized in OCI	As at March 31, 2023
Deferred tax assets				
Accrued expenses deductible on payment basis	264.73	(24.82)	11.15	251.06
Others	83.26	1.52	-	84.78
Unabsorbed depreciations and business losses	4,481.40	(202.62)	-	4,278.78
Sub-Total (a)	**4,829.39**	**(225.92)**	**11.15**	**4,614.62**
Deferred Tax Liabilities				
Property, plant and equipments and investment properties	12,408.35	(96.67)		12,311.67
Others	45.95	(5.19)	-	40.74
Sub-Total (b)	**12,454.29**	**(101.86)**	**-**	**12,352.41**
Net Deferred Tax Liability (b)-(a)	**7,624.90**	**124.06**	**(11.15)**	**7,737.79**

	As at March 31, 2021	Recognized in P&L	Recognized in OCI	As at March 31, 2022
Deferred tax assets				
MAT credit entitlement	2368.63	(2,368.63)	-	-
Accrued expenses deductible on payment basis	185.24	77.26	2.23	264.73
Others	102.49	(19.23)	-	83.26
Unabsorbed depreciations and business losses	4104.13	377.27	-	4,481.40
Sub-Total (a)	**6,760.49**	**(1,933.33)**	**2.23**	**4,829.39**
Deferred Tax Liabilities				
Property, plant and equipments and investment properties	13047.43	(639.08)		12,408.35
Others	112.29	(66.35)		45.95
Sub-Total (b)	**13,159.72**	**(705.43)**	**-**	**12,454.29**
Net Deferred Tax Liability (b)-(a)	**6,399.23**	**1,227.89**	**(2.23)**	**7,624.90**

B. Amount recognised in Other Comprehensive Income

	For the year ended 31 March, 2023			For the year ended 31 March, 2022		
	Before Tax	Tax (Expense)/	Net of Tax	Before Tax	Tax (Expense)/ Income	Net of Tax
Remeasurement of defined benefit/ liability	(44.30)	11.15	(33.15)	(8.86)	2.23	(6.63)
	(44.30)	**11.15**	**(33.15)**	**(8.86)**	**2.23**	**(6.63)**

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS **(Rs. in Lakhs, unless stated otherwise)**

Reconciliation of tax	For the year ended March 31, 2023	For the year ended March 31, 2022
Net profit before tax	**132.27**	4,503.91
Tax using the Company's domestic tax rate @ 25.168 (31st March, 2022: 25.168%)	**33.29**	1,133.54
Tax effect of:		
MAT Credit Entitlement written off	**-**	1,105.00
Recognisation of deferred tax assets on tax losses and others	**90.76**	(1,010.65)
Income tax expenses reported in the statement of profit and loss	**124.05**	1,227.89

During the FY 21-22, the Company has elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019 with effect from assessment year 2021-22. Accordingly, the Company has restated provision for current tax and remeasured its deferred tax liabilities / assets.

NOTE 25: Other non current liabilities	As at March 31, 2023	As at March 31, 2022
Deferred government grants (Refer note no 25.1)	**181.43**	208.70
Total	**181.43**	208.70

25.1 Deferred government grants related to capital assets procured under TUFS.

NOTE 26 : Current borrowings		
Secured		
Working Capital Facilities from banks		
Cash credits (a)	**8,388.70**	6,991.17
Packing credit in foreign currency (a)	**243.18**	680.16
Current maturities of long-term loans		
Current maturities of long-term loans	**1,859.04**	528.31
Unsecured, Inter corporate deposits from related parties		
Repayable on demand	**-**	90.00
Total	**10,490.92**	8,289.64

Security :

a) Working Capital Facilities from banks are secured by first charge by way of hypothecation of the current assets of the Textile & Wind Unit of the Company situated at Jodhpur Road, Pali; and second charge on Company's immovable assets i.e. factory land and building situated at Jodhpur Road, Pali-306401 in Rajasthan and entire movable fixed assets of Textile unit of the Company situated at Jodhpur Road, Pali including Wind Mills situated in District Jodhpur and Jaisalmer in Rajasthan, both present and future, ranking pari passu with all participating working capital and term lenders.

b) The Company has submitted quarterly returns / statements with banks, are in agreement with the books of accounts other than followings:

For FY 2022-23

Period	Balance as per statements (Rs. In Lakhs)		Balance as per books of accounts (Rs. In Lakhs)		Difference (Rs. In Lakhs)		Remarks
	Inventory	Trade Receivables	Inventory	Trade Receivables	Inventory	Trade Receivables	
Quarter -1 (April to June)	10,234.85	5,420.25	10,228.75	5,224.48	6.10	195.77	Mainly due to export sales billed and dispatched for shipping but since performance obligation was not completed as required under IND AS 115, hence sales reversed after submission of statement to the banks and also old inventory, debtors more than 90 days and raw material stock in transit not shown in statement submitted to the bankers.
Quarter -2 (July to September)	5,006.02	5,142.25	5,040.28	5,231.74	(34.26)	(89.49)	
Quarter -3 (October to December)	6,381.63	3,931.78	6,352.63	4,026.18	29.00	(94.40)	
Quarter -4 (January to March)	10,497.65	4,975.50	10,383.97	5,346.37	113.68	(370.87)	

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS **(Rs. in Lakhs, unless stated otherwise)**

For FY 2021-22

Period	Balance as per statements (Rs. In Lakhs)		Balance as per books of accounts (Rs. In Lakhs)		Difference (Rs. In Lakhs)		Remarks
	Inventory	Trade Receivables	Inventory	Trade Receivables	Inventory	Trade Receivables	
Quarter -1 (April to June)	9,767.14	2,725.39	9,808.15	3,303.35	(41.01)	(577.96)	Mainly due to export sales billed and dispatched for shipping but since performance obligation was not completed as required under IND AS 115, hence sales reversed after submission of statement to the banks and also old inventory, debtors more than 90 days and raw material stock in transit not shown in statement submitted to the bankers.
Quarter -2 (July to September)	6,723.67	5,851.43	7,082.64	5,806.71	(358.97)	44.72	
Quarter -3 (October to December)	8,665.77	5,031.99	8,829.50	5,053.21	(163.73)	(21.22)	
Quarter -4 (January to March)	12,782.24	5,999.39	12,533.27	6,526.15	248.97	(526.76)	

NOTE 27 : Trade Payables

Total outstanding dues of micro enterprises and small enterprises;	**65.89**	119.09
Total outstanding dues of creditors other than micro enterprises and small enterprises	**2,970.41**	1,641.62
Total	**3,036.30**	1,760.71

Trade payables ageing schedule

As at March 31, 2023	Outstanding for following periods from due date						
	Unbilled	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More Than 3 Years	Total
(i) MSME	-	65.89	-	-	-	-	**65.89**
(ii) Others	106.58	2,050.03	655.05	65.35	0.43	92.97	**2,970.41**
(iii) Disputed Dues - MSMEs	-	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-	-
	106.58	**2,115.92**	**655.05**	**65.35**	**0.43**	**92.97**	**3,036.30**

As at March 31, 2022	Outstanding for following periods from due date						
	Unbilled	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More Than 3 Years	Total
(i) MSME	-	119.09	-	-	-	-	**119.09**
(ii) Others	188.10	1,109.15	254.39	0.13	33.68	56.17	**1,641.62**
(iii) Disputed Dues - MSMEs	-	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-	-
	188.10	**1,228.24**	**254.39**	**0.13**	**33.68**	**56.17**	**1,760.71**

Based on the information available, there are certain vendors who have confirmed that they are covered under the Micro, Small and Medium Enterprises Development Act, 2006. Disclosures relating to dues of Micro and Small enterprises under section 22 of 'The Micro, Small and Medium Enterprises Development Act, 2006, are given below:

a. principal amount and Interest due thereon remaining unpaid to any supplier	65.89	119.09
b. Interest paid by the Company in terms of Section 16 of the MSMED Act along with the amounts of the payment made to the supplier beyond the appointed day	-	-
c. The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-
d. The amount of interest accrued and remaining unpaid during the accounting year.	-	-
e. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of this Act.	-	-

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS **(Rs. in Lakhs, unless stated otherwise)**

NOTE 28 : Other financial liabilities	As at March 31, 2023	As at March 31, 2022
Interest accrued	77.95	4.72
Derivative liabilities	-	1.11
Employees related liabilities	389.38	400.22
Others	172.82	175.17
Total	640.15	581.22

NOTE 29 : Other current liabilities	As at March 31, 2023	As at March 31, 2022
Credit balances and advances from customers	86.67	159.22
Current Portion of Deferred Government Grant (Refer Note 25)	27.27	27.27
Statutory dues	83.60	128.63
Others*	264.07	388.23
Total	461.61	703.35

*includes MSUM gratuity fund, provision for renewable energy purchase obligation and incentive payable to agents and others.

NOTE 30: Provisions			
Others - contingencies		453.05	585.66
Employee benefits		12.53	9.88
Total		465.58	595.54
Movement of Provision [Others - contingencies]	**Disputed Statutory Matters**	**Other Obligation**	**Total**
Balance as on April 01, 2021	16.32	208.46	**224.78**
Addition during the year	-	377.20	**377.20**
written back during the year	(16.32)	-	**(16.32)**
(Gain)/ Loss on Restatement provided during the year	-		**-**
Balance as on 31 March, 2022	(0.00)	585.66	**585.66**
Addition during the year	-	36.23	**36.23**
Less :- Gain on Restatement provided during the year	-	(168.84)	**(168.84)**
Balance as on 31 March, 2023	**(0.00)**	**453.05**	**453.05**

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

Particulars	March 31, 2023	March 31, 2022
NOTE 31 : Revenue from operation		
Sale of manufacured goods		
Yarn	**18,234.58**	23,754.75
Fabrics	**24,923.53**	24,189.57
Waste	**1,616.02**	1,363.70
Sale of electricity		
Wind power	**702.06**	797.25
Total (i)	**45,476.19**	50,105.27
Other operating income		
Income from job work	**29.93**	5.46
Export incentives	**202.00**	178.44
Total (ii)	**231.93**	**183.90**
Revenue from operations (i+ii)	**45,708.12**	50,289.17

NOTE 31.1 : Reconciliation of contract price vis a vis revenue recognised in the statement of profit and loss is as follows:		
Contract Price		
Yarn	**18,757.66**	24,528.30
Fabrics	**25,613.76**	24,770.57
Waste	**1,616.02**	1,363.70
Wind power	**702.06**	797.25
Adjustments:		
Discount/rebate/ incentives	**1,213.31**	1,354.55
Revenue recognised in statement of profit and loss	**45,476.19**	50,105.27

NOTE 31.2 : Significant changes in the contract assets and the contract liabilities balances during the year are as follows :			
(a)	**Contract Assets (Trade Receivables)**	**5,346.37**	6,526.15
(b)	**Movement of contract liability :**		
	Opening Balance	**159.22**	98.72
	Less : Revenue recognized during the year from opening balance	**159.22**	98.72
	Add : Advance received during the year against sale of goods not recognized as revenue	**86.67**	159.22
	Amounts included in contract liabilities at the end of the year	**86.67**	159.22
(c)	**Contract liabilities include amount received from customers as per the terms of sales order to deliver goods. Once the sales are completed and control is transferred to customers the same shall be recongised as revenue.**		

NOTE 31.3 : Timing of revenue recognition		
Revenue recognition at a point of time	**45,476.19**	50,105.27
Total revenue from contracts with customers	**45,476.19**	50,105.27

NOTE 32 : Other income		
Net profit on sale/discard of property, plant and equipment	**2.59**	0.64
Net profit on sale of investment properties	**320.25**	509.98
Net gain on Foreign Currency transactions and translation considered other than finance cost	**45.47**	48.95
Interest income	**147.70**	270.25
Sale of scrap	**81.51**	57.86
Excess Provision and unspent liabilities written back	**178.13**	3.55
Gain on restatement of provision for other contingencies	**168.84**	-
Reversal of allowance for expected credit loss	**-**	37.58
Net Gain on fair value of Biological Asset	**0.05**	-
Deferred government subsidy	**27.27**	41.82
Miscellaneous income	**121.03**	222.20
Total	**1,092.84**	1,192.83

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 33 : Cost of material consumed	March 31, 2023	March 31, 2022
Cotton and manmade fibre	30,434.19	30,214.93
Other materials consumed	1,035.98	889.21
Total	**31,470.17**	31,104.14

NOTE 34 : Purchase of Stock in Trade		
Cotton Yarn	264.78	-
Total	**264.78**	-

NOTE 35 : Changes in inventories of finisshed goods and work-in-progress		
Opening stock		
Work-in-progress	2,524.31	1,613.04
Finished goods	1,103.37	975.90
Waste	111.07	149.23
Stock in trade -fabric	0.40	6.21
	3,739.15	2,744.38
Closing stock		
Work-in-progress	2,450.74	2,524.31
Finished goods	1,317.76	1,103.37
Waste	284.16	111.07
Stock in trade -fabric	0.73	0.40
	4,053.39	3,739.15
Change in inventories	(314.24)	(994.77)

NOTE 36: Employee benefit expenses		
Salaries, wages and bonus etc.	3,516.63	3,602.84
Gratuity	69.15	63.21
Contribution to provident fund	301.12	287.57
Staff welfare	141.50	145.36
Total	**4,028.40**	4,098.98

NOTE 37: Finance costs		
Interest	1,879.98	2,740.06
Interest on lease obligations	0.32	0.34
Other borrowing costs	52.57	46.15
Total	**1,932.87**	2,786.55

NOTE 38 : Depreciation and amotisation expenses		
Depreciation on tangible assets	2,059.84	2,043.06
Amortisation on right of use assets	21.16	21.16
Depreciation on intangible assets	1.51	1.51
Depreciation on investment properties	11.75	12.42
Total	**2,094.26**	2,078.15

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 39 : Other expenses	**March 31, 2023**	March 31, 2022
Stores and spare parts consumed	**993.86**	736.29
Packing materials consumed	**468.84**	574.58
Power & fuel	**4,569.16**	4,931.00
Job processing charges	**121.22**	129.65
Repairs to : Plant & machinery	**157.52**	128.64
: Buildings	**55.22**	38.90
: Others	**284.28**	313.82
Rent (refer note 42)	**4.84**	4.84
Rates & taxes	**28.96**	337.99
Insurance	**104.82**	75.02
Corporate Social Responsibility	**19.68**	
Allowance for credit loss	**6.03**	-
Legal & professional	**77.89**	109.22
Other selling expenses	**1.24**	3.84
Travelling expenses including directors travelling	**29.75**	18.11
Freight & forwarding	**13.53**	11.18
Auditors remuneration	**14.96**	13.65
Directors fees	**9.60**	7.40
Net loss on fair valuation of biological assets	**-**	0.33
Provision for Hank Yarn Obligation	**-**	305.53
Miscellaneous #	**231.05**	165.06
Total	**7,192.45**	7,905.04
Note 39.1 : Audit remuneration		
Statutory audit	**6.00**	6.00
Limited review	**3.00**	3.00
Tax audit	**2.50**	2.50
Certifiaction & other fees	**2.35**	1.80
Reimbursement of expenses	**1.11**	0.35
Total	**14.96**	13.65
# includes fee of Rs. 15 lakhs (previous year Rs. 7.50 lakhs) paid for increase in authorized share capital.		

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 40 EARNING PER SHARE	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit attributable to the Equity Shareholders (A)	**8.22**	3,276.02
Number of Equity Shares beginning of the year	**60,858,309**	57,012,155
Shares issued during the year	**27,386,240**	3,846,154
Number of Equity Shares at the end of the year	**88,244,549**	60,858,309
Weighted average Equity Shares (B)	**77,515,145**	59,488,446
Nominal value of Equity Shares (Rs.)	**10.00**	10.00
Basic and Diluted Earnings per Share (Rs.)-A/B	**0.01**	5.51

Note 40.1 There have been no transactions involving equity shares or potential equity shares between the reporting date and the date of approval of these financial statements that would have an impact on the outstanding weighted average number of equity shares as at the year end.

	As at March 31, 2023	As at March 31, 2022
NOTE 41 Contingent liabilities, contingent assets and commitments		
A. Contingent liabilities (not provided for) in respect of:		
Labour & industrial matters, except for which the liability is unascertainable	**7.11**	7.11
Income-tax matters*	**1,410.53**	1,410.53
Demand raised by VAT / Sales-tax Department for various matters	**2,721.87**	2,541.65
Electricity duty and Other Cess, etc.	**1,126.54**	1,082.34

* Includes Rs.1,132 lakhs (previous year Rs. 1,132 lakhs) related to financial year 2010-11 (Assessment year 2011-12) disputed before the appropriate authorities. Out of this, an amount of Rs.685 lakhs pertains to erstwhile Investment Division since demerged and forms part of Kiran Vyapar Limited. In the event the final outcome of the same is adverse, the tax demand will be recoverable from Kiran Vyapar Limited in accordance with the Scheme of Arrangement sanctioned by the Hon'ble High Court at Calcutta.

Note: Pending resolution of the respective proceedings, it is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgments/ decisions pending with various forums/ authorities. However, the Company has reviewed all its pending litigation and proceeding and has adequately provided for where provision required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect outcome of these proceeding to have a materially adverse effect on its financial position. The Company does not expects any payment in respect of the above contingent liabilities.

B. In light of recent judgment of Honorable Supreme Court dated 28, February 2019 on the definition of "Basic Wages" under the Employees Provident Funds & Misc. Provisions Act, 1952 and based on Company's evaluation, there are significant uncertainties and numerous interpretative issues relating to the judgement and hence, it is unclear as to whether the clarified definition of Basic Wages would be applicable prospectively or retrospectively. The amount of the obligation therefore cannot be measured with sufficient reliability for past periods and hence has currently been considered to be a contingent liability.

C. Commitments

a. Estimated amount of Contracts remaining to be executed on Capital Account [Net of Advances] not provided for	**72.19**	53.99

b. The Company has availed certain government subsidies. As per the terms and conditions, the Company has to comply with certain conditions failing which the Company has to refund amount of subsidies availed along with interest and penalty.

NOTE 42 Leases

As a Lessee

a. The Company recognizes the expenses of low value leases or short-term leases on a straight-line basis over the lease term. The expenses related to short-term leases for the year was Rs 4.84 lakhs (previous year Rs 4.84 lakhs).

b. There are no income from subleasing right-of-use assets nor any gains or losses from sales and leaseback for the year ended March 31, 2023 and March 31, 2022.

c. There are no variable lease payments for the year ended March 31, 2023 and March 31, 2022.

d. Total cash outflow on leases for the year ended Rs 0.81 lakhs (previous year Rs 0.45 lakhs).

e. The maturity of the lease liabilities is as follows:

Particulars	<=1 Year	1-3 Years	4-5 Years	>5 Years	Total
as at March 31, 2023	0.34	0.76	0.42	2.16	**3.68**
as at March 31, 2022	0.49	0.70	0.39	2.59	**4.17**

NOTE 43 Foreign exchange derivatives and exposures outstanding at the year-end:

(a) Foreign Currency exposure not hedged by derivative instrument or otherwise :

Particulars	Currency	As at March 31, 2023 Foreign Currency (in lakhs)	As at March 31, 2023 Equivalent Rs.	As at March 31, 2022 Foreign Currency (in lakhs)	As at March 31, 2022 Equivalent Rs.
Trade receivables	USD	**3.09**	**254.45**	10.89	824.93
Packing Credit Loan	USD	**2.96**	**243.87**	8.97	679.81

(b) Outstanding forward contracts to hedge foreign currency exposure :

	As at March 31, 2023 USD	As at March 31, 2023 EUR	As at March 31, 2022 USD	As at March 31, 2022 EUR
For Future Export Sales [in Foreign Currency in lakhs]	**3.04**	**-**	3.59	-
For Future Import Purchase [in Foreign Currency in lakhs]	**-**	**-**	-	0.50

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 44 Employee benefits

The Company contributes to the following post-employment defined benefit plans in India.

(i) Defined Contribution Plans:

The Company makes contributions towards provident fund to a defined contribution retirement benefit plan for qualifying employees. Under the plan, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits. During the year the Company has contributed to Government Provident Fund Rs. 289.23 lakh (Previous year Rs. 275.72 lakh).

(ii) Defined Benefit Plan:

The Company provides for gratuity for employees in India 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 without any cap. Gratuity liability is being contributed to the Group Gratuity-cum-life Assurance Cash Accumulation Policy administered by the LIC of India.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at March 31, 2023. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

A. Based on the actuarial valuation obtained in this respect, the following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at balance sheet date:

	As at March 31, 2023	As at March 31, 2022
Net defined benefit liability / (asset)		
- Non-current	-	-
- Current	113.44	72.06

B. Movement in net defined benefit (asset) liability

The following table shows a reconciliation from the opening balances to the closing balances for net

	As at March 31, 2023			As at March 31, 2022		
	Defined benefit obligation	**Fair value of plan assets**	**Net defined benefit (asset)/ liability**	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability
Balance as at 1 April	538.17	466.11	72.07	493.72	428.03	65.68
Included in profit or loss						
Service costs	62.25	-	62.25	58.68	-	58.68
Interest cost	39.29	-	39.29	34.07	-	34.07
Interest Income	-	34.03	(34.03)	-	29.53	(29.53)
	101.54	34.03	67.51	92.75	29.53	63.21
Included in OCI						
Actuarial loss / (gain) arising from:						
- financial assumptions	5.07	-	5.07	6.34	-	6.34
- experience adjustment	41.55	-	41.55	7.98	-	7.98
- on plan assets	-	2.33	(2.33)	-	5.46	(5.46)
	46.62	2.33	44.30	14.32	5.46	8.86
Other						
Contributions paid by the employer	-	70.44	(70.44)	-	65.69	(65.69)
Benefits paid	(82.17)	(82.17)	-	(62.60)	(62.60)	-
Acquisition adjustment						
	(82.17)	(11.74)	(70.44)	(62.60)	3.09	(65.69)
Balance as at 31 March	604.16	490.73	113.44	538.17	466.11	72.06

	As at March 31, 2023	As at March 31, 2022
C. Major Categories of Plan Assets as percentage of Total Plan Assets		
Fund managed by insurer	88.45%	91.30%
State Govt. securities	3.30%	3.39%
High quality corporate bond	4.10%	4.50%
Others	4.15%	0.81%
	100.00%	**100.00%**
D. Maturity profile of defined benefit obligation (based on undiscounted basis):		
Within next twelve months	86.13	66.99
Between one to five years	177.77	163.71
Beyond five years	1,050.64	987.13
E. Best Estimate of Contribution During Next year	196.49	148.88
F. Actuarial assumptions		
The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).		
Discount rate (in %)	7.20% p.a	7.30% p.a
Expected rate of future salary increase	2.50% p.a	2.50% p.a
Expected average remaining working lives of employees (in years)	58 years	58 years
Mortality	Mortality Rate (% of IALM 12-14)	

Assumptions regarding future mortality have been based on published statistics and mortality tables.

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

G. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

	As at March 31, 2023		As at March 31, 2022	
	Increase	**Decrease**	Increase	Decrease
Discount rate (1% movement)	**(47.46)**	**55.14**	(43.42)	50.60
Expected rate of future salary increase (1% movement)	**58.72**	**(51.13)**	53.93	(47.04)

Sensitivities due to mortality and withdrawals are insignificant, hence ignored. Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

H.	Weighted Average duration of employees (based on discounted cashflow)	9 Years	9 Years

I. Description of Risk Exposures:

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such Company is exposed to various risks as follow -

i. **Salary Increases -** Higher than expected increase in salary will increase the defined benefit obligation.

ii. **Investment Risk -** Assets / liabilities mismatch and actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability / Assets.

iii. **Discount Rate -** Reduction in discount rate in subsequent valuations can increase the plan's liability.

iv. **Demographic risk -** This is the risk of variability of results due to unsystematic nature of decrements that includes mortality, withdrawals, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends on the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the employee benefit of a short career employee typically costs less per year as compared to a long service employee.

ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTES : 45 Related Party Disclosures:

A. **Name related parties and nature of relationship:**

I. **Where control exist:**

Holding Company	Placid Limited
Wholly owned Subsidiary Company	MSUM Texfab Limited

II. **Other related parties with whom transactions have taken place during the year:**

a)	Entity under the control of Placid Group	-Golden Greeneries Pvt. Ltd. -Mahate Greenview Pvt. Ltd. -Sidhidata Tradecomm Ltd. -Sidhidata Power LLP -LNB Renewable Energy Co. Ltd. -Subhprada Greeneries (P) Ltd.
b)	Associates of Placid Group	-Kiran Vyapar Ltd. -Navjyoti Commodity Management Services Limited -The Kishore Trading Co. Ltd. -The General Investment Co. Ltd. -Peria Karamalai Tea & Produce Co. Ltd. -M. B. Commercial Co. Ltd.

III. **Key Management Personnel and their relatives:**

Mr. Lakshmi Niwas Bangur	Chairman & Managing Director
Mr. Yogesh Bangur	Deputy Managing Director / Director
Mrs. Alka Devi Bangur	Director and wife of Mr. Lakshmi Niwas Bangur
Mr. Shreeyash Bangur	Son of Chairman & Managing Director
Mr. Rajiv Kapasi	Independent Director
Mr. Amitav Kothari	Independent Director
Mr.Hansmukh Patel	Chief Financial Officer
Mr.Atul Krishna Tiwari	Company Secretary

IV. **Enterprises over which KMP or relatives of KMP exercise control/significant influence:**

-Satyawatche Greeneries Private Limited
-Uttaray Greenpark (P) Ltd.
-Shree Krishna Agency Ltd.
-IOTA Mtech Ltd.
-IOTA Mtech Power LLP
-Apurva Exports Pvt Ltd.
-The Swadesi Commercial Company Ltd.
-Amalgameted Development Limited
-LNB Group Foundation Trust
-Pali Marwar Solar House Pvt Ltd.
-The Marwar Textiles (Agency) Private Limited

B. **Transactions with related parties for the year ending:**

i.

Particulars	Holding Company		Other related Parties		Key Management Personnel and their relatives		Significant influence by KMP or their relative	
	2022-23	2021-22	**2022-23**	2021-22	**2022-23**	2021-22	**2022-23**	2021-22
Inter Corporate Deposit received								
- Placid Ltd.	**6,100.00**	37,160.00	**-**	-	**-**	-	**-**	-
- Shree Krishna Agency Ltd.	**-**	-	**-**	-	**-**	-	**-**	3,800.00
- Kiran Vyapaar Ltd	**-**	-	**19,000.00**	9,490.00	**-**	-	**-**	-
- Peria Karamalai Tea & Produce Co. Ltd.	**-**	-	**-**	350.00	**-**	-	**-**	-
Inter Corporate Deposit Repaid								
- Placid Ltd.	**19,125.00**	39,610.00	**-**	-	**-**	-	**-**	-
- Shree Krishna Agency Ltd.	**-**	-	**-**	-	**-**	-	**2,300.00**	2,900.00
- Kiran Vyapaar Ltd	**-**	-	**24,959.80**	12,240.00	**-**	-	**-**	-
- Peria Karamalai Tea & Produce Co. Ltd.	**-**	-	**350.00**	-	**-**	-	**-**	-
- Golden Greeneries Pvt. Ltd.	**-**	-	**90.00**	-	**-**	-	**-**	-
Inter Corporate Deposit Given								
- MSUM Texfab Ltd.	**-**	1.00	**-**	-	**-**	-	**-**	-
Inter Corporate Deposit Refund								
- MSUM Texfab Ltd.	**(1.00)**	-	**-**	-	**-**	-	**-**	-
Interest Expenses								
- Placid Ltd.	**658.44**	1156.88	**-**	-	**-**	-	**-**	-
- Shree Krishna Agency Ltd.	**-**	-	**-**	-	**-**	-	**54.80**	175.34
- Kiran Vyapaar Ltd	**-**	-	**306.04**	860.13	**-**	-	**-**	-
- Peria Karamalai Tea & Produce Co. Ltd.	**-**	-	**10.78**	29.73	**-**	-	**-**	-
- Golden Greeneries	**-**	-	**2.77**	7.83	**-**	-	**-**	-
Interest Income								
- MSUM Texfab Ltd.	**0.02**	0.04	**-**	-	**-**	-	**-**	-
Contribution to Trust								
- LNB Group Foundation Trust	**-**	-	**-**	-	**-**	-	**11.56**	0.15

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(Rs. in Lakhs, unless stated otherwise)

Issuance of Equity share capital (including security premium)								
- Mrs. Alka Devi Bangur	**-**	-	**-**	-	**68.59**	-	**-**	-
- Mr. Lakshmi Niwas Bangur	**-**	-	**-**	-	**0.50**	-	**-**	-
- Lakshmi Niwas Bangur (HUF)	**-**	-	**-**	-	**0.42**	-	**-**	-
- Placid Ltd.	**2,110.31**	-	**-**	-	**-**	-	**-**	-
- M. B. Commercial Co. Ltd.	**-**	-	**126.89**	-	**-**	-	**-**	-
-The Kishore Trading co Ltd	**-**	-	**110.53**	-	**-**	-	**-**	-
- Amalgameted Development Limited	**-**	-	**74.76**	-	**-**	-	**-**	-
- Apurva Exports Pvt Ltd.	**-**	-	**29.51**	-	**-**	-	**-**	-
- Mr. Yogesh Bangur	**-**	-	**-**	-	**10.97**	50.00	**-**	-
- Mr. Shreeyash Bangur	**-**	-	**-**	-	**10.78**	50.00	**-**	-
- Shree Krishna Agency Ltd.	**-**	-	**174.74**	700.00	**-**	-	**-**	-
Investments in Equity Shares of Subsidiary Company								
- MSUM Texfab Ltd. (50000 Shares @ Rs.10 each)	**-**	5.00	**-**	-	**-**	-	**-**	-
Reimbursement of Expenses / Recovery (Net)								
- Placid Ltd.	**6.99**	3.09	**-**	-	**-**	-	**-**	-
- LNB Renewable Energy Pvt Ltd.	**-**	-	**-**	0.35	**-**	-	**-**	-
- The Marwar Textiles (Agency) Private Limited	**-**	-	**-**	-	**-**	-	**4.58**	4.06
Purchases of Raw Materials								
- Subhprada Greeneries (P) Ltd	**-**	-	**25.08**	311.06	**-**	-	**-**	-
- Uttaray Greenpark (P) Ltd.	**-**	-	**-**	-	**-**	-	**29.23**	334.83
- Satyawatche Greeneries (P) Ltd.	**-**	-	**-**	-	**-**	-	**-**	858.92
- Sidhidata Tradecom Ltd.	**-**	-	**2,400.45**	484.75	**-**	-	**-**	-
- Sidhidata Power LLP	**-**	-	**470.66**	435.81	**-**	-	**-**	-
- Apurva Exports Ltd.	**-**	-	**-**	-	**-**	-	**82.09**	522.60
-The Kishore Trading Co Ltd	**-**	-	**115.12**	759.71	**-**	-	**-**	-
- Iota Mtech Ltd	**-**	-	**-**	-	**-**	-	**580.20**	624.99
- Mahate Greenview Pvt ltd	**-**	-	**27.67**	826.18	**-**	-	**-**	-
- IOTA Mtech Power LLP	**-**	-	**-**	-	**-**	-	**562.94**	330.06
- Amalgameted Development Limited	**-**	-	**122.02**	35.74	**-**	-	**-**	-
- The Swadesi Commercial Company Ltd.	**-**	-	**25.89**	55.85	**-**	-	**-**	-
Contract for setup of Solar Plant / AMC								
- LNB Renewable Energy Pvt Ltd.	**-**	-	**34.91**	39.22	**-**	-	**-**	-
Rent Expenses								
- Shree Krishna Agency Ltd.	**-**	-	**-**	-	**-**	-	**0.01**	0.01
- M. B. Commercial Co. Ltd.	**-**	-	**4.21**	4.21	**-**	-	**-**	-
- The Marwar Textiles (Agency) Private Limited	**-**	-	**-**	-	**-**	-	**0.62**	0.62
Rent Income								
- Navjyoti Commodity Management Services Limited	**-**	-	**-**	0.93	**-**	-	**-**	-
- Shree Krishna Agency Ltd.	**-**	-	**-**	0.01	**-**	-	**-**	-
- Pali Marwar Solar House Pvt Ltd.	**-**	-	**-**	-	**-**	-	**0.71**	0.71
Remuneration to KMP@								
-Mr. Yogesh Bangur	**-**	-	**-**	-	**0.00**	0.00	**-**	-
-Mr. Hansmukh Patel	**-**	-	**-**	-	**24.79**	20.74	**-**	-
-Mr. Atul Krishna Tiwari	**-**	-	**-**	-	**5.11**	1.60	**-**	-
Director Sitting Fees								
- Mrs. Alka Devi Bangur	**-**	-	**-**	-	**3.60**	2.60	**-**	-
- Mr Rajiv Kapasi	**-**	-	**-**	-	**3.00**	2.60	**-**	-
- Mr Amitav Kothari	**-**	-	**-**	-	**3.00**	2.20	**-**	-
Summary of payment made to KMP								
Short term employee benefits*	**-**	-	**-**	-	**39.50**	29.74	**-**	-

'@ Excludes Actuarial Valuation of Retirement

ii.

Closing Balances	**As at Mar 31, 2023**	As at Mar 31, 2022	**As at Mar 31, 2023**	As at Mar 31, 2022	**As at Mar 31, 2023**	As at Mar 31, 2022	**As at Mar 31, 2023**	As at Mar 31, 2022
Balance payable (Net)								
- Borrowings								
- Placid Ltd.	**-**	13,025.20	**-**	-	**-**	-	**-**	-
- Shree Krishna Agency Ltd.	**-**	-	**-**	-	**-**	-	**0.01**	2,300.00
- Kiran Vyapaar Ltd.	**-**	-	**-**	5,959.80	**-**	-	**-**	-
- Peria Karamalai Tea & Produce Co. Ltd.	**-**	-	**-**	350.00	**-**	-	**-**	-
- Golden Greeneries	**-**	-	**-**	90.00	**-**	-	**-**	-
- Trade Payable								
- LNB Renewable Energy Pvt Ltd.	**-**	-	**-**	3.27	**-**	-	**-**	-
- M. B. Commercial Co. Ltd.	**-**	-	**-**	0.32	**-**	-	**-**	-
- Iota Mtech Ltd	**-**	-	**92.37**	-	**-**	-	**-**	-
- The Kishore Trading Co. Limited	**-**	-	**68.68**	-	**-**	-	**-**	-
- Amalgameted Development Limited	**-**	-	**(0.06)**	35.72	**-**	-	**-**	-
- Sidhidata Power LLP	**-**	-	**86.29**	124.54	**-**	-	**-**	-
- Sidhidata Tradecom Ltd.	**-**	-	**1,436.33**	-	**-**	-	**-**	-
Balance receivable (Net)								
- MSUM Texfab Ltd.	**-**	-	**-**	1.04	**-**	-	**-**	-

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(Rs. in Lakhs, unless stated otherwise)

NOTE:46 Segment Reporting

According to Ind AS 108, identification of operating segments is based on Chief Operating Decision Maker (CODM) approach for making decisions about allocating resources to the segment and assessing its performance. The business activity of the company falls within two broad business segment viz. “Textiles” and "Wind Energy". Accordingly,these business segments comprise the primary basis of segmental information set out in these financial statements. As part of Secondary reporting, revenues are attributed to geographic areas based on the location of the customers.

The following tables present the revenue, profit, assets and liabilities information relating to the Business / Geographical segment for the year ended 31.03.2023.

Information about business segment - primary

Particulars	Textile		Wind Energy		Total	
	Current year	Previous year	**Current year**	Previous year	**Current year**	Previous year
1.Segment Revenue						
- External sales	**45,006.05**	49,491.92	**702.06**	797.25	**45,708.11**	50,289.16
-Other income	**467.39**	164.97	**111.98**	198.68	**579.37**	363.65
Total Revenue	**45,473.44**	49,656.89	**814.04**	995.92	**46,287.48**	50,652.81
2.Segment Results	**2,099.56**	7,460.74	**408.65**	452.81	**2,508.22**	7,913.55
Unallocated income (Net off unallocable expenses)					443.09	623.11
Profit / (Loss) before interest and tax	**2,099.56**	7,460.74	**408.65**	452.81	**2,065.12**	7,290.44
Finance Costs					**1,932.87**	2,786.55
Extraordinary items						
Profit before tax					**132.25**	4,503.90
Provision for taxation (Net)					**124.05**	1,227.89
3.Profit/(Loss) after tax					**8.21**	3,276.00
4.Other Information						
i) Segment assets	**80,986.86**	85,545.01	**5,053.49**	5,464.68	**86,040.35**	91,009.69
Unallocated corporate assets					**3,256.90**	3,896.95
Total assets	**80,986.86**	85,545.01	**5,053.49**	5,464.68	**89,297.25**	94,906.65
ii) Segment liabilities	**4,655.04**	3,994.45	**247.69**	111.54	**4,902.73**	4,105.99
Unallocated corporate liabilities					**30,937.66**	40,057.47
	4,655.04	**3,994.45**	**247.69**	111.54	**35,840.39**	44,163.47
Capital Expenditure	**319.44**	596.56	-	-	**319.44**	596.56
Depreciation	**1,874.58**	1,765.97	**219.68**	312.17	**2,094.26**	2,078.15

Secondary Segment - Geographical by location of customers

Particulars	Domestic		Export		Total	
	Current year	Previous year	**Current year**	Previous year	**Current year**	Previous year
Revenue from Operations	**41,347.97**	43,774.78	**4,360.13**	6,514.38	**45,708.11**	50,289.16
Carrying amount of Trade Receivables	**5,106.55**	5,651.89	**239.82**	866.61	**5,346.37**	6,518.50

Other Information:

The company has common assets for producing goods for domestic market and overseas market.

Major Customers:

In case of Textile bussiness segment, none of customer has contributed 10% or more to their respective segment's revenue for the year.

In case of Wind bussiness segment, single customer have contributed 100% to their respective segment's revenue for the year.

NOTE:47 Disclosure u/s 186(4) of the Companies Act, 2013

Details pursuant to disclosure requirements of section 186(4) of the Companies Act, 2013 relating to Loan and Investment by the Company:

Particulars	Investment made / Loan Given / Security Provided during the year	Balance of Investment / Loan Given / Security Provided as on 31st March 2023	Balance of Investment / Loan Given / Security Provided as on 31st March 2022	Rate of Interest (Per Annum)	Purpose	Maturity Period
MSUM Texfab Limited (Wholly owned subsidiary)						
Investment in Share Capital	-	**10.00**	10.00	-	Wholly Owned Subsidiary	-
Inter Corporate Deposit Given	-	**-**	1.00	-	Wholly Owned Subsidiary	Repayable on demand

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE:48 The company has made investments in Subsidiary Companies as detailed below:

Particulars	Country of Incorporation	Percentage of holding as at March 31, 2023	Percentage of holding as at March 31, 2022
MSUM Texfab Limited	India	100%	100%

NOTE:49 Some of the Trade Receivable, Payable and Loans & Advances are Subject to Confirmation and reconcilations.

NOTE:50 **Corporate social responsibility expenditure**

Disclosure in respect of CSR expenses under Section 135 of the Companies Act, 2013 and rules thereon:

Particulars	31.03.2023	31.03.2022
Amount required to be spent during the	21.32	-
Amount spent during the year	19.68	0.48
(Excess) / Shortfall for the year	1.64	(0.48)
Total of previous years shortfall / (excess) -(cummulative)	(2.09)	(1.61)
Reason for shortfall	NA	NA
Nature of CSR activities:	Health and Nutrition, Education, Child Protection and Responding Emergencies, Food, Promotion of Sports & Games	
Details of related party transactions	11.56	NIL
Provision is made with respect to a liability incurred by entering into a contractual obligation	NIL	NIL

NOTE:51 The company is exposed to fluctuations in the price of raw materials. The company manages its commodity price risk by maintaining optimum inventories of raw materials to take into account the anticipated fluctuations in prices. To counter the risk of fluctuating raw material prices, the company manufactures products with a variety of fibers with the objective of reducing raw material costs, increasing application flexibility and enhancing product functionality and also invests in product development and innovation. Additionally, processes and policies related to such risks are closely monitored, reviewed and controlled by the management team.

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE:52 Disclosure of Ratios and their Elements as per the requirements of Schedule III to Companies Act 2013

Sl. No.	Particulars	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	% of variance	Explanation for change in the ratio by more than 25%
1	Current ratio	Current Assets	Current Liabilities	**1.36**	2.00	-32.02	Due to increase in Borrowings and decrease in trade receivables and inventories.
2	Debt-equity ratio	Total Debt	Shareholder's Equity	**0.43**	0.64	-32.57	Due to Repayment of ICD's and Infusion of equiry share capital
3	Debt service coverage ratio	Earning for Debt Service	Debt service	**0.32**	0.73	-55.83	Due to increase in Borrowings and decrease in profit.
4	Return on equity ratio	Net Profits after taxes	Average Shareholder's Equity	**0.02%**	6.74%	-99.77	Due to decrease in profit for the year
5	Inventory turnover ratio	Sales	Average inventory	**3.99**	5.04	-20.88	
6	Trade receivables turnover ratio	Net Sales	Average trade debtors	**8.16**	9.45	-13.65	
7	Trade payables turnover ratio	Net Purchases	Average Trade Payables	**12.70**	18.66	-31.93	Due to decrease in Purchase during the year
8	Net capital turnover ratio	Net Sales	Working Capital	**8.41**	4.21	99.62	Due to decrease in Sales and Working Capital
9	Net profit ratio	Net profit shall be after tax	Net Sales	**0.02%**	6.51%	-99.72	Due to decrease in profit for the year
10	Return on capital employed	Earning before interest and taxes	Average Capital Employed	**4.60%**	41.68%	-88.97	Due to decrease in earning before interest & tax
11	Return on investment	Dividend or gain on sale of investments	Average investments	**11.13%**	13.66%	-18.56	

Details of numerator and denominator for computing the Ratios

	Particulars	Items included in Numerator/Denominator
1.1	Current Assets	Trade Receivables+ Inentories+Bank balances and cash and Cash and Cash Equivalents
1.2	Current Liabilities	Trade Payables+Short term borrowings+ other liabilities payable within 1 year
2.1	Total Debt	Total Borrowings
2.2	Shareholder's Equity	Equity Share Capital + Other Equity
3.1	Earning for Debt Service	Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of property, plant and equipments etc.
3.2	Debt service	Interest & Lease Payments + Principal Repayments
4.1	Net Profits after taxes	Net Profits after taxes – Preference Dividend (if any)
4.2	Average Shareholder's Equity	(Opening + Closing balance) / 2
5.1	Average inventory	(Opening + Closing balance) / 2
6.1	Net Sales	Net sales consist of gross sales minus sales return.
6.2	Average trade debtors	(Opening + Closing balance)/ 2
7.1	Net Purchases	Net purchases consist of gross purchases minus purchase return
7.2	Average Trade Payables	(Opening Creditors+ Closing Creditors / 2)
8	Working Capital	Current assets minus current liabilities.
10.1	Earning before interest and taxes	Profit After Tax+Depreciation and Amortization Expense+Interest+Non-Operating Expenses
10.2	Capital Employed	Tangible Net Worth + Total Debt + Deferred Tax Liability

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 53 Financial instruments

I. Fair value measurements

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

	As at 31 March 2023		As at 31 March 2022	
	Carrying Amount	**Fair Value**	Carrying Amount	Fair Value
A. Fair value measured at amortised cost				
Financial assets				
Investments	777.25	777.25	1,446.71	1,446.71
Trade receivables	5,009.53	5,009.53	6,195.34	6,195.34
Cash and cash equivalents	67.44	67.44	83.01	83.01
Bank balances other than above	0.35	0.35	100.24	100.24
Others	807.98	807.98	779.13	779.13
Total	**6,662.55**	**6,662.55**	**8,604.43**	**8,604.43**
Financial liabilities				
Non Current borrowings	12,546.21	12,546.21	24,138.21	24,138.21
Lease liability	3.68	3.68	4.17	4.17
Current borrowings	10,490.92	10,490.92	8,289.64	8,289.64
Trade payables	3,036.30	3,036.30	1,760.71	1,760.71
Others	837.45	837.45	660.94	660.94
Total	**26,914.56**	**26,914.56**	**34,853.69**	**34,853.69**

The management assessed that cash and cash equivalents, other bank balances, trade and other receivables and trade and other payables approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

	As at 31 March 2023		As at 31 March 2022	
	Carrying Amount	**Fair Value**	Carrying Amount	Fair Value
B. Fair value measured at fair value through profit and loss				
Financial assets				
Others - Current	0.36	0.36	-	-
Total	**0.36**	**0.36**	**-**	**-**
Financial liablities				
Others - Current	-	-	1.11	1.11
Total	**0.36**	**0.36**	**1.11**	**1.11**

C. Fair value hierarchy

The fair value of financial instruments as referred to in note (A) above has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities [Level 1] measurements] and lowest priority to unobservable inputs [Level 3 measurements].

Level 1: Quoted prices for identical instruments in an active market;

Level 2: Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs, other than Level 1 inputs; and

Level 3: Inputs which are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a net asset value or valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

Financial assets and liabilities measured at fair value - recurring fair value measurements

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are:
(a) recognised and measured at fair value and
(b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

	As at 31 March 2023			As at 31 March 2022		
	Level 1	**Level 2**	**Level 3**	Level 1	Level 2	Level 3
Financial assets						
Investments	-	-	-	-	-	-
Derivatives	-	0.36	-	-	-	-
	-	**0.36**	**-**	**-**	**-**	**-**

	As at 31 March 2023			As at 31 March 2022		
	Level 1	**Level 2**	**Level 3**	Level 1	Level 2	Level 3
Financial liablities						
Investments	-	-	-	-	-	-
Derivatives	-	-	-	-	1.11	-
	-	**-**	**-**	**-**	**1.11**	**-**

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

a. **Fair value of instruments measured at amortised cost**

For the purpose of disclosing fair values of financial instruments measured at amortised cost, the management assessed that fair values of short term financial assets and liabilities approximate their respective carrying amounts largely due to the short-term maturities of these instruments. Further, the fair value of long term financial assets and financial liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

b. **Valuation process and technique used to determine fair value**

i) There are no transfers between level 1 and level 2 during the year.

II. Financial risk management

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors has established the processes to ensure that executive management controls risks through the mechanism of property defined framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed by the board annually to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Company's Audit Committee oversees compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Audit Committee is assisted in its oversight role by Internal Audit. Internal Audit undertakes both regular and periodic reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

The Company is exposed to credit risk, liquidity risk, market risk, foreign currency risk and interest rate risk. The Company's management oversees the management of these risks. The management reviews and agrees policies for managing each of these risks, which are summarised below.

i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investments in debt securities.

The carrying amount of financial assets represents the maximum credit exposure. The Company monitor credit risk very closely both in domestic and export market. The Management impact analysis shows credit risk and impact assessment as low.

Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate.

The Company Management has established a credit policy under which each new customer is analyzed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. The Company's review includes market check, industry feedback, past financials and external ratings, if they are available, and in some cases bank references. Sale limits are established for each customer and reviewed quarterly. Any sales exceeding those limits require approval from the Director of the Company.

More than 60 % of the Company's customers have been transacting with the Company for over four years, and no impairment loss has been recognized against these customers. In monitoring customer credit risk, customers are reviewed according to their credit characteristics, including whether they are an individual or a legal entity, their geographic location, industry and existence of previous financial difficulties.

The Company establishes an allowance for impairment that represents its expected credit losses in respect of trade and other receivables. The management uses a simplified approach for the purpose of computation of expected credit loss for trade receivables.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate.

The carrying amount (net of allowance for credit loss) of trade receivables is Rs. 5,009.53 lakhs (31 March 2022 – Rs.6195.35 lakhs)

Ageing of trade receivables are as under:-

Particulars	**As at 31.03.2023**	As at 31.03.2022
Considered good	5,015.44	6,200.07
More than Six month but less than 1 year	8.77	3.06
More than one year	322.16	323.02
Less: Allowance for credit loss	336.84	330.81
Total	**5,009.53**	**6,195.34**

During the period, the Company has made no write-offs of trade receivables, it does not expect to receive future cash flows or recoveries from collection of cash flows previously written off. The Company also pursue all legal option for recovery of dues wherever necessary based on its internal assessment.

Reconciliation of loss allowance provision – Trade receivables

Particulars	**FY 2022-23**	FY 2021-22
Opening balance	330.81	368.39
Changes in loss allowance	6.03	(37.58)
Closing balance	**336.84**	**330.81**

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

Trade Receivables include overdue amount Rs.73.42 Lakhs (Previous year Rs. 64.60 Lakhs), receivable from M/s DISCOM, Jodhpur on account of supply of Power. The management is taking necessary efforts and is confident of recovery of this amount.

iii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are fallen due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, Company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected future cash flows. This is generally carried out at unit level and monitored through caproate office of the Company in accordance with practice and limits set by the Company. These limits vary by location to take into account requirement, future cash flow and the liquidity in which the entity operates. In addition, the Company's liquidity management strategy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

(a) Financing arrangements

The Company had access to the undrawn working capital facilities. These facilities may be drawn at any time and may be terminated by the bank without notice. Working cpaital facilities are in indian rupee and in foreign currency and have an average maturity period of one year.

(b) Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and exclude contractual interest payments and the impact of netting agreements.

	Carrying value as at March 31, 2023	**Contractual cash flows**				
		Total	**0- 1 Year**	**1–3 years**	**3-5 years**	**More than 5 years**
Non-derivative financial liabilities						
Non current borrowings	14,402.29	14,402.30	1,856.08	4,368.65	3,826.47	4,351.10
Current borrowings	8,634.84	8,634.84	8,634.84	-	-	-
Trade payables	3,036.30	3,036.30	3,036.30	-	-	-
Lease Liability	3.68	3.68	0.34	0.76	0.42	2.16
Other Financial Liabilities	837.45	837.45	640.15	197.30	-	-
Total non-derivative liabilities	**26,914.55**	**26,914.56**	**14,167.70**	**4,566.71**	**3,826.89**	**4,353.26**

	Carrying value as at March 31, 2022	Contractual cash flows				
		Total	0- 1 Year	1–3 years	3-5 years	More than 5 years
Non-derivative financial liabilities						
Non current borrowings	25,818.04	25,818.04	1,679.83	23,617.17	521.04	-
Current borrowings	6,609.81	6,609.81	6,609.81	-	-	-
Trade payables	1,760.71	1,760.71	1,760.71	-	-	-
Lease Liability	4.17	4.17	0.49	0.70	0.39	2.59
Other Financial Liabilities	758.52	758.52	581.22	177.30	-	-
Total non-derivative liabilities	34,951.26	34,951.26	10,632.06	23,795.17	521.43	2.59

The inflows/(outflows) disclosed in the above table represent the contractual undiscounted cash flows relating mainly to non-derivative financial liabilities held for risk management purposes and which are not usually closed out before contractual maturity. The interest payments on variable interest rate loans in the table above reflect market forward interest rates at the reporting date and these amounts may change as market interest rates change.

iv. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates and interest rates – will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

The Company uses derivatives like forward contracts to manage market riskson account of foreign exchange and various debt instruments on account of interest rates. All such transactions are carried out within the guidelines set by the Risk Management Committee.

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

v. Foreign currency risk

The Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD and small exposure in EUR, JPY and CHF. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the company's functional currency (Rs.). The risk is measured through a forecast of highly probable foreign currency cash flows. The objective of the hedges is to minimise the volatility of the Rs. cash flows of highly probable forecast transactions by hedging the foreign exchange inflows on regular basis. The Company also take help from external consultants who for views on the currency rates in volatile foreign exchange markets.

Currency risks related to the principal amounts of the Company's foreign currency payables, have been partially hedged using forward contracts taken by the Company.

In respect of other monetary assets and liabilities denominated in foreign currencies, the Company's policy is to ensure that its net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates when necessary to address short-term imbalances.

Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk as reported to the management of the Company is as follows

	As at March 31, 2023 (Foreign currency in lakhs)		As at March 31, 2022 (Foreign currency in lakhs)	
	USD	**EUR**	USD	EUR
Financial assets/(liabilities)				
Trade receivables	3.09	-	10.89	
Derivative assets	3.04	-	3.59	0.50
Borrowings - Packing credit in foreign currency	(2.96)	-	(8.97)	
Other payables	-	-	-	(0.50)
Net statement of financial position exposure	**3.18**	**-**	**5.51**	(0.00)

The following significant exchange rates (INR) have been applied

Particulars	**Average Rates**		**Year end spot rates**	
	March 31, 2023	March 31, 2022	**March 31, 2023**	March 31, 2022
USD 1	80.30	74.50	82.22	75.81
EUR 1	83.66	86.59	89.61	84.66
JPY 1	0.59	0.66	0.62	0.62
CHF 1	84.15	81.06	89.93	82.09

Interest rate risk

The Company's main interest rate risk arises from long-term borrowings with variable rates, which expose the Company to cash flow interest rate risk. During March 31, 2023 and March 31, 2022, the Company's borrowings at variable rate were denominated in Indian Rupees and US Dollars.

Currently the Company's borrowings are within acceptable risk levels, as determined by the management, hence the Company has not taken any swaps to hedge the interest rate risk.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows.

	Nominal Amount	
	March 31, 2023	March 31, 2022
Fixed-rate instruments		
Financial assets	1,109.40	1,794.41
Financial liabilities	-	21,724.80
	1,109.40	**23,519.20**
Variable-rate instruments		
Financial assets	-	-
Financial liabilities	23,213.87	10,857.29
	23,213.87	10,857.28

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

	Profit or loss		**Equity, net of tax**	
	50 bp increase	**50 bp decrease**	**50 bp increase**	**50 bp decrease**
March 31, 2023				
Variable-rate instruments	116.07	(116.07)	86.86	(86.86)
Cash flow sensitivity	**116.07**	**(116.07)**	**86.86**	**(86.86)**
March 31, 2022				
Variable-rate instruments	54.29	(54.29)	40.62	(40.62)
Cash flow sensitivity	**54.29**	**(54.29)**	**40.62**	**(40.62)**

Fair value sensitivity analysis for fixed-rate instruments

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

NOTES ANNEXED TO AND FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE:54 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

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.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2022 and March 31, 2021.

Particulars	**As at March 31, 2023**	As at March 31, 2022
Equity Share Capital	8,824.46	6,085.84
Other Equity	44,632.42	44,657.36
Total Equity	**53,456.88**	**50,743.20**
Non-Current Borrowings	12,546.21	24,138.21
Current maturities of Non-Current Borrowings	1,856.08	525.54
Current Borrowings	8,634.84	7,764.10
Total Debts	**23,037.12**	**32,427.85**

NOTE:55 Following are the additional disclosures required as per Schedule III to the Companies Act, 2013 vide Notification dated March 24, 2021;

a. There are no proceedings which have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

b. The Company has not been declared as Willful Defaulter by any Bank or Financial Institution or other Lender.

c. During the year, the company does not have any transactions with the companies struck off under section 248 of Companies Act, 2013 or Section 560 of Companies Act, 1956.

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

e. During the financial year ended 31st March 2023, other than the transactions undertaken in the normal course of business and in accordance with extant regulatory guidelines as applicable.

(i) 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.

(ii) 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.

f. The Company does not have any transactions not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961). Also, there are nil previously unrecorded income and related assets.

g. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

h. The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. The Group has no CICs as part of the Group.

The accompanying notes are an integral part of the financial statements.
As per our report of even date attached

For and on behalf of Board of Directors

For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

Lakshmi Niwas Bangur
Chairman & Managing Director
(DIN 00012617)

Yogesh Bangur
Dy. Managing Director
(DIN 02018075)

Chanderkant Choraria
Partner
Membership No. 521263

Place Noida (Delhi - NCR)
Date May 17, 2023

Atul Krishna Tiwari
Company Secretary

Hansmukh Patel
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

To the Members of Maharaja Shree Umaid Mills Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Maharaja Shree Umaid Mills Limited ("the Parent Company") and its subsidiary (the Parent Company and its subsidiary together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and a summary of the 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 financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2023, the consolidated profit including 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 of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the '*Auditor's Responsibilities for the Audit of the* Consolidated *Financial Statements'* section of our report. We are independent of the Group in accordance with the '*Code of Ethics'* issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

Reporting of key audit matters are not applicable.

Other Information

The Parent Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the 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 identified above when it becomes available 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. When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the applicable laws and regulations.

Responsibilities of Management for the Consolidated Financial Statements

The Parent Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including Ind AS. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the respective companies included in the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the Parent company and of its subsidiary are responsible for assessing the ability of the Company and of its subsidiary 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 respective Board of Directors of the Parent Company and of its subsidiary are also responsible for overseeing the financial reporting process of the Parent Company and of its subsidiary.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Parent Company and its subsidiary 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 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 Parent Company and its subsidiary to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group to express an opinion on the consolidated financial statements, of which we are the independent Auditors. We are responsible for the direction, supervision and performance of the audit of financial information of such entities. For the other entities included in the consolidated financial statements, which have been audited by other Auditors, such other auditors remain

responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in the section titled 'Other Matters' in this audit report.

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 consolidated 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 consolidated financial statements.

We communicate with those charged with governance of the Parent Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit & Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;

(d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of the written representations received from the Directors of the Group as on 31 March 2023 taken on record by the Board of Directors of the respective Company, none of the Directors of the Group companies incorporated in India is disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164(2) of the Act ;

(f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated financial statements of the Parent Company and its subsidiary company incorporated in India, refer to our separate Report in "Annexure A" to this report;

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended :

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid /provided by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiary, as noted in the 'Other matter' paragraph:

I. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group in its consolidated financial statements – Refer Note 39 to the consolidated financial statements;

ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts ;

iii. There was no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Group.

iv. a. The respective Managements of the Company and its subsidiaries have represented that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediaries 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 respective Managements of the Company and its subsidiaries have represented, that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c. Based on such audit procedures, we have 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 (iv)(a) and (iv)(b) contain any material mis-statement

v. The holding company and its subsidiary company have not declared any dividend during the year therefore reporting regarding compliance of section 123 of the Companies Act, 2013 is not applicable.

Reporting under the matters specified in paragraph 3 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 is not applicable to the subsidiary company. Therefore, reporting under provisions of paragraph 3(xxi) of the Order is not applicable to the Company

For : Singhi & Co.
Chartered Accountants
Firm Reg. No. : 302049E

Chanderkant Choraria
Partner
Membership No. : 521263
UDIN : 23521263BGXKHI3722

Date : May 17, 2023
Place : Noida (Delhi-NCR)

ANNEXURE A

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

We have audited the internal financial controls over financial reporting of Maharaja Shree Umaid Mills Limited ('the Parent Company") and its subsidiary company incorporated in India (the Parent Company and its subsidiary together referred to as "the Group"), as of March 31, 2023 in conjunction with our audit of the consolidated financial statements of the Parent Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent Company and its subsidiary company incorporated in India are responsible for establishing and maintaining internal financial controls based on the internal control over the financial reporting criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "guidance Note") and the standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to as audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those standards and the Guidance Note require that we comply with ethical requirements of and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statement included obtaining an understanding of internal financial controls with reference to consolidated financial statement, 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 consolidated financial statements, whether due to fraud or error.

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

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 authorization of management and directors of the company ; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion the Group has, in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the parent company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For : Singhi & Co.
Chartered Accountants
Firm Reg. No. : 302049E

Chanderkant Choraria
Partner
Membership No. : 521263
UDIN : 23521263BGXKHI3722

Date : May 17, 2023
Place : Noida (Delhi-NCR)

(Rs. in Lakhs, unless stated otherwise)

BALANCE SHEET AS AT MARCH 31, 2023

	Notes	As at March 31, 2023	As at March 31, 2022
Assets			
Non-current assets			
Property, plant and equipment	3a	**66,783.51**	68,682.60
Capital work-in-progress	3b	**187.01**	0.68
Right-of-use assets	3c	**172.66**	193.82
Investment properties	4	**1,170.90**	1,182.70
Other intangible assets	5	**1.28**	2.79
Biological assets other than bearer plants	6	**4.95**	4.90
Financial assets			
i) Investments	7	**-**	673.13
ii) Other non current financial assets	8	**361.30**	263.72
Other non current assets	9	**75.07**	23.36
Total non current assets		**68,756.68**	71,027.70
Current assets			
Inventories	10	**10,383.97**	12,533.27
Financial assets			
i) Investments	11	**767.25**	763.58
ii) Trade receivables	12	**5,009.53**	6,195.34
iii) Cash and cash equivalents	13	**71.23**	88.31
iv) Bank balances other than (iii) above	14	**0.35**	100.24
v) Other current financial assets	15	**446.68**	515.41
Current tax assets (net)	16	**1,295.16**	1,255.50
Other current assets	17	**2,560.19**	2,421.60
Total current assets		**20,534.38**	23,873.27
Total Assets		**89,291.06**	94,900.97
Equity and liabilities			
Equity			
Equity share capital	18	**8,824.46**	6,085.84
Other equity	19	**44,626.06**	44,651.53
Total equity		**53,450.52**	50,737.37
Liabilities			
Non-current liabilities			
Financial liabilities			
i) Borrowings	20	**12,546.21**	24,138.21
ii) Lease Liabilities		**3.34**	3.68
iii) Others financial liabilities	21	**197.30**	177.30
Provisions	22	**79.40**	79.72
Deferred tax liabilities (Net)	23	**7,737.79**	7,624.90
Other non current liabilities	24	**181.43**	208.70
Total non current liabilities		**20,745.47**	32,232.51
Current liabilities			
Financial liabilities			
i) Borrowings	25	**10,490.92**	8,289.64
ii) Lease Liabilities		**0.34**	0.49
iii) Trade payables	26		
(A) Total outstanding dues of micro enterprises and small		**65.89**	119.09
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises		**2,970.58**	1,641.76
iv) Other current financial liabilities	27	**640.15**	581.22
Other Current liabilities	28	**461.61**	703.35
Provisions	29	**465.58**	595.54
Total current liabilities		**15,095.07**	11,931.09
Total Liabilities		**35,840.54**	44,163.61
Total Equity and Liabilities		**89,291.06**	**94,900.97**
Summary of signifcant accounting policies and other notes on consolidated fnancial statements	1-52		

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of Board of Directors

For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

Lakshmi Niwas Bangur
Chairman & Managing Director
(DIN 00012617)

Yogesh Bangur
Dy. Managing Director
(DIN 02018075)

Chanderkant Choraria
Partner
Membership No. 521263

Place Noida (Delhi - NCR)
Date May 17, 2023

Atul Krishna Tiwari
Company Secretary

Hansmukh Patel
Chief Financial Officer

(Rs. in Lakhs, unless stated otherwise)

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2023

Particulars	Note	For the Year ended March 31, 2023	For the year ended March 31, 2022
Income			
Revenue from operations	30	**45,708.12**	50,289.17
Other income	31	**1,092.93**	1,192.83
I. Total Revenue		**46,801.05**	51,482.00
Expenses			
Cost of materials consumed	32	**31,470.17**	31,104.14
Purchase of Stock in Trade	33	**264.78**	-
Changes in inventories of finished goods, work-in-progress and traded goods	34	**(314.24)**	(994.77)
Employee benefits expenses	35	**4,028.40**	4,098.98
Finance costs	36	**1,932.87**	2,786.55
Depreciation and amortization expense	37	**2,094.26**	2,078.15
Other expenses	38	**7,193.06**	7,905.79
II. Total expenses		**46,669.30**	46,978.84
PROFIT/ (LOSS) BEFORE EXCEPTIONAL ITEMS &TAX		**131.75**	4,503.16
Exceptional Items		**-**	-
Profit before tax (I-II)		**131.75**	4,503.16
Tax Expenses :			
Current tax		**-**	-
Deferred tax charge/ (reversal)	23	**124.05**	1,227.89
Total tax expenses		**124.05**	1,227.89
Net profit for the year (A) (I-II-III)		**7.70**	3,275.27
Other comprehensive income (OCI)			
Items that will not be reclassified to profit or loss			
(i) Remeasurement of defined benefit (liabilities)/assets		**(44.30)**	(8.86)
(ii) Income tax relating to items that will not be reclassified to profit or loss		**11.15**	2.23
B. (i) Items that will be reclassified to profit and loss		**-**	-
(ii) Income tax relating to items that will be reclassified to profit or loss		**-**	-
Total other comprehensive income for year (B)		**(33.15)**	(6.63)
Total comprehensive income (A+B)		**(25.45)**	3,268.63
Earnings per equity share of Rs. 10 each	39		
Basic and Diluted			
Basic and diluted (in Rs)		0.01	5.51
Diluted		0.01	5.51
Summary of significant accounting policies & other notes on Consolidated financial statements	1-52		

The accompanying notes are an integral part of the financial statements.
As per our report of even date attached

For and on behalf of Board of Directors

For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

Lakshmi Niwas Bangur
Chairman & Managing Director
(DIN 00012617)

Yogesh Bangur
Dy. Managing Director
(DIN 02018075)

Chanderkant Choraria
Partner
Membership No. 521263

Place Noida (Delhi - NCR)
Date May 17, 2023

Atul Krishna Tiwari
Company Secretary

Hansmukh Patel
Chief Financial Officer

(Rs. in Lakhs, unless stated otherwise)

CASH FLOW STATEMENT FOR THE YEAR ENDED ON MARCH 31, 2023

		FOR THE YEAR ENDED MARCH 31,2023		FOR THE YEAR ENDED MARCH 31, 2022	
A.	**CASH FLOW FROM OPERATING ACTIVITIES**				
	Net profit before tax		131.75		4,503.16
	Adjustments for :				
	Depreciation and amortisation expense	2,094.26		2,078.15	
	Interest income	(147.79)		(270.25)	
	Finance costs	1,932.87		2,786.55	
	Fee for increase in authorised share capital	15.00		7.50	
	Net Profit on sale/discard of property, plant and equipment	(2.59)		(0.64)	
	Net Profit on sale of investment properties	(320.25)		(509.98)	
	Deferred Government Subsidies	(27.27)		(41.82)	
	Net fair value (gain) / loss on financial assets measured at fair value through profit or loss	(0.05)		0.33	
	Reversal of allowance for expected credit loss	6.03		(37.58)	
			3,550.21		4,012.25
	Operating Profit before working capital Changes		3,681.96		8,515.41
	Movements in working capital :-				
	(Increase)/ Decrease in trade receivables and other receivables	1,018.57		(370.38)	
	(Increase)/ Decrease in inventories	2,149.30		(5,116.23)	
	(Increase)/ Decrease in other financial assets	(26.32)		23.46	
	Increase/ (Decrease) in trade and other payables	1,033.88		(325.43)	
	Increase/ (Decrease) in other financial liabilities	5.69		84.21	
	Increase/ (Decrease) in provisions	(174.57)	4,006.55	383.03	(5,321.34)
	Cash generated from operations		7,688.51		3,194.06
	Income tax paid (net of refunds)		(39.66)		(62.09)
	Net cash flow from (used in) operating activities		7,648.85		3,131.98
B.	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Purchases of property, plant and equipments	(379.55)		(550.37)	
	Proceeds from sales of property, plant & equipments	6.00		46.89	
	Proceeds from sales of investment properties	320.28		510.00	
	Redemption proceed from debentures	669.46		793.20	
	Net (increase) / decrease in term deposits	99.89		99.12	
	Interest income	145.25		41.87	
	Net cash used in investing activities		861.33		940.70
C.	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Proceeds of long term borrowings	14,503.04		52,024.75	
	Repayment of long-term borrowing	(26,095.04)		(52,778.98)	
	Net proceeds/(Repayment) of short term borrowings	2,201.27		(1,056.34)	
	Payment of lease liabilities	(0.81)		(0.45)	
	Finance Costs (net of interest capitalised)	(1,859.34)		(3,190.19)	
	Proceeds from equity share issue	2,738.62		1,000.01	
	Expenses incurred for increase in authorized share capital	(15.00)		(7.50)	
	Net cash flow from (used in) financing activities		(8,527.26)		(4,008.70)
	Net increase in cash and cash equivalents		(17.07)		63.98
	Cash and cash equivalents(Opening Balance)		88.31		24.33
	Cash and cash equivalents (Closing Balance) (Refer Note 13)		71.23		88.31

The accompanying notes are an integral part of the financial statements.
As per our report of even date attached

For and on behalf of Board of Directors

For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

Lakshmi Niwas Bangur
Chairman & Managing Director
(DIN 00012617)

Yogesh Bangur
Dy. Managing Director
(DIN 02018075)

Chanderkant Choraria
Partner
Membership No. 521263

Place Noida (Delhi - NCR)
Date May 17, 2023

Atul Krishna Tiwari
Company Secretary

Hansmukh Patel
Chief Financial Officer

(Rs. in Lakhs, unless stated otherwise)

A) Equity share capital	No. of Shares	Amount
Equity shares of Rs. 10 Each issued, subscribed and paid Up		
Balance as at April 1, 2021	**57,012,155**	**5,701.22**
Change in Equity Share Capital due to prior period errors	-	-
Restated balance at the beginning of the current previous reporting period	**57,012,155**	**5,701.22**
Issue during the year	3,846,154	384.62
Balance as at March 31, 2022	**60,858,309**	**6,085.83**
Change in Equity Share Capital due to prior period errors	-	-
Restated balance at the beginning of the current reporting period	**60,858,309**	**6,085.83**
Issue during the year	27,386,240	2,738.62
Balance as at March 31, 2023	**88,244,549**	**8,824.46**

(B) Other equity

Particulars	Reserve & surplus				Total
	Securities premium	Capital reserve	General reserve	Retained earnings	
Balance as at April 1, 2021	**7,065.69**	**0.69**	**500.00**	**33,208.64**	**40,775.02**
Change in Equity Share Capital due to prior period errors	-	-	-	-	-
Restated balance at the beginning of the previous reporting period	**7,065.69**	**0.69**	**500.00**	**33,208.64**	**40,775.02**
Share premium on issuance of equity share (net of expenses)	**607.89**				**607.89**
Profit / (Loss) for the year	-	-	-	3,275.27	**3,275.27**
Other comprehensive income for the year	-	-	-	(6.63)	**(6.63)**
Balance as at March 31, 2022	**7,673.58**	**0.69**	**500.00**	**36,477.27**	**44,651.55**
Change in Equity Share Capital due to prior period errors	-	-	-	-	**-**
Restated balance at the beginning of the current reporting period	**7,673.58**	**0.69**	**500.00**	**36,477.27**	**44,651.55**
Share premium on issuance of equity share	-	-	-	-	**-**
Profit / (Loss) for the year	-	-	-	7.69	**7.69**
Other comprehensive income for the year	-	-	-	(33.15)	**(33.15)**
Balance as at March 31, 2023	**7,673.58**	**0.69**	**500.00**	**36,451.80**	**44,626.09**

Nature and purpose of other equity

Securities premium

This reserve represents premium received on issue of shares and can be utilized in accordance with the provisions of the Companies Act, 2013.

Capital reserve

The balance in capital reserve has mainly arisen consequent to merger in the previous years and can be utilized in accordance with the provision of the Companies Act, 2013.

General reserve

The Company appropriates a portion to general reserves out of the profits as decided by the board of directors and can be utilized in accordance with the provisions of the Companies Act, 2013.

Retained earnings

Retained earnings includes fair value gain on property, plant & equipment and other adjustments on adoption of IND-AS as on April 1, 2017 and residual profits earned by the Company after transfer to general reserve and payment of dividend to shareholders.

The accompanying notes are an integral part of the financial statements.

For and on behalf of Board of Directors

As per our report of even date attached

For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

Lakshmi Niwas Bangur
Chairman & Managing Director
(DIN 00012617)

Yogesh Bangur
Dy. Managing Director
(DIN 02018075)

Chanderkant Choraria
Partner
Membership No. 521263

Place : Noida (Delhi - NCR)
Date : May 17, 2023

Atul Krishna Tiwari
Company Secretary

Hansmukh Patel
Chief Financial Officer

(Rs. in Lakhs, unless stated otherwise)

Notes to Consolidated Financial Statements for the Year Ended MARCH 31, 2023

1 Corporate Information

Maharaja Shree Umaid Mills Ltd referred to as "the Company" is domiciled in India. The Company's registered office is at 7, Munshi Premchand Sarani, Hastings, Kolkata, West Bengal - 7000017. The Company has own manufacturing plant in Pali (Rajasthan), India. The Company is a manufacturer of cotton yarn, cotton polyester blended yarn, polyester/viscose yarn, cotton/man made fabrics and also engaged in the generation and sale of wind power with its facilities located in the State of Rajasthan.

Statement of Compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act 2013, read with Companies (Indian Accounting Standard) Rules, 2015 as amended time to time.

Accounting Policies have been consistently applied except where a newly issued Ind AS is initially adopted or a revision to an existing accounting standard required a change in the accounting policy hitherto in use.

The Board of Directors has approved the financial statements for the year ended March 31, 2023 and authorized for issue on May 17,2023. However, shareholders have the power to amend the financial statements after issue.

2 Principles of Consolidation

The consolidated financial statements comprise the financial statements of the Company, its subsidiary as at and for the year ended 31 March 2023. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

(a) The Group combines the financial statements of the parent and its subsidiary line by line adding together like items of assets, liabilities, equity, income and expenses. Intra-group transactions, balances and unrealised profits on transactions between group companies are eliminated in full. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred assets. Appropriate adjustments for deferred taxes are made for temporary differences that arise from the elimination of unrealised profits and losses from intra-group transactions or undistributed earnings of Group's entity included in consolidated statement of profit and loss, if any.

(b) The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements to ensure conformity with the group's accounting policies. The financial statements of all entities used for the purpose of consolidation are drawn up to the same reporting date as that of the parent company.

The detail of Subsidiary company whose financial statements is consolidated as follow:

Name of Companies	Country of Incorporation	% of ownership As at 31st March 2023 & 31st March 2022
MSUM Texfeb Limited	India	100.00%

(c) The Consolidated financial statements are based, in so far they relate to audited financial statements included in respect of subsidiary, which are prepared for consolidation in accordance with the requirement of Indian Accounting Standard on "Consolidated Financial Statements" (Ind AS 110) referred to in section 133 of the Companies Act 2013.

3 Basis of preparation

The financial statements have been prepared on a historical cost basis except certain items that are measured at fair value as explained in accounting policies.

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 estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability, if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 116 – Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of Assets.

These financial statements are presented in Indian National Rupee ('₹'), which is the Company's functional currency. All amounts have been rounded to the nearest ₹ Lakhs, except when otherwise indicated.

Basis of measurement

The Consolidated financial statements have been prepared under the historical cost basis except for the following items: -

- Defined benefit liability/(assets): Fair value of plan assets less present value of defined benefit obligation
- Certain financial assets and liabilities (including financial instrument) – measured at Fair value;
- Financial instruments - Measured at fair value;
- Other financial assets and liabilities- measured at amortised cost

Fair value is the price that would be received upon sale of an asset or paid upon transfer of 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 estimating the fair value of an asset or a liability, the Company take into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in the financial statements is determined on such a basis, except measurements that have some similarities to fair value but are not fair value, such as net realizable value in inventories or value in use in impairment of assets. The basis of fair valuation of these items is given as part of their respective accounting policies.

In addition, for financial reporting purposes, fair value measurements are categorised 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 Company can access at the measurement date;
- **Level 2** inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- **Level 3** inputs are unobservable inputs for the asset or liability.

Use of estimates and critical accounting judgements

In the preparation of financial statements, the Company makes judgements in the application of accounting policies; and estimates and assumptions which affects carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Key source of estimation of uncertainty at the date of financial statements, which may cause material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment, useful lives of property, plant and equipment and intangible assets, valuation of deferred tax assets, provisions and contingent liabilities, fair value measurements of financial instruments and retirement benefit obligations as disclosed below:

Useful lives of property, plant and equipment and intangible assets

The Company has estimated the useful life if each class of assets based on the nature of assets, the estimated usage of the asset, the operating condition of the asset, past history of replacement, anticipated technological changes, etc. The Company reviews the useful life of property, plant and equipment and intangible assets at the end of each reporting period. This reassessment may result in change in depreciation and amortisation expense in future periods.

Impairment

An impairment loss is recognised for the amount by which an asset's or cash-generating unit's carrying amount exceeds its recoverable amount to determine the recoverable amount, management estimates expected future cash flows from each asset or cash generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. In the process of measuring the Company estimates the value in use of the cash generating unit (CGU) based on future cash flows after considering current economic conditions and trends, estimated future operating results and growth rates and anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The cash flows are discounted using a suitable discount rate in order to calculate the present value.

Valuation of current tax and deferred tax assets

The tax jurisdictions for the Company is India. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods. The recognition of current and deferred taxes that are subject to certain legal or economic limits or uncertainties is assessed individually by management based on the specific facts and circumstances. The Company reviews the carrying amount of deferred tax assets at the end of each reporting period.

Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as result of a past event and it is probable that the outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent Liability may arise from the ordinary course of business in relation to claims against the Company. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgments and the use of estimates regarding the outcome of future events. Contingent liabilities are not recognised in the financial statements.

Fair value measurements of financial instruments

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including Discounted Cash Flow Model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair value. Judgements include considerations of inputs such as liquidity risks, credit risks and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Retirement benefit obligations

The Company's retirement benefit obligations are subject to number of assumptions including discount rates, inflation and salary growth. Significant assumptions are required when setting these criteria and a change in these assumptions would have a significant impact on the amount recorded in the Company's balance sheet and the statement of profit and loss. The Company sets these assumptions based on previous experience and third party actuarial advice.

3.1 Operating cycle and current versus non-current classification

Based on the nature of goods manufactured and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current/ noncurrent classification of assets and liabilities.

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

All other assets/liabilities are classified as non-current.

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

All other liabilities are classified as non-current.

Deferred tax liabilities are classified as non-current liabilities.

The operating cycle is the time between the acquisition of the assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

3.2 Property, Plant and Equipment

Recognition and Measurement

Items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment recognised as at 1st April, 2016 measured as per the previous Generally Accepted Accounting Principles (GAAP) except land. Land have been measured at fair value at the date of transition to Ind AS. The cost of an item of property, plant and equipment's comprises its purchase price and directly attributable cost of bringing the assets to working condition for its intended use including borrowing cost and incidental expenditure during construction incurred up to the date when the assets are ready to use. Capital work in progress includes cost of assets at sites, construction expenditure and interest on the funds deployed less any impairment loss, if any.

An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying value of the replaced part is derecognised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

The gain or loss arising on disposal of an item of property, plant and equipment is determined as the difference between sale proceeds and carrying value of such item, and is recognised in the statement of profit and loss.

Intangible assets (other than Goodwill)

Intangible assets (other than goodwill) are stated at cost of acquisition or construction less accumulated amortisation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of intangible assets recognised as at 1st April, 2016 measured as per the previous Generally Accepted Accounting Principles (GAAP). Intangible assets subsequently purchased are measured at cost as at the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

Capital work-in-progress

Capital work-in-progress representing expenditure incurred in respect of assets under development and not ready for their intended use, are carried at cost. Cost includes related acquisition expenses, construction cost, related borrowing cost and other direct expenditure.

Depreciation and amortisation of property, plant and equipment and intangible assets

Depreciation is calculated on Straight Line Method using the rates arrived at based on the estimated useful lives given in Schedule II of the Companies Act, 2013.

Assets value up to ₹5,000 are fully depreciated in the year of acquisition.

Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use.

Depreciation on all assets commences from the dates the assets are available for their intended use and are spread over their estimated useful economic lives or, in the case of leased assets, over the lease period or estimated useful life whichever is less. The estimated useful lives of assets and residual values are reviewed at each reporting date and, when necessary, are revised.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as a separate item (major components) of property, plant and equipment.

Assets	Useful life as per Technical assessment /management estimate	Useful life as per Companies Act
Non factory buildings	60 years	60 years
Factory Building	30 years	30 years
Plant and equipment	30 years on Single shift basis	15 years/ 3years and 6 years
Office equipment	5 years	5 years
Furniture and fixtures	10 years	10 years
Vehicles	8 years and 10 years	8 years and 10 years

Depreciation methods, useful lives and residual values are reviewed in each financial year end and changes, if any, are accounted for prospectively.

Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

3.3 Investment properties

Investment Property is property (comprising land or building or both) held to earn rental income or for capital appreciation or both, but not for sale in ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Investment properties are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any.

The depreciable investment property i.e., buildings, are depreciated on a straight-line method at a rate determined based on the useful life as provided under Schedule II of the Act. Transfers to, or from, investment properties are made at the carrying amount when and only when there is a change in use. Investment properties are derecognized either when they have been disposed of or when they are permanently withdrawn from the use and no future economic benefit is expected from their disposal. The net difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss in the period of derecognition.
Income received from investment property is recognised in the Statement of Profit and Loss on a straight line basis over the term of the lease.

3.4 Biological Assets

Biological Assets are recognized when the entity controls the asset as a result of past events and it is probable that future economic benefits associated with the asset will flow to the entity and the fair value or cost of the asset can be measured reliably. A biological asset is measured on initial recognition and at the end of each reporting period at its fair value less cost to sell.

3.5 Non-current assets held for sale

Non-current assets are classified as held-for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets, or disposal groups, are generally measured at the lower of their carrying amount and fair value less costs to sell. An impairment loss is recognised for any initial or subsequent write-down of the asset to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset is recognised at the date of de-recognition.

Once classified as held-for-sale, intangible assets and property, plant and equipment are no longer amortised or depreciated.

3.6 Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an assets or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

For assets an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

3.7 Borrowing and Borrowing Costs

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in Statement of profit and loss over the period of the borrowings using the effective interest method. Borrowings are derecognised from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a borrowings that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in Statement of profit and loss as other gains/(losses). Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalised as part of the cost of such assets up to the assets are substantially ready for their intended use or sale.

The loan origination costs directly attributable to the acquisition of borrowings (e.g. loan processing fee, upfront fee) are amortised on the basis of the effective interest rate (EIR) method over the term of the loan.

All other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

3.8 Foreign currency transactions

The Company's financial statements are presented in Indian Rupees, which is also its functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rate of exchange at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in statement of profit or loss are also recognised in OCI or statement of profit or loss, respectively).

3.9 Employee benefits

Short term employee benefits

Short-term employee benefits are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined contribution plans

For defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme . Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets..

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method at each reporting date. In respect of post-retirement benefit re-measurements comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets, are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to statement of profit or loss in subsequent periods.

Past service cost is recognised as an expense when the plan amendment or curtailment occurs or when any related restructuring costs or termination benefits are recognised, whichever is earlier.

Other long-term employee benefits

Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the balance sheet date. Actuarial gains/ losses on the compensated absences are immediately taken to the statement of profit and loss and are not deferred. The obligation is measured on the basis of independent actuarial valuation using project unit credit method at each reporting date.

3.10 Revenue Recognition

The Company recognizes revenue when it satisfies a performance obligation in accordance with the provisions of contract with the customer. This is achieved when;

- effective control of goods along with significant risks and rewards of ownership has been transferred to customer;
- 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 costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue represents net value of goods sold to customers after deducting for certain incentives including, but not limited to discounts, volume rebates, etc. For incentives offered to customers, the Company makes estimates related customer performance and sales volume to determine the total amounts earned and to be recorded as deductions. The estimate is made in such a manner, which ensures that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The actual amounts may differ from these estimates and are accounted for prospectively.

The Company considers shipping and handling activities as costs to fulfil the promise to transfer the related products and the customer payments for shipping and handling costs are recorded as a component of revenue. In certain customer contracts, shipping and handling services are treated as a distinct separate performance obligation and the Company recognizes revenue for such services when the performance obligation is completed.

Revenue are net of Goods and Service Tax. No element of significant financing is present as the sales are made with a credit term, which is consistent with market practice.

Revenue (other than sale) is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Export incentives are recognized when there is reasonable assurance that the Company will comply with the conditions and the incentives will be received.

Interest income from a financial asset other than from customers is recognised 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 basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition. Interest income from customers is accounted for on receipt basis due to uncertainity in measurement and realisation from the customers.

Dividends are recognised at the time the right to receive payment is established.

Income from sale of the scrap is measured at the fair value of the consideration received or receivable. Sales are recognised when the significant risks and rewards of ownership, which coincide with transfer of controls of goods, are transferred to the buyer as per terms of contract.

Claims lodged with insurance companies are accounted for on an accrual basis, to the extent these are measurable, and the ultimate collection is reasonably certain.

3.11 Government grants and subsidies

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants that compensate the Company for expenses incurred are recognised in the statement of profit and loss, as income or deduction from the relevant expense, on a systematic basis in the periods in which the expense is recognised.

3.12 Inventories

Raw materials, Stock in trade, dyes and chemicals, stores and spares and consumables

Lower of cost and net realisable value. Cost is determined on a weighted average basis. Cost includes expenditure incurred in acquiring the inventories and other costs incurred in bringing them to their present location and condition. Materials and other items held for use in the production of inventories are not written down below costs, if finished goods in which they will be incorporated are expected to be sold at or above cost

Work-in progress and finished goods

Lower of cost and net realisable value. Cost includes direct materials, labour, a proportion of manufacturing overheads and an appropriate share of fixed production overheads based on normal operating capacity.

Waste material

At net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and to make the sale. However, materials and other items held for use in the production of finished goods are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

3.13 Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If the receivable is expected to be collected within a period of 12 months or less from the reporting date (or in the normal operating cycle of the business, if longer), they are classified as current assets otherwise as non-current assets.

Trade receivables are measured at their transaction price unless it contains a significant financing component in accordance with Ind AS 115 for pricing adjustments embedded in the contract.

Loss allowance for expected lifetime credit loss is recognised on initial recognition.

3.14 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

Any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision.

All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

In those cases where the outflow of economic resources as a result of present obligations is considered improbable or remote, no liability is recognised.

Contingent liability is a possible obligation arising from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events but is not recognised because it is not possible that an outflow of resources embodying economic benefit will be required to settle the obligations or reliable estimate of the amount of the obligations cannot be made. The Company discloses the existence of contingent liabilities in other notes to financial statements.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent assets are not recognised. However, when inflow of economic benefits is probable, related asset is disclosed.

3.15 Measurement of fair value

Initial recognition and measurement

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the financial instrument. Financial instrument (except trade receivables) are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value. Trade receivables are measured at their transaction price unless it contains a significant financing component in accordance with Ind AS 115 for pricing adjustments embedded in the contract. Subsequent measurement of financial assets and financial liabilities is described below:

Non-derivative financial assets

Subsequent measurement

i. Financial assets carried at amortised cost

A financial asset is measured at the amortised cost, if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

ii. Investments in equity instruments

Investments in equity instruments, where the Company has opted to classify such instruments at fair value through other comprehensive income (FVOCI) are measured at fair value through other comprehensive income. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Dividends on such investments are recognised in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment.

iii. Financial assets at fair value through Profit & Loss (FVTPL)

Financial assets, which does not meet the criteria for categorization as at amortized cost or as FVOCI, are classified as at FVTPL

Financial assets included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit & Loss.

Compound Financial Instrument

The component parts of compound instruments issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. Conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Company's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recorded as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound instrument as a whole. The conversion option classified as equity will remain in equity until the conversion option is exercised, in which case, the balance recognised in equity will be transferred to other component of equity. When the conversion option remains unexercised at the maturity date of the convertible note, the balance recognised in equity will be transferred to retained earnings. No gain or loss is recognised in profit or loss upon conversion or expiration of the conversion option.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets. ECL is the weighted-average of difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Company is required to consider:

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.

- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Trade receivables: In respect of trade receivables, the Company applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

Other financial assets: In respect of its other financial assets, the Company assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Company measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

De-recognition of financial assets: A financial asset is primarily de-recognised when the contractual rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

Derivative financial instruments: In the ordinary course of business, the Company uses derivative financial instruments to reduce business risks which arise from its exposure to foreign exchange. The instruments are confined principally to forward foreign exchange contracts and these contracts do not generally extend beyond six months.

Derivatives are initially accounted for and measured at fair value from the date the derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period.

Non-derivative financial liabilities

Subsequent measurement: Subsequent to initial recognition, all non-derivative financial liabilities are measured at amortised cost using the effective interest method.

De-recognition of financial liabilities: A financial liability is de-recognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

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

3.16 Income tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted in India, at the reporting date.

Current tax relating to items recognised outside statement of profit or loss is recognised outside statement of profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets is offset against current tax liabilities if, and only if, a legally enforceable right exists to set off the recognised amounts and there is an intention either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred tax liabilities are generally recognised for all the taxable temporary differences.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside statement of profit or loss is recognised outside statement of profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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

3.17 Leases

Company as a lessee

The Company assesses if a contract is or contains a lease at inception of the contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period time in exchange for consideration.

The Company recognizes a right-of-use asset and a lease liability at the commencement date, except for short-term leases of twelve months or less and leases for which the underlying asset is of low value, which are expensed in the statement of operations on a straight-line basis over the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease, or, if not readily determinable, the incremental borrowing rate specific to the company, term and currency of the contract. Lease payments can include fixed payments, variable payments that depend on an index or rate known at the commencement date, as well as any extension or purchase options, if the Company is reasonably certain to exercise these options. The lease liability is subsequently measured at amortized cost using the effective interest method and remeasured with a corresponding adjustment to the related right-of-use asset when there is a change in future lease payments in case of renegotiation, changes of an index or rate or in case of reassessments of options.

The right-of-use asset comprises, at inception, the initial lease liability, any initial direct costs and, when applicable, the obligations to refurbish the asset, less any incentives granted by the lessors. The right-of-use asset is subsequently depreciated, on a straight-line basis, over the lease term, if the lease transfers the ownership of the underlying asset to the Company at the end of the lease term or, if the cost of the right-of-use asset reflects that the lessee will exercise a purchase option, over the estimated useful life of the underlying asset. other are also subject to testing for impairment if there is an indicator for impairment. Variable lease payments not included in the measurement of the lease liabilities are expensed to the statement of operations in the period in which the events or conditions which trigger those payments occur. In the statement of financial position right-of-use assets and lease liabilities are classified respectively as part of property, plant and equipment and short-term/long-term debt.

Company as a lesser

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease shall not be straight-lined, if escalation in rentals is in line with expected inflationary cost. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

3.18 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of the Company has been identified as being the chief operating decision maker by the Management of the Company.

3.19 Cash and cash equivalents

Cash and cash equivalent comprise cash at banks and on hand, cheques on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

3.20 Earnings per share

Basic earnings per equity share is computed by dividing net profit or loss for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per share is computed by dividing net profit or loss for the year attributable to the equity shareholders of the Company and 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. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares).

3.21 Business Combinations

Business combinations are accounted for using the acquisition method. The consideration transferred in a business combination comprises the fair values of the assets transferred, liabilities incurred to the former owners of the acquired business, equity interests issued by the Group and fair value of any assets or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured at their fair values. However, certain assets and liabilities i.e. deferred tax assets or liabilities, assets or liabilities related to employee benefit arrangements, liabilities or equity instruments related to share-based payment arrangements and assets or disposal groups that are classified as held for sale, acquired or assumed in a business combination are measured as per the applicable Ind AS.

Non Controlling Interests

The Group recognises any non-controlling interest in the acquired entity either at fair value or at the non-controlling interest's proportionate share in the recognised amount of the acquired entity's net identifiable assets.

3.22 Standards issued but not yet effective

Ministry of Corporate Affairs (“MCA”) notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

Ind AS 1 – Material accounting policies - The amendments mainly related to shifting of disclosure of erstwhile “significant accounting policies” in the notes to the financial statements to material accounting policy information requiring companies to reframe their accounting policies to make them more “entity specific. This amendment aligns with the “material” concept already required under International Financial Reporting Standards (IFRS). The Company does not expect this amendment to have any significant impact in its financial statement.

Ind AS 8 – Definition of accounting estimates - The amendments specify definition of ‘change in accounting estimate’ replaced with the definition of ‘accounting estimates’. The Company does not expect this amendment to have any significant impact in its financial statement.

Ind AS 12 – Income taxes – Annual Improvements to Ind AS (2021) - The amendment clarifies that in cases of transactions where equal amounts of assets and liabilities are recognised on initial recognition, the initial recognition exemption does not apply. Also, If a company has not yet recognised deferred tax asset and deferred tax liability on right-of-use assets and lease liabilities or has recognised deferred tax asset or deferred tax liability on net basis, that company shall have to recognise deferred tax assets and deferred tax liabilities on gross basis based on the carrying amount of right-of-use assets and lease liabilities existing at the beginning of 1 April 2022. The Company does not expect this amendment to have any significant impact in its financial statement.

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

3a. Property, plant and equipment

Particulars	Gross block					Accumulated depreciation					Net block	
	As at April 1, 2022	Additions	Deletions	Adjustment (Refer Note C below)	As at March 31, 2023	As at April 1, 2022	For the Year	Deletions	Adjustment (Refer Note C below)	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
Freehold land	45,656.03	-	0.01	-	45,656.02	-	-	-	-	-	45,656.02	45,656.03
Building	5,948.98	-	-	-	5,948.98	923.06	174.92	-	-	1,097.99	4,850.99	5,025.92
Plant and equipment	24,424.90	117.07	7.63	90.05	24,624.39	8,004.63	1,768.41	4.34	58.97	9,827.67	14,796.71	16,420.27
Electrical Installation	1,841.66	-	-	-	1,841.66	412.74	84.00	-	-	496.74	1,344.92	1,428.92
Furniture and fixtures	146.36	-	-	-	146.36	86.84	16.92	-	-	103.76	42.60	59.52
Office equipments	87.63	16.05	0.52	-	103.16	47.33	11.07	0.41	-	57.99	45.17	40.30
Vehicles	119.50	-	-	-	119.50	67.90	4.52	-	-	72.42	47.08	51.60
Total	**78,225.06**	**133.12**	**8.16**	**90.05**	**78,440.07**	**9,542.50**	**2,059.84**	**4.75**	**58.97**	**11,656.57**	**66,783.50**	**68,682.56**

Particulars	Gross block					Accumulated depreciation					Net block	
	As at April 1, 2021	Additions	Deletions	Adjustment	As at March 31,	As at April 1, 2021	For the Year	Deletions	Adjustment	As at March 31,	As at March 31,	As at March 31,
Freehold land	45,656.03	-	-	-	45,656.03	-	-	-	-	-	45,656.03	45,656.03
Building	5,948.98	-	-	-	5,948.98	744.12	178.94	-	-	923.06	5,025.92	5,204.86
Plant and equipment	23,082.49	693.22	50.55	699.73	24,424.90	6,000.74	1,746.75	16.10	273.22	8,004.63	16,420.27	17,081.75
Electrical Installation	1,846.92	-	5.26	-	1,841.66	327.41	85.74	0.40	-	412.74	1,428.92	1,519.51
Furniture and fixtures	146.89	-	0.51	-	146.36	68.53	18.57	0.26	-	86.84	59.52	78.36
Office equipments	63.37	26.65	2.39	-	87.63	41.54	7.05	1.27	-	47.33	40.30	21.83
Vehicles	95.76	26.57	2.83	-	119.50	64.21	6.00	2.32	-	67.90	51.60	31.55
Total	**76,840.44**	**746.44**	**61.54**	**699.73**	**78,225.06**	**7,246.55**	**2,043.07**	**20.34**	**273.22**	**9,542.50**	**68,682.56**	**69,593.89**

A. Assets pledged and hypothecated against borrowing Refer Note No 21 & 26

B. Assets held for sale Refer Note No 18.

C. During the year, the Company has transferred machineries having gross block of Rs 90.05 lakhs (Previous year Rs. 699.73 lakhs) which has accumulated depreciation of Rs 58.97 lakhs (Previous year Rs. 273.22 lakhs) from Non Current Assets Held for Sale. Further, the Company has reassessed economic life of these assets to 15 years.

D. There were no revaluation carried out by the Company during the year and previous year reported above.

E. All the title deeds of immovable property are held in the name of the Company

3b. Capital work-in-progress

Particulars	As at March 31, 2023	As at March 31, 2022
Opening balance	**0.67**	**150.59**
Addition during the year	319.45	596.52
Less Capitalised during the year	133.12	746.44
Closing balance	**187.00**	**0.67**

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

A).Ageing of Capital work-in-progress

As at March 31, 2023	Amount in Capital Work- in- Progress for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	187.00	-	-	-	**187.00**
Project temporary suspend	-	-	-	-	-

As at March 31, 2022	Amount in Capital Work- in- Progress for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	0.67	-	-	-	**0.67**
Project temporary suspend	-	-	-	-	-

B.) The Company does not have any material project which is overdue or has exceeded its cost compared to its original plan in current year and previous year.

3c. Right-of-use Assets

Particulars	Gross block			Accumulated amortisation				Net block	
	As at April 1, 2022	Deletions	As at March 31, 2023	As at April 1, 2022	For the Year	Deletions	As at March 31, 2023	As at March 31, 2023	As at April 1, 2022
Leasehold Land	257.30	-	257.30	63.48	21.16	-	84.64	172.66	193.82
Total	**257.30**	**-**	**257.30**	**63.48**	**21.16**	**-**	**84.64**	**172.66**	**193.82**

Particulars	Gross block			Accumulated amortisation				Net block	
	As at April 1, 2021	Deletions	As at March 31, 2022	As at April 1, 2021	For the Year	Deletions	As at March 31, 2022	As at March 31, 2022	As at April 1, 2021
Leasehold Land	257.30	-	257.30	42.32	21.16	-	63.48	193.82	214.98
Total	**257.30**	**-**	**257.30**	**42.32**	**21.16**	**-**	**63.48**	**193.82**	**214.98**

4. Investment property

Particulars	Gross block				Accumulated depreciation				Net block	
	As at April 1, 2022	Additions	Deletions	As at March 31, 2023	As at April 1, 2022	For the Year	Deletions	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
Land (Refer Note 4.1)	877.92	-	0.01	877.91	-	-	-	-	877.91	877.92
Building	364.00	-	0.05	363.95	59.22	11.75	0.01	70.96	292.99	304.78
Total	**1,241.92**	**-**	**0.06**	**1,241.86**	**59.22**	**11.75**	**0.01**	**70.96**	**1,170.90**	**1,182.70**

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

Particulars	Gross block				Accumulated depreciation				Net block	
	As at April 1, 2021	Additions	Deletions	As at March 31, 2022	As at April 1, 2021	For the Year	Deletions	As at March 31, 2022	As at March 31, 2022	As at March 31, 2021
Land (Refer Note 4.1)	877.92	-	-	877.92	-	-	-	-	877.92	877.92
Building	364.03	-	0.03	364.00	46.81	12.42	0.01	59.22	304.78	317.22
Total	**1,241.95**	**-**	**0.03**	**1,241.92**	**46.81**	**12.42**	**0.01**	**59.22**	**1,182.70**	**1,195.14**

4.1 includes land Rs. 0.91 Lakhs (Previous year Rs. 0.91 Lakhs) at Kota for which government has initiated steps for taking over a part of the land. The Company has challenged the acquisition and its petition is pending before the Hon'ble High Court of Rajasthan. During the financial year 2022-23, the Company has received a cheque, under a court directive, towards compensation of Rs 70.29 lakhs (gross of TDS) u/s 30 (2) of Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation and Resettlement Act, 2013 from Karyalaya Nagar Vikas Nyas, Kota against acquisition of Company's land admeasuring 0.12 hectare in khasra number 80 in village Bhadana, district - Kota. The Company has challenged adequacy of the amount payable to it for this acquisition and the matter is still pending before Hon'ble Rajasthan High Court for adjudication. However, the Company has given accounting treatment of the compensation amount already received in the financial statements according to applicable accounting standard and further accounting shall be done as and when any further amount may be received in this sub-judice matter. The Company has removed the said portion of land from its fixed assets schedule.

4.2 The fair value of the investment property at year end is Rs. 18355.51 Lakhs (Previous Year Rs. 17131.98 Lakhs). The fair value has been determined on the basis of valuation carried out at the reporting date by registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017 and the same has been categorised as Level 2 based on the valuation techniques used and inputs applied. The main inputs considered by the valuer are government rates, property location, market research & trends, contracted rentals, terminal yields, discount rates and comparable values, as appropriate as given below :

Investment properties	Fair Value Hierarchy	Valuation technique	Unobservable inputs	Range	
				As at March 31, 2023	As at March 31, 2022
Land	Level 2	Market Approach	Reference Pricing	Rs. 190.00 - Rs. 6500.00 per sq. mtr.	Rs. 400.00 - Rs. 8185.00 per
Building	Level 2	Market Approach	Reference Pricing	Rs. 6200.00 - Rs. 26500.00 per sq ft	Rs. 6200.00 - Rs. 25000.00

The market approach uses prices and other relevant information generated by market transactions involving identical or compete assets. Valuation techniques consistent with the market approach often use market multiples derived from a set of comparable. Multiples might be in ranges with a different multiple for each comparable. The selection of the appropriate multiple within the range requires judgement, considering qualitative and quantitative factors specific to the measurement.

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

Reconciliation of fair value

Particulars	As at March 31, 2023	As at March 31, 2022
Opening balance	**17,131.98**	**18,348.41**
Addition during the year	-	-
Deletion during the year	(428.94)	(474.45)
Increase/(Decrease) in fair value of investment properties	1,652.47	(741.98)
Closing balance	**18,355.51**	**17,131.98**

4.3 Information regarding income and expenditure of Investment property

Particulars	As at March 31, 2023	As at March 31, 2022
Rental income derived from investment properties	-	-
Direct operating expenses	-	-
Profit on sale of investment properties	320.25	509.98
Profit arising from investment properties before depreciation and indirect expenses	**320.25**	**509.98**
Less - Municipal tax	4.88	5.65
Less - Depreciation	11.75	12.42
Profit / (Loss) arising from investment properties	**303.62**	**491.91**

5. Intangible assets

Particulars	Gross block					Accumulated depreciation					Net block	
	As at April 1, 2022	Additions	Deletions	Adjustment (Refer Note C below)	As at March 31, 2023	As at April 1, 2022	For the Year	Deletions	Adjustment (Refer Note C below)	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
Computer software	116.96	-	-	-	116.96	114.17	1.51	-	-	115.68	1.28	2.79
Total	116.96	-	-	-	116.96	114.17	1.51	-	-	115.68	1.28	2.79

Particulars	Gross block					Accumulated depreciation					Net block	
	As at April 1, 2021	Additions	Deletions	Adjustment	As at March 31, 2022	As at April 1, 2021	For the Year	Deletions	Adjustment	As at March 31, 2022	As at March 31, 2022	As at March 31, 2021
Computer software	116.96	-	-	-	116.96	112.66	1.51	-	-	114.17	2.79	4.30
Total	116.96	-	-	-	116.96	112.66	1.51	-	-	114.17	2.79	4.30

A. There were no revaluation carried out by the Company during the year and previous year.

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 6: Biological assets other than bearer plants	**As at March 31, 2023**	As at March 31, 2022
Live Stock		
Opening Value of biological assets	**4.90**	5.23
Cost incurred during the year	**0.05**	(0.33)
Closing Value of biological assets	**4.95**	4.90

The Company owns bearer biological assets i.e., live stock from which milk is produced. Fair valuation of live stocks have been arrived by the internal valuer using market approach as valuation technique and reference pricing for unobservable inputs. The live stock is maintained by the Company at Pali Rajasthan.

NOTE 7 : Non Current Investments		
Investment in equity shares-unquoted		
a. Others- fair value through profit and loss		
5 (Previous Year 5) The Jewel Crown Co-op. Housing Society Ltd.(Face Value of Rs 50 each)	*	*
(a)	-	-
Investment in Debenture - unquoted-at amortised cost		
7,932 (Previous Year 15,863) Secured Transferable Redeemable Non Convertible Debentures of Dalmia DSP Limited (Face Value of Rs. 10,000)	**767.25**	1,436.71
Less: Current Portion of Non-Current Investment (shown under Current Investments)	**767.25**	763.58
(b)	-	673.13
Total investments (a+b)	-	673.13
i. Aggregate amount of investment are given below:		
Aggregate carrying value of non-current quoted investments	-	-
Aggregate market value of non-current quoted investments	-	-
Aggregate value of non-current unquoted investments	**0.00**	673.13
Aggregate amount of impairment in value of investment	-	-
ii. None of the above investment are listed on any stock exchange in India or outside India.		

* The value of the item after rounding off, is below the reportable figures, hence ignored.

\# Book value of investment in Subsidiary Company is lower than acquisition cost, but being strategic investment, impairment has not been provided.

NOTE 8: Other non current financial assets		
(Unsecured, considered good at amortised cost unless otherwise stated)		
Security deposits	**361.30**	263.72

NOTE 9 : Other non-current assets		
Unsecured consider good unless otherwise stated		
Capital advances	**60.17**	-
Prepaid expenses	**14.90**	23.36
Total	**75.07**	23.36

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

Particulars	As at March 31, 2023	As at March 31, 2022
NOTE 10 : Inventories		
(Value at lower of cost or net realisable value)		
(As taken, valued and certified by Management)		
Raw materials	**6,056.18**	8,436.25
Work-in-progress	**2,450.74**	2,524.31
Finished goods	**1,317.76**	1,103.37
Stock- in- trade	**0.73**	0.40
Waste	**284.16**	111.07
Stores and spare parts	**274.40**	357.87
Total	**10,383.97**	12,533.27
a. Inventories are hypothecated to secure borrowings. Refer to Note No. 20 & 25.		
b. Write downs of inventories (net of reversal) to net realizable value related to finished goods amounted to Rs 57.26 Lakhs (Previous year Rs. 13.95 Lakhs). These were recognised as expense during the year and included in 'Cost of materials consumed' and "Changes in inventories of finished goods, work-in-progress and stock in trade" in statement of profit and loss.		

NOTE 11 :Current Investments		
Investment in Debenture - unquoted-at amortised cost		
Current portion of Non Current Investments		
7,932 (Previous Year 7,932) Secured Transferable Redeemable Non Convertible Debentures of Dalmia DSP Limited (Face Value of Rs. 10,000)	**767.25**	763.58
Total	**767.25**	763.58

NOTE 12 : Trade receivables		
(Unsecured, considered good unless otherwise stated)		
Considered good #	**5,023.94**	6,200.06
Having significant increase in credit risk	**12.44**	4.78
Credit Impaired	**309.99**	321.31
Less: Allowance for credit loss	**336.84**	330.81
Total	**5,009.53**	6,195.34
Trade Receivables ageing schedule:		

As at March 31, 2023	**Not Due**	**Outstanding for following periods from due date of payments**					
		Less than 6 month	**6 months-1 years**	**1 years-2 years**	**2 years-3 years**	**More than 3 years**	**Total**
Undisputed							
Considered good	4,478.57	536.87	-	-	-	-	**5,015.44**
Which have significant increase in credit risk	-	-	8.77	3.67	-	-	**12.44**
Credit impaired	-				2.45	255.07	**257.52**
Disputed							
Considered good	-	-	-	-	-	-	-
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	60.97	**60.97**
Sub Total	4,478.57	536.87	8.77	3.67	2.45	316.04	**5,346.37**
Less: Estimated total gross carrying amount at default	-	45.19	4.70	3.44	2.24	281.27	**336.84**
Total	**4,478.57**	**491.68**	**4.07**	**0.23**	**0.21**	**34.77**	**5,009.53**
Expected credit loss rate	**0%**	**13%**	**1%**	**1%**	**1%**	**84%**	
There are no unbilled receivables.							
Trade Receivables ageing schedule:							

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

As at March 31, 2022	Not Due	Outstanding for following periods from due date of payments					
		Less than 6 month	6 months-1 years	1 years-2 years	2 years-3 years	More than 3 years	Total
Undisputed							
Considered good	5,808.96	391.11	-	-	-	-	**6,200.07**
Which have significant increase in credit risk	-	-	3.06	1.72	-	-	**4.78**
Credit impaired	-	-			12.92	237.52	**250.44**
Disputed							
Considered good	-	-	-	-	-	-	**-**
Which have significant increase in credit risk	-	-	-	-	-	-	**-**
Credit impaired	-	-	-	-	-	70.86	**70.86**
Sub Total	5,808.96	391.11	3.06	1.72	12.92	308.38	**6,526.15**
Less: Estimated total gross carrying amount at default	-	23.88	1.49	1.42	12.22	291.80	**330.81**
Total	**5,808.96**	**367.23**	**1.57**	**0.30**	**0.70**	**16.58**	**6,195.34**
Expected credit loss rate	**0%**	**7%**	**0%**	**0%**	**4%**	**88%**	

There are no unbilled receivables.

Trade receivables are non-interest bearing and are generally on terms of 0 to 90 days. Interest is chargeable at market rate beyond due date.

No trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

Trade Receivables are hypothecated to secure borrowings. Refer to Note 20 & 25.

The Company's exposure to credit and currency risks, and loss allowances are disclosed in note 52.

Trade Receivables include overdue amount Rs. 73.42 Lakhs (Previous year Rs. 64.60 Lakhs), receivable from M/s Rajasthan Urja Vikas Nigam Limited on account of supply of Power. The management is taking necessary efforts and confident of recovery of this amount.

NOTE 13: Cash and cash equivalents		
Cash on hand	**2.13**	2.05
Balance with scheduled banks		
In current accounts	**38.72**	5.73
In Fixed Deposit accounts maturing within 3 months	**30.38**	80.53
Total	**71.23**	88.31

NOTE 14 :Bank balances other than cash and cash equivalents		
Earmarked balances with a bank:		
In deposit accounts $	**0.35**	100.24
Total	**0.35**	100.24

$ Earmarked deposits are given against non-fund based limits as per the terms of sanction by the banks in FY 23.

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 15: Other current financial assets	As at March 31, 2023	As at March 31, 2022
(Unsecured, considered good at amortised cost unless otherwise stated)		
Advances recoverable	**32.23**	6.78
Claim recoverable	**70.94**	-
Insurance claim receivable	**-**	93.14
Export benefits / Claims receivables	**55.46**	130.34
Derivative Asset	**0.36**	-
Government subsidies receivables	**274.11**	274.11
Interest accrued on deposits	**13.58**	11.04
Unsecured consider doubtful		
Export benefits / Claims receivables	**-**	14.04
Less : Provision for doubtful balances	**-**	(14.04)
Total	**446.68**	515.41
Other current financial assets are hypothecated to secure borrowings. Refer to Note 21 & 26.		

NOTE 16 :Current tax assets (net)		
Advance income tax (net)	**1,295.16**	1,255.50
Total	**1,295.16**	1,255.50

NOTE 17 : Other current assets		
(Unsecured, considered good unless otherwise stated)		
VAT Credit Receivable #	**1,402.38**	1,402.38
GST Input Credit receivable	**337.98**	280.86
Prepaid expenses	**132.86**	96.69
Payment under protest against input tax credit	**3.55**	2.11
Non-Current Assets Held For Sale	**577.41**	608.49
(at lower of the book value and net realisable value), Refer Note 18.1 & 18.2.		
Others **	**106.01**	31.07
Total	**2,560.19**	2,421.60

18.1 The Management has proposed to disposed off certain plant and machineries, accordingly same has been classified as Non Current Assets Held for Sales and carried at estimated net realisable value aggregating Rs. 577.41 Lakh (Previous Year Rs 608.49 Lakh).

18.2 Refer Note No 3a

** includes advances to vendors and others.

The Company has reversed input VAT credit based on the prudent-man theory which has been disputed by the sales tax department and therefore, refund of excess VAT Credit was pending. Out of Rs. 2,873.33 lakhs, the Company has received Rs. 1466.49 Lakhs during the previous financial years. This disputed matter is under appeal with Rajasthan Tax Board, Ajmer. Based on legal opinion obtained, management is confident of favorable decision, hence considered this amount good for recovery."

Other current assets are hypothecated to secure borrowings. Refer to Note 20 & 25.

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 18 : Equity share capital	As at March 31,2023	As at March 31, 2022
Authorised		
9,00,00,000 (Previous year 7,00,00,000) Equity shares of Rs. 10/- each.	**9,000.00**	7,000.00
	9,000.00	7,000.00
Issued, subscribed and paid Up		
4,86,72,394 (Previous year 2,12,86,154) Equity shares of Rs. 10/- each	**4,867.24**	2,128.62
2,57,60,000 (Previous year 2,57,60,000) Equity Shares of Rs.10/- each issued as bonus shares out of reserves	**2,576.00**	2,576.00
1,38,12,155 (Previous year 1,38,12,155) Equity shares of Rs. 10/- each issuance other than cash	**1,381.22**	1,381.22
Total	**8,824.46**	6,085.84

Notes:

1.Reconciliation of number of equity shares outstanding at the begaining and end of the year :

Particulars	As at March 31, No. of shares	As at March 31, No. of shares
Number of shares at the beginning	60,858,309	57,012,155
Add: Equity shares issue during the year	27,386,240	3,846,154
Equity shares at the end of the year	**88,244,549**	60,858,309

2. List of Shareholders holding more than 5% of equity shares of the Company :

Name of the shareholder	As at March 31, 2023		As at March 31, 2022	
	%	No. of shares	%	No. of shares
Placid Limited (Holding Company)	**67.67**	**59,717,241**	63.45	38,614,124
Saira Viaan Trading LLP	-	-	15.23	9,269,231
Shree Krishna Agency Limited	**16.10**	**14,213,907**	5.25	3,197,307

3.Terms/rights attached to equity shares

Each shareholder is entitled to one vote per share. The dividend except interim dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing annual general meeting. In the event of liquidation of the company, the equity shareholders will be entitled to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

4.Shareholdings of Promoters in financial statement as follows:

Shares held by promoters at the end of the year		As at March 31,2023			As at March 31,2022		
Sl. No	Promoter Name	No. of Shares**	% of total shares	% Change during the year	No. of Shares**	% of total shares	% Change during the year
1	Placid Limited	59,717,241	67.67%	54.65%	38,614,124	63.45%	0.00%
2	Shree Krishna Agency Ltd	14,213,907	16.10%	344.56%	3,197,307	5.25%	533.13%
3	M B Commercial Co Ltd	4,089,065	4.63%	44.99%	2,820,200	4.63%	0.00%
4	The Kishore Trading Company Limited	3,139,300	3.56%	54.34%	2,034,000	3.34%	0.00%
5	Amalgamated Development Limited	2,408,933	2.73%	45.00%	1,661,333	2.73%	0.00%
6	Mrs. Alka Devi Bangur	1,940,873	2.20%	54.65%	1,255,000	2.06%	0.00%
7	Apurva Export Pvt Ltd	835,116	0.95%	54.65%	540,000	0.89%	0.00%
8	The General Investment Co. Ltd.	204,000	0.23%	0.00%	204,000	0.34%	0.00%
9	Mr. Yogesh Bangur	310,552	0.35%	54.65%	200,808	0.33%	2262.45%
10	Mr. Shreeyash Bangur	305,140	0.35%	54.65%	197,308	0.32%	3846.16%
11	Mr. Lakshmi Niwas Bangur	14,067	0.02%	54.67%	9,095	0.01%	0.00%
12	Lakshmi Niwas Bangur (HUF)	11,916	0.01%	54.65%	7,705	0.01%	0.00%

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS (Rs. in Lakhs, unless stated otherwise)

Particulars		As at March 31, 2023	As at March 31, 2022
NOTE 19 : Other equity			
Capital Reserve			
Balance as per last financial statements	(a)	**0.69**	0.69
General Reserve			
Balance as per last financial statements	(b)	**500.00**	500.00
Securities Premium			
Balance as per last financial statements		**7,673.58**	7,065.69
Add: Premium received on issue of equity shares		**-**	607.89
Balance at year end	(c)	**7,673.58**	7,673.58
Retained Earnings			
Balance as per last financial statements		**36,477.25**	33,208.62
Add: Other comprehensive income for the year		**(33.15)**	(6.63)
Add: Profit for the year	(d)	**7.70**	3,275.27
Balance at year end		**36,451.80**	36,477.26
Total	**(a+b+c+d)**	**44,626.06**	44,651.53

NOTE 20 : Non Current borrowings		
(i) Secured :		
Term loans- from banks	**14,384.69**	3,008.65
Less: Current maturities (refer note 26)	**1,856.08**	525.54
	12,528.61	2,483.11
(ii) Vehicle loan - from bank	**20.57**	23.07
Less: Current maturities (refer note 26)	**2.97**	2.77
	17.60	20.30
(iii) Unsecured :		
Inter corporate deposits from related parties (d) (refer note 45)	**-**	21,634.80
Total (ii)	**-**	21,634.80
Total	**12,546.21**	24,138.21
Total	**12,546.21**	24,138.21

Securities :

a) Term loans of Rs.1978.93 Lakhs (Previous year Rs. 2229.69 Lakhs) are secured by second charge on Company's immovable assets i.e. factory land and building situated at Jodhpur Road, Pali-306401 in Rajasthan and entire movable fixed assets of the Textile unit of the Company situated at Jodhpur Road, Pali including Wind Mills situated in District Jodhpur and Jaisalmer in Rajasthan; and also second charge on current assets of the Textile & Wind unit of the Company situated at Jodhpur Road, Pali both present and future, ranking pari passu with all participating term and working capital facility sanctioned by respective lenders. Loan is guaranteed by NCGTC Limited. Out of these Term Loans of Rs.1978.93 Lakhs (Previous year Rs. 2229.69 Lakhs), loan amounting to Rs 1478.61 Lakh (Previous year Rs. 1610.01 Lakhs) from HDFC Bank Limited is further secured by Second charge on solar power plant assets.

b) Term loan of Rs.12405.76 Lakhs (Previous year Rs. 778.96 lakhs) are secured by first charge on Company's immovable assets i.e. factory land and building situated at Jodhpur Road, Pali-306401 in Rajasthan and entire movable fixed assets of Textile unit of the Company situated at Jodhpur Road, Pali including Wind Mills situated in District Jodhpur and Jaisalmer in Rajasthan; and second charge on current assets of the Textile & Wind unit of the Company situated at Jodhpur Road, Pali both present and future, ranking pari passu with all participating term and working capital lenders.

c) Term loan of Rs. 20.57 Lakhs (Previous year Rs. 23.07) is secured by hypothecation of vehicle purchased under the vehicle finance scheme.

d) The Company has prepaid these inter corporate deposits during the year.

Repayment Schedule : Non current portion

	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Secured Loan	**Interest Rate**		**Repayment Instalment**		**Amount**	Amount
	8.75% to 9.60% p.a.	7.10 to 8.60% p.a.	**22-57 Monthly installment**	36-69 Monthly installment	**1,681.79**	1,964.67
	8.50% to 9.10% p.a.	9.05% p.a.	**16-34 Quarterly & 81 Monthly installment**	24 Monthly installment	**10,846.82**	518.44
Unsecured Loan						
	7.75% p.a.	7.75% p.a.	**Single instalments**	Single instalments	**-**	21,634.80
					12,528.61	24117.91

NOTE 21 :Other non current financial liabilities		
Trade deposits	**197.30**	177.30
Total	**197.30**	177.30

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS (Rs. in Lakhs, unless stated otherwise)

NOTE 22 :Provisions	As at March 31, 2023	As at March 31, 2022
Employee benefits	79.40	79.72
Total	79.40	79.72

NOTE 23 : Deferred tax liabilities (net)		
Deferred tax assets on account of :		
Accrued expenses deductible on payment basis	251.06	264.73
Others	84.78	83.26
Unabsorbed depreciations and business losses	4,278.78	4,481.40
Sub-Total (a)	4,614.62	4,829.39
Deferred tax liabilities on account of :		
Property, plant and equipments and investment properties	12,311.67	12,408.35
Others	40.74	45.94
Sub-Total (b)	12,352.41	12,454.29
Net deferred tax liabilities (b-a)	7,737.79	7,624.90

The Company has recognised deferred tax assets on unabsorbed depreciations and carried forward tax losses. The Company has conclude that the deferred tax assets on unabsorbed depreciations and carried forward tax losses will be recoverable using the estimated future taxable income based on business plans and budgets. The Company is expected to generate taxable income in near future. The unabsorbed depreciation and tax losses can be carried forward as per local tax regulations and the Company expects to recover the same in prescribed time limit.

	As at March 31, 2022	Recognized in P&L	Recognized in OCI	As at March 31, 2023
Deferred tax assets				
Accrued expenses deductible on payment basis	264.73	(24.82)	11.15	251.06
Others	83.26	1.52	-	84.78
Unabsorbed depreciations and business losses	4,481.40	(202.62)	-	4,278.78
Sub-Total (a)	4,829.39	(225.92)	11.15	4,614.62
Deferred Tax Liabilities				
Property, plant and equipments and investment properties	12,408.35	(96.67)		12,311.67
Others	45.95	(5.19)	-	40.74
Sub-Total (b)	12,454.29	(101.86)	-	12,352.41
Net Deferred Tax Liability (b)-(a)	7,624.90	124.06	(11.15)	7,737.79

	As at March 31, 2021	Recognized in P&L	Recognized in OCI	As at March 31, 2022
Deferred tax assets				
MAT credit entitlement	2368.63	(2,368.63)	-	-
Accrued expenses deductible on payment basis	185.24	77.26	2.23	264.73
Others	102.49	(19.23)	-	83.26
Unabsorbed depreciations and business losses	4104.13	377.27	-	4,481.40
Sub-Total (a)	6,760.49	(1,933.33)	2.23	4,829.39
Deferred Tax Liabilities				
Property, plant and equipments and investment properties	13047.43	(639.08)		12,408.35
Others	112.29	(66.35)		45.95
Sub-Total (b)	13,159.72	(705.43)	-	12,454.29
Net Deferred Tax Liability (b)-(a)	6,399.23	1,227.89	(2.23)	7,624.90

B. Amount recognised in Other Comprehensive Income

	For the year ended 31 March, 2023			For the year ended 31 March, 2022		
	Before Tax	Tax (Expense)/	Net of Tax	Before Tax	Tax (Expense)/ Income	Net of Tax
Remeasurement of defined benefit/ liability	(44.30)	11.15	(33.15)	(8.86)	2.23	(6.63)
	(44.30)	11.15	(33.15)	(8.86)	2.23	(6.63)

Reconciliation of tax

	For the year ended March 31, 2023	For the year ended March 31, 2022
Net profit before tax	131.75	4,503.16
Tax using the Company's domestic tax rate @ 25.168 (31st March, 2022: 25.168%)	33.16	1,133.36
Tax effect of:		
MAT Credit Entitlement written off	-	1,105.00
Recognisation of deferred tax assets on tax losses and others	90.89	(1,010.65)
Income tax expenses reported in the statement of profit and loss	124.05	1,227.89

During the FY 21-22, the Company has elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019 with effect from assessment year 2021-22. Accordingly, the Company has restated provision for current tax and remeasured its deferred tax liabilities / assets.

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS (Rs. in Lakhs, unless stated otherwise)

NOTE 24: Other non current liabilities	As at March 31, 2023	As at March 31, 2022
Deferred government grants (Refer note no 25.1)	181.43	208.70
Total	181.43	208.70
25.1 Deferred government grants related to capital assets procured under TUFS.		

NOTE 25 : Current borrowings		
Secured		
Working Capital Facilities from banks		
Cash credits (a)	8,388.70	6,991.17
Packing credit in foreign currency (a)	243.18	680.16
Current maturities of long-term loans		
Current maturities of long-term loans	1,859.04	528.31
Unsecured, Inter corporate deposits from related parties		
Repayable on demand	-	90.00
Total	10,490.92	8,289.64

Security :

a) Working Capital Facilities from banks are secured by first charge by way of hypothecation of the current assets of the Textile & Wind Unit of the Company situated at Jodhpur Road, Pali; and second charge on Company's immovable assets i.e. factory land and building situated at Jodhpur Road, Pali-306401 in Rajasthan and entire movable fixed assets of Textile unit of the Company situated at Jodhpur Road, Pali including Wind Mills situated in District Jodhpur and Jaisalmer in Rajasthan, both present and future, ranking pari passu with all participating working capital and term lenders.

b) The Company has submitted quarterly returns / statements with banks, are in agreement with the books of accounts other than followings:

For FY 2022-23

Period	Balance as per statements (Rs. In Lakhs)		Balance as per books of accounts (Rs. In Lakhs)		Difference (Rs. In Lakhs)		Remarks
	Inventory	Trade Receivables	Inventory	Trade Receivables	Inventory	Trade Receivables	
Quarter -1 (April to June)	10,234.85	5,420.25	10,228.75	5,224.48	6.10	195.77	Mainly due to export sales billed and dispatched for shipping but since performance obligation was not completed as required under IND AS 115, hence sales reversed after submission of statement to the banks and also old inventory, debtors more than 90 days and raw material stock in transit not shown in statement submitted to the bankers.
Quarter -2 (July to September)	5,006.02	5,142.25	5,040.28	5,231.74	(34.26)	(89.49)	
Quarter -3 (October to December)	6,381.63	3,931.78	6,352.63	4,026.18	29.00	(94.40)	
Quarter -4 (January to March)	10,497.65	4,975.50	10,383.97	5,346.37	113.68	(370.87)	

For FY 2021-22

Period	Balance as per statements (Rs. In Lakhs)		Balance as per books of accounts (Rs. In Lakhs)		Difference (Rs. In Lakhs)		Remarks
	Inventory	Trade Receivables	Inventory	Trade Receivables	Inventory	Trade Receivables	
Quarter -1 (April to June)	9,767.14	2,725.39	9,808.15	3,303.35	(41.01)	(577.96)	Mainly due to export sales billed and dispatched for shipping but since performance obligation was not completed as required under IND AS 115, hence sales reversed after submission of statement to the banks and also old inventory, debtors more than 90 days and raw material stock in transit not shown in statement submitted to the bankers.
Quarter -2 (July to September)	6,723.67	5,851.43	7,082.64	5,806.71	(358.97)	44.72	
Quarter -3 (October to December)	8,665.77	5,031.99	8,829.50	5,053.21	(163.73)	(21.22)	
Quarter -4 (January to March)	12,782.24	5,999.39	12,533.27	6,526.15	248.97	(526.76)	

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS (Rs. in Lakhs, unless stated otherwise)

NOTE 26 : Trade Payables	As at March 31, 2023	As at March 31, 2022
Total outstanding dues of micro enterprises and small enterprises;	**65.89**	119.09
Total outstanding dues of creditors other than micro enterprises and small enterprises	**2,970.58**	1,641.76
Total	**3,036.47**	1,760.85

Trade payables ageing schedule

As at March 31, 2023	Unbilled	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More Than 3 Years	Total
	Outstanding for following periods from due date						
(i) MSME	-	65.89	-	-	-	-	**65.89**
(ii) Others	106.75	2,050.03	655.05	65.35	0.43	92.97	**2,970.58**
(iii) Disputed Dues - MSMEs	-	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-	-
	106.75	**2,115.92**	**655.05**	**65.35**	**0.43**	**92.97**	**3,036.47**

As at March 31, 2022	Unbilled	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More Than 3 Years	Total
	Outstanding for following periods from due date						
(i) MSME	-	119.09	-	-	-	-	**119.09**
(ii) Others	188.24	1,109.15	254.39	0.13	33.68	56.17	**1,641.76**
(iii) Disputed Dues - MSMEs	-	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-	-
	188.24	**1,228.24**	**254.39**	**0.13**	**33.68**	**56.17**	**1,760.85**

Based on the information available, there are certain vendors who have confirmed that they are covered under the Micro, Small and Medium Enterprises Development Act, 2006. Disclosures relating to dues of Micro and Small enterprises under section 22 of 'The Micro, Small and Medium Enterprises Development Act, 2006, are given below:

	As at March 31, 2023	As at March 31, 2022
a. principal amount and Interest due thereon remaining unpaid to any supplier	65.89	119.09
b. Interest paid by the Company in terms of Section 16 of the MSMED Act along with the amounts of the payment made to the supplier beyond the appointed day	-	-
c. The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-
d. The amount of interest accrued and remaining unpaid during the accounting year.	-	-
e. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of this Act.	-	-

NOTE 27 : Other financial liabilities		
Interest accrued	**77.95**	4.72
Derivative liabilities	**-**	1.11
Employees related liabilities	**389.38**	400.22
Others	**172.82**	175.17
Total	**640.15**	581.22

NOTE 28 : Other current liabilities		
Credit balances and advances from customers	**86.67**	159.22
Current Portion of Deferred Government Grant (Refer Note 25)	**27.27**	27.27
Statutory dues	**83.60**	128.63
Others*	**264.07**	388.23
Total	**461.61**	703.35

*includes MSUM gratuity fund, provision for renewable energy purchase obligation and incentive payable to agents and others.

NOTE 29: Provisions		
Others - contingencies	**453.05**	585.66
Employee benefits	**12.53**	9.88
Total	**465.58**	595.54

Movement of Provision [Others - contingencies]	Disputed Statutory Matters	Other Obligation	Total
Balance as on April 01, 2021	16.32	208.46	**224.78**
Addition during the year	-	377.20	**377.20**
written back during the year	(16.32)	-	**(16.32)**
(Gain)/ Loss on Restatement provided during the year	-		**-**
Balance as on 31 March, 2022	(0.00)	585.66	**585.66**
Addition during the year	-	36.23	**36.23**
Less :- Gain on Restatement provided during the year	-	(168.84)	**(168.84)**
Balance as on 31 March, 2023	**(0.00)**	**453.05**	**453.05**

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

Particulars	March 31, 2023	March 31, 2022
NOTE 30 : Revenue from operation		
Sale of manufacured goods		
Yarn	**18,234.58**	23,754.75
Fabrics	**24,923.53**	24,189.57
Waste	**1,616.02**	1,363.70
Sale of electricity		
Wind power	**702.06**	797.25
Total (i)	**45,476.19**	50,105.27
Other operating income		
Income from job work	**29.93**	5.46
Export incentives	**202.00**	178.44
Total (ii)	**231.93**	183.90
Revenue from operations (i+ii)	**45,708.12**	50,289.17

NOTE 30.1 : Reconciliation of contract price vis a vis revenue recognised in the statement of profit and loss is as follows:		
Contract Price		
Yarn	**18,757.66**	24,528.30
Fabrics	**25,613.76**	24,770.57
Waste	**1,616.02**	1,363.70
Wind power	**702.06**	797.25
Adjustments:		
Discount/rebate/ incentives	**1,213.31**	1,354.55
Revenue recognised in statement of profit and loss	**45,476.19**	50,105.27

NOTE 30.2 : Significant changes in the contract assets and the contract liabilities balances during the year are as follows :			
(a)	**Contract Assets (Trade Receivables)**	**5,346.37**	6,526.15
(b)	**Movement of contract liability :**		
	Opening Balance	**159.22**	98.72
	Less : Revenue recognized during the year from opening balance	**159.22**	98.72
	Add : Advance received during the year against sale of goods not recognized as revenue	**86.67**	159.22
	Amounts included in contract liabilities at the end of the year	**86.67**	159.22
(c)	**Contract liabilities include amount received from customers as per the terms of sales order to deliver goods. Once the sales are completed and control is transferred to customers the same shall be recongised as revenue.**		

NOTE 30.3 : Timing of revenue recognition		
Revenue recognition at a point of time	**45,476.19**	50,105.27
Total revenue from contracts with customers	**45,476.19**	50,105.27

NOTE 31 : Other income		
Net profit on sale/discard of property, plant and equipment	**2.59**	0.64
Net profit on sale of investment properties	**320.25**	509.98
Net gain on Foreign Currency transactions and translation considered other than finance cost	**45.47**	48.95
Interest income	**147.79**	270.25
Sale of scrap	**81.51**	57.86
Excess Provision and unspent liabilities written back	**178.13**	3.55
Gain on restatement of provision for other contingencies	**168.84**	-
Reversal of allowance for expected credit loss	**-**	37.58
Net Gain on fair value of Biological Asset	**0.05**	-
Deferred government subsidy	**27.27**	41.82
Miscellaneous income	**121.03**	222.20
Total	**1,092.93**	1,192.83

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 32 : Cost of material consumed	March 31, 2023	March 31, 2022
Cotton and manmade fibre	30,434.19	30,214.93
Other materials consumed	1,035.98	889.21
Total	**31,470.17**	31,104.14

NOTE 33 : Purchase of Stock in Trade		
Cotton Yarn	264.78	-
Total	**264.78**	-

NOTE 34 : Changes in inventories of finisshed goods and work-in-progress		
Opening stock		
Work-in-progress	2,524.31	1,613.04
Finished goods	1,103.37	975.90
Waste	111.07	149.23
Stock in trade -fabric	0.40	6.21
	3,739.15	2,744.38
Closing stock		
Work-in-progress	2,450.74	2,524.31
Finished goods	1,317.76	1,103.37
Waste	284.16	111.07
Stock in trade -fabric	0.73	0.40
	4,053.39	3,739.15
Change in inventories	**(314.24)**	(994.77)

NOTE 35: Employee benefit expenses		
Salaries, wages and bonus etc.	3,516.63	3,602.84
Gratuity	69.15	63.21
Contribution to provident fund	301.12	287.57
Staff welfare	141.50	145.36
Total	**4,028.40**	4,098.98

NOTE 36: Finance costs		
Interest	1,879.98	2,740.06
Interest on lease obligations	0.32	0.34
Other borrowing costs	52.57	46.15
Total	**1,932.87**	2,786.55

NOTE 37 : Depreciation and amotisation expenses		
Depreciation on tangible assets	2,059.84	2,043.06
Amortisation on right of use assets	21.16	21.16
Depreciation on intangible assets	1.51	1.51
Depreciation on investment properties	11.75	12.42
Total	**2,094.26**	2,078.15

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 38 : Other expenses	March 31, 2023	March 31, 2022
Stores and spare parts consumed	993.86	736.29
Packing materials consumed	468.84	574.58
Power & fuel	4,569.16	4,931.00
Job processing charges	121.22	129.65
Repairs to : Plant & machinery	157.52	128.64
: Buildings	55.22	38.90
: Others	284.28	313.82
Pollution control		
Rent (refer note 42)	4.90	4.90
Rates & taxes	28.99	338.02
Insurance	104.82	75.02
Corporate Social Responsibility	19.68	
Allowance for credit loss	6.03	-
Legal & professional	78.14	109.68
Other selling expenses	1.24	3.84
Travelling expenses including directors travelling	29.75	18.11
Freight & forwarding	13.53	11.18
Auditors remuneration	15.17	13.79
Directors fees	9.60	7.40
Net loss on fair valuation of biological assets	-	0.33
Provision for Hank Yarn Obligation	-	305.53
Miscellaneous #	231.11	165.12
Total	7,193.06	7,905.79
Note 38.1 : Audit remuneration		
Statutory audit	6.21	6.14
Limited review	3.00	3.00
Tax audit	2.50	2.50
Certifiaction & other fees	2.35	1.80
Reimbursement of expenses	1.11	0.35
Total	15.17	13.79

includes fee of Rs. 15 lakhs (previous year Rs. 7.50 lakhs) paid for increase in authorized share capital.

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 39 EARNING PER SHARE	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit attributable to the Equity Shareholders (A)	**7.70**	3,275.27
Number of Equity Shares beginning of the year	**60,858,309**	57,012,155
Shares issued during the year	**27,386,240**	3,846,154
Number of Equity Shares at the end of the year	**88,244,549**	60,858,309
Weighted average Equity Shares (B)	**77,515,145**	59,488,446
Nominal value of Equity Shares (Rs.)	**10.00**	10.00
Basic and Diluted Earnings per Share (Rs.)-A/B	**0.01**	5.51

Note 39.1 There have been no transactions involving equity shares or potential equity shares between the reporting date and the date of approval of these financial statements that would have an impact on the outstanding weighted average number of equity shares as at the year end.

	As at March 31, 2023	As at March 31, 2022
NOTE 40 Contingent liabilities, contingent assets and commitments		
A. Contingent liabilities (not provided for) in respect of:		
Labour & industrial matters, except for which the liability is unascertainable	**7.11**	7.11
Income-tax matters*	**1,410.53**	1,410.53
Demand raised by VAT / Sales-tax Department for various matters	**2,721.87**	2,541.65
Electricity duty and Other Cess, etc.	**1,126.54**	1,082.34

* Includes Rs.1,132 lakhs (previous year Rs. 1,132 lakhs) related to financial year 2010-11 (Assessment year 2011-12) disputed before the appropriate authorities. Out of this, an amount of Rs.685 lakhs pertains to erstwhile Investment Division since demerged and forms part of Kiran Vyapar Limited. In the event the final outcome of the same is adverse, the tax demand will be recoverable from Kiran Vyapar Limited in accordance with the Scheme of Arrangement sanctioned by the Hon'ble High Court at Calcutta.

Note: Pending resolution of the respective proceedings, it is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgments/ decisions pending with various forums/ authorities. However, the Company has reviewed all its pending litigation and proceeding and has adequately provided for where provision required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect outcome of these proceeding to have a materially adverse effect on its financial position. The Company does not expects any payment in respect of the above contingent liabilities.

B. In light of recent judgment of Honorable Supreme Court dated 28, February 2019 on the definition of "Basic Wages" under the Employees Provident Funds & Misc. Provisions Act, 1952 and based on Company's evaluation, there are significant uncertainties and numerous interpretative issues relating to the judgement and hence, it is unclear as to whether the clarified definition of Basic Wages would be applicable prospectively or retrospectively. The amount of the obligation therefore cannot be measured with sufficient reliability for past periods and hence has currently been considered to be a contingent liability.

C. Commitments

a. Estimated amount of Contracts remaining to be executed on Capital Account [Net of Advances] not provided for	**72.19**	53.99

b. The Company has availed certain government subsidies. As per the terms and conditions, the Company has to comply with certain conditions failing which the Company has to refund amount of subsidies availed along with interest and penalty.

NOTE 41 Leases

As a Lessee

a. The Company recognizes the expenses of low value leases or short-term leases on a straight-line basis over the lease term. The expenses related to short-term leases for the year was Rs 4.90 lakhs (previous year Rs 4.90 lakhs).

b. There are no income from subleasing right-of-use assets nor any gains or losses from sales and leaseback for the year ended March 31, 2023 and March 31, 2022.

c. There are no variable lease payments for the year ended March 31, 2023 and March 31, 2022.

d. Total cash outflow on leases for the year ended Rs 0.81 lakhs (previous year Rs 0.45 lakhs).

e. The maturity of the lease liabilities is as follows:

Particulars	<=1 Year	1-3 Years	4-5 Years	>5 Years	Total
as at March 31, 2023	0.34	0.76	0.42	2.16	**3.68**
as at March 31, 2022	0.49	0.70	0.39	2.59	**4.17**

NOTE 42 Foreign exchange derivatives and exposures outstanding at the year-end:

(a) Foreign Currency exposure not hedged by derivative instrument or otherwise :

		As at March 31, 2023		As at March 31, 2022	
Particulars	**Currency**	**Foreign Currency (in lakhs)**	**Equivalent Rs.**	Foreign Currency (in lakhs)	Equivalent Rs.
Trade receivables	USD	**3.09**	**254.45**	10.89	824.93
Packing Credit Loan	USD	**2.96**	**243.87**	8.97	679.81

(b) Outstanding forward contracts to hedge foreign currency exposure :

	As at		As at	
	USD	**EUR**	USD	EUR
For Future Export Sales [in Foreign Currency in lakhs]	**3.04**	**-**	3.59	-
For Future Import Purchase [in Foreign Currency in lakhs]	**-**	**-**	-	0.50

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 43 Employee benefits

The Company contributes to the following post-employment defined benefit plans in India.

(i) Defined Contribution Plans:

The Company makes contributions towards provident fund to a defined contribution retirement benefit plan for qualifying employees. Under the plan, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits. During the year the Company has contributed to Government Provident Fund Rs. 289.23 lakh (Previous year Rs. 275.72 lakh).

(ii) Defined Benefit Plan:

The Company provides for gratuity for employees in India 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 without any cap. Gratuity liability is being contributed to the Group Gratuity-cum-life Assurance Cash Accumulation Policy administered by the LIC of India.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at March 31, 2023. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

A. Based on the actuarial valuation obtained in this respect, the following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at balance sheet date:

Net defined benefit liability / (asset)	**As at March 31, 2023**	As at March 31, 2022
Liability for Gratuity		
- Non-current	-	-
- Current	113.44	72.06

B. Movement in net defined benefit (asset) liability

The following table shows a reconciliation from the opening balances to the closing balances for net

	As at March 31, 2023			As at March 31, 2022		
	Defined benefit obligation	**Fair value of plan assets**	**Net defined benefit (asset)/ liability**	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability
Balance as at 1 April	538.17	466.11	72.07	493.72	428.03	65.68
Included in profit or loss						
Service costs	62.25	-	62.25	58.68	-	58.68
Interest cost	39.29	-	39.29	34.07	-	34.07
Interest Income	-	34.03	(34.03)	-	29.53	(29.53)
	101.54	34.03	67.51	92.75	29.53	63.21
Included in OCI						
Premeasurements loss / (gain)						
Actuarial loss / (gain) arising from:						
- demographic assumptions	-	-	-	-	-	-
- financial assumptions	5.07	-	5.07	6.34	-	6.34
- experience adjustment	41.55	-	41.55	7.98	-	7.98
- on plan assets	-	2.33	(2.33)	-	5.46	(5.46)
	46.62	2.33	44.30	14.32	5.46	8.86
Other						
Contributions paid by the employer	-	70.44	(70.44)	-	65.69	(65.69)
Benefits paid	(82.17)	(82.17)	-	(62.60)	(62.60)	-
Acquisition adjustment						
	(82.17)	(11.74)	(70.44)	(62.60)	3.09	(65.69)
Balance as at 31 March	604.16	490.73	113.44	538.17	466.11	72.06

		As at March 31, 2023	As at March 31, 2022
C.	**Major Categories of Plan Assets as percentage of Total Plan Assets**		
	Fund managed by insurer	88.45%	91.30%
	State Govt. securities	3.30%	3.39%
	High quality corporate bond	4.10%	4.50%
	Others	4.15%	0.81%
		100.00%	**100.00%**
D.	**Maturity profile of defined benefit obligation (based on undiscounted basis):**		
	Within next twelve months	86.13	66.99
	Between one to five years	177.77	163.71
	Beyond five years	1,050.64	987.13
E.	**Best Estimate of Contribution During Next year**	196.49	148.88
F.	**Actuarial assumptions**		
	The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).		
	Discount rate (in %)	7.20% p.a	7.30% p.a
	Expected rate of future salary increase (in %)	2.50% p.a	2.50% p.a
	Expected average remaining working lives of employees (in years)	58 years	58 years
	Mortality	Mortality Rate (% of IALM 12-14)	

Assumptions regarding future mortality have been based on published statistics and mortality tables.

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

G. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would

	As at March 31, 2023		As at March 31, 2022	
	Increase	**Decrease**	Increase	Decrease
Discount rate (1% movement)	**(47.46)**	**55.14**	(43.42)	50.60
Expected rate of future salary increase (1% movement)	**58.72**	**(51.13)**	53.93	(47.04)

Sensitivities due to mortality and withdrawals are insignificant, hence ignored. Sensitivities as to rate of inflation, rate of increase of
Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation

H.	Weighted Average duration of employees (based on discounted cashflow)	9 Years	9 Years

I. Description of Risk Exposures:

i. **Salary Increases -** Higher than expected increase in salary will increase the defined benefit obligation.

ii. **Investment Risk -** Assets / liabilities mismatch and actual investment return on assets lower than the discount rate assumed at the last

iii. **Discount Rate -** Reduction in discount rate in subsequent valuations can increase the plan's liability.

iv. **Demographic risk -** This is the risk of variability of results due to unsystematic nature of decrements that includes mortality, withdrawals,

NOTES : 44 ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

Related Party Disclosures:

A. **Name related parties and nature of relationship:**

I. **Where control exist:**

Holding Company	Placid Limited
Wholly owned Subsidiary Company	MSUM Texfab Limited

II. **Other related parties with whom transactions have taken place during the year:**

a)	Entity under the control of Placid Group	-Golden Greeneries Pvt. Ltd. -Mahate Greenview Pvt. Ltd. -Sidhidata Tradecomm Ltd. -Sidhidata Power LLP -LNB Renewable Energy Co. Ltd. -Subhprada Greeneries (P) Ltd.
b)	Associates of Placid Group	-Kiran Vyapar Ltd. -Navjyoti Commodity Management Services Limited -The Kishore Trading Co. Ltd. -The General Investment Co. Ltd. -Peria Karamalai Tea & Produce Co. Ltd. -M. B. Commercial Co. Ltd.

III. **Key Management Personnel and their relatives:**

Mr. Lakshmi Niwas Bangur	Chairman & Managing Director
Mr. Yogesh Bangur	Deputy Managing Director / Director
Mrs. Alka Devi Bangur	Director and wife of Mr. Lakshmi Niwas Bangur
Mr. Shreeyash Bangur	Son of Chairman & Managing Director
Mr. Rajiv Kapasi	Independent Director
Mr. Amitav Kothari	Independent Director
Mr.Hansmukh Patel	Chief Financial Officer
Mr.Atul Krishna Tiwari	Company Secretary

IV. **Enterprises over which KMP or relatives of KMP exercise control/significant influence:**

-Satyawatche Greeneries Private Limited
-Uttaray Greenpark (P) Ltd.
-Shree Krishna Agency Ltd.
-IOTA Mtech Ltd.
-IOTA Mtech Power LLP
-Apurva Exports Pvt Ltd.
-The Swadesi Commercial Company Ltd.
-Amalgameted Development Limited
-LNB Group Foundation Trust
-Pali Marwar Solar House Pvt Ltd.
-The Marwar Textiles (Agency) Private Limited

B. **Transactions with related parties for the year ending:**

i.

Particulars	Holding Company		Other related Parties		Key Management Personnel and their relatives		Significant influence by KMP or their relative	
	2022-23	2021-22	**2022-23**	2021-22	**2022-23**	2021-22	**2022-23**	2021-22
Inter Corporate Deposit received								
- Placid Ltd.	**6,100.00**	37,160.00	**-**	-	**-**	-	**-**	-
- Shree Krishna Agency Ltd.	**-**	-	**-**	-	**-**	-	**-**	3,800.00
- Kiran Vyapaar Ltd	**-**	-	**19,000.00**	9,490.00	**-**	-	**-**	-
- Peria Karamalai Tea & Produce Co. Ltd.	**-**	-	**-**	350.00	**-**	-	**-**	-
Inter Corporate Deposit Repaid								
- Placid Ltd.	**19,125.00**	39,610.00	**-**	-	**-**	-	**-**	-
- Shree Krishna Agency Ltd.	**-**	-	**-**	-	**-**	-	**2,300.00**	2,900.00
- Kiran Vyapaar Ltd	**-**	-	**24,959.80**	12,240.00	**-**	-	**-**	-
- Peria Karamalai Tea & Produce Co. Ltd.	**-**	-	**350.00**	-	**-**	-	**-**	-
- Golden Greeneries Pvt. Ltd.	**-**	-	**90.00**	-	**-**	-	**-**	-
Inter Corporate Deposit Given								
- MSUM Texfab Ltd.	**-**	1.00	**-**	-	**-**	-	**-**	-
Inter Corporate Deposit Refund								
- MSUM Texfab Ltd.	**(1.00)**	-	**-**	-	**-**	-	**-**	-
Interest Expenses								
- Placid Ltd.	**658.44**	1156.88	**-**	-	**-**	-	**-**	-
- Shree Krishna Agency Ltd.	**-**	-	**-**	-	**-**	-	**54.80**	175.34
- Kiran Vyapaar Ltd	**-**	-	**306.04**	860.13	**-**	-	**-**	-
- Peria Karamalai Tea & Produce Co. Ltd.	**-**	-	**10.78**	29.73	**-**	-	**-**	-
- Golden Greeneries	**-**	-	**2.77**	7.83	**-**	-	**-**	-
Interest Income								
- MSUM Texfab Ltd.	**0.02**	0.04	**-**	-	**-**	-	**-**	-
Contribution to Trust								
- LNB Group Foundation Trust	**-**	-	**-**	-	**-**	-	**11.56**	0.15

i.

Particulars	Holding Company		Other related Parties		Key Management Personnel and their relatives		Significant influence by KMP or their relative	
	2022-23	2021-22	**2022-23**	2021-22	**2022-23**	2021-22	**2022-23**	2021-22
Issuance of Equity share capital (including security premium)								
- Mrs. Alka Devi Bangur	**-**	-	**-**	-	**68.59**	-	**-**	-
- Mr. Lakshmi Niwas Bangur	**-**	-	**-**	-	**0.50**	-	**-**	-
- Lakshmi Niwas Bangur (HUF)	**-**	-	**-**	-	**0.42**	-	**-**	-
- Placid Ltd.	**2,110.31**	-	**-**	-	**-**	-	**-**	-
- M. B. Commercial Co. Ltd.	**-**	-	**126.89**	-	**-**	-	**-**	-
-The Kishore Trading co Ltd	**-**	-	**110.53**	-	**-**	-	**-**	-
- Amalgameted Development Limited	**-**	-	**74.76**	-	**-**	-	**-**	-
- Apurva Exports Pvt Ltd.	**-**	-	**29.51**	-	**-**	-	**-**	-
- Mr. Yogesh Bangur	**-**	-	**-**	-	**10.97**	50.00	**-**	-
- Mr. Shreeyash Bangur	**-**	-	**-**	-	**10.78**	50.00	**-**	-
- Shree Krishna Agency Ltd.	**-**	-	**174.74**	700.00	**-**	-	**-**	-
Investments in Equity Shares of Subsidiary Company								
- MSUM Texfab Ltd. (50000 Shares @ Rs.10 each)	**-**	5.00	**-**	-	**-**	-	**-**	-
Reimbursement of Expenses / Recovery (Net)								
- Placid Ltd.	**6.99**	3.09	**-**	-	**-**	-	**-**	-
- LNB Renewable Energy Pvt Ltd.	**-**	-	**-**	0.35	**-**	-	**-**	-
- The Marwar Textiles (Agency) Private Limited	**-**	-	**-**	-	**-**	-	**4.58**	4.06
Purchases of Raw Materials								
- Subhprada Greeneries (P) Ltd	**-**	-	**25.08**	311.06	**-**	-	**-**	-
- Uttaray Greenpark (P) Ltd.	**-**	-	**-**	-	**-**	-	**29.23**	334.83
- Satyawatche Greeneries (P) Ltd.	**-**	-	**-**	-	**-**	-	**-**	858.92
- Sidhidata Tradecom Ltd.	**-**	-	**2,400.45**	484.75	**-**	-	**-**	-
- Sidhidata Power LLP	**-**	-	**470.66**	435.81	**-**	-	**-**	-
- Apurva Exports Ltd.	**-**	-	**-**	-	**-**	-	**82.09**	522.60
-The Kishore Trading Co Ltd	**-**	-	**115.12**	759.71	**-**	-	**-**	-
- Iota Mtech Ltd	**-**	-	**-**	-	**-**	-	**580.20**	624.99
- Mahate Greenview Pvt ltd	**-**	-	**27.67**	826.18	**-**	-	**-**	-
- IOTA Mtech Power LLP	**-**	-	**-**	-	**-**	-	**562.94**	330.06
- Amalgameted Development Limited	**-**	-	**122.02**	35.74	**-**	-	**-**	-
- The Swadesi Commercial Company Ltd.	**-**	-	**25.89**	55.85	**-**	-	**-**	-
Contract for setup of Solar Plant / AMC								
- LNB Renewable Energy Pvt Ltd.	**-**	-	**34.91**	39.22	**-**	-	**-**	-
Rent Expenses								
- Shree Krishna Agency Ltd.	**-**	-	**-**	-	**-**	-	**0.01**	0.01
- M. B. Commercial Co. Ltd.	**-**	-	**4.21**	4.21	**-**	-	**-**	-
- The Marwar Textiles (Agency) Private Limited	**-**	-	**-**	-	**-**	-	**0.62**	0.62
Rent Income								
- Navjyoti Commodity Management Services Limited	**-**	-	**-**	0.93	**-**	-	**-**	-
- Shree Krishna Agency Ltd.	**-**	-	**-**	0.01	**-**	-	**-**	-
- Pali Marwar Solar House Pvt Ltd.	**-**	-	**-**	-	**-**	-	**0.71**	0.71
Remuneration to KMP@								
-Mr. Yogesh Bangur	**-**	-	**-**	-	**0.00**	0.00	**-**	-
-Mr. Hansmukh Patel	**-**	-	**-**	-	**24.79**	20.74	**-**	-
-Mr. Atul Krishna Tiwari	**-**	-	**-**	-	**5.11**	1.60	**-**	-
Director Sitting Fees								
- Mrs. Alka Devi Bangur	**-**	-	**-**	-	**3.60**	2.60	**-**	-
- Mr Rajiv Kapasi	**-**	-	**-**	-	**3.00**	2.60	**-**	-
- Mr Amitav Kothari	**-**	-	**-**	-	**3.00**	2.20	**-**	-
Summary of payment made to KMP								
Short term employee benefits*	**-**	-	**-**	-	**39.50**	29.74	**-**	-

'@ Excludes Actuarial Valuation of Retirement Benefits.

ii.

Closing Balances	**As at Mar 31, 2023**	As at Mar 31, 2022	**As at Mar 31, 2023**	As at Mar 31, 2022	**As at Mar 31, 2023**	As at Mar 31, 2022	**As at Mar 31, 2023**	As at Mar 31, 2022
Balance payable (Net)								
- Borrowings								
- Placid Ltd.	**-**	13,025.20	**-**	-	**-**	-	**-**	-
- Shree Krishna Agency Ltd.	**-**	-	**-**	-	**-**	-	**0.01**	2,300.00
- Kiran Vyapaar Ltd.	**-**	-	**-**	5,959.80	**-**	-	**-**	-
- Peria Karamalai Tea & Produce Co. Ltd.	**-**	-	**-**	350.00	**-**	-	**-**	-
- Golden Greeneries	**-**	-	**-**	90.00	**-**	-	**-**	-
- Trade Payable								
- LNB Renewable Energy Pvt Ltd.	**-**	-	**-**	3.27	**-**	-	**-**	-
- M. B. Commercial Co. Ltd.	**-**	-	**-**	0.32	**-**	-	**-**	-
- Iota Mtech Ltd	**-**	-	**92.37**	-	**-**	-	**-**	-
- The Kishore Trading Co. Limited	**-**	-	**68.68**	-	**-**	-	**-**	-
- Amalgameted Development Limited	**-**	-	**(0.06)**	35.72	**-**	-	**-**	-
- Sidhidata Power LLP	**-**	-	**86.29**	124.54	**-**	-	**-**	-
- Sidhidata Tradecom Ltd.	**-**	-	**1,436.33**	-	**-**	-	**-**	-

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE:45 Segment Reporting

According to Ind AS 108, identification of operating segments is based on Chief Operating Decision Maker (CODM) approach for making decisions about allocating resources to the segment and assessing its performance. The business activity of the company falls within two broad business segment viz. “Textiles” and "Wind Energy". Accordingly,these business segments comprise the primary basis of segmental information set out in these financial statements. As part of Secondary reporting, revenues are attributed to geographic areas based on the location of the customers.

The following tables present the revenue, profit, assets and liabilities information relating to the Business / Geographical segment for the year ended 31.03.2023.

Information about business segment - primary

Particulars	Textile		Wind Energy		Total	
	Current year	Previous year	**Current year**	Previous year	**Current year**	Previous year
1.Segment Revenue						
- External sales	**45,006.05**	49,491.92	**702.06**	797.25	**45,708.11**	50,289.16
-Other income	**467.30**	164.97	**111.98**	198.68	**579.28**	363.65
Total Revenue	**45,473.35**	49,656.89	**814.04**	995.92	**46,287.39**	50,652.81
2.Segment Results	**2,099.86**	7,460.74	**408.65**	452.81	**2,508.52**	7,913.55
Unallocated income (Net off unallocable expenses)					443.39	623.11
Profit / (Loss) before interest and tax	**2,099.86**	7,460.74	**408.65**	452.81	**2,065.12**	7,290.44
Finance Costs					**1,932.87**	2,786.55
Extraordinary items						
Profit before tax					**132.25**	4,503.90
Provision for taxation (Net)					**124.05**	1,227.89
3.Profit/(Loss) after tax					**8.21**	3,276.00
4.Other Information						
i) Segment assets	**80,990.67**	85,545.01	**5,053.49**	5,464.68	**86,044.16**	91,009.69
Unallocated corporate assets					**3,246.90**	3,896.95
Total assets	**80,990.67**	85,545.01	**5,053.49**	5,464.68	**89,291.06**	94,906.65
ii) Segment liabilities	**4,655.04**	3,994.45	**247.69**	111.54	**4,902.73**	4,105.99
Unallocated corporate liabilities					**30,937.66**	40,057.47
	4,655.04	**3,994.45**	**247.69**	111.54	**35,840.39**	44,163.47
Capital Expenditure	**319.44**	596.56	-	-	**319.44**	596.56
Depreciation	**1,874.58**	1,765.97	**219.68**	312.17	**2,094.26**	2,078.15

Secondary Segment - Geographical by location of customers

Particulars	Domestic		Export		Total	
	Current year	Previous year	**Current year**	Previous year	**Current year**	Previous year
Revenue from Operations	**41,347.97**	43,774.78	**4,360.13**	6,514.38	**45,708.11**	50,289.16
Carrying amount of Trade Receivables	**5,106.55**	5,651.89	**239.82**	866.61	**5,346.37**	6,518.50

Other Information:

The company has common assets for producing goods for domestic market and overseas market.

Major Customers:

In case of Textile bussiness segment, none of customer has contributed 10% or more to their respective segment's revenue for the year.

In case of Wind bussiness segment, single customer have contributed 100% to their respective segment's revenue for the year.

NOTE:46 Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary:

Particulars	Net Assets i.e. Total Asset less Total Liabilities		Share in Profit/ (Loss)		Other Comprehensive Income	
	As % of Consolidated Net Assets	**Amount**	**As % of Consolidated Profit/ (Loss)**	**Amount**	**As % of Consolidated Profit/ (Loss)**	**Amount**
As at 31st March 2023						
Parent						
Maharaja Shree Umaid Mills Ltd.	99.9932%	53,456.88	107.04%	8.22	-100%	(33.15)
Subsidiary						
MSUM Texfeb Limited	0.0068%	3.62	-7.04%	(0.54)	-	-
	100%	**53,460.50**	**100%**	**7.68**	**100%**	**(33.15)**
As at 31st March 2022						
Parent						
Maharaja Shree Umaid Mills Ltd.	99.9918%	50,743.20	100.02%	3,276.02	100%	(6.63)
Subsidiary						
MSUM Texfeb Limited	0.0082%	4.16	-0.02%	(0.78)	-	-
	100%	**50,747.36**	**100%**	**3,275.24**	**100%**	**(6.63)**

NOTE:47 Some of the Trade Receivable, Payable and Loans & Advances are Subject to Confirmation and reconcilations.

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE:48 Corporate social responsibility expenditure

Disclosure in respect of CSR expenses under Section 135 of the Companies Act, 2013 and rules thereon:

Particulars	31.03.2023	31.03.2022
Amount required to be spent during the	21.32	-
Amount spent during the year	19.68	0.48
(Excess) / Shortfall for the year	1.64	(0.48)
Total of previous years shortfall / (excess) -(cummulative)	(2.09)	(1.61)
Reason for shortfall	NA	NA
Nature of CSR activities:	Health and Nutrition, Education, Child Protection and Responding Emergencies, Food, Promotion of Sports & Games	
Details of related party transactions	11.56	NIL
Provision is made with respect to a liability incurred by entering into a contractual obligation	NIL	NIL

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE 49 Financial instruments

I. Fair value measurements

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

		As at 31 March 2023		As at 31 March 2022	
		Carrying Amount	Fair Value	Carrying Amount	Fair Value
A.	**Fair value measured at amortised cost**				
	Financial assets				
	Investments	767.25	767.25	1,436.71	1,436.71
	Trade receivables	5,009.53	5,009.53	6,195.34	6,195.34
	Cash and cash equivalents	71.23	71.23	88.31	88.31
	Bank balances other than above	0.35	0.35	100.24	100.24
	Others	807.98	807.98	779.13	779.13
	Total	**6,656.34**	**6,656.34**	**8,599.73**	**8,599.73**
	Financial liabilities				
	Non Current borrowings	12,546.21	12,546.21	24,138.21	24,138.21
	Lease liability	3.68	3.68	4.17	4.17
	Current borrowings	10,490.92	10,490.92	8,289.64	8,289.64
	Trade payables	3,036.47	3,036.47	1,760.85	1,760.85
	Others	837.45	837.45	660.94	660.94
	Total	**26,914.73**	**26,914.73**	**34,853.83**	**34,853.83**

The management assessed that cash and cash equivalents, other bank balances, trade and other receivables and trade and other payables approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

		As at 31 March 2023		As at 31 March 2022	
		Carrying Amount	Fair Value	Carrying Amount	Fair Value
B.	**Fair value measured at fair value through profit and loss**				
	Financial assets				
	Others - Current	0.36	0.36	-	-
	Total	**0.36**	**0.36**	**-**	**-**
	Financial liablities				
	Others - Current	-	-	1.11	1.11
	Total	**0.36**	**0.36**	**1.11**	**1.11**

C. Fair value hierarchy

The fair value of financial instruments as referred to in note (A) above has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities [Level 1] measurements] and lowest priority to unobservable inputs [Level 3 measurements].

Level 1: Quoted prices for identical instruments in an active market;

Level 2: Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs, other than Level 1 inputs; and

Level 3: Inputs which are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a net asset value or valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

<u>Financial assets and liabilities measured at fair value - recurring fair value measurements</u>

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are:
(a) recognised and measured at fair value and
(b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

	As at 31 March 2023			As at 31 March 2022		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Financial assets						
Investments	-	-	-	-	-	-
Derivatives	-	0.36	-	-	-	-
	-	**0.36**	**-**	**-**	**-**	**-**

	As at 31 March 2023			As at 31 March 2022		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Financial liablities						
Investments	-	-	-	-	-	-
Derivatives	-	-	-	-	1.11	-
	-	**-**	**-**	**-**	**1.11**	**-**

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

a. **Fair value of instruments measured at amortised cost**
For the purpose of disclosing fair values of financial instruments measured at amortised cost, the management assessed that fair values of short term financial assets and liabilities approximate their respective carrying amounts largely due to the short-term maturities of these instruments. Further, the fair value of long term financial assets and financial liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

b. **Valuation process and technique used to determine fair value**
i) There are no transfers between level 1 and level 2 during the year.

II. Financial risk management

Risk management framework
The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors has established the processes to ensure that executive management controls risks through the mechanism of property defined framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed by the board annually to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Company's Audit Committee oversees compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Audit Committee is assisted in its oversight role by Internal Audit. Internal Audit undertakes both regular and periodic reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

The Company is exposed to credit risk, liquidity risk, market risk, foreign currency risk and interest rate risk. The Company's management oversees the management of these risks. The management reviews and agrees policies for managing each of these risks, which are summarised below.

i. Credit risk
Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investments in debt securities.

The carrying amount of financial assets represents the maximum credit exposure. The Company monitor credit risk very closely both in domestic and export market. The Management impact analysis shows credit risk and impact assessment as low.

Trade and other receivables
The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate.

The Company Management has established a credit policy under which each new customer is analyzed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. The Company's review includes market check, industry feedback, past financials and external ratings, if they are available, and in some cases bank references. Sale limits are established for each customer and reviewed quarterly. Any sales exceeding those limits require approval from the Director of the Company.

More than 60 % of the Company's customers have been transacting with the Company for over four years, and no impairment loss has been recognized against these customers. In monitoring customer credit risk, customers are reviewed according to their credit characteristics, including whether they are an individual or a legal entity, their geographic location, industry and existence of previous financial difficulties.

The Company establishes an allowance for impairment that represents its expected credit losses in respect of trade and other receivables. The management uses a simplified approach for the purpose of computation of expected credit loss for trade receivables.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate.

The carrying amount (net of allowance for credit loss) of trade receivables is Rs. 5,009.53 lakhs (31 March 2022 – Rs.6195.35 lakhs)

Ageing of trade receivables are as under:-

Particulars	**As at 31.03.2023**	As at 31.03.2022
Considered good	5,015.44	6,200.07
More than Six month but less than 1 year	8.77	3.06
More than one year	322.16	323.02
Less: Allowance for credit loss	336.84	330.81
Total	**5,009.53**	**6,195.34**

During the period, the Company has made no write-offs of trade receivables, it does not expect to receive future cash flows or recoveries from collection of cash flows previously written off. The Company also pursue all legal option for recovery of dues wherever necessary based on its internal assessment.

Reconciliation of loss allowance provision – Trade receivables

Particulars	**FY 2022-23**	FY 2021-22
Opening balance	330.81	368.39
Changes in loss allowance	6.03	(37.58)
Closing balance	**336.84**	**330.81**

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

Trade Receivables include overdue amount Rs.73.42 Lakhs (Previous year Rs. 64.60 Lakhs), receivable from M/s DISCOM, Jodhpur on account of supply of Power. The management is taking necessary efforts and is confident of recovery of this amount.

iii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are fallen due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, Company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected future cash flows. This is generally carried out at unit level and monitored through caproate office of the Company in accordance with practice and limits set by the Company. These limits vary by location to take into account requirement, future cash flow and the liquidity in which the entity operates. In addition, the Company's liquidity management strategy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

(a) Financing arrangements

The Company had access to the undrawn working capital facilities. These facilities may be drawn at any time and may be terminated by the bank without notice. Working cpaital facilities are in indian rupee and in foreign currency and have an average maturity period of one year.

(b) Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and exclude contractual interest payments and the impact of netting agreements.

	Carrying value as at March 31, 2023	**Contractual cash flows**				
		Total	**0- 1 Year**	**1–3 years**	**3-5 years**	**More than 5 years**
Non-derivative financial liabilities						
Non current borrowings	14,402.29	14,402.30	1,856.08	4,368.65	3,826.47	4,351.10
Current borrowings	8,634.84	8,634.84	8,634.84	-	-	-
Trade payables	3,036.47	3,036.47	3,036.47	-	-	-
Lease Liability	3.68	3.68	0.34	0.76	0.42	2.16
Other Financial Liabilities	837.45	837.45	640.15	197.30	-	-
Total non-derivative liabilities	**26,914.72**	**26,914.73**	**14,167.87**	**4,566.71**	**3,826.89**	**4,353.26**

	Carrying value as at March 31, 2022	Contractual cash flows				
		Total	0- 1 Year	1–3 years	3-5 years	More than 5 years
Non-derivative financial liabilities						
Non current borrowings	25,818.04	25,818.04	1,679.83	23,617.17	521.04	-
Current borrowings	6,609.81	6,609.81	6,609.81	-	-	-
Trade payables	1,760.85	1,760.85	1,760.85	-	-	-
Lease Liability	4.17	4.17	0.49	0.70	0.39	2.59
Other Financial Liabilities	758.52	758.52	581.22	177.30	-	-
Total non-derivative liabilities	34,951.40	34,951.40	10,632.20	23,795.17	521.43	**2.59**

The inflows/(outflows) disclosed in the above table represent the contractual undiscounted cash flows relating mainly to non-derivative financial liabilities held for risk management purposes and which are not usually closed out before contractual maturity.

The interest payments on variable interest rate loans in the table above reflect market forward interest rates at the reporting date and these amounts may change as market interest rates change.

iv. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates and interest rates – will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

The Company uses derivatives like forward contracts to manage market riskson account of foreign exchange and various debt instruments on account of interest rates. All such transactions are carried out within the guidelines set by the Risk Management Committee.

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

v. Foreign currency risk

The Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD and small exposure in EUR, JPY and CHF. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the company's functional currency (Rs.). The risk is measured through a forecast of highly probable foreign currency cash flows. The objective of the hedges is to minimise the volatility of the Rs. cash flows of highly probable forecast transactions by hedging the foreign exchange inflows on regular basis. The Company also take help from external consultants who for views on the currency rates in volatile foreign exchange markets.

Currency risks related to the principal amounts of the Company's foreign currency payables, have been partially hedged using forward contracts taken by the Company.

In respect of other monetary assets and liabilities denominated in foreign currencies, the Company's policy is to ensure that its net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates when necessary to address short-term imbalances.

Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk as reported to the management of the Company is as follows

	As at March 31, 2023 (Foreign currency in lakhs)		As at March 31, 2022 (Foreign currency in lakhs)	
	USD	**EUR**	USD	EUR
Financial assets/(liabilities)				
Trade receivables	3.09	-	10.89	
Derivative assets	3.04	-	3.59	0.50
Borrowings - Packing credit in foreign currency	(2.96)	-	(8.97)	
Other payables	-	-	-	(0.50)
Net statement of financial position exposure	**3.18**	**-**	**5.51**	**(0.00)**

The following significant exchange rates (INR) have been applied

Particulars	**Average Rates**		**Year end spot rates**	
	March 31, 2023	March 31, 2022	**March 31, 2023**	March 31, 2022
USD 1	80.30	74.50	82.22	75.81
EUR 1	83.66	86.59	89.61	84.66
JPY 1	0.59	0.66	0.62	0.62
CHF 1	84.15	81.06	89.93	82.09

Interest rate risk

The Company's main interest rate risk arises from long-term borrowings with variable rates, which expose the Company to cash flow interest rate risk. During March 31, 2023 and March 31, 2022, the Company's borrowings at variable rate were denominated in Indian Rupees and US Dollars.

Currently the Company's borrowings are within acceptable risk levels, as determined by the management, hence the Company has not taken any swaps to hedge the interest rate risk.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows.

	Nominal Amount	
	March 31, 2023	March 31, 2022
Fixed-rate instruments		
Financial assets	1,109.40	1,794.41
Financial liabilities	-	21,724.80
	1,109.40	**23,519.20**
Variable-rate instruments		
Financial assets	-	-
Financial liabilities	23,213.87	10,857.29
	23,213.87	10,857.28

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

	Profit or loss		**Equity, net of tax**	
	50 bp increase	**50 bp decrease**	**50 bp increase**	**50 bp decrease**
March 31, 2023				
Variable-rate instruments	116.07	(116.07)	86.86	(86.86)
Cash flow sensitivity	**116.07**	**(116.07)**	**86.86**	**(86.86)**
March 31, 2022				
Variable-rate instruments	54.29	(54.29)	40.62	(40.62)
Cash flow sensitivity	**54.29**	**(54.29)**	**40.62**	**(40.62)**

Fair value sensitivity analysis for fixed-rate instruments

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs, unless stated otherwise)

NOTE:50 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

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.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2022 and March 31, 2021.

Particulars	**As at March 31, 2023**	As at March 31, 2022
Equity Share Capital	8,824.46	6,085.84
Other Equity	44,626.06	44,651.53
Total Equity	**53,450.52**	**50,737.37**
Non-Current Borrowings	12,546.21	24,138.21
Current maturities of Non-Current Borrowings	1,856.08	525.54
Current Borrowings	8,634.84	7,764.10
Total Debts	**23,037.12**	**32,427.85**

NOTE:51 Statement containing salient features of the financial statement of Subsidiary Group, Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014

Name of the subsidiary	**MSUM Texfeb Limited**	
Particulars	**2022-23**	**2021-22**
Reporting currency	Rs. In Lakh	Rs. In Lakh
Share capital	10.00	10.00
Reserves & surplus	3.62	4.16
Total assets	3.78	5.31
Total Liabilities	0.17	1.15
Investments	-	-
Turnover (Net)	-	-
Profit/ (Loss) before tax	(0.54)	(0.78)
Tax Expenses	-	-
Profit/(Loss) for the year after taxation	(0.54)	(0.78)
Percentage of shareholding	100.00	100.00

NOTE:52 The figures for the previous years have been regrouped/ rearranged, wherever considered necessary, to conform current years classifications.

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of Board of Directors

For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

Lakshmi Niwas Bangur
Chairman & Managing Director
(DIN 00012617)

Yogesh Bangur
Dy. Managing Director
(DIN 02018075)

Chanderkant Choraria
Partner
Membership No. 521263

Place Noida (Delhi - NCR)
Date May 17, 2023

Atul Krishna Tiwari
Company Secretary

Hansmukh Patel
Chief Financial Officer